REVELO RESOURCES CORP.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED JULY 31, 2019

Unaudited – Prepared by Management
(Expressed in Canadian dollars)

NOTICE TO READER

The accompanying unaudited condensed consolidated interim financial statements of Revelo Resources Corp. for the six months ended July 31, 2019 have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company. These condensed consolidated interim financial statements have not been reviewed by the Company’s external auditors.

REVELO RESOURCES CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Unaudited - Expressed in Canadian Dollars)

	July 31, 2019	January 31, 2019
ASSETS		
Current assets		
Cash	$ 308,056	$ 29,518
Marketable securities (Note 3)	807,303	650,000
Receivables (Note 4)	17,307	9,847
Prepaid expenses and deposits	15,644	10,462
Total current assets	1,148,310	699,827
Non-current assets		
Exploration and evaluation assets (Note 5)	1,405,227	1,873,652
Property and equipment (Note 7)	127,697	61,773
Total non-current assets	1,532,924	1,935,425
TOTAL ASSETS	2,681,234	2,635,252
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities	1,378,914	1,192,598
Current portion of lease liabilities (Note 8)	74,764	-
Notes payable (Note 9 and Note 10)	4,222,600	2,856,116
Total current liabilities	5,676,278	4,048,714
Non-current liabilties		
Lease liabilities (Note 8)	9,244	-
Total non-current liabilities	9,244	-
TOTAL LIABILITIES	5,685,522	4,048,714
SHAREHOLDERS' EQUITY (DEFICIENCY)		
Share capital (Note 11)	24,640,452	24,640,452
Reserves	7,727,215	7,727,215
Deficit	(35,371,955)	(33,781,129)
TOTAL SHAREHOLDERS' EQUITY (DEFICIENCY)	(3,004,288)	(1,413,462)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)	$ 2,681,234	$ 2,635,252

Nature of Operations and Ability to Continue as a Going Concern (Note 1)

These condensed consolidated interim financial statements were authorized for issuance by the Board of Directors on September 27, 2019.

Approved on behalf of the Board of Directors

"Michael Winn" , Director *"Timothy Beale"* , Director

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

REVELO RESOURCES CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Unaudited - Expressed in Canadian Dollars)

	Three months ended July 31, 2019	Three months ended July 31, 2018	Six months ended July 31, 2019	Six months ended July 31, 2018
EXPLORATION EXPENDITURES (Note 6)	$ 255,169	$ 1,831,453	$ 1,341,626	$ 3,137,049
Less: Recoveries and operator fees	(36,085)	(1,628,477)	(168,278)	(1,986,051)
Net exploration expenditures	219,084	202,976	1,173,348	1,150,998
GENERAL AND ADMINISTRATIVE EXPENSES				
Administration	11,197	10,363	27,380	26,067
Amortization (Note 7)	28,238	7,056	56,477	14,113
Consulting fees (Note 9)	-	18,000	-	36,330
Investor relations and shareholder information	3,570	14,686	9,759	25,379
Management compensation (Note 9)	108,384	155,201	216,769	309,267
Professional fees	17,590	16,195	27,590	41,318
Transfer agent and regulatory fees	8,906	15,943	14,976	17,435
Travel	9,259	9,707	25,981	21,142
Total general and administrative expenses	187,144	247,151	378,932	491,051
Loss from operations	(406,228)	(450,127)	(1,552,280)	(1,642,049)
Foreign exchange gain (loss)	62,002	(22,796)	21,032	(67,336)
Gain on sale of exploration and evaluation assets	66,036	-	66,036	12,918
Option agreement income (Note 5)	-	-	124,533	-
Unrealized loss on marketable securities (Note 3)	(100,000)	(250,000)	(50,000)	(500,000)
Interest expense and other	(73,740)	(68,599)	(200,147)	(102,285)
Total loss and comprehensive loss for the period	$ (451,930)	$ (791,522)	$ (1,590,826)	$ (2,298,752)
Basic and diluted loss per common share	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.01)
Weighted average number of common shares outstanding (basic and diluted)	167,405,027	167,405,027	167,405,027	167,405,027

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

REVELO RESOURCES CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(Unaudited - Expressed in Canadian Dollars)

	Six months ended July 31, 2019	Six months ended July 31, 2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	$ (1,590,826)	$ (2,298,752)
Items not affecting cash:		
Amortization (Note 7)	56,477	14,113
Unrealized (gain) loss on marketable securities (Note 3)	50,000	500,000
Gain on sale of exploration and evaluation assets (Note 5)	(66,036)	(12,918)
Interest and other expenses on notes payable	196,472	120,785
Interest accretion on lease obligations	3,674	-
Unrealized foreign exchange (gain) loss	(14,535)	20,040
Changes in non-cash working capital items:		
Receivables	(7,460)	(1,017,475)
Prepaid expenses and deposits	(5,182)	(13,391)
Accounts payable and accrued liabilities	186,316	1,254,525
Advances from joint venture partner	-	(13,071)
Net cash used in operating activities	(1,191,100)	(1,446,144)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of exploration and evaluation assets	327,158	12,921
Net cash provided by investing activities	327,158	12,921
CASH FLOWS FROM FINANCING ACTIVITIES		
Payment on lease obligations	(45,702)	-
Payment on note payable	(298,226)	-
Proceeds from the issuance of notes payable (Note 9)	1,486,408	1,435,000
Net cash provided by financing activities	1,142,480	1,435,000
Net change in cash during the period	278,538	1,777
Cash, beginning of period	29,518	101,605
Cash, end of period	$ 308,056	$ 103,382

Supplementary Cash Flow Information (Note 14)

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

REVELO RESOURCES CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

(Unaudited - Expressed in Canadian Dollars)

	Number of common shares	Share capital	Reserves	Deficit	Total Shareholders' Equity (Deficiency)
Balance as at January 31, 2019	167,405,027	$ 24,640,452	$ 7,727,215	$ (33,781,129)	$ (1,413,462)
Loss for the period	-	-	-	(1,590,826)	(1,590,826)
Balance as at July 31, 2019	167,405,027	$ 24,640,452	$ 7,727,215	$ (35,371,955)	$ (3,004,288)

	Number of common shares	Share capital	Reserves	Deficit	Total Shareholders' Equity (Deficiency)
Balance as at January 31, 2018	167,405,027	$ 24,640,452	$ 7,727,215	$ (29,153,127)	$ 3,214,540
Loss for the period	-	-	-	(2,298,752)	(2,298,752)
Balance as at July 31, 2018	167,405,027	$ 24,640,452	$ 7,727,215	$ (31,451,879)	$ 915,788

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

1. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Revelo Resources Corp. (the "Company" or "Revelo"), was incorporated on September 14, 2006, under the Business Corporations Act (Alberta) and continued into British Columbia on June 25, 2008. The Company's head office address is Suite 501 – 543 Granville Street, Vancouver, BC V6C 1X8, Canada. Revelo is a publicly traded company, listed on the TSX Venture Exchange ("TSX-V") under the trading symbol RVL. The Company's principal business activities are the acquisition and exploration of mineral properties in Chile.

These condensed consolidated interim financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which assumes that the Company will be able to realize its assets, discharge its liabilities and continue in operation for the following twelve months.

These consolidated financial statements are prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from the carrying values shown and these consolidated financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company's continuing operations and the ability of the Company to meet mineral property and other commitments are dependent upon the ability of the Company to continue to raise additional equity or debt financing and to find joint venture partners. At the date of these consolidated financial statements, the Company has not identified a known body of commercial grade mineral on any of its properties. The Company has not achieved profitable operations and has accumulated losses since inception.

As at July 31, 2019, the Company has a working capital deficit of $4,527,968 recorded a net loss of $1,590,826 and has accumulated a total deficit of $35,371,955. With its current plans for the year and the budgets associated with those plans, in order to continue funding its administrative and exploration expenditures from the date of these consolidated interim financial statements, the Company will need to obtain additional cash and anticipates either financing or selling one or more of its assets. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

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

Basis of Measurement and Presentation

These Interim Financial Statements do not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Company's annual consolidated financial statements for the year ended January 31, 2019 (the "2019 Annual Financial Statements"), which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the IASB.

These Interim Financial Statements have been prepared using accounting policies consistent with those used in the 2019 Annual Financial Statements except as to the accounting standards adopted during the period.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The preparation of financial statements in conformity of IFRS also requires management to make estimates and judgments that may have a significant impact to these Interim Financial Statements. Estimates are continuously evaluated and are based on management's experience and expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes may differ from these estimates. The Company's critical accounting estimates and judgments were presented in Note 2 of the 2019 Annual Financial Statements and have been consistently applied in the preparation of these Interim Financial Statements for the periods ended July 31, 2019 and 2018 except as otherwise noted.

These Interim Financial Statements are presented in Canadian dollars, unless otherwise indicated.

Significant Accounting Policies

The accounting policies applied by the Company in these interim financial statements are consistent with those applied in its annual audited financial statements and related note disclosures as at and for the year ended January 31, 2019, except as described below, and do not include all the information required for full annual audited financial statements in accordance with IFRS.

It is suggested that these condensed interim financial statements be read in conjunction with the annual audited financial statements.

Accounting Standards Adopted During the Period

Leases

On February 1, 2019, the Company adopted IFRS 16 Leases which replaces IAS 17 Leases and related interpretations. The new standard eliminates the previous classification of leases as either operating leases or finance leases and introduces a single lessee accounting model which requires lessee to recognize assets and liabilities for all leases unless the underlying asset has a low value or the lease term is twelve months or less. At the commencement date of a lease, the Company recognizes a lease liability and an asset representing the right to use the underlying asset during the lease term (i.e. the "right-of-use" asset). The Company recognizes interest expense on the lease liability and amortization expense on the right-of-use asset.

The Company adopted IFRS 16 using the modified retrospective approach and recognized the right-of-use assets at the amount equal to the lease liabilities. As a result, there was no impact to accumulated deficit upon adoption. In addition, the Company elected to use the exemptions proposed by the standard on lease contracts for which the lease terms end within twelve months as of the date of adoption and lease contracts for which the underlying asset is of low value.

As at February 1, 2019, the Company recognized $122,401 in right-of-use assets and lease liabilities as follows:

Lease commiments disclosed as at January 31, 2019	$	129,177
Effect of discounting		(6,776)
Lease liability recognized as at February 1, 2019	$	122,401

Right-of-use assets includes office and storage space.

(Unaudited - Expressed in Canadian dollars)

3. MARKETABLE SECURITIES

As at July 31, 2019 and January 31, 2019, the Company had the following investments:

	July 31, 2019	January 31, 2019
Cost	$ 1,457,303	$ 1,250,000
Accumulated unrealized loss	(650,000)	(600,000)
Fair value	$ 807,303	$ 650,000

Included in marketable securities are 10,000,000 common shares of Austral Gold pledged as security pursuant to the terms of the Term Oil loan (Note 9) and 2,700,000 common shares of Atacama Copper Exploration Ltd acquired through the sale of exploration assets (Note 5).

4. RECEIVABLES

The Company's receivables arise from goods and services tax and value added tax receivable from government taxation authorities, amounts due related to option and sale agreements, and recovery of exploration expenditures from joint venture partners.

As at July 31, 2019 the current receivables were comprised of refundable taxes including GST in Canada and VAT in Chile.

The carrying amounts of the Company's current and non-current receivables are denominated in the following currencies:

Currency	July 31, 2019	January 31, 2019
Canadian Dollars	$ 17,266	$ 9,251
Chilean Pesos	41	596
Receivables	$ 17,307	$ 9,847

(Unaudited - Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS

	July 31, 2019	January 31, 2019
Las Pampas, Chile	$ 651,722	$ 651,722
Cerro Blanco, Chile	100,000	100,000
Cerro Buenos Aires, Chile	100,000	100,000
T4, Chile	-	11,836
Morros Blancos, Chile	70,030	70,030
Calvario, Chile	120,041	120,041
Mirador, Chile	120,042	120,042
San Valentino, Chile	-	120,041
Montezuma, Chile	1	1
Los Azules, Chile	-	261,122
Block 2, Chile	1	1
Redondo-Veronica, Chile	25,000	25,000
Block 3, Chile	28,000	28,000
Block 4, Chile	1	1
Las Animas, Chile	-	75,426
Loro, Chile	6,550	6,550
Victoria Sur, Chile	1	1
Orca (formerly Morsas), Chile	183,838	183,838
	$ 1,405,227	$ 1,873,652

During the six months ended July 31, 2019, the Company had the following changes to its exploration and evaluation assets:

Loro

Hochschild Mining PLC ("Hochschild") terminated the option agreement on the Loro property, and the Company continues to hold 100% of Loro in good standing. As part of the termination, Hochschild agreed to pay the Company a $78,677 (US$50,000) break fee (received) and 2019 license maintenance costs (received). The reimbursement of license costs was recorded as recoveries of current period costs and the break fee was included in loss and comprehensive loss.

Calvario and Mirador

In April 2019, the Company signed an Exploration Option Agreement with Sociedad Quimica Y Minera de Chile S.A., ("SQM"), allowing SQM to acquire up to an 80% interest in two of the Company's copper-focused projects at Calvario and Mirador in northern Chile. The agreement includes a 5-year option for SQM to explore and earn an 80% interest in the combined properties, with exploration commitments totalling US$13 million and cash payments to the Company totalling US$5.225 million over 5 years, and a free carry for the Company through to completion of a Pre-Feasibility Study. As part of the agreement, SQM reimbursed the Company for fiscal 2020 and fiscal 2019 land fees totaling 168,544, of which $122,688 was included in recoveries of current period expenditures and $45,856 was included in the loss and comprehensive loss for the six months ended July 31, 2019.

5. EXPLORATION AND EVALUATION ASSETS (Continued)

San Valentino, T4 and las Animas

In July 2019, the Company signed an agreement with Atacama Copper Exploration Limited a private Canadian company ('Atacama") for the sale of a 100% interest of the Company's copper-focused projects at San Valentino, T4 and Las Animas in northern Chile in exchange for shares of Atacama, a royalty interest over any further production from the properties, and minor cash. The agreement includes 100% sale and transfer of the properties from Revelo to Atacama. As consideration for the transaction, Atacama issued 2,700,0000 common shares to the Company representing 15% of the outstanding shares of Atacama. Revelo will retain a 1.5% NSR royalty interest on precious metals and base metals at T4 and Las Animas, and a 1% NSR royalty interest on precious metals and base metals at San Valentino.

With no recognizable market observations available for the valuation of the Atacama shares received, the shares were valued at the book value at the time of sale being $207,303.

As part of the agreement Atacama made a cash payment of approximately US$29,000 ($38,785), equivalent to the 2018 property taxes paid on the properties and will make a further cash payment of approximately US$15,100. The payments were accounted for as recoveries of expenditures.

Los Azules

In July 2019, the Company sold Los Azules copper project located in the norther Chile to Masglas America Corporation SpA ('Masglas") for a total of $327,158 (US$250,000) in cash and will retain a 2% NSR royalty on all future metal production from Los Azules. For a period of 36 months Masglas has the right to reduce the Royalty to a 1% NSR royalty by making a one-time cash payment to Revelo of US$1 Million. After 36 months, this buy-back option expires.

(Unaudited - Expressed in Canadian dollars)

6. EXPLORATION EXPENDITURES

During the six months ended July 31, 2019, the Company incurred the following exploration expenditures, including regional exploration and property investigation costs, which were expensed as incurred:

	Calvario	Morros Blancos	Loro	Montezuma	Block 2	Victoria Sur	Block 4	Las Pampas	Mirador	Regional project development	Total
Drilling, related and other	$ -	$ -	$ -	$ 15,716	$ -	$ -	$ -	$ -	$ -	$ 6,691	$ 22,407
Legal and accounting	12,323	2,090	170	7,126	1,923	2,173	2,002	6,611	11,880	20,994	67,293
Office and administration	1,522	1,315	107	4,483	1,260	1,367	1,312	4,288	1,555	3,775	20,984
Property maintenance	60,465	60,776	14,241	191,477	55,857	63,186	58,163	192,223	62,443	150,996	909,827
Salaries and benefits	22,641	19,555	1,586	66,665	17,988	20,330	18,731	61,849	23,119	53,406	305,870
Travel	398	344	28	1,171	316	357	329	1,086	406	10,809	15,245
Total Expenditures	97,349	84,080	16,132	286,638	77,344	87,413	80,537	266,059	99,403	246,671	1,341,626
Recoveries	(58,837)	-	(9,311)	-	-	-		-	(61,345)	(38,785)	(168,278)
Net Expenditures	$ 38,512	$ 84,080	$ 6,821	$ 286,638	$ 77,344	$ 87,413	$ 80,537	$ 266,059	$ 38,058	$ 207,886	$ 1,173,348

During the six months ended July 31, 2018, the Company incurred the following exploration expenditures, including regional exploration and property investigation costs, which were expensed as incurred:

	Calvario	Morros Blancos	Loro	Montezuma	Redondo-Veronica	Victoria	Block 4 - Anaconda	Las Pampas	Las Animas	Regional project development	Total
Drilling, related and other	$ -	$ -	$ 1,333,800	$ -	$ -	$ -	$ -	$ -	$ -	$ 245	$ 1,334,045
Legal and accounting	2,881	2,164	-	9,105	2,141	2,805	1,364	-	1,077	71,722	93,259
Office and administration	7,434	5,584	-	23,498	6,054	7,238	3,857	232	3,091	35,189	92,177
Property maintenance	67,392	50,615	11,376	208,177	49,554	65,366	31,571	206,633	24,895	243,004	958,583
Salaries and benefits	11,560	8,682	234,131	36,539	8,591	11,255	5,473	-	4,324	49,313	369,868
Travel	264	198	280,861	5,667	196	257	125	-	99	1,450	289,117
Total Expenditures	89,531	67,243	1,860,168	282,986	66,536	86,921	42,390	206,865	33,486	400,923	3,137,049
Recoveries	-	-	(1,860,168)	-	-	-	-	-	-	-	(1,860,168)
Operator fees	-	-	(125,883)	-	-	-	-	-	-	-	(125,883)
Net Expenditures	$ 89,531	$ 67,243	$ (125,883)	$ 282,986	$ 66,536	$ 86,921	$ 42,390	$ 206,865	$ 33,486	$ 400,923	$ 1,150,998

(Unaudited - Expressed in Canadian dollars)

7. PROPERTY AND EQUIPMENT

	Field equipment	Furniture and equipment	Computer equipment	Vehicles	Right-of-use assets*	Total
Cost						
As at January 31, 2019	$ 102,905	$ 24,514	$ 21,838	$ 111,263	$ -	$ 260,520
Adoption of IFRS 16	-	-	-	-	122,401	122,401
As at July 31, 2019	102,905	24,514	21,838	111,263	122,401	382,921
Accumulated amortization						
As at January 31, 2019	86,182	19,887	20,357	72,321	-	198,747
Additions	1,672	463	222	11,127	42,993	56,477
As at July 31, 2019	$ 87,854	$ 20,350	$ 20,579	$ 83,448	$ 42,993	$ 255,224
Net book value						
As at January 31, 2019	$ 16,723	$ 4,627	$ 1,481	$ 38,942	$ -	$ 61,773
As at July 31, 2019	$ 15,051	$ 4,164	$ 1,259	$ 27,815	$ 79,408	$ 127,697

* Right-of-use assets includes office and storage space in Santiago, Chile

Amortization of right-of-use assets is calculated using the straight-line method over the remaining lease term.

8. LEASE LIABILITIES

The Company's right-of-use assets are included in property and equipment (Note 7).

Lease liabilties recognized as at February 1, 2019	$ 122,401
Lease payments made	(45,702)
Interest expense on lease liabilities	3,674
Foreign exchange adjustment	3,635
	84,008
Less: current portion	(74,764)
As at July 31, 2019	$ 9,244

9. NOTES PAYABLE

Term Oil Loan

In February 2018, the Company borrowed $1,500,000 from Term Oil Inc., a private Company. At the time of receipt of the advance, the Company paid fees totaling $45,000 and legal fees of $20,000. The Company has also agreed to pay a fee equal to 3% of the outstanding balance of the loan on the first anniversary of the loan (paid in May 2019). The loan had a term of 18 months and is subject to interest of 1% per month compounded monthly. The Company granted security to Term Oil including a general security agreement creating a first priority security interests over all its present and-after acquired personal property, a guarantee of the Company's subsidiary Minera Mena Chile Ltda., and the Austral shares.

The fair value of the loan was calculated using an effective interest rate of 15% resulting in $121,957 of accrued interest during the six months ended July 31, 2019. In May 2019 the Company paid a total of $298,226 (US $220,363) for accrued interest and the anniversary fee equivalent to 3% of the outstanding balance on the 1-year anniversary ($50,713). The total loan outstanding as at July 31, 2019 is $1,525,982.

Subsequent to July 31, 2019 Term Oil agreed to extend the term of the loan to December 31, 2019 and in exchange the Company agreed to pay an extension fee of $50,000 to be paid at the time of settlement.

(Unaudited - Expressed in Canadian dollars)

9. NOTES PAYABLE (Continued)

Other Notes Payable

During the six months ended July 31, 2019 the Company received 8 separate loans of US$1,110,000 ($1,467,380) from entities controlled by a director of the Company. These loans carry no interest and have no specific terms of repayment.

As at January 31, 2019 the Company had the following loans outstanding,

- 7 separate loans totalling US$450,000 ($604,584) from entities controlled by a director of the Company. These loans carry no interest and have no specific terms of repayment.
- A US$100,000 ($134,352) loan from a former director of the Company. This loan carries no interest and has no specific terms of repayment; and
- A $400,000 loan from a Company with a common director. This loan carries interest at a rate of 1% per month and includes a $20,000 cash bonus due on or before December 31, 2017. This loan has not been settled and is currently under negotiation.

All notes payable outstanding as at July 31, 2019 are included as current liabilities. Including interest and any bonuses to be paid, as at July 31, 2019, the total loan amounts outstanding was $4,222,600 (January 31, 2019 - $2,856,116) of which $2,696,618 (January 31, 2019 - $1,204,577) was owed to related parties.

10. RELATED PARTY TRANSACTIONS AND BALANCES

The Company entered into the following transactions with key management personnel. The aggregate value of these transactions and outstanding balances are as follows:

	Three months ended		Six months ended	
	July 31, 2019	July 31, 2018	July 31, 2019	July 31, 2018
Management				
Management fees	$ 104,400	$ 151,289	$ 208,800	$ 301,534
Directors				
Directors' fees	-	18,000	-	36,000
	$ 104,400	$ 169,289	$ 208,800	$ 337,534

Amounts due to related parties as of July 31, 2019 and January 31, 2019 are as follows:

Related party liabilities	Items or services	Six months ended July 31, 2019	Year ended January 31, 2019
Seabord Services Corp.	Management fees and advances	$ 361,320	$ 262,297
Chairman	Management fees	338,328	323,157
President	Compensation	331,164	241,164
Various directors	Directors' fees	138,000	138,000
EMX Royalty Corp.	Loan (Note 9)	505,874	482,071
Director and former director	Loan (Note 9)	2,190,744	722,507
		$ 3,865,430	$ 2,169,196

(Unaudited - Expressed in Canadian dollars)

10. RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

Seabord Services Corp. ("Seabord") is a management services company controlled by a director of the Company. Seabord provides the following services: a Chief Financial Officer ("CFO"), a Corporate Secretary, accounting and administration staff, and office space to the Company. The CFO and Corporate Secretary are employees of Seabord and are not paid directly by the Company. A company jointly controlled by the President and Chief Executive Officer charges Revelo management fees for his services.

The Company compensates senior management personnel through salaries and benefits, or consulting fees and the amount of compensation is mutually agreed upon by the two parties. The Company believes that the amount of compensation paid to its senior management falls within the normal market range for these kinds of services. The contracts for senior management and Seabord Services Corp. are on-going monthly contractual commitments which can be terminated by either party with sufficient notice.

There were no changes to the Company's Board of Directors or management during the period ended July 31, 2019.

11. EQUITY

Authorized

As at July 31, 2019, the authorized share capital of the Company was an unlimited number of common shares and preferred shares without par value.

Share Capital

No preferred shares have been issued from incorporation to during the six months ended July 31, 2019 and 2018.

For the six months ended July 31, 2019 and 2018, the Company had no changes to its share capital.

Stock Options

The Company has a formal stock option plan that was ratified and approved by the shareholders of the Company and accepted by the TSX-V in fiscal 2018 (the "Plan"). The Plan allows the Board of Directors to grant incentive stock options of up to 10% of its outstanding shares to officers, directors, employees and consultants. The exercise price of each option is to be not less than the closing market price of the Company's stock on the trading day prior to the date of grant. The vesting terms are determined at the time of the option grant. Options granted to investor relations personnel vest in accordance with TSX-V regulations. The options are granted for a maximum term of 5 years.

The changes in stock options outstanding are as follows:

	Number of Options	Weighted Average Exercise Price
Balance as at January 31, 2019	6,930,000	$ 0.20
Expired	(2,715,000)	0.25
Balance as at July 31, 2019	4,215,000	$ 0.17
Exercisable as at July 31, 2019	4,215,000	$ 0.17

(Unaudited - Expressed in Canadian dollars)

11. EQUITY (Continued)

The following table summarizes the stock options outstanding and exercisable at July 31, 2019:

Date Granted	Expiry Date	Exercise Price	Number Outstanding	Number Exercisable
August 19, 2016	August 19, 2019*	0.15	3,415,000	3,415,000
May 5, 2015	May 5, 2020	0.25	800,000	800,000
Total			4,215,000	4,215,000

*Expired unexercised subsequent to July 31, 2019

The weighted average remaining life of the stock options exercisable is 0.19 years (January 31,2019 – 0.60 years).

Restricted share units and Performance share units

The Company has a restricted share unit ("RSU") and performance share unit ("PSU") plan approved by the shareholders of the Company and the TSX-V. The plan entitles employees, directors, or officers to receive common shares of the Company upon vesting based on vesting terms determined by the Company's Board of Directors at the time of grant. No RSU's or PSU's have been granted under the plan as at July 31, 2019.

Share Purchase Warrants

The changes in share purchase warrants outstanding are as follow:

	Number of Warrants	Weighted Average Exercise Price
Balance as at January 31, 2019	67,379,790	$ 0.24
Expired	(67,379,790)	0.24
Balance as at July 31, 2019	-	-

Share-based Payments

During the six months ended July 31, 2019 and 2018, the Company did not record share-based payment expense.

There were no stock options granted during the six months ended July 31, 2019 and 2018.

11. SEGMENTED INFORMATION

The Company operates in a single reportable operating segment, being the acquisition and exploration of mineral properties. Exploration and evaluation assets, exploration expenditures and property and equipment are located in Chile and substantially all of the Company's other assets and expenditures are located and incurred in Canada.

12. FINANCIAL AND CAPITAL RISK MANAGEMENT

Financial Risk Management

The Company's financial instruments are exposed to certain financial risks, which include credit risk, liquidity risk, currency risk, and interest rate risk.

Credit Risk

Credit risk arises from cash as well as credit exposures to counterparties of outstanding receivables and committed transactions. There is no significant concentration of credit risk other than cash deposits and amounts receivable. The Company's cash deposits are primarily held with a Canadian chartered bank and receivables are considered collectible, as well as GST due from the federal government. Therefore, credit risk is low.

Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities and the ability to pay obligations as they fall due. Financial liabilities, at July 31, 2019, included $5,685,522 of accounts payable and accrued liabilities, notes payable, and lease obligations. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant and the Company has used an effective interest rate calculation to determine the fair value of certain notes payable.

Currency Risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada and Chile and a portion of the Company's expenses are incurred in U.S. dollars, Chilean pesos, and Unidad de Fomentos (Chilean monetary unit). A significant change in the currency exchange rates between the Canadian dollar relative to the U.S. dollar and Chilean peso would have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations.

As at July 31, 2019, the Company is exposed to currency risk through the following assets and liabilities denominated in U.S. dollars, Chilean pesos, and Unidad de Fomentos:

	U.S. Dollars	Chilean Pesos	Unidad de Fomentos	Total
Cash	$ 1,857	$ 160,732,598	$ -	
Accounts payable and accrued liabilities	(244,924)	(50,464,262)	-	
Notes payable	(1,660,000)	-	-	
Lease liabilities - current	-	-	(1,428)	
Lease liabilities - non current	-	-	(173)	
Net exposure	(1,903,067)	110,268,336	(1,601)	
Canadian dollar equivalent	$ (2,502,928)	$ 207,123	$ (87,268)	$ (2,383,072)

Based on the above net exposures and assuming all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the U.S. dollar and Chilean peso would result in an increase/decrease of approximately $238,000 in the Company's pre-tax loss.

(Unaudited - Expressed in Canadian dollars)

12. FINANCIAL AND CAPITAL RISK MANAGEMENT (Continued)

Interest Rate Risk

When the Company has sufficient cash, it is invested in term deposits which can be reinvested without penalty after thirty days should interest rates rise. As at July 31, 2019, and January 31, 2019, the Company did not have any interest-bearing loans in which the rates are subject to changes. Accordingly, the Company does not have significant interest rate risk.

Management of Capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties. The Company relies mainly on equity issuances to raise new capital and on entering into joint venture agreements on certain properties which enables it to conserve capital and to reduce risk. In the management of capital, the Company includes the components of equity as well as cash. The Company prepares annual estimates of exploration and administrative expenditures and monitors actual expenditures compared to the estimates. The Company's investment policy is to invest its cash in savings accounts or highly liquid short-term deposits with terms of one year or less and which can be liquidated after thirty days without interest penalty. Management will need additional sources of working capital to continue its currently planned programs, by issuing new shares or the sale of assets.

13. FINANCIAL INSTRUMENTS BY CATEGORY

Fair Values

The Company's financial instruments consist of cash, marketable securities, receivables, accounts payable and accrued liabilities, notes payable, and lease liabilities. Classification of financial instruments depends on the purpose for which the financial instruments were acquired or issued, their characteristics, and the Company's designation of such instruments.

As at July 31, 2019, there were no changes in the classification of financial instruments in comparison to the year ended January 31, 2019, except as to the addition of lease liabilities. The Company has made the following classifications for its financial instruments:

	July 31, 2019	January 31, 2019
Financial assets		
Amortized cost:		
Cash	$ 308,056	$ 29,518
Fair value through profit or loss:		
Marketable securities	807,303	650,000
	$ 1,115,359	$ 679,518
Financial liabilities		
Amortized cost:		
Accounts payable and accrued liabilities	$ 1,378,914	$ 1,192,598
Lease liabilities current	74,764	-
Lease liabilities non-current	9,244	-
Notes payable	4,222,600	2,856,116
	$ 5,685,522	$ 4,048,714

13. FINANCIAL INSTRUMENTS BY CATEGORY (Continued)

The Company characterizes inputs used in determining fair value using a hierarchy that prioritizes inputs depending on the degree to which they are observable. The three levels of the fair value hierarchy are as follows:

- Level 1: inputs represent quoted prices in active markets for identical assets or liabilities. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.
- Level 2: inputs other than quoted prices that are observable, either directly or indirectly. Level 2 valuations are based on inputs, including quoted forward prices for commodities, market interest rates, and volatility factors, which can be observed or corroborated in the marketplace.
- Level 3: inputs that are less observable, unavoidable or where the observable data does not support the majority of the instruments' fair value.

As at July 31, 2019, there were no changes in the levels in comparison to the year ended January 31, 2019. Financial instruments measured at fair value on the statement of financial position include marketable securities and are included in level 1 of the fair value hierarchy.

The carrying values of cash and cash equivalents, receivables, accounts payable and accrued liabilities, notes payable (except the Term Oil loan), and advances from joint venture partner approximate their fair value because of the short-term nature of these instruments.

The Term Oil Loan was measured using an effective interest rate that included the additional cash outflows for structuring, legal, and drawdown charges. The fair value of the Term Oil Loan is approximated by its carrying value.

The fair values of the Company's lease obligations are approximated by their carrying values as their interest rates are comparable to current interest rates.

14. SUPPLEMENTARY CASH FLOW INFORMATION

The significant non-cash investing and financing transaction during the six months ended July 31, 2019 included the following:

- Recognition of $122,401 of right-to-use assets and lease liabilities related to the adoption of IFRS 16; and
- Receiving shares in a private entity valued at $207,303 related to the sale of exploration and evaluation assets (Note 5).

There were no significant non-cash investing and financing transactions during the six months ended July 31, 2018.

15. Commitment

As at July 31, 2019, the Company has a contractual obligation of $20,755 (January 31, 2019 - $22,060) in connection with a storage facility in Calama, Chile. The full amount of the commitment is current with an option to extend the use of the facility every six months.