

GRANDE PORTAGE RESOURCES LTD.
(An Exploration Stage Company)
Condensed Consolidated Interim Financial Statements
July 31, 2019 and 2018
(Expressed in Canadian Dollars)

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MANAGEMENT’S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements and all information in the quarterly report are the responsibility of the Board of Directors and management. These financial statements have been prepared by management in accordance with International Financial Reporting Standards. Management maintains the necessary systems of internal controls, policies and procedures to provide assurance that assets are safeguarded and that the financial records are reliable and form a proper basis for the preparation of financial statements.

The Board of Directors ensures that management fulfils its responsibilities for financial reporting and internal control through an Audit Committee. This committee, which reports to the Board of Directors, meets with the independent auditors and reviews the financial statements.

The financial statements for the nine-month period ended July 31, 2019 and 2018 are unaudited and prepared by Management.

The Company’s independent auditor has not performed a review of these condensed consolidated interim financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity’s auditor.

“Ian Klassen” (signed)

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Ian Klassen
President, CEO and Director

Vancouver, British Columbia
September 30, 2019

“Michele Pillon” (signed)

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Michele Pillon
Chief Financial Officer

GRANDE PORTAGE RESOURCES LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

As at	Note	July 31, 2019	October 31, 2018
		\$	\$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		732,493	135,613
Amounts receivable		3,980	39,808
Prepaid Expenses		33,925	296,964
Marketable securities		2,655	4,200
		773,053	476,585
RECLAMATION BONDS	3	54,759	54,759
EXPLORATION AND EVALUATION ASSETS	4	7,622,220	7,488,138
		8,450,032	8,019,482
LIABILITIES			
CURRENT LIABILITIES			
Accounts payable and accrued liabilities	6	389,118	348,531
		389,118	348,531
SHAREHOLDERS' EQUITY			
SHARE CAPITAL	5	23,994,350	23,031,952
RESERVES		2,612,254	2,457,054
DEFICIT		(18,545,690)	(17,818,055)
		8,060,914	7,670,951
		8,450,032	8,019,482

Nature of Operations and Going Concern (Note 1)
Commitments and Contingencies (Note 10)
Subsequent Events (Note 11)

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS:

<u>"Ian Klassen"</u> Ian Klassen	Director	<u>"Alistair MacLennan"</u> Alistair MacLennan	Director
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The accompanying notes are an integral part of these consolidated financial statements

GRANDE PORTAGE RESOURCES LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
(Expressed in Canadian Dollars)

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2019	2018	2019	2018
Administrative expenses				
Share-based compensation	\$ 107,800	\$ -	\$ 155,200	\$ 259,600
Management fees	42,150	42,150	126,450	126,450
Legal and accounting	19,326	27,854	78,322	98,566
Investor & shareholder relations	80,944	36,854	250,160	61,802
Rent	4,500	4,500	13,500	13,500
Office and miscellaneous	3,512	2,890	10,016	10,882
Regulatory and transfer agent fees	17,828	12,710	26,197	20,641
Consulting	13,750	-	66,250	5,000
Travel & promotion	457	662	1,007	2,086
Total expenses	(290,267)	(127,620)	(727,102)	(598,527)
Other items				
Foreign Exchange gain / (loss)	548	307	936	309
Interest earned	76	68	76	68
Unrealized gain / (loss) on marketable securities	(1,177)	214	(1,545)	473
	(553)	589	(533)	850
Gain / (Loss) for the period	(290,820)	(127,031)	(727,635)	(597,677)
Deficit, beginning of period	(18,254,870)	(16,991,566)	(17,818,055)	(16,520,920)
Deficit, end of period	\$ (18,545,690)	\$ (17,118,597)	\$ (18,545,690)	\$ (17,118,597)
Gain / (Loss) per share	\$ 0.00	\$ 0.00	\$ 0.01	\$ 0.02
Weighted average number of shares outstanding	45,959,462	31,663,952	45,422,471	30,736,629

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

GRANDE PORTAGE RESOURCES LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
(Expressed in Canadian Dollars)

	Issued Capital		Shares Issuable	Contributed Surplus	Deficit	Total
	Shares Note 5(b)	Amount \$				
Balance, October 31, 2017	29,379,401	20,405,108	114,070	1,958,245	(16,520,920)	5,956,503
Shares issued for property – Quaterra	760,464	114,070	(114,070)	-	-	-
Shares issued for warrant exercise	1,510,500	113,288	-	-	-	113,288
Shares issued for option exercise	250,000	37,500	-	-	-	37,500
Share-based compensation	-	-	-	259,600	-	259,600
Comprehensive loss	-	-	-	-	(567,677)	(597,677)
Balance, July 31, 2018	31,900,365	20,669,966	-	2,217,845	(17,118,597)	5,769,214
Balance, October 31, 2018	45,193,365	23,031,952	-	2,457,054	(17,818,055)	7,670,951
Shares issued for warrant exercise	232,500	63,938	-	-	-	63,938
Shares issued for private placement	8,181,818	900,000	-	-	-	900,000
Share issue costs	-	(1,540)	-	-	-	(1,540)
Share-based compensation	-	-	-	155,200	-	155,200
Comprehensive loss	-	-	-	-	(727,635)	(727,635)
Balance, July 31, 2019	53,607,683	23,994,350	-	2,612,254	(18,545,690)	8,060,914

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

GRANDE PORTAGE RESOURCES LTD.
CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
(Expressed in Canadian Dollars)

For the	Three Months Ended		Nine Months Ended	
	July 31,		July 31,	
	2019	2018	2019	2018
Cash provided by (used for)				
Operating activities				
Net loss for the period	\$ (290,820)	\$ (127,031)	\$ (727,635)	\$ (597,677)
Items not involving cash:				
Share-based compensation	107,800	-	155,200	259,600
Unrealized (loss) on marketable securities	1,177	(214)	1,545	(473)
Net change in non-cash working capital	(181,843)	(127,245)	(570,890)	(338,550)
Accounts receivable	45,358	(563)	35,828	(7,077)
Prepaid expenses	78,925	433	263,039	31,469
Accounts payable	(124,440)	593,925	40,587	364,048
	(157)	593,794	339,454	388,440
	(182,000)	466,549	(231,436)	49,890
Investing activities				
Expenditures on exploration and evaluation assets	(27,504)	(485,951)	(134,082)	(590,004)
Financing activities				
Shares issued for private placement, net of costs	898,460	-	898,460	-
Shares issued for warrant exercise	-	37,500	63,938	150,788
	898,460	37,500	962,398	150,788
Net increase (decrease) in cash	688,956	18,099	596,880	(389,326)
Cash, beginning of period	43,537	136,599	135,613	544,024
Cash, end of period	\$ 732,493	\$ 154,698	\$ 732,493	\$ 154,698

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

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Grande Portage Resources Ltd. (the “Company”) was incorporated under the Business Corporations Act of British Columbia. The Company is an exploration-stage public company, whose principal business activities are the exploration for and development of natural resource properties, namely gold in Alaska. The Company’s shares are listed for trading on the TSX Venture Exchange under the symbol GPG.

The address of the Company’s corporate office and principal place of business is #501 - 595 Howe Street, Vancouver, British Columbia, V6C 2T5.

The Company is in the process of exploring its exploration and evaluation assets and has not yet determined whether they contain reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company’s interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production or proceeds from the disposition thereof.

These condensed consolidated interim financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for at least the next twelve months. Realization values may be substantially different from carrying values as shown and these 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. Such adjustments could be material.

The Company incurred a net loss of \$727,635 (2018 - \$597,677) for the nine months ended July 31, 2019 and has an accumulated deficit of \$18,545,690 (October 31, 2018 - \$17,818,055) which has been funded primarily by the issuance of equity. The Company’s ability to continue as a going concern is dependent upon the generation of profits from exploration and evaluation assets, obtaining additional financing or maintaining continued support from its shareholders and creditors. These factors raise significant doubt on the Company’s ability to continue as a going concern. While the Company has been successful in obtaining financing in the past, there is no assurance that such financing will continue to be available or be available on favourable terms in the future. An inability to raise additional financing may impact the future assessment of the Company as a going concern. In the event that additional financial support is not received or operating profits are not generated, the carrying values of the Company’s assets may be adversely affected.

These condensed consolidated interim financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying consolidated financial statements. In assessing the appropriateness of the going concern assumption management is required to consider all available information about the future, which is at least, but not limited to, twelve months from the year end date. Management has carried out an assessment of the going concern assumption and has concluded that it is appropriate that the consolidated financial statements are prepared on a going concern basis. Accordingly, these condensed consolidated interim financial statements do not reflect any adjustments to the carrying value of assets and liabilities, or the impact on the condensed consolidated interim statements of loss and condensed consolidated statements of financial position classifications that would be necessary were the going concern assumption not appropriate.

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018

(Expressed in Canadian Dollars)

2. BASIS OF PREPARATION

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. As such, certain disclosures included in the annual financial statements prepared in accordance with IFRS have been condensed or omitted. Accordingly, these condensed consolidated interim financial statements should be read in conjunction with the Company’s audited consolidated annual financial statements for the year ended October 31, 2018. In preparation of these condensed consolidated interim financial statements, the Company has consistently applied the same accounting policies as disclosed in note 2 to the audited consolidated annual financial statements for the year ended October 31, 2018.

These unaudited condensed consolidated interim financial statements were approved by the Board of Directors on September 30, 2019.

3. RECLAMATION BONDS

The Company placed Guaranteed Interest Certificates (“GICs”) in trust as reclamation deposits pursuant to a condition of receiving consent from a government agency to explore its resource property interests. As at July 31, 2019, the Company held GICs totaling \$54,759 (US \$42,472) (2018 – \$54,759).

4. EXPLORATION AND EVALUATION ASSETS

	Herbert Gold
Balance, October 31, 2018	\$7,488,138
Acquisition costs:	
Shares issued	-
Cash payments and other	39,390
	39,390
Deferred exploration costs:	
Assaying	20,809
Consulting	1,382
Field expenses	19,881
Food and lodging	10,380
Geological consulting	25,869
Legal fees	15,477
Travel costs	894
Total additions	94,692
Balance, July 31, 2019	\$7,622,220

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
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4. EXPLORATION AND EVALUATION ASSETS (continued)

Herbert Gold Project

Pursuant to an agreement dated June 16, 2010, as amended on June 12, 2012, (the “Option Agreement”) with Quaterra Alaska, Inc. (“Quaterra”), the Company was granted and has exercised an option to acquire a 65% interest in a mining lease dated November 1, 2007 (the “Mining Lease”) for the Herbert Gold property, consisting of 84 mining claims, located 20 miles north of Juneau, Alaska. The Company was required to incur at least USD\$1,250,000 (incurred) under the Option Agreement in exploration expenditures on the property to acquire its 65% interest.

On October 24, 2011, the Company entered into a joint operation with Quaterra (the “JVA”) with their initial joint interests being Quaterra 35% and the Company 65%. Under the JVA, the Company’s subsidiary was appointed as operator of the project. Pursuant to the JVA, Quaterra and the Company’s subsidiary were required to contribute a value of \$673,077 and \$1,250,000, respectively, as Initial Contributions. These initial values were contributed in full by both parties as at October 31, 2012. Each party is also required to contribute its proportionate share of costs for all future exploration and development work. During the year ended October 31, 2015, Quaterra gave the Company a notification of its election not to participate in future programs on the property. This notice did not cancel the JVA between the Company and Quaterra, according to which Quaterra will continue to be responsible for 35% claim maintenance fee.

During the year ended October 31, 2016, the Company entered into a purchase agreement with Quaterra to acquire the remaining 35% interest in the Mining Lease in exchange for the issuance of 1,182,331 common shares (issued) on a non-diluted basis (up to the first \$1,000,000 raised by the Company), equal to 9% of the Company’s outstanding common shares and a cash payment of \$250,000 USD (due within 90 days of the earlier of: the delivery of a favorable feasibility report on the Herbert Gold Project; or change of control of the Company; or sale of the Herbert Gold Project). The Company issued the 1,182,331 common shares during the year ended October 31, 2016, but these were held by the Company until such time that the assignment of the remaining 35% interest to the Company was completed during the year ended October 31, 2017.

Furthermore, upon the completion of the private placement in June 2017 (see Note 10 b) (ii)), 760,464 common shares of the Company were to be issued to Quaterra.

5. SHARE CAPITAL

- a) Authorized - Unlimited number of common shares without par value.
- b) Issued: As at July 31, 2019, there were 53,607,683 common shares issued and outstanding (October 31, 2018: 45,193,365).
 - (i) During the nine months ended July 31, 2019, the Company closed a non-brokered private placement and issued 8,818,818 units at a price of \$0.11 per unit. Each Unit consisted of one common share and one purchase warrant exercisable at a price of \$0.16 for a period of two years for gross proceeds of \$898,460. The Company paid a commission of \$1,540 and issued 14,000 purchase warrants exercisable at a price of \$0.16 for a two year period. The Company also issued 232,500 common shares for the exercise of warrants at a price of \$0.275 for gross proceeds of \$63,938.
 - (ii) During the year ended October 31, 2018, the Company closed a short-form prospectus offering consisting of 11,600,000 units at a price of \$0.20 per unit for gross proceeds of \$2,320,000. Each unit consisted of one common share and one-half share purchase warrant exercisable at a price of \$0.275. The Company paid a commission of \$162,400 plus a \$50,000 work fee and issued 1,160,000 purchase warrants exercisable at a price of \$0.20 until September 20, 2019 (fair value of \$97,512) and 750,000 stock options exercisable at a price of \$0.20 until September 20, 2019 (fair value of \$63,045). The Company paid an additional \$113,955 in legal and agent work fees in relation to this offering.

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
(Expressed in Canadian Dollars)

5. SHARE CAPITAL (continued)

- (iii) During the year ended October 31, 2018, a total of 2,703,500 warrants were exercised at a price of \$0.075 and \$0.25 for gross proceeds of \$411,538 and 750,000 stock options were exercised at a price of \$0.15 and \$0.22 for gross proceeds of \$130,000. In connection with the exercise of warrants and stock options, the Company re-allocated \$138,148 of previously recorded contributed surplus to share capital.
- (iv) In August 2017, the Company closed a non-brokered private placement consisting of 2,916,667 units at \$0.15 per unit for gross proceeds of \$437,500. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of \$23,400 cash and 156,000 share purchase warrants at a fair value of \$20,000. Each whole warrant is exercisable at \$0.25 per share for a period of 18 months.
- (v) In June 2017, the Company closed a non-brokered private placement consisting of 1,266,666 units at \$0.15 per unit for gross proceeds of \$190,000. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of \$12,000 cash and issued 80,000 share purchase warrants at a fair value of \$8,000. Each whole warrant is exercisable at \$0.25 per share for a period of 18 months. The warrants also include an acceleration clause whereby if the trading price of the Company's shares on the TSX Venture Exchange exceeds \$0.50 for 10 consecutive trading days, the expiry time of the warrants shall be accelerated, at the option of the Company, such that the expiry time will be 30 calendar days.
- (vi) In March 2017, the Company closed a non-brokered private placement consisting of 2,265,333 units at \$0.15 per unit for gross proceeds of \$339,800. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of \$15,208 cash and issued 101,383 share purchase warrants at a fair value of \$11,000. Each whole warrant is exercisable at \$0.25 per share for a period of 18 months. The warrants also include an acceleration clause whereby if the trading price of the Company's shares on the TSX Venture Exchange exceeds \$0.50 for 10 consecutive trading days, the expiry time of the warrants shall be accelerated, at the option of the Company, such that the expiry time will be 30 calendar days.
- (vii) During the year ended October 31, 2017, the Company issued 5,493,167 common shares pursuant to the exercise of warrants and stock options for gross proceeds of \$701,490. In connection with the exercise of warrants and stock options, the Company reallocated the \$70,572 of previously recorded contributed surplus to share capital.
- (viii) On December 6, 2016, the Company completed a non-brokered private placement with the issuance of 4,300,000 Units for gross proceeds of \$645,000. Each Unit consists of one common share and one share purchase warrant exercisable for a period of 18 months at \$0.25 per whole warrant.
- (ix) On April 13, 2016, the Company completed a non-brokered private placement with the issuance of 5,005,000 Units for gross proceeds of \$250,250. Each Unit consists of one common share and one share purchase warrant exercisable for a period of 24 months at \$0.075 per whole warrant.
- (x) On August 3, 2016, the Company issued 1,182,331 common shares for the Herbert Gold property. The details of the transaction are described in Note 8(b).
- (xi) On February 19, 2016, the Company consolidated its outstanding common shares on the basis of one post-consolidated share for ten pre-consolidated shares held, rounded to the nearest share. The total outstanding common shares of 69,502,392 were consolidated to 6,950,239. The outstanding shares, weighted average outstanding shares and loss per share information have been retrospectively adjusted to reflect this change. In addition, all share issuances, options and warrant transactions have been retrospectively adjusted to reflect the changes.

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
(Expressed in Canadian Dollars)

5. SHARE CAPITAL (continued)

c) Stock options

Effective October 31, 2012, the Company adopted a revised rolling stock option plan under whereby a maximum of 10% of the issued shares will be reserved for issuance under the plan. The stock option plan provides for the granting of stock options to directors, officers, employees, consultants, consulting company or management company employees, and eligible charitable organizations. Shares issuable under the plan to insiders as a group, or to any one optionee, consultant, and investor relation person are restricted up to a limit of 10%, 5%, 2% and 2%, respectively, of the Company's total number of issued and outstanding shares per year. An option shall be granted as fully vested, unless a vesting schedule is imposed by the board as a condition of the grant date and provided that if the option is being granted to an eligible person who is providing investor relating activities to the Company, then the option must vest in stages over at least a one-year period and not more than ¼ of such options may be vested in any three-month period.

Details of the status of the Company's stock options as at July 31, 2019 are as follows:

	Number of Options	Weighted-Average Exercise Price
Balance, October 31, 2016	1,162,500	0.61
Exercised	(475,000)	0.16
Expired	(362,500)	0.16
Granted	900,000	0.20
Balance, October 31, 2017	1,225,000	\$ 0.18
Exercised	(500,000)	(0.17)
Granted	2,700,000	0.16
Balance, October 31, 2018	3,425,000	\$0.16
Granted	500,000	0.13
Granted	900,000	0.15
Balance, July 31, 2019	4,825,000	\$ 0.16

The Company applies the fair value method using the Black-Scholes option pricing model in accounting for stock options granted to employees. Stock options granted to non-employee are valued using the Black-Scholes Option Pricing Model as the fair values of services received were not reliably measurable.

The fair value of the options granted was calculated using the following weighted average assumptions:

	2019	2018
Expected life (years)	5.00	4.13
Risk-free interest rate	2.08% - 1.46%	2.04%
Expected annualized volatility	178.11% - 173.28%	166%
Dividend yield	N/A	N/A
Stock price at grant date	\$0.10 - \$0.16	\$0.19
Exercise price	\$0.13 - \$0.15	\$0.19
Weighted average grant date fair value	\$0.13 - \$0.14	\$0.16

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility to estimate the volatility of the share price.

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED JULY 31, 2019 AND 2018
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5. SHARE CAPITAL (continued)

c) Stock options (continued)

As at July 31, 2019, the following stock options were outstanding and exercisable:

Outstanding Number of Options	Expiry Date	Exercise Price	
			\$
425,000	July 13, 2021		0.15
800,000	July 19, 2022		0.20
1,250,000	February 23, 2023		0.15
950,000	September 24, 2023		0.22
500,000	December 13, 2023		0.13
900,000	July 30, 2024		0.15
4,825,000			

The weighted average remaining contractual life of stock options outstanding at July 31, 2019 is 3.67 years (2018 – 4.09 years).

d) Warrants - The following table summarizes the continuity of the Company's warrants:

	Number of Warrants	Weighted-Average Exercise Price
Balance, October 31, 2017	5,912,505	\$0.075
Granted	6,960,000	0.26
Exercised	(2,703,500)	(0.15)
Expired	(3,209,005)	(0.25)
Balance, October 31, 2018	6,960,000	\$0.24
Exercised	(232,500)	0.275
Granted	8,195,818	0.16
Balance, July 31, 2019	14,923,318	\$0.23

The weighted average remaining contractual life of warrants outstanding at July 31, 2019 is 0.39 years. The Company applies the fair value method using the Black-Scholes option pricing model in accounting for agent warrants.

The fair value of the finder warrants grant was calculated using the following weighted average assumptions:

	2019	2018
Expected life (years)	1.00	N/A
Risk-free interest rate	2.06%	N/A
Expected annualized volatility	120%	N/A
Dividend yield	N/A	N/A
Stock price at grant date	\$0.19	N/A
Exercise price	\$0.20	N/A
Weighted average grant date fair value	\$0.08	N/A

Option pricing models require the input of highly subjective assumptions regarding volatility. The Company has used historical volatility to estimate the volatility of the share price.

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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(Expressed in Canadian Dollars)

6. RELATED PARTY TRANSACTIONS AND KEY PERSONNEL COMPENSATION

Included in accounts payable at July 31, 2019 is \$204,558 (2018 - \$272,344) owing for services to companies controlled by directors and officers of the Company. These amounts are unsecured, non-interest bearing, and are due on demand.

During the nine months ended July 31, 2019, the Company incurred the following related party transactions:

- a) \$14,196 (2018 - \$3,410) in legal fees to a law firm of which a principal shareholder was formerly a director of the Company;
- b) \$74,700 (2018 - \$74,700) in management fees to a company controlled by the President and CEO of the Company;
- c) \$51,750 (2018 - \$51,750) in management fees to a company controlled by a Director of the Company;
- d) \$22,500 (2018 - \$22,500) in accounting fees to a company controlled by the CFO of the Company.

The Company has identified its directors and senior officers as its key management personnel. No post-employment benefits, other long-terms benefits and termination benefits were made during the nine months ended July 31, 2019 and 2018. Short-term key management compensation consists of the following for the nine months ended July 31, 2019 and 2018:

	2019	2018
Accounting fees	\$ 22,500	\$ 22,500
Management fees	126,450	126,450
Share-based compensation	60,900	173,200

During the nine months ended July 31, 2019, the Company entered into management fee agreements for the term of two years with a Director, the President, and the CFO of the Company (“Contractors”) in the amounts of annual compensation of \$69,900 per annum and \$99,900, and \$30,000 per annum, respectively (see Note 10).

7. CAPITAL MANAGEMENT

The Company defines capital as all components of shareholders’ equity. 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, exploration and development of exploration and evaluation assets. 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 is not subject to any externally imposed capital requirements.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There have been no changes to the Company’s approach to capital management during the nine months ended July 31, 2019.

GRANDE PORTAGE RESOURCES LTD.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
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(Expressed in Canadian Dollars)

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial Instruments measured at fair value are classified into one of three levels using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- 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

The Company's financial instruments include cash and cash equivalents, receivables, accounts payable, and the Gold Streaming Arrangement liability. The carrying values of cash, receivables and payables approximate fair value because of the short-term nature of these instruments.

9. SEGMENTED INFORMATION

The Company operates in one reportable operating segment, being the acquisition and exploration of resource properties. The Company operates in both Canada and the U.S.A. The Company's exploration and evaluation assets in geographic locations are as follows:

	July 31, 2019	October 31, 2018
U.S.A.	\$ 7,622,220	\$ 7,488,138

10. COMMITMENTS

During the nine months ended July 31, 2019, the Company entered into management fee agreements with a Director, the President, and the CFO of the Company (see Note 11). The agreements can be terminated by the Company upon providing twelve months of notice, based on the mutual agreement or for just cause. In case of the absence of just cause or the mutual agreement, the Company is required to pay a full twelve months of additional compensation upon termination. The agreements expire in October 31, 2020 and the Company is committed to make monthly payments of \$16,550.

11. SUBSEQUENT EVENTS

There are no subsequent events to report.