RED MOON RESOURCES INC.

MANAGEMENT DISCUSSION AND ANALYSIS

OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

For the Nine Months Ended September 30, 2019

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") (63.03% ownership at September 30, 2019) 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 and developmenton industrial mineral properties in Newfoundland and Labrador. The Company's immediate efforts will focus on exploring and developing these properties. The Company has recently commenced producing gypsum from its Ace Gypsum mine.

The MDA should be read in conjunction with the unaudited condensed financial statements for the period ended September 30, 2019 and accompanying notes.

DATE

The date of this MDA is November 21, 2019.

OVERALL PERFORMANCE

The Company reported a net loss of $29,935 for the three months ended September 30, 2019 as compared to a net loss of $50,580 for the three months ended September 30, 2018 (decrease in net loss of $20,645). The 2019 loss consisted mainly of administrative expenses of $18,166 (2018- $12,371 and share based compensation of $11,638 (2018- $11,347). The Company had no write down of exploration and evaluation expense for the three months ending September 30, 2019 (2018- $26,599).

The Company reported a net loss of $96,116 for the nine months ended September 30, 2019 as compared to a net loss of $174,001 for the nine months ended September 30, 2018 (decrease in net loss of $77,885). The 2019 loss consisted mainly of administrative expenses of $58,040 (2018- $51,079) and share based compensation of $37,682 (2018-$94,448). The Company had no write down of exploration and evaluation expense for the nine months ending September 30, 2019 (2018- $27,949).

The following table outlines the significant components of general and administrative expenses each of the three month and nine months ended September 30, 2019 and 2018:

General & Administrative Expenses include:	Three Months Ended 30-Sep		Nine Months Ended 30-Sep	
	2019	**2018**	**2019**	**2018**
	$	**$**	**$**	**$**
Management and subcontract fees	**7,500**	1,750	**11,500**	8,750
Transfer agent, regulatory and professional	**3,550**	3,442	**15,205**	14,785
Conferences, travel and accommodation	**1,377**	1,099	**15,675**	8,562
Office and other	**5,739**	6,080	**15,660**	18,982
Total	**18,166**	12,371	**58,040**	51,079

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 salt, gypsum, potash 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.

NaCl lower cut-off (%)	**Volume (m^3)**	**Tonnes (million)**	**Density (kg/m^3)**	**NaCl (%)**	**Tonnes *in-situ* (million)**
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
95	**420,000,000**	**908**	**2.16**	**96.9**	**880**
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 mining services have been contracted in the local 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. A contract mining distribution and marketing arrangement has been entered into with Vinland Materials Inc. As of the end of the quarter September 30, 2019, the Company completed six sales in 2019 which are reflected as net proceeds of $311,688. The commercial significance of these operations will be assessed as more sales are completed and market availability is established. Production amounted to 155,000 tonnes in 2019 which is consistent with the projections in the development plan.

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_2O_3), sodium (Na_2O) and potassium (K_2O) 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 alkalai 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 fully quantify the material's mineralogical characteristics and evaluate the potential tonnage through drilling.

Plans 2020

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 and discussions are ongoing.

As well, the Company plans to maximize gypsum production at the Ace Mine and anticipates ramping up production in 2020 subject to market conditions.

Given the encouraging analytical results from the Black Bay Nepheline deposit 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, 2019 are as follows:

Acquisition costs- licences	**1,025,000**
Mineral licences and licences renewals	**66,746**
Asset Retirement Obligation	**78,400**
Drilling, geological, geophysical and related costs	**1,266,457**
Share-based compensation	**29,539**
Gypsum Sales	**(360,036)**
Government Grants	**(228,714)**
Balance	**1,877,392**

SUMMARY OF QUARTERLY RESULTS

Quarter	Total Income	Net Loss	Net Loss per share
	$	**$**	**$**
September 30, 2019	Nil	(24,185)	(0.0005)
June 30, 2019	nil	(27,924)	(0.001)
March 31, 2019	nil	(38,257)	(0.001)
December 31, 2018	nil	(21,582)	(0.004)
September 30, 2018	nil	(50,580)	(0.001)
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)

Revenue for each quarter is represented by interest income. The loss for each quarter is represented primarily by administrative expenses, except December 31, 2018, September 30, 2018 and June 30, 2018 which is made up primarily of share-based compensation. Income from the Ace gypsum mine is considered pre-production income and therefore $311,788 is netted against the exploration and evaluation asset until such time that the mine is technically feasible and commercially viable. The Company has entered the pre-production stage with respect to its Ace Gypsum mining project and had proceeds from pre-production income of $311,788 nine months ending September 30, 2019.

LIQUIDITY, CAPITAL RESOURCES, AND GOING CONCERN

The Company had current assets of $351,536 at September 30, 2019 including cash of $243,371. The Company had accounts payable and accrued liabilities of $143,849 resulting in positive working capital of $208,550. Included in accounts payable balance is $91,458 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 22 mineral licences at September 30, 2019, representing approximately 7,075 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’s only immediate 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 $40,310 for the nine months ending September 30, 2019 (September 30, 2018- $23,400) in transactions with its parent company. Vulcan provided project management, technical services and field operation services to the Company. 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 accrued premises rent in the amount of $9,000 for the nine months ended September 30, 2019 (September 30, 2018- $9,000) to a private company owned and controlled by the President and CEO of the Company.

New and amended standards adopted by the Company

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 are recorded on the balance sheet as an asset under property and equipment and have a corresponding liability with both current and long-term portions. The Company has assessed this new standard and has determined there is no impact to the interim condensed financial statements. The Company's lease arrangement is considered short-term and is therefore exempt from the standard.

IFRIC 23 clarifies how the recognition and measurement requirements of IAS 12, "Income taxes" ("IAS 12"), are applied where there is uncertainty over income tax treatments. There was no impact to the Company's financial statements as a result of adopting this new standard.

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. The Company has established sources of funding including equity financing and joint venture financing arrangements. Recently established production at its Ace gypsum mine also provides cash flow to mitigate these risks. 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, 2019, the Company had a cash balance of $243,371 (December 31, 2018- $1,755) and positive working capital of $214,300 (December 31, 2018- $246,136). 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 continually evaluating alternatives to secure 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 50,600,004 at November 21, 2019. 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 3,900,000 stock options outstanding at November 21, 2019. as outlined below. There were 2,650,000 options exercisable at November 21, 2019. The Company has 3,800,000 warrants outstanding at November 21, 2019 of which 2,000,000 are held by the parent company, Vulcan Minerals.

Date Issued	Number	Exercise Price	Details
Stock Options			
May 6, 2019	100,000	$0.10	Directors' Options, Expiry May 6, 2024
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

Warrants			
April 9, 2019	1,275,000	$0.25	Share Purchase Warrants, Expiry April 9, 2021
Dec 1, 2015	2,525,000	$0.10	Share Purchase Warrants, Expiry November 6, 2020

ADDITIONAL INFORMATION

All corporate disclosure documents are filed on www.sedar.com. Additional information regarding the Company's projects and activities are available at www.redmoonresources.com

Interim Condensed Financial Statements

For the Three & Nine Months Ended September 30, 2019 and 2018

(Unaudited)

Table of Contents

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.
Condensed Balance Sheets
(Unaudited)
As at

(in Canadian dollars)	September 30, 2019	December 31, 2018
	$	$
Assets		
Current assets		
Cash	**243,371**	1,755
Accounts receivable	**109,028**	1,182
Prepaid expenses	**-**	5,305
	352,399	8,242
Capital assets	**831**	1,225
Mineral exploration and evaluation (Note 4)	**1,877,392**	2,092,732
Total Assets	**2,230,622**	2,102,199
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (Note 7)	**143,849**	254,378
Asset retirement obligations	**78,400**	35,777
Total Liabilities	**222,249**	290,155
Shareholders' Equity		
Share capital (Note 5)	**2,811,385**	2,622,179
Warrants (Note 5 (d))	**129,818**	66,000
Contributed surplus	**332,099**	292,678
Deficit	**(1,264,929)**	(1,168,813)
Total Shareholders' Equity	**2,008,373**	1,812,044
Total Liabilities and Shareholders' Equity	**2,230,622**	2,102,199

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 September 30,		Nine Months Ended September 30,	
	2019	2018	**2019**	2018
	$	$	**$**	$
Income (Expenses)				
Management and subcontract fees	**(7,500)**	(1,750)	**(11,500)**	(8,750)
Transfer agent, regulatory and professional fees	**(3,550)**	(3,442)	**(15,205)**	(14,785)
Office and other	**(5,739)**	(6,080)	**(15,660)**	(18,982)
Conferences and travel	**(1,377)**	(1,099)	**(15,675)**	(8,562)
Exploration and evaluation expense	**-**	(26,599)	**-**	(27,949)
Share-based compensation (Note 6)	**(11,638)**	(11,347)	**(37,682)**	(94,448)
Depreciation	**(131)**	(263)	**(394)**	(525)
	(29,935)	(50,580)	**(96,116)**	(174,001)
Net and comprehensive loss	**(29,935)**	(50,580)	**(96,116)**	(174,001)
Net loss per share - basic and diluted	**(0.0006)**	(0.001)	**(0.002)**	(0.004)
Weighted-average number of common shares outstanding - basic and diluted	**50,600,004**	48,050,004	**50,600,004**	48,050,004

See accompanying notes to the financial statements

RED MOON RESOURCES INC.
Condensed Statements of Changes in Equity
(Unaudited)

(in Canadian dollars)

	Share Capital	Warrants	Contributed Surplus	Deficit	Total Shareholders' Equity
	$	**$**	**$**	**$**	**$**
Balance, December 31, 2017	2,622,179	66,000	180,752	(972,620)	1,896,311
Net and comprehensive loss					
January 1, 2018 - September 30, 2018	-	-	-	(174,001)	(174,001)
Share-based compensation	-	-	94,866	-	94,866
Balance, September 30, 2018	**2,622,179**	**66,000**	**275,618**	**(1,146,621)**	**1,817,176**
Net and comprehensive loss					
October 1, 2018 - December 31, 2018	-	-	-	-	-
Share-based compensation	-	-	17,060	(22,192)	17,060
Balance, December 31, 2018	**2,622,179**	**66,000**	**292,678**	**(1,168,813)**	**1,834,236**
Net and comprehensive loss					
January 1, 2019 - September 30, 2019	-	-	-	(96,116)	(96,116)
Private Placement	189,206	63,818	-	-	253,024
Share-based compensation	-	-	39,421	-	39,421
Balance, September 30, 2019	**2,811,385**	**129,818**	**332,099**	**(1,264,929)**	**2,030,565**

See accompanying notes to the financial statements

RED MOON RESOURCES INC.
Condensed Statements of Cash Flows
(Unaudited)
Period Ended September 30

(in Canadian dollars)	**2019**	2018
	$	$
Operating Activities		
Net loss	**(96,116)**	(174,001)
Adjustment for non-cash item:		
Depreciation	**394**	525
Write off/loss exploration and evaluation assets	**-**	27,949
Share-based compensation	**37,682**	94,448
	(58,040)	(51,079)
Changes in non-cash working capital		
Accounts receivable	**(107,845)**	7,087
Prepaid expenses	**5,305**	5,900
Accounts payable and accrued liabilities	**(104,250)**	55,899
	(264,830)	17,807
Financing Activities		
Issuance of common shares and warrants	**255,000**	-
Share issuance costs	**(1,975)**	-
	253,025	-
Investing Activities		
Mineral exploration and evaluation assets	**(94,711)**	(31,873)
Increase in ARO	**42,623**	-
Gypsum Sales	**311,788**	
Change in accounts payable-mineral exploration assets	**(6,279)**	32,132
Government grant	**-**	14,401
	253,421	14,660
Net change in cash for the year	**241,616**	32,467
Cash, beginning of year	**1,755**	28,609
Cash, end of year	**243,371**	61,076

See accompanying notes to the financial statements

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.. 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, development and production of mineral properties in Newfoundland and Labrador. The Company's immediate objectives are to define and develop 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. The Company has entered the pre-production stage with respect to its Ace Gypsum mining project and had proceeds from pre-production income of $311,788 nine months ending September 30, 2019. The Company is also seeking a financing partner with respect to its Captain Cook Salt mine. As commercial viability of these projects has not yet been established, the Company is considered to be in the exploration stage.

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 $29,935 for the three months ended September 30, 2019 (2018-$50,580) and a loss of $96,116 for the nine months ended September 30, 2019 (2018- $174,001). The Company has an accumulated deficit of $1,264,929. The Company had a positive working capital of $208,550 (December 31, 2018- negative $246,136). The Company must secure sufficient funding to further develop the Ace Gypsum mine to full commercial production, as well as to continue to fund the Company's working capital requirements while it continues its exploration efforts on its other mineral projects. 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 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.

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 annual financial statements, except for the adoption of IFRS 16 “Leases” (“IFRS16”) in this interim period. These unaudited interim condensed financial statements should be read in conjunction with the audited annual financial statements for the year ended December 31, 2018.

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 21, 2019.

3. NEW AND AMENDED ACCOUNTING STANDARDS

New and amended standards adopted by the Company

The unaudited condensed interim financial statements were prepared using the same accounting policies and methods as those used in the Company’s financial statements for the year ended December 31, 2018, except for the adoption of IFRS 16, *"Leases"* ("IFRS 16") and IFRIC 23, "Uncertainty over income tax treatments" ("IFRIC 23") that were effective and adopted as of January 1, 2019.

IFRS 16 *"Leases"* 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 are recorded on the balance sheet as an asset under property and equipment and have a corresponding liability with both current and long-term portions. The Company has assessed this new standard and has determined there is no impact to the interim condensed financial statements. The Company’s lease arrangement is considered short-term and is therefore exempt from the standard.

IFRIC 23 "*Uncertainty over income tax treatments*" clarifies how the recognition and measurement requirements of IAS 12, "*Income taxes*" ("IAS 12"), are applied where there is uncertainty over income tax treatments. There was no impact to the Company’s financial statements as a result of adopting this new standard.

4. MINERAL EXPLORATION AND EVALUATION ASSETS

The Company has 22 mineral licences (December 31, 2018-14) which consist of 283 claims (December 31, 2018 – 260 claims), which are active and in good standing with the Department of Natural Resources in the Province of Newfoundland and Labrador. These licences are in the exploration and evaluation stage. The Company has a mining lease (Ace Mining Lease #239) registered with the Department of Natural Resources in the Province of Newfoundland and Labrador on mineral licence 022132M situated near St. George’s, Western Newfoundland.

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

	September 30, 2019				December 31, 2018				
	Balance, Beginning of Year	**Additions**	**Incidental Revenue**	**Balance, End of Year**	Balance, Beginning of Year	Additions	Write downs	Incidental Revenue	Balance, End of Year
	$	**$**		**$**	$	$	$		$
Property acquisition costs	**1,084,965**	**10,010**	**-**	**1,094,975**	1,079,325	12,540	(6,900)	-	1,084,965
Exploration costs	**1,007,767**	**86,438**	**(311,788)**	**782,417**	958,585	97,430	-	(48,248)	1,007,767
	2,092,732	**96,448**	**(311,788)**	**1,877,392**	2,037,910	109,970	(6,900)	(48,248)	2,092,732

In the nine months ending September 30, 2019, the Company recorded $311,788 (December 31, 2018- $48,248) in incidental revenue from sales of gypsum from the Ace Gypsum mine. Total incidental revenue from Ace Gypsum mine is $360,037 as of September 30, 2019. Current year additions to mineral exploration costs for the nine months ending September 30, 2019 include share based compensation of $1,740 (December 31, 2018- 658).

5. SHARE CAPITAL

a) Authorized

Unlimited number of voting common shares
Unlimited number of preferred shares, issuable in series

b) Issued and outstanding

	2019		2018	
	Number	**Share Capital**	Number	Share Capital
Common Shares		**$**		$
Balance, beginning of year	**48,050,004**	**2,622,179**	48,050,004	2,622,179
Issued pursuant to private placement (Note 5 (c))	**2,550,000**	**255,000**	-	-
Allocated to Warrants	**-**	**(63,818)**	-	-
Share issuance cost	**-**	**(1,976)**	-	-
Balance, end of period	**50,600,004**	**2,811,385**	48,050,004	2,622,179

c) *Private Placement*

The Company completed a private placement dated April 9, 2019 for 2,550,000 units at a price of $0.10 per unit, total proceeds $255,000. Each unit consist of one common share and one-half of a common share purchase warrant. Each whole warrant entitles the holder to purchase one common share of the Company at a price of $0.25 per unit until April 9, 2021

d) *Warrants*

A summary of warrants as at September 30, 2019 and December 31, 2018 and changes during the periods then ended is as follows:

	2019		2018	
	Number of Warrants	**Weighted-Average Exercise Price**	Number of Warrants	Weighted-Average Exercise Price
		$		$
Outstanding, beginning of year	**2,525,000**	**0.10**	2,525,000	0.10
Issued	**1,275,000**	**0.25**	-	-
Outstanding, end of period	**3,800,000**	**0.10**	2,525,000	0.10

	2019	2018
	$	$
Balance, beginning of year	**66,000**	66,000
Fair value of warrants issued (Note 5 (c)	**63,818**	-
Balance, end of period	**129,818**	66,000

6. 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.

b) Stock options

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

	September 30, 2019		December 31, 2018	
	Number of Options	**Weighted-Average Exercise Price**	Number of Options	Weighted-Average Exercise Price
		$		$
Outstanding, beginning of year	**3,800,000**	**0.10**	3,150,000	0.10
Granted	**100,000**	**0.10**	2,400,000	0.10
Expired	**-**	**-**	(1,750,000)	0.10
Outstanding, end of period	**3,900,000**	**0.10**	3,800,000	0.10
Outstanding and exercisable, end of period	**2,650,000**	**0.10**	2,600,000	0.10

The weighted average remaining contractual life of outstanding options is 2.81 years (December 31, 2018 – 3.56 years). The weighted average remaining contractual life of exercisable options is 2.46 years (December 31, 2018- 3.18 years).The weighted average fair value of stock options granted in the was estimated on the date of the grant to be $0.0564 (December 31, 2018- $0.066) using the Black-Scholes fair value option pricing model and the following weighted average assumptions:

	September 30, 2019	December 31, 2018
Expected volatility (%)	176	181
Risk free interest rate (%)	1.59	2.12
Weighted-average expected life (years)	5.0	5.0
Dividend yield (%)	-	-

The Company recognized share-based compensation in the amount of $39,422 in the nine months ended September 30, 2019 (September 30, 2018 - $94,866). Share-based compensation in the amount of $37,682 was expensed for the nine months ended September 30, 2019 (September 30, 2018 – $94,448) and $1,740 (September 30, 2018 - $418) was capitalized to mineral exploration and evaluation assets.

RED MOON RESOURCES INC.
Notes to the Condensed Financial Statements
September 30, 2019 and 2018

7. RELATED PARTY TRANSACTIONS

The Company is controlled by Vulcan Minerals Inc., which owns 63.03% of the Company's common shares (December 31, 2018- 66.4%). The following transactions were carried out with related parties:

	Three Months Ended September 30, 2019	Three Months Ended September 30, 2018	**Nine Months Ended September 30, 2019**	Nine Months Ended September 30, 2018
Expenditures paid/payable to Vulcan Minerals Inc., parent of Company and reflected as:				
Mineral exploration and evaluation assets	**5,670**	7,470	**28,810**	14,650
General and administrative expenses	**7,500**	1,750	**11,500**	8,750
Rent paid or payable to a corporation which is controlled by the President of the Company	**3,000**	3,000	**9,000**	9,000

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

	Three Months Ended September 30, 2019	Three Months Ended September 30, 2018	**Nine Months Ended September 30, 2019**	Nine Months Ended September 30, 2018
	$	**$**	$	$
Management fees, salaries and benefits for key management personnel paid/payable to parent and included in Note 6 above, and reflected as the following:				
General and administrative expenses	**7,500**	1,750	**11,500**	8,750
Capitalized as mineral and exploration and evaluation assets	**824**	270	**1,740**	1,350
Share-based compensation				
General and administrative expense	**11,638**	11,347	**38,506**	94,448
Mineral exploration and evaluation assets	**842**	37	**1,740**	418
	20,804	13,404	**53,486**	104,966

Accounts payable and accrued liabilities include $91,458 owing to parent company, Vulcan Minerals Inc. at September 30, 2019 (December 31, 2018 - $208,771).

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

Fraser Edison

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

HEAD OFFICE
333 Duckworth Street
St. John's, NL, A1C 1G9
Tel: (709) 754-3186
Fax: (709) 754-3946
Website: www.redmoonresources.com