

**GOLD JUBILEE CAPITAL CORP.**  
**(An Exploration Stage Company)**

**CONDENSED INTERIM FINANCIAL STATEMENTS**  
**(Expressed in Canadian dollars)**  
**(Unaudited)**

**FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015**

## **UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS**

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited condensed interim financial statements for the period ended February 28, 2015.

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**  
(Expressed in Canadian dollars)  
(Unaudited)

	February 28, 2015	November 30, 2014 (Audited)
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 54,658	\$ 70,186
Receivables (Note 4)	5,922	47,523
Prepaid expenses, deposits and advances (Note 5)	<u>21,180</u>	<u>23,631</u>
<b>Total current assets</b>	<u>81,760</u>	<u>141,340</u>
<b>Non-current assets</b>		
Exploration and evaluation assets (Note 6)	745,590	739,590
Reclamation bond (Note 6)	<u>3,500</u>	<u>3,500</u>
<b>Total non-current assets</b>	<u>749,090</u>	<u>743,090</u>
<b>Total assets</b>	<u>\$ 830,850</u>	<u>\$ 884,430</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (Note 7)	\$ 37,813	\$ 33,966
<b>SHAREHOLDERS' EQUITY</b>		
Share capital (Note 8)	1,762,876	1,762,876
Reserves (Note 8)	93,221	93,221
Deficit	<u>(1,063,060)</u>	<u>(1,005,633)</u>
<b>Total shareholders' equity</b>	<u>793,037</u>	<u>850,464</u>
<b>Total liabilities and shareholders' equity</b>	<u>\$ 830,850</u>	<u>\$ 884,430</u>

Nature and continuance of operations (Note 1)

Approved by the Board of Directors and authorized for issue on April 28, 2015:

<u>"Minaz Devji"</u> Minaz Devji	Director	<u>"Tag Gill"</u> Tag Gill	Director
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The accompanying notes are an integral part of these condensed interim financial statements.

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
**CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS**  
(Expressed in Canadian dollars)  
(Unaudited)

	Three Months Ended February 28, 2015	Three Months Ended February 28, 2014
<b>GENERAL EXPENSES</b>		
Consulting fees (Note 11)	\$ 15,000	\$ 15,000
Office and miscellaneous (Note 11)	10,735	25,161
Professional fees (Note 11)	13,014	14,281
Property investigation (Note 11)	13,931	6,109
Rent	12,000	15,000
Transfer agent and filing fees	4,329	5,197
Travel expenses	6,418	-
<b>Loss before other items</b>	<u>(75,427)</u>	<u>(80,748)</u>
<b>OTHER ITEMS</b>		
Interest income	-	1,866
Write-off of GST receivable	-	(3,215)
Recovery of administration expenses	18,000	-
<b>Total other items</b>	<u>18,000</u>	<u>(1,349)</u>
<b>Loss and comprehensive loss for the period</b>	<u>\$ (57,427)</u>	<u>\$ (82,097)</u>
<b>Basic and diluted loss per common share</b>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
<b>Weighted average number of outstanding common shares</b>	<u>27,350,000</u>	<u>25,064,167</u>

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

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
**CONDENSED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**  
(Expressed in Canadian dollars)  
(Unaudited)

	Common Shares	Share Capital	Reserves	Deficit	Total Shareholders' Equity
<b>Balance November 30, 2013</b>	22,900,000	\$ 1,317,701	\$ 93,221	\$ (624,943)	\$ 785,979
Shares issued for private placements (Note 8)	3,525,000	352,500	-	-	352,500
Share issuance costs (Note 8)	-	(4,450)	-	-	(4,450)
Loss and comprehensive loss for the period	-	-	-	(82,097)	(82,097)
<b>Balance, February 28, 2014</b>	26,425,000	\$ 1,665,751	\$ 93,221	\$ (707,040)	\$ 1,051,932
<b>Balance November 30, 2014</b>	27,350,000	\$ 1,762,876	\$ 93,221	\$ (1,005,633)	\$ 850,464
Loss and comprehensive loss for the period	-	-	-	(57,427)	(57,427)
<b>Balance, February 28, 2015</b>	27,350,000	\$ 1,762,876	\$ 93,221	\$ (1,063,060)	\$ 793,037

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

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
**CONDENSED INTERIM STATEMENTS OF CASH FLOWS**  
(Expressed in Canadian dollars)  
(Unaudited)

	Three Months Ended February 28, 2015	Three Months Ended February 28, 2014
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Loss for the period	\$ (57,427)	\$ (82,097)
Items not affecting cash:		
Write-off of GST receivable	-	3,215
Changes in non-cash working capital items:		
Decrease (increase) in receivables	41,601	(12,182)
Decrease (increase) in prepaid expenses	2,451	(1,252)
Increase (decrease) in accounts payable and accrued liabilities	<u>3,847</u>	<u>(5,923)</u>
Net cash used in operating activities	<u>(9,528)</u>	<u>(98,239)</u>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Exploration and evaluation expenditures	(6,000)	(15,000)
Purchase of short-term investments	<u>-</u>	<u>(355,000)</u>
Net cash used in investing activities	<u>(6,000)</u>	<u>(370,000)</u>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from shares issuance	-	352,500
Share issuance costs	<u>-</u>	<u>(4,450)</u>
Net cash provided by financing activities	<u>-</u>	<u>348,050</u>
<b>Change in cash during the period</b>	(15,528)	(120,189)
<b>Cash, beginning of period</b>	<u>70,186</u>	<u>250,803</u>
<b>Cash, end of period</b>	<u>\$ 54,658</u>	<u>\$ 130,614</u>
<b>Interest received</b>	\$ -	\$ 1,135
<b>Interest paid</b>	\$ -	\$ -
<b>Income taxes paid</b>	\$ -	\$ -

During the period ended February 28, 2015 and 2014, there were no significant non-cash transactions.

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

**GOLD JUBILEE CAPITAL CORP.**  
 (An Exploration Stage Company)  
 NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
 (Expressed in Canadian dollars)  
 (Unaudited)  
 FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**1. NATURE AND CONTINUANCE OF OPERATIONS**

Gold Jubilee Capital Corp. (the “Company”) is incorporated under the laws of the province of British Columbia, Canada on July 19, 2007 and its common shares are listed on the TSX Venture Exchange (the “Exchange”) under the symbol “GJB”. The Company’s principal business activities include the acquisition and exploration of resource properties in Canada.

The head office of the Company is located at Suite 480 - 505 Burrard Street, Vancouver, BC, Canada, V7X 1M3. The registered address and records office of the Company is located at Suite 1780 - 400 Burrard Street, Vancouver, BC, Canada, V6C 3A6.

Going concern of operations

These condensed interim financial statements are prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred losses from inception and does not currently have the financial resources to sustain operations in the long-term.

As at February 28, 2015, the Company had an accumulated deficit of \$1,063,060 and has incurred losses since inception. These material uncertainties may raise substantial doubt about the Company’s ability to continue as a going concern. The continuing operations of the Company are dependent upon obtaining necessary financing to meet the Company’s commitments as they come due and to finance future exploration and development of potential business acquisitions, economically recoverable reserves, securing and maintaining title and beneficial interest in the properties and upon future profitable production. Failure to continue as a going concern would require that assets and liabilities be recorded at their liquidation values, which might differ significantly from their carrying values.

	February 28, 2015	November 30, 2014
Deficit	\$ 1,063,060	\$ (1,005,633)
Working capital	43,947	107,374

**2. BASIS OF PREPARATION**

**Statement of compliance**

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Accounting Standard (“IAS”) 34, “Interim Financial Reporting” using accounting policies consistent with IFRS as issued by the International Accounting Standards Board (“IASB”) and interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”).

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
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(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**2. BASIS OF PREPARATION (cont'd...)**

**Basis of presentation**

These condensed interim financial statements have been prepared on a historical cost basis, except for certain financial instruments which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information. All dollar amounts presented are in Canadian dollars, which is the functionally currency of the Company, unless otherwise specified.

Certain comparative amounts for the prior year have been reclassified to conform to current year presentation. Such reclassifications had no effect on net income or shareholder's equity.

**Significant accounting judgments and critical accounting estimates**

The preparation of these financial statements in conformity with IFRS requires estimates and assumptions that affect the amounts reported in these financial statements.

Significant accounting judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the financial statements include, but are not limited to, the following:

- i) Determination of categories of financial assets and financial liabilities which has been identified as an accounting policy which involves assessments made by management;
- ii) Determination and assessment of the Company's ability to continue going concern (Note 1); and
- iii) Recoverability of the carrying value of the Company's exploration and evaluation assets.

Key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year include, but are not limited to, the following:

- i) Deferred income taxes - The Company is periodically required to estimate the tax basis of assets and liabilities. Where applicable tax laws and regulations are either unclear or subject to varying interpretations, it is possible that changes in these estimates could occur that materially affect the amounts of deferred income tax assets and liabilities recorded in the financial statements. Changes in deferred tax assets and liabilities generally have a direct impact on earnings in the period that the changes occur. Each period, the Company evaluates the likelihood of whether some portion or all of each deferred tax asset will not be realized. This evaluation is based on historic and future expected levels of taxable income, the pattern and timing of reversals of taxable temporary timing differences that give rise to deferred tax liabilities, and tax planning initiatives.
- ii) Share-based payment - The fair value of share-based payment is determined using a Black-Scholes Option pricing model. Such option pricing models require the input of subjective assumptions including the expected price volatility, option life, dividend yield, risk-free rate and estimated forfeitures at the initial grant.



### **3. SIGNIFICANT ACCOUNTING POLICIES**

#### **Exploration and evaluation assets**

The Company capitalizes the acquisition costs of mineral claims and mineral rights. Exploration and development costs, subsequent to the determination of the feasibility of mining operations are capitalized. Exploration and development expenses incurred prior to determination of the feasibility of mining operations, periodic option payments and administrative expenditures are expensed as incurred.

Proceeds received on the sale of interests in exploration and evaluation assets are credited to the carrying value of exploration and evaluation assets, with any excess included in operations. Write-downs due to impairment in value are charged to profit or loss.

Management periodically reviews the carrying values of its investments in exploration and evaluation assets and will recognize impairment in value based upon current exploration results, the prospect of further work being carried out by the Company and the assessment of future probability of revenues from the property or from the sale of the property. A decision to abandon, reduce or expand activity on a specific property is based upon many factors including general and specific assessments of mineral resources, anticipated future mineral prices, anticipated costs of developing and operating a producing mine, the expiration date of mineral property leases and the availability of financing. The Company does not set a pre-determined holding period for properties with unproven resources. However, properties which have not demonstrated suitable prospects at the conclusion of each phase of an exploration program are re-evaluated to determine if future exploration is warranted and that carrying values are appropriate.

If a mineral property is abandoned or it is determined that its carrying value cannot be supported by future production or sale, the related costs are charged against profit or loss in the period of abandonment or determination of impairment of value.

The amounts recorded as mineral claims represent unamortized costs to date and do not necessarily reflect present or future values. The accumulated costs of mineral properties that are developed to the stage of commercial production will be amortized to operations using the unit of production depletion method.

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyance history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties is in good standing unless otherwise noted.

#### **Impairment of long-lived assets**

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
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FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**Impairment of long-lived assets(cont'd...)**

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

**Flow-through shares**

Under Canadian income tax legislation, a company is permitted to issue flow through shares whereby the Company agrees to incur qualifying expenditures and renounce the related income tax deductions to the investors. The Company allocates the proceeds from the issuance of these shares between the offering of shares and the sale of tax benefits. The allocation is made based on the difference between the quoted price of the shares and the amount the investor pays for the shares. A deferred flow-through premium liability is recognized for the difference. The liability is reversed when the expenditures are made and is recorded in other income. The spending also gives rise to a deferred tax timing difference between the carrying value and tax value of the qualifying expenditure.

**Provision for environmental rehabilitation**

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of exploration and evaluation assets and equipment, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to mining assets along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pretax rate that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as mining assets.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to mining assets with a corresponding entry to the rehabilitation provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates.

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit or loss for the period.

As at February 28, 2015 and November 30, 2014, the Company has determined that it does not have any decommissioning obligations.

**Financial instruments**

Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**Financial instruments (cont'd...)**

Financial assets (cont'd...)

*Fair value through profit or loss* - This category comprises derivatives, or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statements of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

*Loans and receivables* - These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

*Held-to-maturity investments* - These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of loss and comprehensive loss.

*Available-for-sale* - Non-derivative financial assets not included in the above categories are classified as available for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of loss and comprehensive loss. All financial assets except for those at fair value through profit or loss are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories, depending on the purpose for which the liability was acquired. The Company's accounting policy for each category is as follows:

*Fair value through profit or loss* - This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss and comprehensive loss.

*Other financial liabilities*: This category includes all other liabilities, all of which are recognized at amortized cost. The Company has classified its cash and receivables (excluding GST receivables) as *loans and receivables*. The Company's accounts payable and accrued liabilities are classified as *other financial liabilities*.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**Financial instruments (cont'd...)**

Financial liabilities (cont'd...)

**Share-based payments**

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is expensed over the vesting terms. Consideration paid for the shares on the exercise of stock options is credited to capital stock. When vested options are forfeited or are not exercised at the expiry date the amount previously recognized in share-based compensation is transferred to accumulated losses (deficit). The Company estimates a forfeiture rate and adjusts the corresponding expense each period based on an updated forfeiture estimate.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the Company as consideration cannot be specifically identified, they are measured at the fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

**Share capital**

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate resource properties. These equity financing transactions may involve issuance of common shares or units. A unit comprises a certain number of common shares and a certain number of share purchase warrants ("Warrants"). Depending on the terms and conditions of each equity financing agreement ("Agreement"), the Warrants are exercisable into additional common shares prior to expiry at a price stipulated by the Agreement. Warrants that are part of units are valued using residual value method which involves comparing the selling price of the units to the Company's share price on the announcement date of the financing. The market value is then applied to the common share, and any residual amount is assigned to the warrants. Warrants that are issued as payment for agency fee or other transaction costs are accounted for as share-based payments.

In situations where share capital is issued, or received, as non-monetary consideration and the fair value of the asset received, or given up is not readily determinable, the fair market value (as defined) of the shares is used to record the transaction. The fair market value of the shares issued, or received, is based on the trading price of those shares on the appropriate Exchange on the date of the agreement to issue shares as determined by the Board of Directors.

**Loss per share**

The Company recognizes the dilutive effect on loss per share based on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the periods presented, this calculation proved to be anti-dilutive. Basic loss per share is calculated using the weighted average number of common shares outstanding during the period.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
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FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**Share issuance costs**

Share issue costs are deferred and charged directly to share capital on completion of the related equity financing. If the financing is not completed, share issue costs are charged to profit or loss. Costs directly identifiable with the raising of capital will be charged against the related share capital.

**Income taxes**

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is recorded using the statement of financial position liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it does not recognize the asset.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

**New accounting pronouncements**

The following standards have not yet been adopted and are being evaluated to determine their impact on the Company's financial statements. The Company plans to adopt these standards as soon as they become effective for the Company's reporting period.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
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FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**New accounting standards and amendments to existing standards**

New and amended standards adopted by the Company

The application of these amendments and standards had no material impact on current and prior year disclosures but may affect disclosures for future transactions.

- a) Amendments to IAS 32 - Financial Instruments: Presentation amendment provides clarification on the application of offsetting rules. This standard becomes effective for annual periods beginning on or after January 1, 2014.
- b) Amendments to IAS 36 – Impairment of Assets, clarifies the recoverable amount disclosures for non-financial assets, including additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount was based on fair value less costs of disposal. The amendments apply retrospectively for annual periods beginning on or after January 1, 2014.
- c) Amendments to IAS 24 - The amendments to IAS 24 clarify that a management entity, or any member of a group of which it is a part, that provides key management services to a reporting entity, or its parent, is a related party of the reporting entity. The amendments also require an entity to disclose amounts incurred for key management personnel services provided by a separate management entity. This replaces the more detailed disclosure by category required for other key management personnel compensation. The amendments will only affect disclosure and are effective for annual periods beginning on or after January 1, 2014.
- d) The IASB issued IFRIC 21 – Levies (“IFRIC 21”), an interpretation of IAS 37 – Provisions, Contingent Liabilities and Contingent Assets (“IAS 37”), on the accounting for levies imposed by governments. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (“Obligating Event”). IFRIC 21 clarifies that the Obligating Event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy. IFRIC 21 is effective for annual periods commencing on or after January 1, 2014.
- e) Amendments to IFRS 2- *Share based payment*. The amendment clarifies vesting conditions by separately defining a performance condition and a service condition, both of which were previously incorporated within the definition of a vesting condition. The amendment is effective for share based payment transactions for which the grant date is on or after July 1, 2014.

There are no IFRS or IFRIC interpretations that are effective December 1, 2014 that are expected to have material impact on the Company.

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

**3. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**New accounting standards and amendments to existing standards**

New or revised standards and amendments to existing standards not yet effective

The Company has not applied the following new, revised and amended standards that have been issued but are not yet effective for the February 28, 2015 reporting period:

- a) New standard IFRS 9, Financial Instruments, classification and measurement is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, "Financial Instruments: Recognition and Measurement." IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit and loss. This standard is effective for years beginning on or after January 1, 2018.

The Company is currently assessing the impact that these standards will have on the Company's financial statements. The Company plans to adopt these standards as soon as they become effective for the Company's reporting period. The amendments and new standards are expected to have minimal impact on the Company's financial statements.

**4. RECEIVABLES**

The Company's receivables are as follows:

	February 28, 2015	November 30, 2014
GST receivable	\$ 5,264	\$ 44,020
Due from related parties (Note 11)	658	1,503
Loans receivable – unsecured, non-interest bearing and repayable on demand	-	2,000
	<u>\$ 5,922</u>	<u>\$ 47,523</u>

**5. PREPAID EXPENSES, DEPOSITS AND ADVANCES**

The Company's prepaid expenses, deposits and advances are as follows:

	February 28, 2015	November 30, 2014
Prepaid expenses	\$ 12,970	\$ 15,421
Security deposit	5,710	5,710
Advances to a related party (Note 11)	<u>2,500</u>	<u>2,500</u>
	<u>\$ 21,180</u>	<u>\$ 23,631</u>

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

**6. EXPLORATION AND EVALUATION ASSETS**

<b>Balance, as at November 30, 2014</b>	<b>\$ 739,590</b>
Exploration costs for the period	
Geological and consulting	6,000
<b>Balance, as at February 28, 2015</b>	<b>\$ 745,590</b>

<b>For the year ended November 30, 2014</b>	<b>Total</b>
<b>Acquisition costs</b>	
Balance – beginning of year	\$ 39,025
Balance – end of year	39,025
<b>Exploration costs</b>	
Balance – beginning of year	237,471
Aircraft rentals	70,456
Geological and consulting	316,345
Geophysics	76,293
Balance – end of year	700,565
<b>Total costs as at November 30, 2014</b>	<b>\$ 739,590</b>

**Pyramid Copper, Canada**

On May 22, 2013, the Company entered into an agreement to purchase 100% interest in mineral claims collectively known as the Pyramid Copper Property, located in northern British Columbia, Canada. Per the terms of the agreement, the Company paid \$12,900 and issued 500,000 common shares, valued at \$25,000, to the vendor.

Reclamation bond in the amount of \$3,500 was paid to B.C. Ministry of Energy and Mines for the Pyramid Copper Property.

**7. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

The Company's accounts payable and accrued liabilities are as follows:

	February 28, 2015	November 30, 2014
Trade payables	\$ 1,093	\$ -
Accrued liabilities	13,131	10,631
Due to related parties (Note 11)	23,589	23,335
	<b>\$ 37,813</b>	<b>\$ 33,966</b>



**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

**8. SHARE CAPITAL AND RESERVES**

**Authorized**

Unlimited number of common shares without par value.

**Issued**

During the period ended February 28, 2015, the Company did not have any share activities.

During the period ended February 28, 2014, the Company completed tranches of a non-brokered private placement of 3,525,000 common shares at \$0.10 per share, of which 1,000,000 were flow-through common shares, for total gross proceeds of \$352,500, of which \$100,000 related to the flow-through common shares. In connection with the private placement, the Company paid \$4,450 of share issuance costs.

No share premiums were allocated to these flow-through common shares.

**Stock options**

The Company has a plan to grant stock options to directors, officers, employees and consultants of the Company. Under the plan, the board of directors has the discretion to issue the equivalent of up to 10% of the issued and outstanding shares of the Company from time to time. Stock options are generally granted for a term of up to five years from the date granted and are exercisable at a price that is not less than the market price on the date granted.

Vesting terms are determined at the discretion of the board of directors. Options issued to consultants providing investor relations services must vest in stages over a minimum of 12 months with no more than one-quarter of the options vesting in any three-month period.

Stock option transactions are summarized as follows:

Expiry Date	Exercise Price	November 30, 2014	Granted	Exercised	Expired / Cancelled	February 28, 2015	Exercisable
September 17, 2018	0.10	1,800,000	-	-	-	1,800,000	1,800,000
November 1, 2018	0.10	250,000	-	-	-	250,000	250,000
<b>Total</b>		<b>2,050,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,050,000</b>	<b>2,050,000</b>
Weighted average exercise price	\$	0.10	-	-	-	\$ 0.10	\$ 0.10
Weighted average remaining contractual life						3.57 years	

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

**8. SHARE CAPITAL AND RESERVES (cont'd...)**

**Stock options (cont'd...)**

Expiry Date	Exercise Price	November 30, 2013	Granted	Exercised	Expired / Cancelled	November 30, 2014	Exercisable
January 11, 2013	\$ 0.10	450,000	-	-	(450,000)	-	-
September 17, 2018	0.10		1,800,000	-	-	1,800,000	1,800,000
November 1, 2018	0.10		250,000	-	-	250,000	250,000
<b>Total</b>		<b>450,000</b>	<b>2,050,000</b>	<b>-</b>	<b>(450,000)</b>	<b>2,050,000</b>	<b>2,050,000</b>
Weighted average exercise price	\$	0.10	-	-	0.10	\$ 0.10	\$ 0.10
Weighted average remaining contractual life						3.82 years	

**Share-based payment**

During the period ended February 28, 2015 and 2014, the Company did not grant any stock options and had no stock option transactions.

**Warrants**

There were no warrant transactions during the period ended February 28, 2015 and 2014 and there were no warrants outstanding as at February 28, 2015.

**9. CAPITAL MANAGEMENT**

The Company defines its capital as shareholders' equity. The Board of Directors does not establish quantitative return on capital criteria for management due to the nature of the Company's business. The Company has in the past invested its capital in liquid investments to obtain adequate returns. The investment decision is based on cash management to ensure working capital is available to meet the Company's short-term obligations while maximizing liquidity and returns on unused capital. The Company does not pay dividends. The Company is not subject to any externally imposed capital requirements.

The Company raises capital to fund its corporate and exploration costs and other obligations through the sale of its common shares or units consisting of common shares and warrants in order to operate its business and safeguard its ability to continue as a going concern. Although the Company has been successful at raising funds in the past through issuance of share capital, it is uncertain whether it will continue this financing due to uncertain economic conditions. There have been no changes to the Company's approach to capital management during the period.

**10. SEGMENTED INFORMATION**

The Company operates in one segment – the acquisition, exploration and development of resource properties. As at February 28, 2015 and November 30, 2014, all of the Company's operations and assets were held in Canada.

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

**11. RELATED PARTY TRANSACTIONS**

During the period ended February 28, 2015, the Company entered into the following transactions with related parties, directors and key management personnel. Key management personnel are individuals responsible for planning, directing and controlling the activities of the Company and include certain directors and officers.

Transactions with related parties and key management personnel are as follows:

Paid or accrued to	Nature of transactions	Three Months Ended February 28, 2015	Three Months Ended February 28, 2014
<b>Key management personnel:</b>			
A company controlled by a family member of the Corporate Secretary	Consulting	\$ 7,500	7,500
A company controlled by the President and CEO	Consulting	7,500	7,500
A company controlled by a Director	Geological consulting*/ property investigation	7,500	7,500
Management and directors of the Company	Office & misc.	157	-
<b>Total</b>		<b>\$ 22,657</b>	<b>\$ 22,500</b>
<b>Related parties:</b>			
A firm of which a Director is a partner	Professional	\$ 10,000	\$ 10,000
A family member of a Director	Geological consulting*/ property investigation	7,500	7,500
<b>Total</b>		<b>\$ 17,500</b>	<b>\$ 17,500</b>

\*Geological consulting is capitalized to exploration expenditures.

The amounts due to related parties included in accounts payable and accrued liabilities are as follows:

	February 28, 2015	November 30, 2014
Due to a firm of which the Director is a partner	\$ 20,000	\$ 23,335
Due to a Company controlled by the president	1,571	-
Due to a Company controlled by a family member of the Corporate Secretary	2,018	-
<b>Total</b>	<b>\$ 23,589</b>	<b>\$ 23,335</b>

As of February 28, 2015, the Company has advanced \$2,500 to a family member of a director for consulting and exploration related expenses.

During the period ended February 28, 2014, the Company did not advance any payment to related parties.

Advance payments to related parties are included in prepaid expenses, deposits and advances in the statements of financial position.

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

**11. RELATED PARTY TRANSACTIONS (cont'd...)**

The amounts due from related parties included in receivables are as follows:

	February 28, 2015	November 30, 2014
Due from the Corporate Secretary	\$ 300	\$ 300
Due from a family member of a Director	20	20
Due from the President and CEO	169	1,014
Due from a company controlled by a Director	169	169
<b>Total</b>	<b>\$ 658</b>	<b>\$ 1,503</b>

These transactions are in the normal course of operations and are measured at the exchange amount that is the amount of consideration established and agreed by the related parties. Management believes the rates set are within industry standard ranges. The amount owing to a related party is non-interest bearing and unsecured.

**12. FINANCIAL AND CAPITAL RISK MANAGEMENT**

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are described below.

- 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).

**Fair value of financial instruments**

The Company has various financial instruments including cash, short-term investment, receivables and accounts payable and accrued liabilities. Short-term investments are carried at fair value using a level 1 fair value measurement. The carrying values of cash, receivables and accounts payable and accrued liabilities approximate their fair values due to the short-term nature of these financial instruments.

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

**Credit risk**

The Company is exposed to credit risk only with respect to uncertainties as to timing and amount of collectability of receivables. The Company believes its credit risk is low because its receivables are primarily comprised of goods and services tax (GST), which is recoverable from the governing body in Canada.

**GOLD JUBILEE CAPITAL CORP.**  
(An Exploration Stage Company)  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
(Expressed in Canadian dollars)  
(Unaudited)  
FOR THE THREE MONTHS ENDED FEBRUARY 28, 2015

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**12. FINANCIAL AND CAPITAL RISK MANAGEMENT (cont'd...)**

**Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at February 28, 2015, the Company had a cash balance of \$54,658 (November 30, 2014 – \$70,186) to settle current liabilities of \$37,813 (November 30, 2014 – \$33,966). All of the Company's financial liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms.

**Interest rate risk**

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize such a loss is limited as its interest bearing financial instrument is redeemable at any time.

**Price risk**

Mineral prices, in particular gold and silver, are volatile, and have fluctuated sharply in recent periods. The prices are subject to market supply and demand, political and economic factors, and commodity speculation, all of which can interact with one another to cause significant price movement from day to day and hour to hour. These price movements can affect the Company's ability to operate and to raise financing through the sale of its common shares.

**Foreign currency risk**

As at February 28, 2015 and 2014, the Company did not have any accounts in foreign currencies and considered foreign currency risk insignificant.