ALTAMIRA
GOLD

Consolidated Financial Statements

For the Year Ended February 28, 2019
(Expressed in Canadian Dollars)

DeVISSERGRAY LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

401-905 West Pender St
Vancouver BC V6C 1L6
t 604.687.5447
f 604.687.6737

Independent Auditor's Report

To the Shareholders of Altamira Gold Corp.

Report on the Audit of the Consolidated Financial Statements

Opinion
We have audited the consolidated financial statements of Altamira Gold Corp. (the "Company"), which comprise the consolidated statements of financial position as at February 28, 2019 and 2018, and the consolidated statements of operations and comprehensive loss, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects the consolidated financial position of the Company as at February 28, 2019 and 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for Opinion
We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern
We draw attention to Note 1 in the consolidated financial statements, which indicates that the Company has no source of revenue, has a working capital deficiency as at February 28, 2019 and is dependent upon the future receipt of equity financing to maintain its operations. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information
Management is responsible for the other information. The other information comprises the information included in "Management's Discussion and Analysis", but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements
Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements
Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is G. Cameron Dong.

De Visser Gray LLP

CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, BC, Canada
June 27, 2019

Altamira Gold Corp.

Consolidated Statements of Financial Position
As at February 28, 2019 and 2018
(Expressed in Canadian Dollars)

		February 28, 2019		February 28, 2018
Assets				
Current				
Cash and cash equivalents (note 6)	**$**	**123,742**	$	1,062,758
Other receivables (note 14)		**6,981**		27,791
Prepaid expenses (note 8)		**8,572**		44,430
Total current assets		**139,295**		1,134,979
Non-current assets				
Property and equipment (note 9)		**55,534**		65,269
Exploration and evaluation assets (note 10)		**11,497,516**		10,860,852
Long term investment (note 7)		**59,261**		57,641
Reclamation deposit		**15,000**		15,000
Total Assets	**$**	**11,766,606**	$	12,133,741
Liabilities				
Current				
Accounts payable and accrued liabilities	**$**	**85,050**	$	120,743
Due to related parties (note 14)		**1,525**		81,833
Current portion of long term liabilities (note 11)		**88,471**		86,416
Total current liabilities		**175,046**		288,992
Long term liabilities (note 11)		**148,508**		157,742
		323,554		446,734
Equity				
Share capital (note 12)		**34,366,390**		33,427,931
Share subscriptions received (notes 12 and 14)		**25,401**		3,276
Share-based payments reserve (note 13)		**3,727,674**		3,469,324
Accumulated other comprehensive income/(loss)		**(369,555)**		(36,217)
Deficit		**(26,306,858)**		(25,177,307)
		11,443,052		11,687,007
Total Liabilities and Equity	**$**	**11,766,606**	$	12,133,741

Nature of operations and going concern (note 1), Commitments (note 20), Subsequent events (note 21)

Approval on behalf of the Board of Directors:

Michael Bennett — Director

Christopher Harris — Director

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

Altamira Gold Corp.

Consolidated Statements of Operations and Comprehensive Loss
For the years ended February 28,
(Expressed in Canadian Dollars)

		2019		2018
Operating expenses				
Advertising and promotion	**$**	**80,961**	$	115,455
Amortization (note 9)		**26,662**		22,053
Consulting fees and staff costs (note 14)		**575,050**		674,664
Investor relations		**-**		43,633
Office and general		**137,823**		154,873
Other exploration costs		**12,500**		14,725
Professional fees		**49,901**		81,286
Share-based payments (note 14)		**258,350**		845,249
Transfer agent and regulatory fees		**30,735**		37,308
Travel		**69,622**		87,561
		(1,241,604)		(2,076,807)
Other income (expense)				
Interest income		**6,306**		5,446
Interest expense		**(13,202)**		(19,125)
Foreign exchange gain (loss)		**11**		(5,848)
Other income		**-**		8,386
Loss on sale of marketable securities		**(1,061)**		-
Gain on sale of exploration and evaluation asset		**119,999**		-
Impairment of exploration and evaluation assets (note 10)		**-**		(2,977,101)
Net loss for the year		**(1,129,551)**		(5,065,049)
Cumulative translation adjustment		**(333,338)**		(174,204)
Total comprehensive loss for the year	**$**	**(1,462,889)**	**$**	(5,239,253)
Basic and diluted loss per common share	**$**	**0.02**	$	0.13
Weighted average number of common shares outstanding		**53,527,519**		40,374,716

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

Altamira Gold Corp.
Consolidated Statements of Changes in Equity
For the years ended February 28, 2019 and 2018
(Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Subscription Receipts	Reserves	Accumulated OCI / (Loss)	Deficit	Total
Balance, February 29, 2017	**32,650,752**	**$ 30,474,335**	**$ 836,350**	**$ 2,566,884**	**$ 137,987**	**$ (20,112,258)**	**$ 13,903,298**
Shares issued for private placements	15,460,735	3,073,205	(833,074)	-	-	-	2,240,131
Shares issued for debt	411,829	74,129	-	-	-	-	74,129
Warrants exercised	120,000	32,400	-	-	-	-	32,400
Share issuance costs	-	(226,138)	-	57,191	-	-	(168,947)
Share-based payments	-	-	-	845,249	-	-	845,249
Cumulative translation adjustment	-	-	-	-	(174,204)	-	(174,204)
Net loss for the year	-	-	-	-	-	(5,065,049)	(5,065,049)
Balance, February 28, 2018	**48,643,316**	**$ 33,427,931**	**$ 3,276**	**$ 3,469,324**	**$ (36,217)**	**$ (25,177,307)**	**$ 11,687,007**
Shares issued for private placements	9,000,000	900,000	-	-	-	-	900,000
Shares issued for salaries	984,596	63,250	-	-	-	-	63,250
Share subscriptions received	-	-	22,125	-	-	-	22,125
Returned to treasury	(10,000)	(10,000)	-	-	-	-	(10,000)
Share issuance costs	-	(14,791)	-	-	-	-	(14,791)
Share-based payments	-	-	-	258,350	-	-	258,350
Cumulative translation adjustment	-	-	-	-	(333,338)	-	(333,338)
Net loss for the year	-	-	-	-	-	(1,129,551)	(1,129,551)
Balance, February 28, 2019	**58,617,912**	**$ 34,366,390**	**$ 25,401**	**$ 3,727,674**	**$ (369,555)**	**$ (26,306,858)**	**$ 11,443,052**

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

Altamira Gold Corp.

Consolidated Statements of Cash Flows
For the years ended February 28, 2019 and 2018
(Expressed in Canadian Dollars)

	2019	2018
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES:		
Net loss for the year	**$ (1,129,551)**	$ (5,065,049)
Adjustments for items not affecting cash:		
Share-based payments	**258,350**	845,249
Amortization	**26,662**	22,053
Impairment of exploration and evaluation assets	**-**	2,977,101
Unrealized currency translation adjustment	**7,239**	4,858
Gain on disposal of property and equipment	**-**	(8,447)
Gain on sale of exploration and evaluation asset	**(119,999)**	-
Loss on sale of marketable securities	**1,061**	-
Changes in non-cash working capital:		
Other receivables	**10,810**	(10,453)
Prepaid expenses	**35,858**	10,685
Due to related parties	**(80,308)**	(100,019)
Accounts payable and accrued liabilities	**67,569**	(256,790)
Long term liabilities	**(9,234)**	72,881
	(931,543)	(1,507,931)
INVESTING ACTIVITIES:		
Exploration and evaluation asset acquisition and expenditures	**(987,182)**	(1,702,667)
Proceeds from sale of exploration and evaluation asset	**25,000**	-
Proceeds from sale of marketable securities	**93,239**	-
Acquisition of property and equipment	**(23,739)**	(43,028)
Proceeds from disposal of property and equipment	**-**	33,762
	(892,682)	(1,711,933)
FINANCING ACTIVITIES:		
Shares issued for cash	**900,000**	2,272,531
Share issuance costs	**(14,791)**	(168,947)
	885,209	2,103,584
INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	**(939,016)**	(1,116,280)
Cash and cash equivalents, beginning of year	**1,062,758**	2,179,038
Cash, end of year	**$ 123,742**	$ 1,062,758

Cash and cash equivalents represented by:		
Funds on deposit	$ 123,742	$ 62,758
Guaranteed investment certificate	-	1,000,000
	$ 123,742	$ 1,062,758

Supplemental cash flow disclosure and non-cash investing and financing activities (note 16)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Altamira Gold Corp. ("Altamira" or the "Company") is a publicly listed company incorporated in British Columbia on September 1, 1994, with limited liability under the legislation of the Province of British Columbia and its shares are listed on the TSX Venture Exchange ("TSX-V"). The Company is principally engaged in the acquisition, exploration, development and mining of mineral properties.

The head office, principal address, and registered and records office of the Company are located at 1500 – 409 Granville Street, Vancouver, BC, Canada, V6C 1T2.

Going concern

These consolidated financial statements were prepared on a going concern basis. As of February 28, 2019, the Company has no source of revenue and has a working capital deficit of $35,751 (2018 – surplus of $845,987). The Company's ability to continue as a going concern is dependent upon the ability of the Company to obtain financing and generate positive cash flows from its operations. Management of the Company believes they are able to raise sufficient funds to cover all of its operating requirements, financial commitments, and business development priorities during the next twelve months. However, the Company expects that it will continue to need to obtain further financing in the form of debt, equity or a combination thereof in the future. There can be no assurance that additional funding will be available to the Company, or, if available, that this funding will be on acceptable terms. If adequate funds are not available, the Company may be required to delay or reduce the scope of any or all of its development projects. All of these material uncertainties may cast significant doubt about the Company's ability to continue as a going concern.

Approval of the financial statements

These consolidated financial statements for the year ended February 28, 2019, were reviewed by the Audit Committee and were approved and authorized for issue by the Board of Directors on June 27, 2019.

2. BASIS OF PRESENTATION AND STATEMENT OF COMPLIANCE

Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

Basis of presentation

These consolidated financial statements of the Company as at and for the year ended February 28, 2019, with comparative information as at and for the year ended February 28, 2018, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), and with interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") which the Canadian Accounting Standards Board has approved for incorporation into Part 1 of the CPA Canada Handbook – Accounting.

Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments carried at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

2. BASIS OF PRESENTATION AND STATEMENT OF COMPLIANCE - continued

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. Actual results may differ from these estimates. The areas involving a higher degree of judgment of complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 5.

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries. A subsidiary is an entity in which the Company has control, directly or indirectly. Control is defined as the investor being exposed, or having rights, to variable returns from its involvement with the investee and having the ability to affect those returns through its power over the investee.

All material intercompany transactions and balances have been eliminated on consolidation.

Details of the Company's subsidiaries at February 28, 2019 are as follows:

Name	Place of incorporation	Ownership %	Principal activity
Alta Floresta Gold Ltd.	Canada	100%	Holding company
Alta Floresta Gold Mineracao Ltda.	Brazil	100%	Exploration Company
Para Alta Floresta Gold Mineracao Ltda.	Brazil	100%	Exploration Company

Functional and presentation currency

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The functional currency of Altamira is the Canadian dollar. The functional currency of Alta Floresta Gold Ltd. is the US Dollar. The functional currency of Alta Floresta Gold Mineração Ltda. and Para Alta Floresta Gold Mineração Ltda. is the Brazilian Real ("BRL").

The presentation currency of the group is the Canadian dollar. All financial information has been presented in Canadian dollars in these consolidated financial statements, except when otherwise indicated.

Segment reporting

An operating segment is a component of an entity (i) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), (ii) whose operating results are regularly reviewed by the entity's management, and (iii) for which discrete financial information is available. The Company has one operating segment being the acquisition, exploration and development of mineral properties, and two geographical segments, Canada, and Brazil. The Company's head office is located in Vancouver, Canada.

The chief operating decision-maker, who is responsible for allocating resources and assessing performance of operating segments, has been identified as the Chief Executive Officer of the Company.

3. SIGNIFICANT ACCOUNTING POLICIES

Foreign currency translation

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities are translated at the rate of exchange prevailing when the assets were acquired or the liabilities incurred. Revenue, expense items and capitalized exploration and evaluation expenditures are translated using the average rate of exchange during the financial statement periods, except for amortization, which is translated at historic rates.

Foreign exchange gains and losses resulting from the translation of transactions and balances denominated in foreign currencies are included in the consolidated statements of operations and comprehensive loss.

The Company has determined that the functional currencies of its foreign exploration subsidiaries is the Brazilian Real and US dollar. Assets and liabilities are translated to the presentation currency at the year-end rates of exchange, and the results of their operations are translated at average rates of exchange for the year. The resulting translation adjustments are included in the consolidated statements of comprehensive loss. Due to the significant decline in the value of the Brazilian Real during the year, a translation adjustment of $333,338 was recorded (2018 $179,204).

Cash and cash equivalents

Cash and cash equivalents include cash on hand, demand deposits and readily redeemable guaranteed investment certificates (“GICs”) with financial institutions. The majority of the Company’s cash and cash equivalents are held in banks in Canada and Brazil.

Financial instruments

Financial instruments are measured on initial recognition at fair value, plus, in the case of financial instruments other than those classified as fair value through profit or loss ("FVPL"), directly attributable transaction costs. Financial instruments are recognized when the Company become party to the contracts that give rise to them and are classified as amortized cost, fair value through profit or loss or fair value through other comprehensive income, as appropriate.

The Company considers whether a contract contains an embedded derivative when the entity first becomes a party to it. The embedded derivatives are separated from the host contract if the host contract is not measured at fair value through profit or loss and when the economic characteristics and risks are not closely related to those of the host contract. Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required.

<u>Financial assets at FVPL</u>

Financial assets at FVPL include financial assets held for trading and financial assets not designated upon initial recognition as amortized cost or fair value through other comprehensive income ("FVOCI"). A financial asset is classified in this category principally for the purpose of selling in the short term, or if so designated by management. Transaction costs are expensed as incurred. On initial recognition, a financial asset that otherwise meets the requirements to be measured at amortized cost or FVOCI may be irrevocably designated as FVPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise. Financial assets measured at FVPL are measured at fair value with changes in fair value recognized in profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES - continued

Financial assets at FVOCI

On initial recognition of an equity investment that is not held for trading, an irrevocable election is available to measure the investment at fair value upon initial recognition plus directly attributable transaction costs and at each period end, changes in fair value are recognized in other comprehensive income ("OCI") with no reclassification to profit or loss. The election is available on an investment-by-investment basis.

Financial assets at amortized cost

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, and is not designated as FVPL. Financial assets classified as amortized cost are measured subsequent to initial recognition at amortized cost using the effective interest method. Cash, other receivables and certain other assets are classified as and measured at amortized cost.

Financial liabilities

Financial liabilities, including accounts payable and accrued liabilities and finance leases are recognized initially at fair value, net of transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest method. Gains and losses are recognized in net earnings when the liabilities are derecognized as well as through the amortization process. Borrowing liabilities are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the statement of financial position date. Accounts payable and accrued liabilities and finance leases are classified as and measured at amortized cost.

Derivative instruments

Derivative instruments, including embedded derivatives, are measured at fair value on initial recognition and at each subsequent reporting period. Any gains or losses arising from changes in fair value on derivatives are recorded in profit or loss.

Fair values

The fair value of quoted investments is determined by reference to market prices at the close of business on the statement of financial position date. Where there is no active market, fair value is determined using valuation techniques. These include using recent arm's length market transactions; reference to the current market value of another instrument which is substantially the same; discounted cash flow analysis; and, pricing models.

Financial instruments that are measured at fair value subsequent to initial recognition are grouped into a hierarchy based on the degree to which the fair value is observable as follows:

- Level 1 fair value measurements are quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

3. SIGNIFICANT ACCOUNTING POLICIES - continued

Impairment of financial assets

A loss allowance for expected credit losses is recognized in OCI for financial assets measured at amortized cost. At each balance sheet date, on a forward-looking basis, the Company assesses the expected credit losses associated with its financial assets carried at amortized cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The impairment model does not apply to investment in equity instruments. The expected credit losses are required to be measured through a loss allowance at an amount equal to the 12- month expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date) or full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument). A loss allowance for full lifetime expected credit losses is required for a financial instrument if the credit risk of that financial instrument has increased significantly since initial recognition.

Derecognition of financial assets and liabilities

A financial asset is derecognised when either the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party. If neither the rights to receive cash flows from the asset have expired nor the Company has transferred its rights to receive cash flows from the asset, the Company will assess whether it has relinquished control of the asset or not. If the Company does not control the asset then derecognition is appropriate.

A financial liability is derecognised when the associated obligation is discharged or canceled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss

Property and equipment

Property and equipment are stated at historical cost less accumulated amortization and any provision for impairment. Cost includes the purchase price, any directly attributable costs of bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, and the present value of the estimated costs of decommissioning and restoration, if applicable. Costs relating to major upgrades are included in property and equipment if it is probable that future economic benefits associated with the expenditure will flow to the Company.

Depreciation on property, plant and equipment is recognized on a straight line basis to write down the cost or valuation less estimated residual value of equipment. The rates generally applicable are:

- Furniture 25% straight line
- Machinery and equipment 25% straight line
- Software 25% straight line
- Vehicles 25% straight line

Material residual value estimates and estimates of useful life are updated as required, but at least annually. Gains or losses arising on the disposal of equipment are determined as the difference between the disposal proceeds and the carrying amount of the equipment and are recognized in profit or loss within 'other income' or 'other expenses'.

3. SIGNIFICANT ACCOUNTING POLICIES - continued

Exploration and evaluation assets and expenditures

Acquisition costs for exploration and evaluation assets, net of recoveries, are capitalized on a property-by-property basis. Acquisition costs may include cash consideration, the value of common shares issued based on fair values, and the fair value of share purchase warrants and options issued based on amounts determined using the Black-Scholes option pricing model, for mineral property interests pursuant to the terms of the agreement.

Exploration expenditures incurred prior to obtaining licenses, net of recoveries, are charged to operations as incurred. Once the legal right to explore has been acquired, exploration and evaluation expenditures on the property are capitalized.

The costs related to a property from which there is production, together with the costs of production equipment, will be depleted and amortized using the unit-of-production method.

Exploration and evaluation assets acquired under an option agreement where payments are made at the sole discretion of the Company are capitalized at the time of payment. Property interests granted to others under an option agreement where payments to be made to the Company are at the sole discretion of the optionee, are recorded as recoveries at the time of receipt. Where recoveries exceed costs, such amounts are recognized in profit or loss.

The Company is in the exploration stage and is in the process of determining whether its exploration and evaluation assets contain ore reserves that are economically recoverable. The recoverability of amounts recorded as exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, maintenance of the Company's legal interests in its mineral claims, obtaining further financing for exploration and development of its mineral claims and commencement of future profitable production, or receiving proceeds from the sale of all or an interest in its mineral properties. Management reviews the carrying value of exploration and evaluation assets on a periodic basis and will recognize impairment in value based upon current exploration results, the prospect of further work being carried out by the Company, the assessment of future probability of profitable revenues from the property or from the sale of the property. Amounts shown for exploration and evaluation assets represent costs incurred, net of write-downs and recoveries, and are not intended to represent present or future values.

Environmental expenditures that relate to current operations are expensed or capitalized as appropriate. Expenditures that relate to an existing condition caused by past operations and which do not contribute to current or future revenue generation are expensed. Liabilities are recorded when environmental assessments and/or remedial efforts are probable, and the costs can be reasonably estimated. Generally, the timing of these accruals coincides with the earlier of completion of a feasibility study or the Company's commitment to a plan of action based on the then known facts.

Impairment of non-financial assets

Impairment tests on non-financial assets, including exploration and evaluation assets, are performed whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount, which is the higher of value in use and fair value less costs to dispose, the asset is written down accordingly. This is determined on an asset-by-asset basis, unless the asset does not generate cash flows that are largely independent of those from other assets or groups of assets. If this is the case, individual assets are grouped together into a cash-generating unit ("CGU") and the impairment test is carried out on the asset's CGU, which is the lowest group of assets in which the asset belongs for which there are separately identifiable cash inflows that are largely independent of the cash inflows from other assets.

3. SIGNIFICANT ACCOUNTING POLICIES - continued

An impairment loss is charged to profit or loss. An assessment is made at each reporting date as to whether there is any indication of impairment or a change in events or circumstances relating to a previously recognized impairment. If such indication exists, the Company makes an estimate of the recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's or CGU's recoverable amount since the last impairment loss was recognized. If this is the case, the carrying amount of the asset or CGU is increased to its newly determined recoverable amount. The increased amount cannot exceed the carrying amount that would have been determined, net of amortization, had no impairment loss been recognized for the asset or CGU in prior years.

Provisions

Rehabilitation Provision

The Company recognizes constructive, statutory, contractual or other legal obligations related to the retirement of tangible long-lived assets when such obligations are incurred, if a reliable estimate of fair value can be made. These obligations are measured initially at fair value and the resulting costs capitalized to the carrying value of the related asset. In subsequent periods, the liability is adjusted for any changes in the amount or timing and for the discounting of the underlying future cash flows. The capitalized asset retirement cost is amortized to operations over the life of the asset.

As at February 28, 2019 and 2018, the exploration and evaluation rehabilitation costs is not considered significant.

Other Provisions

Provisions are recognized where a legal or constructive obligation has been incurred as a result of past events, it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. If material, provisions are measured at the present value of the expenditures expected to be required to settle the obligation. The increase in any provision due to passage of time is recognized as accretion expense.

Share capital

Equity instruments are contracts that give a residual interest in the net assets of the Company. Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, share warrants and options are classified as equity instruments.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds.

Warrants issued by the Company typically accompany an issuance of shares in the Company (a "unit"), and entitle the warrant holder to exercise the warrants for a stated price for a stated number of common shares in the Company. The fair values of the components of the units sold are measured using the residual value approach. The carrying amount of the warrants is determined based on any difference between gross proceeds and the estimated fair market value of the shares. If the proceeds are less than or equal to the estimated fair market value of shares issued, a nil carrying amount is assigned to the warrants.

Flow-through shares

Flow-through shares entitle a company that incurs certain resource expenditures in Canada to renounce them for tax purposes allowing the expenditures to be deducted for tax purposes by the investors who purchased the shares. The Company has adopted a policy whereby the premium paid for flow through shares in excess of the market value of the shares without the flow through features at the time of issue is credited to other liabilities and included in income at the time the qualifying expenditures are made.

3. SIGNIFICANT ACCOUNTING POLICIES - continued

A deferred tax liability is recognized in respect of the taxable temporary difference that arises from the difference between the carrying amount of eligible expenditures capitalized as an asset in the statement of financial position and its tax basis. A portion of the deferred income tax assets that were not previously recognized are recognized as a recovery of deferred income taxes in the statements of comprehensive loss up to the amount of the deferred tax liability upon renunciation.

Share-based payment transactions

The Company grants stock options to buy common shares of the Company to directors, officers, and non-employees. The board of directors grants such options for periods of up to five years, which vest immediately and are priced at the previous day's closing price.

All share-based payments made to employees and non-employees are measured and recognized using the Black-Scholes option pricing model. For employees, the fair value of the options is measured at grant date. For non-employees, the fair value of the options is measured on the earlier of the date at which the counterparty performance is complete, the date the performance commitment is reached, or the date at which the equity instruments are granted if they are fully vested and non-forfeitable. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. Stock options that vest over time are recognized using the graded vesting method. Share-based payments are recognized as an expense or, if applicable, capitalized to exploration and evaluation assets with a corresponding increase in reserves. At each financial reporting period, the amount recognized as expense is adjusted to reflect the number of share options expected to vest. If and when the stock options are ultimately exercised, the applicable amounts of reserves are transferred to share capital.

Where the terms of a stock option is modified, the minimum expense recognized is the expense as if the terms had not been modified. An additional expense is recognized for any modification which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification over the remaining vesting period.

Income taxes

Tax expense recognized in profit or loss comprises the sum of deferred tax and current tax not recognized in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit or other current tax activities, which differs from profit or loss in the financial statements. Calculation of current tax expense is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with investments in subsidiaries is not provided if reversal of these temporary differences can be controlled by the Company and it is probable that reversal will not occur in the foreseeable future.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realization, provided they are enacted or substantively enacted by the end of the reporting period. Deferred tax liabilities are always provided for in full.

Deferred tax assets are recognized to the extent that it is probable that they will be able to be utilized against future taxable income. To the extent that the Company does not consider it probable that a future tax asset will be recovered, it is not recognized in the financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES - continued

Deferred tax assets and liabilities are offset only when the Company has a right and intention to offset current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognized as a component of taxable income or expense in profit or loss, except where they relate to items that are recognized in other comprehensive income or directly in equity, in which case the related deferred tax is also recognized in other comprehensive income or equity, respectively.

Loss per share

Basic loss per share is calculated by dividing the net loss available to common shareholders by the weighted average number of common shares outstanding during the year. Diluted earnings per share reflect the potential dilution of securities that could share in earnings of an entity. In a loss year, potentially dilutive equity instruments are excluded from the loss per share calculation, as the effect would be anti-dilutive. Basic and diluted loss per share is the same for the years presented.

Shares held in escrow, other than where their release is subject to the passage of time, are not included in the calculation of the weighted average number of common shares outstanding.

Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

4. CHANGES IN ACCOUNTING POLICIES AND NEW ACCOUNTING STANDARDS AND INTERPRETATIONS

New accounting standards and amendments adopted

The following standards have been adopted as at March 1, 2018. The Company has determined the impact of the new requirements to not be material.

IFRS 9, Financial Instruments (“IFRS 9”) replaces IAS 39, Financial Instruments – Recognition and Measurement (“IAS 39”) and some of the requirements of IFRS 7, Financial Instruments: Disclosures (“IFRS 7”).

The objective of IFRS 9 is to establish principles for reporting of financial assets and financial liabilities in respect of the assessment of the amounts, timing and uncertainty of an entity’s future cash flows.

IFRS 15, Revenue from Contracts with Customers (“IFRS 15”) replaces IAS 11, Construction Contracts (“IAS 11”), IAS 18, Revenue (“IAS 18”) and some revenue-related interpretations. The objective of IFRS 15 is to provide a single comprehensive revenue recognition model that applies to contracts with customers using two approaches to recognizing revenue – at one point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of the revenue recognized.

4. CHANGES IN ACCOUNTING POLICIES AND NEW ACCOUNTING STANDARDS AND INTERPRETATIONS - continued

Accounting standards and amendments issued but not yet adopted

IFRS 16, Leases ("IFRS 16") replaces IAS 17, Leases ("IAS 17"). The new model requires the recognition of almost all lease contracts on a lessee's statement of financial position as a lease liability reflecting future lease payments and a 'right-of-use asset' with exceptions for certain short-term leases and leases of low-value assets. In addition, the lease payments are required to be presented on the statement of cash flow within operating and financing activities for the interest and principal portions, respectively.

IFRS 16 is effective for annual periods beginning on or after January 1, 2019, with early adoption permitted. The Company has determined the impact to be not material.

There are no other IFRS that are not yet effective that would be expected to have a material impact on the Company.

5. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in profit or loss in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

The key areas of judgment applied in the preparation of the consolidated financial statements that could result in a material adjustment to the carrying amounts of assets and liabilities are as follows:

i) Going concern presentation of the financial statements which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due.

ii) The carrying value of the exploration and evaluation assets and the recoverability of the carrying value:

   Assets or CGUs are evaluated at each reporting date to determine whether there are any indications of impairment. The Company considers both internal and external sources of information when making the assessment of whether there are indications of impairment for the Company's exploration and evaluation assets.

   In respect of costs incurred for its investment in exploration and evaluation assets, management has determined the acquisition costs that have been capitalized are economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefit including geologic and metallurgic information, economics assessment/ studies, accessible facilities and existing permits.

The key estimates applied in the preparation of the consolidated financial statements that could result in a material adjustment to the carrying amounts of assets and liabilities are as follows:

i) The estimated useful lives of property, plant and equipment and the related depreciation.

ii) The provision for income taxes and recognition of deferred income tax assets and liabilities.

iii) The inputs used in accounting for the fair value of share-based payment transactions.

(Expressed in Canadian Dollars)

6. CASH AND CASH EQUIVALENTS

As of February 28, 2019, the Company had cash of $123,742 (2018 -$62,758) and $Nil (2018 - $1,000,000) invested in guaranteed investment certificates.

7. LONG TERM INVESTMENT

Long term investment is comprised of 600,000 shares of ECI Exploration and Mining Inc. ("ECI"), a private company and AFG's former joint venture partner. As the market rate of private company investments cannot be verified the Company has recorded these securities at cost. Also see note 10.

8. PREPAID EXPENSES

	February 28, 2019	February 28, 2018
Current		
Advertising and promotion	**$ 3,159**	$ 31,025
Insurance	**5,413**	5,530
Consulting fees paid in advance of service	**-**	7,875
Other	**-**	-
Total prepaid expenses	**$ 8,572**	$ 44,430

9. PROPERTY AND EQUIPMENT

	Machinery & equipment	Furniture	Vehicles	Software	Total
Cost					
February 28, 2018	$ 36,212	$ 5,586	$ 33,171	$ 21,558	$ 96,527
Additions	-	-	21,016	2,723	23,739
Disposals	-	-	-	-	-
Foreign currency alignment	(3,968)	(612)	(3,553)	(1,902)	(10,035)
February 28, 2019	**$ 32,244**	**$ 4,974**	**$ 50,634**	**$ 22,379**	**$ 110,231**
Accumulated Amortization					
February 28, 2018	$ 16,459	$ 1,154	$ 4,838	$ 8,807	$ 31,258
Additions	8,030	1,046	12,172	5,414	26,662
Disposals	-	-	-	-	-
Foreign currency alignment	(1,772)	(122)	(483)	(846)	(3,223)
February 28, 2019	**$ 22,717**	**$ 2,078**	**$ 16,527**	**$ 13,375**	**$ 54,697**
Net Book Value					
February 28, 2019	**$ 9,527**	**$ 2,896**	**$ 34,107**	**$ 9,004**	**$ 55,534**
February 28, 2018	$ 19,753	$ 4,432	$ 28,333	$ 12,751	$ 65,269

(Expressed in Canadian Dollars)

10. EXPLORATION AND EVALUATION ASSETS

The following schedule shows the Company's total property expenditures for the years ended February 28, 2019 and 2018:

	Brazil	Canada	Total
Balance, February 29, 2017	**$ 9,299,278**	**$ 2,976,414**	**$ 12,275,692**
Additions during the period -			
Acquisition costs			
Claim maintenance	358,626	-	358,626
Property exploration costs			
Assays	126,857	-	126,857
Camp expenses	322,478	-	322,478
Drilling	331,101	-	331,101
Geological costs	517,423	-	517,423
External studies	19,906	-	19,906
Supplies and rentals	-	690	690
Travel and accommodation	56,903	-	56,903
Total additions during the period	1,733,294	690	1,733,984
Impairment	-	(2,977,101)	(2,977,101)
Foreign currency alignment	(171,723)	-	(171,723)
Balance, February 28, 2018	**$ 10,860,849**	**$ 3**	**$ 10,860,852**
Additions during the period -			
Acquisition costs			
Claim maintenance	240,545	-	240,545
Property exploration costs			
Assays	34,090	-	34,090
Camp expenses	117,125	-	117,125
Drilling	46,326	-	46,326
Geological costs	451,527	-	451,527
External studies	53,822	-	53,822
Travel and accommodation	27,915	-	27,915
Total additions during the period	971,350	-	971,350
Sale of mineral property	-	(1)	(1)
Foreign currency alignment	(334,685)	-	(334,685)
Balance, February 28, 2019	**$ 11,497,514**	**$ 2**	**$ 11,497,516**

(Expressed in Canadian Dollars)

10. EXPLORATION AND EVALUATION ASSETS - continued

The following schedule shows the Company's total expenditures in Brazil by property for the years ended February 28, 2019 and 2018:

	Cajueiro	Apiacas	Colider	Nova Canaa	Crepori	Santa Helena	Other	Total
Balance, February 29, 2017	**$ 8,069,369**	**$ 223,637**	**$ 173,833**	**$ 163,019**	**$ 163,019**	**-**	**$ 506,401**	**$ 9,299,278**
Additions during the period -								
Acquisition costs								
Claim maintenance	153,292	109,925	12,574	-	34,768	-	48,067	358,626
Property exploration costs								
Assays	61,015	1,435	32,048	-	32,359	-	-	126,857
Camp expenses	268,413	9,660	2,692	-	38,737	-	2,976	322,478
Drilling	174,083	-	-	-	157,018	-	-	331,101
Geological costs	351,542	63,261	1,161	-	80,029	-	21,430	517,423
External studies	14,652	816	-	-	4,438	-	-	19,906
Travel and accommodation	32,416	2,654	1,051	-	18,739	-	2,043	56,903
Total additions during the year	1,055,413	187,751	49,526	-	366,088	-	74,516	1,733,294
Foreign currency alignment	(142,029)	(6,403)	(3,477)	(2,537)	(8,236)	-	(9,041)	(171,723)
Balance, February 28, 2018	**$ 8,982,753**	**$ 404,985**	**$ 219,882**	**$ 160,482**	**$ 520,871**	**$ -**	**$ 571,876**	**$ 10,860,849**
Additions during the period -								
Acquisition costs								
Claim maintenance	80,418	55,118	398	-	23,862	30,995	49,754	240,545
Property exploration costs								
Assays	13,600	-	12,955	-	-	7,535	-	34,090
Camp expenses	98,283	3,099	3,086	-	3,152	9,470	35	117,125
Drilling	46,326	-	-	-	-	-	-	46,326
Geological costs	396,944	13,330	177	-	177	39,710	1,189	451,527
External studies	45,839	-	7,983	-	-	-	-	53,822
Travel and accommodation	22,749	1,650	359	-	-	3,157	-	27,915
Total additions during the year	704,159	73,197	24,958	-	27,191	90,867	50,978	971,350
Foreign currency alignment	(274,004)	(13,526)	(6,926)	(4,539)	(15,502)	(2,570)	(17,618)	(334,685)
Balance, February 28, 2019	**$ 9,412,908**	**$ 464,656**	**$ 237,914**	**$ 155,943**	**$ 532,560**	**$ 88,297**	**$ 605,236**	**$ 11,497,514**

Properties in Brazil:

AFM holds a 100% interest in all of its properties.

For the Cajueiro and Rio do Pombo (included in "Other") properties, the previous property owners have retained a 1.0% net smelter royalty ("NSR"). In addition, a portion of the Cajueiro property is subject to a 2.5% GSR payable to the land owner.

For the Vila Rica property (included in 'Other'), the previous property owners have retained a 1.5% NSR.

(Expressed in Canadian Dollars)

10. EXPLORATION AND EVALUATION ASSETS - continued

For the Apiacas, Carlinda (part of the Cajueiro property), Colider, Paranaita, and Tapajos properties (the latter two included in 'Other'), the previous property owners have retained a 2.5% NSR which may be reduced to 1.5% at the Company's option for a payment of US$4,000,000. In addition, the Company is committed to issue 600,000 common shares of ECI Exploration and Mining Inc. ("ECI"), AFG's former joint venture partner, to the previous property owners upon realising a resource (defined in accordance with National Instrument 43-101) on any part of these properties, and a further 600,000 common shares of ECI upon receipt of the first bankable feasibility study on any part of these properties. As at February 28, 2019, the Company owned 600,000 common shares of ECI with a book value of $59,261 ($45,000 USD). Also see note 7.

In addition to the NSR's referred to above, all properties are subject to a 1.75% NSR that is held by ECI.

The following schedule shows the Company's total expenditures in Canada by property for the years ended February 28, 2019 and 2018:

	Garland Property	Tom Gold Mine Claims	Day Claims	Other Properties	Total
Balance, February 29, 2017	**$ 2,976,411**	**$ 1**	**$ 1**	**$ 1**	**$ 2,976,414**
Additions during the year -					
Property exploration costs					
Field supplies and rentals	690	-	-	-	690
Total additions during the year	690	-	-	-	690
Impairment	**(2,977,101)**	-	-	-	**(2,977,101)**
Balance, February 28, 2018	**$ -**	**$ 1**	**$ 1**	**$ 1**	**$ 3**
Sale of mineral property	-	**(1)**	-	-	(1)
Balance, February 28, 2019	**$ -**	**$ -**	**$ 1**	**$ 1**	**$ 2**

Properties in Canada:

In September 2018, the Company sold its 100% interests in the Tom and Sickle claims located in the Northwest Territories of northern Canada to TerraX Minerals Inc ("TerraX"). Altamira received a total of $25,000 cash and 250,000 shares of TerraX valued at $95,000, and has retained a 2% NSR royalty on the Sickle claims. A gain of $119,999 was recognized during the year.

During December 2017, the Company elected not to make the final acquisition payment in respect of the Garland Property and thus relinquished the property. The carrying value of the property amounting to $2,977,101 was written off.

11. LONG TERM LIABILITES

AFM has restructured its liabilities relating to claim maintenance costs for certain of its mineral properties. Pursuant to the terms of restructuring, AFM agreed to repay liabilities relating to claims maintenance costs and penalties totalling BRL$618,273 over 10 to 60 months including interest. Interest is calculated using the Sistema Especial de Liquidação e Custodia ("SELIC") rate as published by Brazil's central bank.

	February 28, 2019	February 28, 2018
Long term liabilities	**$ 236,979**	$ 244,158
Less: current portion of long term liabilities	**(88,471)**	(86,416)
	$ 148,508	$ 157,742

(Expressed in Canadian Dollars)

11. LONG TERM LIABILITES - continued

The long-term liabilities payable in each of the next five years are as follows:

	BRL	CAD
February 28, 2020	R$ 251,621	$ 88,471
February 29, 2021	212,695	74,790
February 29, 2022	129,849	45,657
February 28, 2023	60,339	21,216
February 28, 2024	19,464	6,845
	R$ 673,968	$ 236,979

12. SHARE CAPITAL

Authorized and issued:

Unlimited common shares without nominal or par value.

During the year ended February 28, 2019:

i. On March 27, 2018, 10,000 common shares of the Company, originally issued at $1.00 per share, were cancelled and returned to treasury.

ii. On August 17, 2018 the Company closed a non-brokered private placement of 6,060,000 units ("Units") at a price of $0.10 per Unit for gross proceeds of $606,000. Each Unit consists of one common share and one share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of $0.20 per share for a period of 60 months from closing.

iii. On August 23, 2018, the Company closed a non-brokered private placement of 2,940,000 units ("Units") at a price of $0.10 per Unit for gross proceeds of $294,000. Each Unit consists of one common share and one share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of $0.20 per share for a period of 60 months from closing.

iv. On December 18, 2018 the Company's issued 339,286 common shares at a deemed price of $0.056 per share to settle salary payments totaling $19,000 due to members of its executive team in respect of the month of November 2018.

v. On January 11, 2019 the Company issued 368,748 common shares at a deemed price of $0.06 per Share to settle salary payments totaling $22,125 due to members of its executive team in respect of the month of December 2018.

vi. On February 11, 2019 the Company issued 276,562 common shares at a deemed price of $0.08 per Share to settle salary payments totaling $22,125 due to members of its executive team in respect of the month of January 2019.

During the year ended February 28, 2018:

i. On March 1, 2017, the Company closed a non-brokered private placement of 4,179,521 units ("Units") at a price of $0.18 per Unit for gross proceeds of $752,314. Each Unit consists of one common share and one share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of $0.27 per share for a period of 24 months from closing.

(Expressed in Canadian Dollars)

12. SHARE CAPITAL - continued

ii. On April 5, 2017, the Company closed a non-brokered private placement of 1,616,214 units ("Units") at a price of $0.24 per Unit for gross proceeds of $387,891. Each Unit consists of one common share and one share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of $0.33 per share for a period of 24 months from closing.

iii. On June 30, 2017, the Company issued 175,718 common shares at a deemed price of $0.18 per share to settle outstanding debts totaling $31,629. 133,333 of these shares have been issued to a non-arm's length creditor.

iv. On September 11, 2017, the Company issued 236,111 common shares at a deemed price of $0.18 per Share to settle outstanding debts totaling $42,500.

v. On December 21, 2017, the Company closed a non-brokered placement of 9,665,000 units ("Units") at a price of $0.20 per Unit for gross proceeds of $1,933,000. Each Unit is comprised of one common share and one non-transferable share purchase warrant exercisable at $0.33 per warrant share for a period of five years from the issue date. The company has paid cash finder's fees of $123,760 and has issued 618,800 finders warrants exercisable at $0.33 per warrant share for a period of two years from the issue date. The finders share purchase warrants were valued at $57,191 under the following assumptions and ranges: risk free interest rate – 1.66%; expected life – 2 years; expected volatility – 110.57%; expected dividend yield – 0%; and weighted average share price - $0.20.

vi. A total of 120,000 warrants were exercised at an exercise price of $0.27 per share for proceeds of $32,400.

Warrants:

Warrant transactions and the number of warrants outstanding for the years ended February 28, 2019 and 2018 are summarized as follows:

	February 28, 2019			**February 28, 2018**		
	Number of Warrants		**Weighted Average Exercise Price**	**Number of Warrants**		**Weighted Average Exercise Price**
Balance, beginning of year	**29,892,352**	**$**	**0.40**	14,548,379	$	0.54
Issued	**9,000,000**		**0.20**	16,079,535		0.31
Exercised	**-**		**-**	(120,000)		0.27
Expired	**(13,812,816)**		**0.51**	(615,562)		1.50
Balance, end of year	**25,079,536**	**$**	**0.27**	29,892,352	$	0.40

(Expressed in Canadian Dollars)

12. SHARE CAPITAL - continued

The following warrants were outstanding as at February 28, 2019:

Expiry Date	Exercise Price ($)	Number of warrants	Remaining Contractual Life (Years)
March 1, 2019*	**0.27**	**4,179,522**	**0.00**
April 5, 2019*	**0.33**	**1,616,214**	**0.10**
December 20, 2019	**0.33**	**618,800**	**.81**
December 20, 2022	**0.33**	**9,665,000**	**3.81**
August 16, 2023	**0.20**	**6,060,000**	**4.47**
August 23, 2023	**0.20**	**2,940,000**	**4.48**
Balance, February 28, 2019	**0.27**	**25,079,536**	**3.10**

Subsequently expired unexercised.

13. SHARE-BASED PAYMENTS

The Company has a stock option plan in place under which it is authorized to grant options of up to 10% of its outstanding shares to officers, directors, employees and consultants. The exercise price of each option is to be determined by the Board of Directors but shall not be less than the discounted market price as defined by the TSX-V. The expiry date for each option should be for a maximum term of five years.

Options granted to directors, employees and consultants, other than consultants engaged in investors relations activities, will vest fully upon the expiry of the TSX-V hold period of four months from the award date, unless otherwise approved by the relevant regulatory authorities. Options granted to employees in investors relations activities will vest in stages over a minimum period of 12 months with no more than one-quarter of the options vesting in any three month period.

On May 14, 2018, the Company granted 1,070,000 stock options to directors, consultants, and officers of the Company. The stock options are exercisable for a term of five years at an exercise price of $0.17 per common share under the terms of the Company's Stock Option Plan.

On October 1, 2018 the Company granted 100,000 stock options to a consultant of the Company. The stock options are exercisable for a term of three years at an exercise price of $0.10 per common share under the terms of the Company's Stock Option Plan.

On February 4, 2019 the Company granted 1,075,000 stock options to directors, consultants, and officers of the Company. The stock options are exercisable for a term of five years at an exercise price of $0.10 per common share under the terms of the Company's Stock Option Plan.

(Expressed in Canadian Dollars)

13. SHARE-BASED PAYMENTS - continued

The following is a summary of option transactions under the Company's stock option plan for the years ended February 28, 2019 and 2018:

	February 28, 2019			February 28, 2018		
	Number of Options		Weighted Average Exercise Price	Number of Options		Weighted Average Exercise Price
Balance, beginning of year	**3,520,000**	**$**	**0.28**	886,460	$	1.41
Granted	**2,245,000**		**0.13**	4,070,000		0.28
Cancelled	**(30,000)**		**0.28**	(1,436,460)		0.98
Balance, end of year	**5,735,000**		**0.22**	3,520,000		0.28
Exercisable	**5,735,000**	**$**	**0.22**	3,520,000	$	0.28

The following stock options were outstanding as at February 28, 2019:

Expiry Date	Exercise Price ($)	Number of options	Remaining Contractual Life (Years)
April 5, 2022	**0.28**	**1,830,000**	**3.10**
June 27, 2022	**0.28**	**1,015,000**	**3.33**
December 22, 2022	**0.28**	**645,000**	**3.82**
May 14, 2023	**0.17**	**1,070,000**	**4.21**
October 1, 2021	**0.10**	**100,000**	**2.59**
February 4, 2024	**0.10**	**1,075,000**	**4.94**
Balance, February 28, 2019	**0.22**	**5,735,000**	**3.76**

The Company applies the fair value method in accounting for its stock options using the Black-Scholes pricing model. During the year ended February 28, 2019, the Company recorded $258,350 (2018 - $845,249) in share-based payments expense using the following assumptions:

	Year Ended February 28, 2019	Year Ended February 28, 2019
Risk free interest rate	**1.83% - 2.32%**	**1.05% – 1.82%**
Expected life	**3 - 5 years**	**5 years**
Expected volatility	**119.71% - 131.5%**	**126.3% – 145%**
Expected dividend yield	**0%**	**0%**
Expected forfeiture	**0%**	**0%**
Weighted average share price	**$0.10 - $0.17**	**$0.21 - $0.25**

(Expressed in Canadian Dollars)

14. RELATED PARTY TRANSACTIONS

	Year ended	
	February 28, 2019	**February 28, 2018**
Key Management Compensation:		
Consulting fees and salaries	**$ 320,625**	$ 376,750
Share-based payments	**134,838**	517,650
Salaries paid with common shares*	**60,375**	-
Total	**$ 515,838**	$ 894,400

**$15,875 owing for February 2019 salaries has been included in share subscriptions received at year end.*

	February 28, 2018	**February 28, 2017**
Related Party Balances:		
Due to directors and officers of the Company	**$ 1,525**	$ 81,833
Due to (from) companies related by common directors*	**(4,771)**	(5,688)
Total	**$ (3,246)**	$ 76,145

**Due from companies related by common directors are included with other receivables.*

In November 2018, members of the key management group agreed to accept a portion of their consulting fees and salaries from then until March 31, 2019 in the form of shares of the Company. A total of 984,596 shares were issued in respect of salary payments totalling $63,250. Shares in respect of salary payments totalling $22,125 were pending issuance at the year end and the funds have been treated as subscription receipts. See also subsequent events, note 21.

Related party amounts are unsecured, non-interest bearing and due on demand. These transactions are measured by the exchange amount that is the amount agreed upon by the transacting parties and are on terms and conditions similar to non-related entities.

15. SEGMENTED DISCLOSURE

The Company has one operating segment, acquisition, exploration and development of mineral properties. The table below shows consolidated data by geographic segment:

	February 28, 2019	**February 28, 2018**
Non-current assets by geographic segment		
Canada	**$ 3,319**	$ 3,227
Brazil	**11,549,732**	10,922,894
	$ 11,553,051	$ 10,926,121

16. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	February 28, 2019	**February 28, 2018**
Agent warrants granted	$ **-**	$ 57,191
Exploration and evaluation expenditures in accounts payable	$ **15,415**	$ 31,317
Shares issued to settle outstanding debt	$ **-**	$ 74,129
Interest paid	$ **13,202**	$ 19,125

(Expressed in Canadian Dollars)

17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value

IFRS 7 establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As at February 28, 2019, the Company's financial instruments are comprised of cash and cash equivalents, other receivables (excluding GST), long term investment, reclamation deposit, accounts payable and accrued liabilities, due to related parties and long term liabilities. The carrying value of cash and cash equivalents, accounts payable and accrued liabilities and due to related parties approximate their fair values due to the relatively short periods to maturity of these financial instruments.

Financial instruments measured at fair value on the statement of financial position are summarized in levels of fair value hierarchy as follows:

At February 28, 2019

Assets	Level 1	Level 2	Level 3	Total
Cash	$ 123,742	$ -	$ -	$ 123,742
Reclamation deposit	15,000	-	-	15,000
Total	$ 138,742	$ -	$ -	$ 138,742

At February 28, 2018

Assets	Level 1	Level 2	Level 3	Total
Cash	$ 1,062,758	$ -	$ -	$ 1,062,758
Reclamation deposit	15,000	-	-	15,000
Total	$ 1,077,758	$ -	$ -	$ 1,077,758

Financial risk factors

The Company has exposure to the following risks from its use of financial instruments: credit risk, liquidity risk and market risk. Management, the Board of Directors and the Audit Committee monitor risk management activities and review the adequacy of such activities.

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

17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT - continued

Liquidity Risk
The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they come due. As at February 28, 2019, the Company had a cash and cash equivalents of $124,742 to settle current liabilities of $175,046.

Market Risk
Market risk is the risk of loss that may arise from changes in market factors such as interest rates, and commodity and equity prices. These fluctuations may be significant and the Company, as all other companies in its industry, has exposure to these risks.

a) Interest rate risk
Interest rate risk is the risk that cash flows will fluctuate due to changes in market interest rates. While the Company's financial assets are generally not exposed to significant interest rate risk because of their short-term nature, changes in interest rates will have a corresponding impact on interest income realised on such assets.

The Company's claim maintenance liabilities in Brazil are subject to charges which are calculated based on the domestic rate of inflation in Brazil and related indices published by the Brazilian authorities.

Other than the Company's restructured claim maintenance liabilities in Brazil, it did not have any interest bearing liabilities outstanding as at February 28, 2019.

b) Price risk
The Company is not a producing entity so is not directly exposed to fluctuations in commodity prices. The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors movements of individual equities, and of the stock market as a whole, to determine the appropriate courses of action to be taken by the Company.

c) Foreign currency risk
The Company operates primarily in Brazil and is therefore exposed to foreign exchange risk arising from transactions denominated in Brazilian reais ("R$"). The Company has various investments in R$, whose net assets are exposed to foreign currency translation risk. Other than Canadian dollar balances, the Company's cash and cash equivalents, receivables and accounts payable and accrued liabilities are denominated in R$. Accordingly, the Company is subject to foreign exchange risk relating to such balances in connection with fluctuations against the Canadian dollar. The Company has no program in place for hedging foreign currency risk.

18. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital, and cash.

The Company is in the exploration stage and as such the Company has historically relied on the equity markets to fund its activities. The Company will continue to assess new sources of financing available and to manage its expenditures to reflect current financial resources in the interest of sustaining long term viability.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company's capital management objectives, policies and processes have not changed over the years presented. The Company is not subject to any externally imposed capital requirements.

(Expressed in Canadian Dollars)

19. INCOME TAXES

The Company is subject to income taxes in Canada and Brazil. The reconciliation of the income tax provision computed at statutory rates is as follows:

	2019	2018
Net loss for the year	**$ (1,129,551)**	$ (5,065,049)
Expected income tax recovery	**(286,000)**	(1,311,728)
Net adjustment for deductible and non-deductible amounts	**(132,000)**	953,920
Change in valuation allowance	**418,000**	357,808
Deferred income tax recovery per financial statements	**$ -**	$ -

There are no deferred tax assets/ (liabilities) presented in the statement of financial position.

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets/ (liabilities) have been recognized are attributable to the following:

	2019	2018
Non-capital and net capital losses carried forward	**$ 18,490,000**	$ 16,750,000
Mineral properties and deferred exploration costs	**6,132,000**	2,474,000
Property and equipment	**2,000**	(61,000)
Share issue costs	**181,000**	260,000
	$ 24,805,000	$ 19,423,000

The Company has non-capital losses available for Canadian income tax purposes which may be carried forward to reduce taxable income in future years. If not utilized, the non-capital losses in the amount of $17,624,000 expire as follows:

2026	$ 474,000
2027	904,000
2028	473,000
2029	646,000
2030	358,000
2031	540,000
2032	712,000
2033	1,004,000
2034	953,000
2035	1,092,000
2036	1,700,000
2037	3,129,000
2038	3,949,000
2039	1,690,000
	$ 17,624,000

The Company has unused allowable capital losses in the amount of $1,731,000, which do not expire and may be deducted against future taxable capital gains on a discretionary basis.

The Company has unclaimed resource deductions in the amount of $6,175,000 (2018 – $6,319,000), which do not expire and may be deducted against future taxable income on a discretionary basis.

20. COMMITMENTS

The Company has no commitments other than in respect of long term liabilities as described in note 11.

21. SUBSEQUENT EVENTS

On March 8, 2018 the Company's issued 294,998 common shares at a deemed price of $0.075 per share to settle salary payments totaling $22,125 due to members of its executive team in respect of the month of February 2019. The shares are subject to a four month hold period.

On April 5, 2019 the Company issued 345,702 common shares at a deemed price of $0.064 per Share to settle salary payments totaling $22,125 due to members if its executive team in respect of the month of March 2019. The shares are subject to a four month hold period.

On May 3, 2019 the Company issued 223,591 common shares at a deemed price of $0.071 per Share to settle salary payments totaling $16,710 due to members if its executive team in respect of the month of April 2019. The shares are subject to a four month hold period.

On May 10, 2019 the Company closed a non-brokered private placement of 10,479,400 units (“Units”) at a price of $0.10 per Unit for gross proceeds of $1,047,940. Each Unit consists of one common share and one share purchase warrant (“Warrant”). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of $0.15 per share for a period of 24 months from closing. The company issued 7,000 finders warrants exercisable at $0.15 per warrant share for a period of two years from the issue date.