

**RED MOON RESOURCES INC.**

**MANAGEMENT DISCUSSION AND ANALYSIS  
OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS**

**For the Three and Nine Months Ended September 30, 2018**

*This discussion includes certain statements that may be deemed “forward-looking statements”. All statements in this discussion, other than statements of historical facts, that address exploration, drilling, exploration activities and events or developments that Red Moon Resources Inc. (the “Company”) expects are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in the forward-looking statements include market prices, exploration and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and those actual results or developments may differ materially from those projected in the forward-looking statements.*

### General Business

The Company is a subsidiary of Vulcan Minerals Inc. (“Vulcan”) (66.37% ownership) and was listed on the TSX Venture Exchange on August 17, 2012 as a result of a corporate reorganization of Vulcan, whereby Vulcan transferred its 100% working interest in its Bay St. George mineral assets to the Company. The Company is engaged in mineral exploration on properties in Newfoundland and Labrador. The Company’s immediate efforts will focus on exploring these properties. The Company is an exploration venture company and has recently commenced producing gypsum from its Ace Gypsum mine.

The MDA should be read in conjunction with the unaudited financial statements for the period ended September 30, 2018 and accompanying notes.

### DATE

The date of this MDA is November 26th, 2018.

### OVERALL PERFORMANCE

The Company reported a net loss of \$50,580 for the three months ended September 30, 2018 (as compared to a net loss of \$14,711 for the three months ended September 30, 2017) (increase in net loss of \$35,869).

The 2018 loss consisted of administrative expenses of \$12,371, a write down of \$26,599 of deposits and recording fees on mineral licences which have expired, depreciation of \$263 and share based compensation of \$11,347. The 2017 loss consisted of administrative expenses of \$13,313 and share based compensation of \$1,398.

The Company reported a net loss of \$174,001 for the nine months ended September 30, 2018 (as compared to a net loss of \$58,484 for the nine months ended September 30, 2017) (increase in net loss of \$115,517).

The 2018 loss consisted of administrative expenses of \$51,079, a write down of \$27,949 of deposits and recording fees on mineral licences which have expired, depreciation of \$525 and share based compensation of \$94,448. The Company granted 2,400,000 stock options in April 2018, with 1,200,000 options vesting immediately. The 2017 loss consisted of administrative expenses of \$47,890, a write down of \$6,450 of deposits and recording fees on mineral licences which have expired, share based compensation of \$4,194 and was reduced by interest income of \$50.

The following table outlines the significant components of general and administrative expenses each of the three month and nine months ended September 30, 2018 and 2017:

General & Administrative Expenses include:	Three Months Ended		Nine Months Ended	
	30-Sep		30-Sep	
	2018	2017	2018	2017
	\$	\$	\$	\$
Management and subcontract fees	1,750	3,500	8,750	10,500
Transfer agent, regulatory and professional	3,442	4,522	14,785	15,135
Conferences, travel and accommodation	1,099	-	8,562	6,065
Office and other	6,080	5,291	18,982	16,190
Total	12,371	13,313	51,079	47,890

## RESULTS OF OPERATIONS

### Mineral Properties- Background

#### *Captain Cook Salt*

The Company acquired a 100% interest in mineral licences covering a portion of the northern Bay St. George Basin in western Newfoundland in August 2012, as a result of a corporate re-organization of Vulcan. The licences include the mineral rights to lands that have potential for potash, salt, gypsum and other mineral deposits. The Company pursued the exploration for salt and potash since 2013 and has delineated a significant salt resource.

In January 2016 Apex Geoscience Ltd. of Edmonton, Alberta completed a National Instrument 43-101 compliant Mineral Resource Assessment report on the halite (rock salt) deposit located at the Captain Cook project in western Newfoundland. The report is based primarily on the Company's drilling results from 2013 and 2014, related geophysical data and historical information. This is the first mineral resource assessment of the Captain Cook rock salt deposit. Highlights of the resource report are as follows:

#### ***Captain Cook Salt- Salt Resource Estimate Highlights***

-Using a 95.0% lower base cut-off for sodium chloride, the Captain Cook Halite Resource Estimate is classified as "Inferred" and demonstrates that there is 908 million tonnes of high purity halite (96.9% salt) for 880 million in-situ tonnes of salt (Table below);

-Additional analytical work was conducted as part of the estimation, the results of which help to define a thick section of high purity halite. For example, the best halite intersection, from drillhole CC-4, contains 96.8% NaCl over 335.3 m, which includes two large segments of high purity halite of 98.0% NaCl over 125.3 m and 97.5% NaCl over 177.3 m;

-The Technical Report summarizes: positive physical and chemical characteristics; salt composition and quality; market applicability; and infrastructure/transportation readiness, all of which support the conclusion that the Captain Cook halite deposit is a deposit of merit and warrants further delineation/evaluation work;

-The Captain Cook project area has access to important infrastructure including: two nearby deep-water ports; airports at Stephenville and Deer Lake; the Trans-Canada Highway; high voltage power grid; and an extensive road network including a well-maintained, all-weather gravel road connecting the deposit with the Turf Point Port, approximately 5.5 km from the deposit.

<u>NaCl</u> <u>lower</u> <u>cut-off</u> <u>(%)</u>	<u>Volume</u> <u>(m<sup>3</sup>)</u>	<u>Tonnes</u> <u>(million)</u>	<u>Density</u> <u>(kg/m<sup>3</sup>)</u>	<u>NaCl</u> <u>(%)</u>	<u>Tonnes in-</u> <u>situ</u> <u>(million)</u>
88	682,000,000	1,473	2.16	95.3	1,405
89	677,000,000	1,462	2.16	95.4	1,395
90	672,000,000	1,451	2.16	95.4	1,385
91	653,000,000	1,410	2.16	95.6	1,348
92	602,000,000	1,301	2.16	95.9	1,248
93	557,000,000	1,203	2.16	96.2	1,157
94	499,000,000	1,078	2.16	96.5	1,040
<b>95</b>	<b>420,000,000</b>	<b>908</b>	<b>2.16</b>	<b>96.9</b>	<b>880</b>
96	304,000,000	657	2.16	97.4	640
97	190,000,000	410	2.16	97.9	401
98	71,000,000	154	2.16	98.6	152
99	17,000,000	37	2.16	99.3	37

Note 1: Mineral resources are not mineral reserves and do not have demonstrated economic viability. There is no guarantee that all or any part of the mineral resource will be converted into a mineral reserve.

Note 2: The quantity of reported inferred resource in these estimations are uncertain in nature and there has been insufficient exploration to define these inferred resources as an indicated or measured mineral resource, and it is uncertain if further exploration will result in upgrading them to an indicated or measured resource category.

Note 3: The estimate of mineral resources may be materially affected by geology, environment, permitting, legal, title, taxation, socio-political, marketing or other relevant issues.

Note 4: Tonnes have been rounded to the nearest 1,000,000 (numbers may not add up due to rounding).

To demonstrate that the halite has reasonable prospects of economic extraction, the mineral resource is reported at a lower base case cut-off of 95.0% NaCl. This is the general standard used

in the purchase of road salt and follows the specification outlined in American Society for Testing and Materials (ASTM) Designation D632-12 (2012), which is applicable for sodium chloride intended for use as a de-icer and for road construction or maintenance purposes. Accordingly, with respect to reporting a resource estimate that abides by the General Guidelines of NI 43-101, the Red Moon halite test work results show that the Captain Cook halite deposit has good prospects of economic viability for an industrial mineral deposit.

### *Gypsum – Ace Deposit*

The Company has been evaluating the gypsum potential of its mineral licences in the dormant Flat Bay gypsum mines approximately 3 km southwest of the Captain Cook salt deposit. Gypsum was mined by open pit quarry in this area since the 1950's with reported historical production estimated at approximately 15,000,000 tonnes. Production ceased in 1990 but extensive gypsum resources are known to remain as the deposits were not exhausted.

Historical production occurred in three main pits over an area covering approximately 3 square kilometers. The company has obtained a mining lease from the government of Newfoundland and Labrador to reinstate mining at the Ace Deposit covering a starter area of 12 hectares. The company estimates, based on internal evaluation of a late 2017 drilling program and the company's field geological investigations, that the proposed Ace mining lease area has the potential to contain 3 to 5 million tonnes of gypsum/anhydrite of commercial grade. Preliminary market analysis was encouraging enough to warrant proceeding with the project to production. It is anticipated that production could ramp up to 500,000 tonnes per year over several years contingent upon market availability. There is ample opportunity to expand the proposed mining lease area if demand warrants it. The open pit quarry operations for gypsum are well established and capable of efficient scaling of production to meet demand cycles. Access to port facilities and contract mining services are available in the area. The project was registered pursuant to the provincial environmental review process on Dec 13, 2017 and released from further review on February 21, 2018. The company retained an external engineering firm to prepare a mine development plan which was submitted to the Department of Natural Resources (DNR) on April 6, 2018. On July 19, 2018 the mine development plan was approved by DNR. The Company initiated production operations on July 20, 2018 including removal of overburden. A contract mining distribution and marketing arrangement has been entered into with Vinland Materials Inc. The Company has initiated one sale in Q3 2018 which is reflected as net proceeds of \$31,262 from sales of the Ace Gypsum mine currently not in commercial production. The commercial significance of these operations will be assessed as more sales are completed and market availability is established.

### *Nepheline Syenite Property*

In July 2016, the Company acquired, by staking, the Black Bay nepheline property in southern Labrador. The property consists of a surface occurrence of nepheline syenite along the southern Labrador highway. The project is located approximately 6 kilometers from tide water. The Blanc Sablon, QC airport is a 90-minute drive from the property.

Nepheline occurs in an alkali feldspar syenite unit up to 200 metres wide and in excess of 2000 metres in length based on field work carried out by the Newfoundland and Labrador Department of Natural Resources and field mapping by the Company. Previous work on the property included the analysis of grab samples, which indicated that the chemistry of the syenite unit has the potential to meet the specifications for industrial uses. Nepheline is an industrial mineral and a source of aluminum (Al<sub>2</sub>O<sub>3</sub>), sodium (Na<sub>2</sub>O) and potassium (K<sub>2</sub>O) used primarily in the manufacture of glass, ceramics, extenders and fillers. Commercial nepheline deposits are rare with only one mine in production in North America at Blue Mountain in Ontario which produces about 1,000,000 tonnes per year. Though feldspar is used as a substitute for nepheline because of

nepheline's limited supply, nepheline is generally a preferred material over feldspar due to its higher concentration of potassium and sodium resulting in significant energy savings in industrial uses. The world feldspar market is approximately 20,000,000 tonnes per year. In 2016 the Company carried out a mapping and sampling program at the nepheline occurrence in order to outline the mineralogical variation within the deposit to better evaluate its chemistry. Results from the sampling indicate that the alumina and alkali content of the rock is comparable to other commercial nepheline deposits and that beneficiation results meet industrial specifications. In 2017 the Company obtained, through surface channel sampling, in excess of 3 tonnes of material to scale up the geochemical and beneficiation analysis. Preliminary geochemical analysis is similar to the initial 2016 sampling which is encouraging. Beneficiation work on the composite bulk sample has confirmed encouraging results comparable to the 2016 analysis. Further work is being designed to evaluate the potential tonnage through drilling.

#### Plans 2018-2019

The Company is soliciting funding by way of partnerships or equity funding to advance the Captain Cook salt project to a feasibility stage. Details of the project's merits have been provided to several interested parties including salt producers and potential equity investors.

As well, the Company plans to maximize gypsum production at the Ace Mine and is marketing the product for the 2019 sales year.

Given the encouraging analytical results from the Black Bay Nepheline deposit a drilling program is being designed to evaluate the potential tonnage and obtain further samples from deeper in the deposit. As well the Company is soliciting partners to help advance the evaluation of the project.

#### MINERAL EXPLORATION AND EVALUATION ASSETS

The major components of mineral exploration and evaluation assets at September 30, 2018 are as follows:

Acquisition costs- licences	<b>1,025,000</b>
Mineral licences and licences renewals	<b>32,267</b>
Drilling, geological, geophysical and related costs	<b>1,217,408</b>
Share-based compensation	<b>27,559</b>
Government Grants	<b>(228,714)</b>
Cost Recoveries	<b>(31,268)</b>
<b>Balance</b>	<b>2,042,252</b>

## SUMMARY OF QUARTERLY RESULTS

Quarter	Total Income	Net Loss	Net Loss per share
	\$	\$	\$
September 30, 2018	nil	(174,001)	(0.004)
June 30, 2018	nil	(106,229)	(0.002)
March 31, 2018	nil	(17,802)	(0.000)
December 31, 2017	52	(36,300)	(0.001)
September 30, 2017	nil	(14,711)	(0.000)
June 30, 2017	21	(18,741)	(0.000)
March 31, 2017	27	(25,033)	(0.001)
December 31, 2016	49	(37,246)	(0.001)
September 30, 2016	46	(23,157)	(0.001)
June 30, 2016	98	(28,191)	(0.001)
March 31, 2016	155	(52,537)	(0.001)

Revenue for each quarter is represented by interest income. The loss for each quarter is represented primarily by administrative expenses, except September 30, 2018 June 30, 2018 which is made up primarily of share-based compensation.

## LIQUIDITY, CAPITAL RESOURCES, AND GOING CONCERN

The Company had current assets of \$61,142 at September 30, 2018, including cash of \$61,076; the Company had accounts payable and accrued liabilities of \$287,443, resulting in negative working capital of \$226,301. Included in accounts payable balance is a balance of \$258,979 payable to Vulcan Minerals Inc. the parent company.

The Company has no long-term debt and as such is not sensitive to interest rate fluctuation on debt instruments. The Company has no contingent liabilities that could materially affect its financial position.

The Company's financial statements have been prepared using generally accepted accounting principles in Canada applicable to a going concern. Management is evaluating alternatives to secure additional financing so that the Company can continue to operate as a going concern. Nonetheless, there is no assurance that these initiatives will be successful. The Company's financial statements and management's discussion and analysis do not reflect adjustments to the carrying value of assets and liabilities that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

The Company carries out exploration on mineral licences in Newfoundland and Labrador. These tenure instruments require work obligations in order to maintain ownership. Failure to fulfill work obligations would result in loss of ownership interest. The Company originally held 13 mineral licences represented by 36,375 hectares. From 2013 to 2018, in addition to the acquisition of additional mineral licences, the Company regrouped several of its original mineral licences, resulting in the Company holding 16 mineral licences at September 30, 2018, representing approximately 8,400 hectares in the Bay St. George region of Western Newfoundland and in Black Bay, Labrador. The Company's current mineral licences are in good standing in respect of ongoing work obligations.

The Company is seeking funding to carry on its activities in 2018/2019.

The Company's only anticipated revenue stream is expected from the production of gypsum, the magnitude of which is uncertain at this time, given the startup stage of the mining operation.

#### TRANSACTIONS WITH RELATED PARTIES

The Company incurred expenditures of \$9,220 for the three months ended September 30, 2018 (\$21,918-three months ended September 30, 2017) and \$23,400 for the nine months ended September 30, 2018 (\$34,764- nine months September 30, 2017) in transactions with its parent company. Vulcan provided management, administrative, and technical services to the Company. Related party general and administrative amounts which were expensed totaled \$1,750 in the three months ended September 30, 2018 (\$3,500- 2017) and \$8,750 for the nine months ended September 30, 2018 (\$10,500- 2017). The related party expenditures capitalized to mineral exploration and evaluation assets totaled \$7,470 for the three months ended September 30, 2018 (\$18,418- three months ended September 30, 2017), and \$14,650 for the nine months ended September 30, 2018 (\$24,264 nine months ended September 30, 2017). These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Management is of the opinion that these transactions were undertaken under the same terms and conditions as transactions with non-related parties.

The Company expensed premises rent in the amount of \$3,000 for the three months ended September 30, 2018 (2017-\$3,000) and \$9000 for the nine months ended September 30, 2018 (2017-\$9,000) to a private company controlled by the President and CEO of the Company. As of March 1, 2018, rent to the private company which is controlled by the President of the Company has not been paid and is accruing as a payable.

#### CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

On January 1, 2018, the Company adopted IFRS 9, which replaced IAS 39 "Financial Instruments: Recognition and Measurement" ("IAS 39"). IFRS 9 provides a revised model for the classification and measurement of financial assets that eliminates the previous categories of financial assets under IAS 39 of "available for sale", "held-to-maturity", or "loans and receivables". Under IFRS 9, on initial recognition, a financial asset is classified as and measured at: amortized cost, fair value through profit and loss ("FVPL"), or fair value other comprehensive income ("FVOCI"). The revised model for classifying financial assets results in classification according to their contractual cash flow characteristics and the business models under which they are held. This standard incorporates a new hedging model, which increases the scope of hedged items eligible for hedge accounting and aligns hedge accounting more closely with risk management. IFRS 9 replaces the "incurred" loss model in IAS 39 with "an expected credit loss" ("ECL") model for calculating impairment. This new standard also increases required disclosure about an entity's risk management strategy, cash flows from hedging activities, and the impact of hedge accounting on the financial statements. IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities.

The following table summarizes the classification and measurement changes for the Corporation's financial assets and financial liabilities as a result of the adoption of IFRS 9.



	IAS 39	IFRS 9
<b>Financial Assets</b>		
Cash and cash equivalents	Amortized Cost	Amortized Cost
Accounts receivable	Amortized Cost	Amortized Cost
<b>Financial liabilities</b>		
Accounts payable and accrued liabilities	Amortized Cost	Amortized Cost

The measurement for these instruments and the line item in which they are included in the financial statements were unaffected by the adoption of IFRS 9. In accordance with the transitional provisions, the comparative information for prior periods have not been restated.

*Standards and amendments not yet effective and not yet applied*

IFRS 16, "Leases" ("IFRS 16") is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted for entities that have also adopted IFRS 15, "Revenue from contracts with customers" ("IFRS 15"). IFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. It supersedes IAS 17, "Leases" ("IAS 17"). Qualifying leases will be recorded on the balance sheet as an asset under property and equipment and will have a corresponding liability with both current and long-term portions.

The Company is reviewing the standards and amendments, to determine the potential impact, if any, on its financial statements.

## FINANCIAL INSTRUMENTS AND RISKS

The Company's financial instruments include cash, accounts receivable, and accounts payable and accrued liabilities. The fair value of each approximates the carrying value due to their short term nature. The Corporation is exposed to various risks resulting from its operations. The Corporation's main risk exposure and its risk management policies are as follows:

*Business Risks*

The Company is a junior exploration company principally involved in mineral exploration which is an inherently high-risk activity. The business of exploring for, developing, acquiring, producing minerals is subject to many risks and uncertainties, several of which are beyond the control of the Company. These risks are operational, financial, legal and regulatory in nature.

Operational risks include unsuccessful exploration and development drilling activity, safety and environmental concerns, access to cost effective contract services, escalating industry costs for contracted services and equipment, product marketing and hiring and retaining qualified employees.

The Company is subject to financial risk as exploration is capital intensive and the Company has no established sources of funding other than equity financing and joint venture financing arrangements. Only the skills of management and staff in mineral exploration and exploration financing serve to mitigate these risks.

The Company is subject to a variety of regulatory risks that it does not control. Government and Securities regulations are monitored to ensure the Company continues to be in compliance.

#### *Financial Risk Factors*

The Company has exposure to credit risk, liquidity risk and market risk. The source of risk exposure and how each is managed is outlined below:

**Credit risk-** Credit risk is the risk of loss associated with counterparty's inability to fulfil its payment obligation. The Company is exposed to credit risk on its cash and accounts receivable. Cash is maintained on deposit with a major Canadian chartered bank. The Company believes its credit risk with respect to cash and accounts receivable is not significant.

**Liquidity risk-** Liquidity risk is the risk that the Company will not be able to meet its obligations as they come due. As of September 30, 2018, the Company had a cash balance of \$61,076 and negative working capital of \$226,301. The Company has no established source of operating cash flow. There is no assurance that additional funding will be available to allow the Company to fund administrative expenses and exploration programs. Liquidity risk is significant to the Company. The Company's ability to continue as a going concern is dependent upon its ability to fund working capital and future acquisition costs and exploration requirements and eventually to generate positive cash flows, either from operations or proceeds from disposition of exploration assets. Management is evaluating alternatives to secure additional financing so that the Company can continue to operate as a going concern

#### *Market risk*

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates, and commodity prices will affect the Company's net loss or the value of its financial instruments.

**Commodity price risk-** The value of the Company's mineral exploration and evaluation assets is partially related to the market price of metals and industrial minerals. The Company does not hedge this exposure to fluctuations in commodity prices. The Company's ability to continue with its exploration program is also indirectly subject to commodity prices.

#### SHARE CAPITAL

The Company has issued and outstanding common shares of 48,050,004 at November 26, 2018. The Company's share capital consists of an unlimited number of voting common shares, and an unlimited number of preferred shares of which there are none outstanding.

The Company has 3,800,000 stock options outstanding at November 26, 2018. as outlined below:

Date Issued	Number	Exercise Price	Details
April 27, 2018	2,400,000	\$0.10	Directors' Options, Expiry April 27, 2023
March 16, 2016	1,400,000	\$0.10	Directors' Options, Expiry March 16, 2021

There were 2,600,000 options exercisable at November 26, 2018. The weighted average remaining contractual life of the outstanding options is 3.8 and exercisable options is 3.4 years.

The Company has 2,525,000 warrants outstanding at November 26, 2018 of which 2,000,000 are held by the parent company, Vulcan Minerals. As a result of an extension of time each warrant entitles the holder to purchase one common share at \$0.10 per share until November 6th, 2020.

#### ADDITIONAL INFORMATION

All corporate disclosure documents are filed on [www.sedar.com](http://www.sedar.com). Additional information regarding the Company's projects and activities are available at [www.redmoonresources.com](http://www.redmoonresources.com)



## **Interim Condensed Financial Statements**

For the Three and Nine Months Ended  
September 30, 2018 and 2017

(Unaudited)

## **Notice of No Auditor Review of Interim Financial Statements**

Under National Instrument 51-102, “Continuous Disclosure Obligations”, 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 financial statements have not been reviewed by an auditor. The Corporation’s external auditors have not performed a review of these financial statements.

# **RED MOON RESOURCES INC.**

September 30, 2018 and 2017

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**RED MOON RESOURCES INC.**  
**Condensed Balance Sheets**  
**(Unaudited)**  
**As at September 30, 2018**

(in Canadian dollars)

	September 30 2018	December 31 2017
	\$	\$
<b>Assets</b>		
Current assets		
Cash	61,076	28,609
Accounts receivable	66	7,153
Government grant receivable	-	14,401
Prepaid expenses	-	5,900
	<b>61,142</b>	<b>56,063</b>
Capital assets		
Mineral exploration and evaluation (Note 4)	1,225	1,750
	<b>2,042,252</b>	<b>2,037,910</b>
<b>Total Assets</b>	<b>2,104,619</b>	<b>2,095,723</b>
<b>Liabilities</b>		
Current liabilities		
Accounts payable and accrued liabilities (Note 6)	287,443	199,412
<b>Total Liabilities</b>	<b>287,443</b>	<b>199,412</b>
<b>Shareholders' Equity</b>		
Share capital	2,622,179	2,622,179
Warrants	66,000	66,000
Contributed surplus	275,618	180,752
Deficit	(1,146,621)	(972,620)
<b>Total Shareholders' Equity</b>	<b>1,817,176</b>	<b>1,896,311</b>
<b>Total Liabilities and Shareholders' Equity</b>	<b>2,104,619</b>	<b>2,095,723</b>

Nature of operations and going concern (Note 1)

Approved on behalf of the Board of Directors

Patrick J. Laracy **Director**

William Koenig **Director**

See accompanying notes to the financial statements

**RED MOON RESOURCES INC.**  
**Condensed Statements of Loss and Comprehensive Loss**  
**(Unaudited)**

(in Canadian dollars)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2018	2017	2018	2017
	\$	\$	\$	\$
<b>Income (Expenses)</b>				
Interest income	-	-	-	50
General and administrative expenses				
Management and subcontract fees	(1,750)	(3,500)	(8,750)	(10,500)
Transfer agent, regulatory and professional fees	(3,442)	(4,522)	(14,785)	(15,135)
Office and other	(6,080)	(5,291)	(18,982)	(16,190)
Conferences and travel	(1,099)	-	(8,562)	(6,065)
Share-based compensation (Note 5)	(11,347)	(1,398)	(94,448)	(4,194)
Depreciation	(263)	-	(525)	-
Property Write Down	(26,599)	-	(27,949)	(6,450)
	<b>(50,580)</b>	<b>(14,711)</b>	<b>(174,001)</b>	<b>(58,534)</b>
<b>Net and comprehensive loss</b>	<b>(50,580)</b>	<b>(14,711)</b>	<b>(174,001)</b>	<b>(58,484)</b>
Net loss per share - basic and diluted	<b>(0.001)</b>	<b>(0.0003)</b>	<b>(0.004)</b>	<b>(0.001)</b>
Weighted-average number of common shares outstanding - basic and diluted	<b>48,050,004</b>	48,050,004	<b>48,050,004</b>	48,050,004

See accompanying notes to the financial statements



**RED MOON RESOURCES INC.**  
**Condensed Statements of Changes in Shareholders' Equity**  
**(Unaudited)**  
**As at September 30, 2018**  
(in Canadian dollars)

	Share Capital	Warrants	Contributed Surplus	Deficit	Total Shareholders' Equity
	\$	\$	\$	\$	\$
Balance, December 31, 2016	2,622,929	66,000	170,967	(877,835)	1,982,061
Net and comprehensive loss					
January 1, 2017 - September 30, 2017	-	-	-	(58,484)	(58,484)
Share-based compensation	-	-	7,338	-	7,338
<b>Balance, September 30, 2017</b>	<b>2,622,929</b>	<b>66,000</b>	<b>178,305</b>	<b>(936,319)</b>	<b>1,930,915</b>
Net and comprehensive loss					
October 1, 2017 - December 31, 2017	-	-	-	(36,301)	(36,301)
Share issuance costs	(750)	-	-	-	(750)
Share-based compensation	-	-	2,447	-	2,447
<b>Balance, December 31, 2017</b>	<b>2,622,179</b>	<b>66,000</b>	<b>180,752</b>	<b>(972,620)</b>	<b>1,896,311</b>
Net and comprehensive loss					
January 1, 2018 - September 30, 2018	-	-	-	(174,001)	(174,001)
Share-based compensation	-	-	94,866	-	94,866
<b>Balance, September 30, 2018</b>	<b>2,622,179</b>	<b>66,000</b>	<b>275,618</b>	<b>(1,146,621)</b>	<b>1,817,176</b>

See accompanying notes to the financial statements

**RED MOON RESOURCES INC.****Statements of Cash Flows****Nine Months Ended September 30**

(in Canadian dollars)

	2018	2017
	\$	\$
<b>Operating Activities</b>		
Net loss	(174,001)	(58,484)
Adjustment for non-cash item:		
Depreciation	525	-
Write off/loss exploration and evaluation assets	27,949	-
Share-based compensation	94,448	4,194
	(51,079)	(54,290)
Changes in non-cash working capital		
Accounts receivable	7,087	66,095
Prepaid expenses	5,900	-
Accounts payable and accrued liabilities	55,899	-
	17,807	11,805
<b>Investing Activities</b>		
Mineral exploration and evaluation assets	(31,873)	(69,068)
Acquisition of equipment	-	-
Change in accounts receivable-mineral exploration assets	-	(10,208)
Change in accounts payable-mineral exploration assets	32,132	24,264
Government grant	14,401	2,587
	14,660	(52,425)
Net change in cash for the period	32,467	(40,620)
Cash, beginning of period	28,609	65,833
<b>Cash, end of period</b>	<b>61,076</b>	<b>25,213</b>

See accompanying notes to the financial statements

**RED MOON RESOURCES INC.**  
**Notes to the Condensed Financial Statements**  
**(Unaudited)**  
**September 30, 2018 and 2017**

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**1. NATURE OF OPERATIONS AND GOING CONCERN**

The Company was formed on June 15, 2011 under the Alberta Business Corporations Act and was listed on the TSX Venture Exchange on August 17, 2012. Prior to listing on the TSX Venture Exchange, the Company was inactive. Its registered address is 333 Duckworth Street, St. John's, NL A1C 1G9. On November 14, 2016, the Company changed its name from Red Moon Potash Inc. to Red Moon Resources Inc. to more accurately reflect the nature of its operations.

Red Moon Resources Inc. (the "Company") is a junior mineral exploration company engaged in the acquisition, evaluation and exploration of mineral properties in Newfoundland and Labrador. The Company's immediate objectives are to define and develop a world-class industrial mineral projects. The Company plans to ultimately develop properties as joint ventures, bring them into production, option or lease properties to third parties, or sell the properties outright.

These financial statements have been prepared using accounting principles applicable to a going concern, which contemplate the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company reflected a loss of \$50,580 for the three months ended September 30, 2018 (2017-\$14,711) and a loss of \$174,001 for the nine months ended September 30, 2018 (2017- \$58,484) and had an accumulated deficit of \$1,146,621. The Company had negative working capital of \$226,301. The Company must secure sufficient funding to meet its on-going working capital requirements, as well as to identify, acquire and maintain exploration licenses. Such material uncertainties cast significant doubt as to the ability of the Company to meet its obligations as they come due, and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern.

Management is evaluating alternatives to secure additional financing so that the Company can continue to operate as a going concern. Nevertheless, there is no assurance that these initiatives will be successful or sufficient.

The Company's ability to continue as a going concern is dependent upon its ability to fund working capital and future acquisition costs and exploration requirements and eventually to generate positive cash flows, either from operations or proceeds from disposition of exploration assets. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

**RED MOON RESOURCES INC.**  
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**2. BASIS OF PRESENTATION**

These unaudited interim condensed financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The accounting policies used in preparing these unaudited interim condensed financial statements are consistent with those used in the preparation of the Company’s 2017 annual financial statements. These unaudited interim condensed financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2017.

These financial statements have been prepared on an historical cost basis.

The functional and presentation currency of the financial statements is Canadian dollars.

These financial statements were approved and authorized for issuance by the Board of Directors on November 26, 2018.

**3. NEW AND AMENDED ACCOUNTING STANDARDS**

**New and amended standard adopted by the Company**

On January 1, 2018, the Company adopted IFRS 9, which replaced IAS 39 “Financial Instruments: Recognition and Measurement” (“IAS 39”). IFRS 9 provides a revised model for the classification and measurement of financial assets that eliminates the previous categories of financial assets under IAS 39 of “available for sale”, “held-to-maturity”, or “loans and receivables”. Under IFRS 9, on initial recognition, a financial asset is classified as and measured at: amortized cost, fair value through profit and loss (“FVPL”), or fair value other comprehensive income (“FVOCI”). The revised model for classifying financial assets results in classification according to their contractual cash flow characteristics and the business models under which they are held. This standard incorporates a new hedging model, which increases the scope of hedged items eligible for hedge accounting and aligns hedge accounting more closely with risk management. IFRS 9 replaces the “incurred” loss model in IAS 39 with “an expected credit loss” (“ECL”) model for calculating impairment. This new standard also increases required disclosure about an entity’s risk management strategy, cash flows from hedging activities, and the impact of hedge accounting on the financial statements. IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities.

The following table summarizes the classification and measurement changes for the Corporation’s financial assets and financial liabilities as a result of the adoption of IFRS 9.

**RED MOON RESOURCES INC.**  
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**3. NEW AND AMENDED ACCOUNTING STANDARDS (continued)**

	<b>IAS 39</b>	<b>IFRS 9</b>
<b>Financial Assets</b>		
Cash and cash equivalents	Amortized Cost	Amortized Cost
Accounts receivable	Amortized Cost	Amortized Cost
<b>Financial liabilities</b>		
Accounts payable and accrued liabilities	Amortized Cost	Amortized Cost

The measurement for these instruments and the line item in which they are included in the financial statements were unaffected by the adoption of IFRS 9. In accordance with the transitional provisions, the comparative information for prior periods have not been restated.

**Standards and amendments not yet effective and not yet applied**

IFRS 16, "Leases" ("IFRS 16") is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted for entities that have also adopted IFRS 15, "Revenue from contracts with customers" ("IFRS 15"). IFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. It supersedes IAS 17, "Leases" ("IAS 17"). Qualifying leases will be recorded on the balance sheet as an asset under property and equipment and will have a corresponding liability with both current and long-term portions.

The Company is reviewing the standards and amendments, to determine the potential impact, if any, on its financial statements.

**4. MINERAL EXPLORATION AND EVALUATION ASSETS**

The Company has 16 mineral licenses (2017 - 17) which consist of 336 claims (2017 – 625 claims), which are active and in good standing with the Department of Natural Resources in the Province of Newfoundland and Labrador. These licenses are in the exploration and evaluation stage.

**RED MOON RESOURCES INC.**  
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**4. MINERAL EXPLORATION AND EVALUATION ASSETS (continued)**

A summary of the costs of these licences is as follows:

	September 30, 2018				December 31, 2017				
	Balance, Beginning of Period	Additions	Write downs	Other	Balance, End of Period	Balance, Beginning of Year	Additions	Write downs	Balance, End of Year
	\$	\$	\$		\$	\$	\$	\$	\$
Property acquisition costs	1,079,325	4,475	(27,949)	-	1,055,851	1,084,350	1,815	(6,840)	1,079,325
Exploration costs	958,585	59,084	-	(31,268)	986,401	869,988	88,597	-	958,585
	<b>2,037,910</b>	<b>63,559</b>	<b>(27,949)</b>	<b>(31,268)</b>	<b>2,042,252</b>	<b>1,954,338</b>	<b>90,412</b>	<b>(6,840)</b>	<b>2,037,910</b>

The Company recorded \$31,268 in net proceeds from sales of the Ace Gypsum mine, not yet in commercial production. (nil- December 31, 2017). Current year additions to mineral exploration and evaluation assets have been reduced by a government grant of \$2,774 (December 31, 2017-\$16,131). Current year additions to mineral properties include \$418 in share-based compensation (December 31, 2017- \$4,194).

**5. SHARE-BASED COMPENSATION**

*a) Stock option plan*

The Company has a stock option plan under which directors, officers, management, consultants and employees of the Company are eligible to receive stock options. The aggregate number of shares to be issued upon exercise of all options granted under the plan shall not exceed 10% of the issued shares of the Company at the time of granting the options. The number of shares which may be reserved for issuance in any 12 month period to any one individual may not exceed 5% of the issued shares or 2% if the optionee is a consultant, and the number of shares which may be reserved for issuance in any 12 month period to all optionees engaged in investor relations activities may not exceed 2% in the aggregate of the issued shares on a yearly basis. Options may be exercisable over periods of up to ten years, as determined by the Board of Directors of the Company and are required to have an exercise price no less than the closing market price of the Company's shares prevailing on the day that the option is granted less a discount of up to 25%, with the amount of the discount varying with market price in accordance with the policies of the TSXV.

**RED MOON RESOURCES INC.**  
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**5. SHARE-BASED COMPENSATION (continued)**

*b) Stock options*

A summary of stock options outstanding and exercisable is as follows:

	<b>September 30, 2018</b>		December 31, 2017	
	<b>Number of Options</b>	<b>Weighted- Average Exercise Price</b>	<b>Number of Options</b>	<b>Weighted- Average Exercise Price</b>
Outstanding, beginning of period	<b>3,150,000</b>	<b>0.10</b>	3,350,000	0.10
Granted	<b>2,400,000</b>	<b>0.10</b>	-	-
Forfeited	-	-	(100,000)	0.10
Cancelled	-	-	(100,000)	0.10
Expired	<b>(1,750,000)</b>	<b>0.10</b>	-	-
Outstanding, end of period	<b>3,800,000</b>	<b>0.10</b>	3,150,000	0.10
<b>Outstanding and exercisable, end of period</b>	<b>2,600,000</b>	<b>0.10</b>	3,150,000	0.10

The weighted average remaining contractual life of outstanding options is 3.80 years (December 31, 2017 – 1.47 years). The weighted average remaining contractual life of exercisable options is 3.4 years (December 31, 2017- 1.47 years). The weighted average fair value of stock options granted in the nine months ended September 30, 2018 was estimated on the date of the grant to be \$0.063 using the Black-Scholes fair value option pricing model and the following weighted average assumptions:

	<b>2018</b>	2017
Expected volatility (%)	<b>154</b>	-
Risk free interest rate (%)	<b>2.10</b>	-
Weighted-average expected life (years)	<b>5.0</b>	-
Dividend yield (%)	<b>0</b>	-

The Company recognized share-based compensation in the amount of \$94,866 in the nine months ended September 30, 2018 (\$7,339- nine months ended September 30, 2017). Share-based compensation in the amount of \$94,448 was expensed for the nine months ended September 30, 2018 (\$4,194- nine months ended September 30, 2017) and \$418 (September 30, 2017- \$3,145) was capitalized to mineral exploration and evaluation assets.

**RED MOON RESOURCES INC.**  
**Notes to the Condensed Financial Statements**  
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**6. RELATED PARTY TRANSACTIONS**

	<b>Three Months Ended September 30, 2018</b>	Three Months Ended September 30, 2017	<b>Nine Months Ended September 30, 2018</b>	Nine Months Ended September 30, 2017
Expenditures paid/payable to Vulcan Minerals Inc., parent of Company and reflected as:				
Mineral exploration and evaluation assets	<b>7,470</b>	18,418	<b>14,650</b>	24,264
General and administrative expenses	<b>1,750</b>	3,500	<b>8,750</b>	10,500
Rent paid or payable to a corporation which is controlled by the President of the				
	<b>3,000</b>	3,000	<b>9,000</b>	9,000

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Management is of the opinion that these transactions were undertaken under the same terms and conditions as transactions with non-related parties.

As of March 1, 2018, rent to a corporation which is controlled by the President of the Company has not been paid and is accruing as a payable.

Compensation for key management personnel, which includes the President and Chief Executive Officer, Chief Financial Officer and directors, is as follows:



**RED MOON RESOURCES INC.**  
**Notes to the Condensed Financial Statements**  
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**6. RELATED PARTY TRANSACTIONS (continued)**

	<b>Three Months Ended September 30, 2018</b>	<b>Three Months Ended September 30, 2017</b>	<b>Nine Months Ended September 30, 2018</b>	<b>Nine Months Ended September 30, 2017</b>
	\$		\$	
Management fees, salaries and benefits for key management personnel paid/payable to parent and included in Note 6 above, and reflected as				
General and administrative expenses	<b>1,750</b>	3,500	<b>8,750</b>	10,500
Mineral exploration and evaluation assets	<b>270</b>	993	<b>1,350</b>	2,708
Share-based compensation				
General and administrative expense	<b>11,347</b>	1,398	<b>94,448</b>	4,194
Mineral exploration and evaluation assets	<b>37</b>	1,048	<b>418</b>	3,145
	<b>13,404</b>	6,939	<b>104,966</b>	20,547

Accounts payable and accrued liabilities include \$258,979 owing to parent company, Vulcan Minerals Inc. at September 30, 2018 (\$179,462 – December 31, 2017).

# **CORPORATE INFORMATION**

## **OFFICERS AND MANAGEMENT**

Patrick J. Laracy  
President and Chairman

Jennifer Button  
Chief Financial Officer and Corporate  
Secretary

## **BOARD OF DIRECTORS**

Patrick J. Laracy

Rex Gibbons

Carson Noel

William Koenig

**EXCHANGE LISTING**  
TSX Venture – “RMK”

**LEGAL COUNSEL**  
Morris McManus, Calgary, AB  
Cox & Palmer, St. John’s, NL

**REGISTRAR AND TRANSFER AGENT**  
Computershare Trust Company of Canada

**AUDITORS**  
PricewaterhouseCoopers LLP

**BANKERS**  
Scotiabank

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