CONSOLIDATED FINANCIAL STATEMENTS

Three Months Ended

March 31, 2019

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

Notice to Reader

The accompanying unaudited condensed interim consolidated financial statements of GPM Metals Inc. (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements as at and for the three months ended March 31, 2019 have not been reviewed by the Company's auditors.

Management`s Responsibility for Consolidated Financial Statements

The accompanying audited consolidated financial statements of GPM Metals Inc. (the `Company` or `GPM`) are the responsibility of management and the Board of Directors.

The audited consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the audited consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the audited consolidated financial statements have been prepared within acceptable limits of materiality and are in compliance with all applicable International Financial Reporting Standards.

Management has established processes, which are in place to provide it sufficient knowledge to support management representations that it has exercised reasonable diligence that (i) the audited consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of, and for the periods presented by, the audited consolidated financial statements and (ii) the audited consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the audited consolidated financial statements.

The Board of Directors is responsible for reviewing and approving the audited consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the audited consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the audited consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company`s affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

(signed) Peter Mullens
Peter Mullens
Chief Executive Officer

(signed) Yajian Wang
Yajian Wang
Chief Financial Officer

Toronto Canada
May 24, 2019

GPM METALS INC.

Consolidated Statements of Financial Position
(Expressed in Canadian Dollars)

			As at March 31, 2019		**As at March 31, 2018**
ASSETS					
Current assets					
	Cash	**$**	211,064	$	477,350
	Short-term investments (note 5)		10,255		15,056
	Accounts receivable and other assets (note 6)		47,531		44,636
Total current assets			268,850		537,042
	Fixed Assets		5045		
	Intercompany loan (BAR to GUY)		11,043		
Total long-term assets			16,088		
Total assets		$	284,938	$	537,042
LIABILITIES AND EQUITY					
Current liabilities					
	Amounts payable and other liabilities	$	95,773	$	224,219
Total current liabilities		$	95,773	$	224,219
Capital, reserves and deficit					
	Share capital (note 7)		24,193,936		23,880,252
	Capital surplus		14,808,530		14,773,529
	Warrant reserve (note 9)		230,528		50000
	Deficit		(38,895,647)		(38,390,958)
	Net Income		(146,175)		
Total capital, reserves and deficit			189,175		312,823
Total liabilities and equity		$	284,948	$	537,042

Nature of operations and going concern (note 1)
Subsequent events (note 15)

Approved on behalf of the Board:

(Signed) ____________________ , Director

(Signed) ____________________ , Director

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

GPM METALS INC.

Consolidated Statements of Profit and Comprehensive Loss

(Expressed in Canadian Dollars)

		Three Months Ended March 31, 2019		Three Months Ended March 31, 2018
Operating Expenses				
General and Administrative (note 11)	$	84,416	$	118,243
Foreign exchange (gain/loss)		1,656		28,739
Exploration and evaluation expenditures (note 13)		61,447		65,905
Operating Loss		**(147,520)**		**(212,887)**
Interest income		(4,222)		842
FV adjustment on short-term investments		3,249		(6,796)
Net loss and comprehensive loss for the year		**(146,546)**		**(218,841)**
Basic and diluted net loss per common share (note 10)	$	(0.001)	$	(0.002)
Weighted average number of common shares outstanding basic (note 10)		110,233,118		**94,233,118**

The notes to the consolidated financial statements are an integral part of these statements

GPM Metals Inc.

Condensed Interim Statements of Cash Flows

(Expressed in Canadian Dollars)

	Three Months Ended, March 31 2019	**Three Months Ended, March 31** 2018
Operating Activities		
Net loss for the period	**(146,546)**	(218,841)
Adjustments for:		
Share-based compensation	**8,543**	34,787
Unrealized (gain) loss on marketable securities (note 5)	**3,252**	6,797
Other Adjustment Foreign Exchange		(28,739)
Changes in non-cash working capital items:		
Amounts receivable	**(11,460)**	21,553
Accounts payable and accrued liabilities	**(63,968)**	(89,607)
Net cash used in operating activities	**(210,183)**	(274,050)
Investing activities		
DPG Investment	**-**	-
Net cash used in investing activities	**-**	-
Financing activities		
Loan and Other	**-**	490,772
Net cash provided by financing activities	**-**	490,772
Net change in cash	**(210,183)**	216,722
Cash, beginning of period	**399,674**	231,889
Effect of foreign exchange rate on cash held		28,739
Cash, end of period	**211,064**	477,350

The notes to the consolidated financial statements are an integral part of these statements

GPM METALS INC.

Consolidated Statements of Changes in Equity

(Expressed in Canadian Dollars)

	Share Capital (Note 7)	Reserves: Capital Surplus	Reserves: Warrant Reserve (Note 9)	Deficits	Total
Balance, December 31, 2017	23,439,480	14,738,742	-	(38,172,117)	6,105
Share issued on, 2018	1,000,000				1,000,000
Warrants issued on, 2018	(230,528)		230,528		0
Share issue cost	(14,969)				(14,969)
Share based payments		58,807			58,807
Net Income and comprehensive income for the period				(754,957)	(754,957)
Balance, December 31, 2018	$24,193,983	$14,797,549	$230,528	($38,927,074)	$294,986

	Share Capital (Note 7)	Reserves: Capital Surplus	Reserves: Warrant Reserve (Note 9)	Deficits	Total
Balance, December 31, 2018	$24,193,983	14,797,549	230,528	(38,927,074)	$294,986
Share based payments (note 8)		8,543			$8,543
Warrants/Option expired/Canceled					$0
Net loss and comprehensive loss for Q1, 2019				(146,546)	($146,546)
Balance, March 31, 2019	**$24,193,983**	**14,806,092**	**230,528**	**(38,780,528)**	**$450,075**

The notes to the consolidated financial statements are an integral part of these statements

1. Nature of operations and going concern

GPM Metals Inc. (the "Company" or "GPM") was incorporated under the Alberta Business Corporation Act on March 16, 1994 under the name of Minera Sierra Madre Inc. Effective December 15, 1999, the Company changed its name to MSA Capital Corp. and, subsequently, on October 28, 2002, changed its name to Coronation Minerals Inc. On April 5, 2004, the Company filed articles of continuance and was continued under the Business Corporations Act (Ontario). On August 17, 2009, the Company announced that it had filed articles of amendment to change its name to Guyana Precious Metals Inc. Effective August 27, 2013, the Company changed its name to GPM Metals Inc. The primary office is located at 141 Adelaide Street West, Suite 1101, Toronto, Ontario, M5H 3L5.

The Company is a development stage entity that does not generate operating revenues and has limited financial resources. The Company is subject to risks and challenges similar to companies in a comparable stage of development. These risks include the availability of capital and risks inherent in the mining industry related to development, exploration and operations as well as global economic risks and commodity price volatility. The underlying value of the Company's mineral properties are entirely dependent on the Company's ability to obtain the necessary permits to operate and secure the required financing to complete development of and establish future profitable production from its mineral assets, or the proceeds from the disposition of its mineral properties.

These consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board on a going concern basis, which assumes the Company will be able to meet its obligations and continue its operations for the next twelve months from December 31, 2018. At March 31, 2019, the Company had not yet achieved profitable operations, had an accumulated deficit of $38.8 million since inception (March 31, 2018, $38.3 million) and expects to incur further losses in the development of its business.

The Company's ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to meet its ongoing corporate overhead expenditures as well as advance the exploration of its claims and development of its projects. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to do so in the future or that such arrangements will be on terms advantageous to the Company. These material uncertainties cast significant doubt upon the Company's ability to realize its assets and discharge its liabilities in the normal course of business and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, unregistered claims, aboriginal claims and noncompliance with regulatory and environmental requirements.

2. Significant accounting policies

(a) Statement of compliance

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

The policies applied in these consolidated financial statements are based on IFRS issued and effective as of March 31, 2019. The Board of Directors approved the statements on May 24, 2019.

2. Significant accounting policies (continued)

(b) Recent accounting pronouncements

Certain pronouncements were issued by the IASB or the International Financial Reporting Interpretations Committee (“IFRIC”) that are mandatory for accounting periods after January 1, 2019 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded from the list below. The following has not yet been adopted and is being evaluated to determine its impact on the Company.

IFRS 9 – Financial instruments (“IFRS 9”), was issued by the IASB in July 2014 and will replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. A new hedge accounting model is introduced and represents a substantial overhaul of hedge accounting which will allow entities to better reflect their risk management activities in the financial statements. The most significant improvements apply to those that hedge non-financial risk, and so these improvements are expected to be of particular interest to non-financial institutions. The new standard is effective for annual periods beginning on or after January 1, 2018, with earlier adoption permitted. The Company adopted this standard on January 1, 2018 and it did not have a material impact on the financial statements.

IFRS 15 – Revenue from Contracts with Customers (“IFRS 15”), was issued by the IASB in May 2014. The new standard provides a comprehensive framework for recognition, measurement and disclosure of revenue from contracts with customers, excluding contracts within the scope of the standards on leases, insurance contracts and financial instruments. IFRS 15 is effective for annual periods beginning on or after January 1, 2018 and is to be applied retrospectively with early adoption permitted. Management is currently evaluating the impact the final standard is expected to have on the Company’s consolidated financial statements. The Company adopted this standard on January 1, 2018 and it did not have a material impact on the financial statements as the Company is currently not generating operating revenues.

IFRS 16 – Leases (“IFRS 16”), was issued by the IASB in January 2016, which replaces IAS 17 – Leases (“IAS 17”) and related interpretations. IFRS 16 provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, unless the lease term is 12-months or less or the underlying asset has a low value. IFRS 16 substantially carries forward the lessor accounting in IAS 17 with the distinction between operating leases and finance leases being retained. IFRS 16 will be applied retrospectively for annual periods beginning on or after January 1, 2019. The Company has reviewed the standard in detail and determined that the impact on the Company’s financial statements will not be material.

(c) Basis of presentation

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

In the preparation of these consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates. Of significance are the estimates and assumptions used in the recognition and measurement of items included in note 2.

2. Significant accounting policies (continued)

(d) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries. The results of subsidiaries acquired or disposed of during the periods presented are included in the consolidated statement of income and comprehensive income from the date that control commences until it ceases, as appropriate. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

The following companies have been consolidated within the consolidated financial statements:

Corporation	Country of Incorporation	Principle activity
GPM Metals Inc.	Canada	Parent company
1901743 Ontario Inc.(1)	Canada	Holding company
DPG Resources Australia Pty Ltd(2)(4)	Australia	Exploration company
Guyana Precious Metals (Barbados) Inc.(1)	Barbados	Holding company
Chaska Resources SAC(3)(5)	Peru	Exploration company

(1) 100% owned by GPM Metals Inc.
(2) 100% owned by 1901743 Ontario Inc.
(3) 100% owned by Guyana Precious Metals (Barbados) Inc.,
(4) Also referred to as DPG Resources Inc. throughout these financial statements
(5) Also referred to as Chaska throughout these financial statements

(e) Foreign currencies

The functional currency for the Company and its subsidiaries, as determined by management, is the Canadian Dollar. For the purpose of the consolidated financial statements, the results of operations and financial position are expressed in Canadian Dollars.

Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the yearend exchange rates are recognized in the consolidated statement of loss and comprehensive loss.

(f) Financial instruments

On July 24, 2014, the IASB issued the completed IFRS 9 – Financial Instruments (“IFRS 9”) to come into effect on January 1, 2018 with early adoption permitted.

IFRS 9 includes finalized guidance on the classification and measurement of financial assets. Under IFRS 9, financial assets are classified and measured either at amortized cost, fair value through other comprehensive income (“FVOCI”) or fair value through profit or loss (“FVTPL”) based on the business model in which they are held and the characteristics of their contractual cash flows. IFRS 9 largely retains the existing requirements in IAS 39 – Financial Instruments: Recognition and Measurement (“IAS 39”), for the classification and measurement of financial liabilities.

The Company adopted IFRS 9 in its financial statements on January 1, 2018. Due to the nature of its financial instruments, the adoption of IFRS 9 had no impact on the opening accumulated deficit balance on January 1, 2018. The impact on the classification and measurement of its financial instruments is set out below.

2. Significant accounting policies (continued)

(f) Financial instruments (continued)

All financial assets not classified at amortized cost or FVOCI are measured at FVTPL. On initial recognition, the Company can irrevocably designate a financial asset at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated at FVTPL:

- It is held within a business model whose objective is to hold the financial asset to collect the contractual cash flows associated with the financial asset instead of selling the financial asset for a profit or loss;

- Its contractual terms give rise to cash flows that are solely payments or principal and interest.

All financial instruments are initially recognized at fair value on the statement of financial position. Subsequent measurement of financial instruments is based on their classification. Financial assets and liabilities classified at FVTPL are measured at fair value with changes in those fair values recognized in the statement of loss and comprehensive loss for the period. Financial assets are classified at amortized cost and financial liabilities are measured at amortized cost using the effective interest method.

The following table summarizes the classification and measurement changes under IFRS 9 for each financial instrument:

Classification	IAS 39	IFRS 9
Cash	FVTPL	FVTPL
Short-term investments	FVTPL	FVTPL
Accounts receivable and other assets	Loans and receivables (amortized cost)	Amortized Cost
Amounts payable and other liabilities	Other financial liabilities	Amortized Cost

The original carrying value of the Company's financial instruments under IAS 39 has not changed under IFRS 9.

Impairment of financial assets:

Management assesses on a forward-looking basis the expected credit losses associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company applies a simplified approach under IFRS 9 which requires expected lifetime losses to be recognised from initial recognition of the receivables

Financial instruments recorded at fair value*:*

Financial instruments recorded at fair value on the consolidated statements of financial position are classified 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 – valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 – valuation techniques based on 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 – valuation techniques using inputs for the asset or liability that are not based on observable market date (unobservable inputs).

2. Significant accounting policies (continued)

As at March 31, 2019 and March 31, 2018, the fair value of the financial liabilities approximates the carrying value, due to the short-term nature of the instruments. The Company`s investment in Prophecy Coal Corp. (`Prophecy Coal`) (note 5) are recorded at fair value and are considered as Level 1 financial instruments. As at March 31, 2019, Prophecy Coal common shares are carried at a fair value of $10,250. (March 31, 2018– $15,053).

(g) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets with finite lives to determine whether there is any indication that those assets have suffered an impairment loss. Where such an indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss. The recoverable amount is the higher of an asset`s fair value less cost to sell or its value in use. In addition, long-lived assets that are not amortized are subject to an annual impairment assessment.

(h) Exploration and evaluation expenditures

The Company expenses exploration and evaluation expenditures as incurred. Exploration and evaluation expenditures include acquisition costs of mineral properties, property option payments and evaluation activities.

Once a project has been established as commercially viable and technically feasible, related development expenditure will be capitalized. This includes costs incurred in preparing the site for mining operations. Capitalization ceases when the mine is capable of commercial production, except for development costs that give rise to a future benefit.
If an exploration property is disposed of any, consideration is reflected as a gain on disposition.

(i) Cash

Cash in the statements of financial position comprise cash at banks and on hand.

(j) Provisions

A provision is recognized when the Company has a present legal or constructive obligation because of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

The Company had no material provisions or onerous contracts at March 31, 2019 and March 31, 2018.

(k) Common shares (share capital) and subscriber warrants

Common shares are classified as share capital. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects. Subscriber warrants are classified within warrant reserve. Where common shares and subscriber warrants are offered together (as a “unit”) the Corporation allocates the consideration received per unit, net of any issuance costs, to the common shares and subscriber warrants based on their relative fair values. The fair value of warrants is measured using a Black-Scholes option pricing model.

2. Significant accounting policies (continued)

(l) Share based payment transactions

Share based payments to employees:

The company measures share based payments to employees at the fair value of the options at the grant date. The fair value of share options granted to employees is recognized as an expense over the vesting or service period with a corresponding increase in equity. The fair value of the options granted is measured using the Black-Scholes valuation model, considering the terms and conditions upon which the options were granted.

At each financial reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services like those performed by a direct employee, including directors of the Company.

Share based payments to non-employees:

The Company measures share based payments to non-employees at the fair value of the goods or services received at the date of receipt of the goods or services. The fair value of share options granted to non-employees is recognized as an expense over the period the services have been provided. If the fair value of the goods or services cannot be measured reliably, the fair value of the options granted will be used, measured using the Black-Scholes option-pricing model.

(m) Warrants

Special warrants give the holders' the right to purchase a set number of shares for a fixed price on or before the warrant's expiration date.

Warrants are cancelled on their given expiration date. Expired warrants are cancelled to contributed surplus.

(n) Income taxes

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they are realized or settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

2. Significant accounting policies (continued)

(n) Income taxes (continued)

A deferred tax asset is recognized for unused tax losses, tax credits, and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(o) Restoration, rehabilitation and environmental obligations

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, as soon as the obligation to incur such costs arises. Discount rates using a pretax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related assets, through amortization using either a unit-of-production or the straight-line method as appropriate. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate and amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage that is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

At March 31, 2019 and March 31, 2018, the Company has no material restoration, rehabilitation and environmental costs as the disturbance to date is minimal.

(p) Interest income

Interest income is recognized on the accrual basis using the effective interest method.

(q) Loss per share

The Company presents basic loss per share data for its common shares, calculated by dividing the income/loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding that may add to the total number of common shares. The dilutive effect of outstanding stock options and warrants on earnings per share is calculated by determining the proceeds for the exercise of such securities which are then assumed to be used to purchase common shares of the Company. If the number of common shares outstanding increases or decreases because of share split or consolidation, the calculation of basic and diluted income/ loss per share for all periods presented, is adjusted retrospectively.

(r) Significant accounting judgments and estimates

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that effect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

2. Significant accounting policies (continued)

(s) Critical accounting estimates

Significant assumptions about the future that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities, if actual results differ from assumptions made, relate to, but are not limited to, the following:

- the inputs used in accounting for share-based payment transactions and in valuation of warrants issued in unit financing;
- management assumption of no material restoration, rehabilitation and environmental obligations, based on the fact and circumstances that existed during the period;
- management's position that there is no income tax asset recognized within these consolidated financial statements;
- valuation of shares pursuant to the gain on sale of property; and
- assessment of the going concern assumption as detailed in Note 1 to the financial statements.

Management applied judgment in determining the functional currency of the Company and its subsidiaries as Canadian dollars.

3. Capital risk management

The Company manages its capital with the following objectives:

- To ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
- To maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and adjusts according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company considers its capital to be equity, which comprises share capital, shares to be issued, reserves and deficit, which at March 31, 2019 is $66,152 (March 31,2018 – $312,823).

The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is updated based on activities related to its mineral properties. Selected information is provided to the Board of Directors. The Company's capital management objectives, policies and processes have remained unchanged during the period March 31, 2019.

4. Financial risk management

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including foreign currency risk and equity price risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

4. Financial risk management (continued)

(i) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and accounts receivable. Cash is held with select major Canadian, Peruvian, Barbadian and Australian chartered banks, from which management believes the risk of loss to be minimal.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital markets is hindered, whether because of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. As at March 31, 2019, the Company had cash of $209,942 (March 31, 2018 – $477,350) to settle current liabilities of $95,773 (March 31, 2018 – $224,219). Some of the Company's financial liabilities have maturities longer than 90 days and are not subject to normal trade terms. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as liquidity.

(iii) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and equity prices.

a) Foreign currency risk

The Company's functional and presentation currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As of March 31, 2019, the Company funds certain operations, exploration and administrative expenses in Peru and Barbados on a cash call basis using US dollar currency, and in Australia using the Canadian dollar its Canadian dollar bank accounts held in Canada. The Company maintains US dollar bank accounts in Canada, Peru and Barbados, Australian dollar bank accounts in Australia. The Company is subject to gains and losses from fluctuations in the US dollar and the Australia dollar against the Canadian dollar.

b) Equity price risk

The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company's investment in the common shares of Prophecy Coal Corp. ("Prophecy Coal") (note 5) are subject to fair value fluctuations arising from changes in the equity market.

5. Short-term Investment

	Number of Shares		As at March 31, 2019		As at March 31, 2018
Prophecy Development Corp	5,000	$	10,250.00	$	15,053
G2 Goldfields Inc.	42		4.83		3
		$	10254.83	$	15,056

(Expressed in Canadian Dollars)

6. Accounts receivable and other assets

		As at March 31, 2019		As at March 31, 2018
Harmonized sales tax recoverable	**$**	17,009	$	16,906
Sales tax recoverable (Chaska)				10,584
Pacific Consulting (Australia)				962
Adrian Buer (Australia)				4,901
Prepaid expenses		17,976		18,071
Miscellaneous		12,546		14,765
Total Account Receivable and other Assets	**$**	**47,531**	$	66,189

7. Share capital

a) Authorized share capital

The authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

b) Common shares issued

At March 31, 2019, the issued share capital amounted to 110,233,118. The changes in issued share capital for the periods were as follows:

	Number of Common Shares		Amount
Balance, December 31, 2017	90,233,118	$	23,439,480
Issues in January 24 2018	10,000,000		440,772
Issue in July 5, 2018	10,000,000		468,406
Balance, December 31, 2018	**110,233,118**	**$**	**24,348,658**
Issues in Q1 2019	**-**		**-**
Balance, March 31, 2019	**110,233,118**	**$**	**24,348,658**

(1) On May 24, 2016 the Company announced it had closed its previously announced, non-brokered private placement (the "Offering") pursuant to which it issued 28,333,333 special warrants at a price of $0.15 per Special warrant to raise aggregate gross proceeds of $4,240,000 ($4,001,889 net). On September 21, 2016, each Special Warrant automatically converted into one common share of the Company without any additional payment by the holder.

(2) The Company also issued an aggregate of 853,500 broker warrants to eligible registrants assisting in connection with the Offering, each entitling the holder to acquire one common share of the Company at an exercise price of $0.15 for one year. The fair value of these broker warrants was $118,499 using the Black-Scholes option pricing model with the following assumptions: dividend yield of 0%: expected volatility of 149.5%; risk-free interest rate of 0.61% and an expected life of 1 year. All securities issued and issuable pursuant to the Offering were subject to a statutory hold period which expired on September 21, 2016. In 2016, 249,428 broker warrants were converted into one common share each.

(Expressed in Canadian Dollars)

(3) On February 21, 2018 the Company announced it had closed its previously announced non-brokered private placement, pursuant to which it has issued an aggregate of 10,000,000 units at a price of $0.05 per Unit to raise gross proceeds of $500,000 (net $490,772). Each Unit consists of one common share of the Company and one share purchase warrant with such Warrant exercisable to acquire one additional Share at an exercise price of $0.10 for a period of 24 months from the closing of the Offering. A value of $0.045 has been assigned to the shares and $0.005 to the warrants. All securities issued and issuable pursuant to the Offering are subject to a statutory hold period expiring September 24, 2018.

(4) On July 05, 2018 the Company announced it had closed its previously announced non-brokered private placement, pursuant to which it has issued an aggregate of 10,000,000 units at a price of $0.05 per Unit to raise gross proceeds of $500,000 (net $493,406). Each Unit consists of one common share of the Company and one-half of one share purchase warrant with such Warrant exercisable to acquire one additional Share at an exercise price of $0.10 for a period of 24 months from the closing of the Offering. All securities issued and issuable pursuant to the Offering are subject to a statutory hold period expiring November 6, 2018.

8. Stock options

The Company adopted a stock option plan for employees, consultants, officers and directors on April 24, 1995. The number of common shares reserved for issue under the stock option plan may not exceed 10% of the issued and outstanding capital of the Company at any given time. The term of options granted under the stock option plan may not exceed five years from the date of the grant and the option price, which may be determined by the directors of the Company, may not be less than the market price for the common shares at the grant date, less an approved discount. The Company records a charge to the statements of loss and comprehensive loss using the Black-Scholes valuation model. For options granted to non-employees, the valuation is based on services provided if reliably measurable. The Black-Scholes valuation is dependent on a number of estimates, including the risk-free interest rate, the level of stock volatility together with an estimate of the level of forfeiture. The level of stock volatility is calculated with reference to the historic traded daily closing share price of the Company at the date of issue.

Options pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore, the existing models do not necessarily provide a reliable measure of the fair value of the Company's share purchase options.

The following tables reflect the continuity of stock options for the years ended March 31, 2019.

	Number of stock options	Weighted average exercise price ($)
Balance, December 31, 2017	7,675,000	0.35
Exercised	-	-
Expired and Cancelled July 26, 2019 (i)	(200,000)	0.36
Expired and Cancelled March 2, 2020 (ii)	(100,000)	0.10
Granted on December 12, 2018	1,700,000	0.10
Balance, December 31, 2018	**9,075,000**	**0.31**
Exercised	**-**	
Expired and Cancelled	**550,000**	
Granted on Q1 2019	**-**	
Weighted average exercise price for vested options	**8,525,000**	**0.30**

(Expressed in Canadian Dollars)

The following table reflects the stock options issued and outstanding remining life as of March 31, 2019:

Expiry Date	Exercise Prices	Weighted Ave Remining contractual Life (years)	Number of Options Outstanding	Number of Options Vested (exercisable)	Number of Options Unvested
26-Jul-19	0.50	0.32	3,275,000	3,275,000	-
2-Mar-20	0.15	0.92	3,050,000	3,050,000	-
7-Sep-20	0.12	1.44	500,000	500,000	-
12-Dec-21	0.10	2.70	1,700,000	890,985	809,015
Total March/31/2019		**1.04**	**8,525,000**	**7,715,985**	**809,015**

(1) On March 2, 2017 the Company granted 3,350,000 options to certain directors, officers and consultants of the Company at a price of $0.15 per share. The fair value of these options at the date of grant of $0.0657 was estimated using Black-Scholes valuation model with the following inputs and assumptions: a 2,72-year expected term: 129.62% expected volatility based on historical trends: risk free interest rate of 0.77% and an expected dividend yield of 0%. The grant date fair value assigned to these options was $220,169. These options, which will vest by 25% on the date of grant and on each of the 6, 12 and 18 month anniversaries of the date of grant, will expire on March 2, 2020. For the period March 31, 2017 the impact on salaries and benefits was $98,733, on consulting fees was $55,625 and on exploration and evaluation was $31,984.

(2) On December 12, 2018, the Company Compensation Committee has decided to a grant of 1,700,000 stock options to various officers, directors and consultants of the Corporation. The option is at an exercise price of $0.10 per share and expiring on December 12, 2021, and total 24 months. The fair value of these options at the date of grant of $0.022 was estimated using Black-Scholes valuation model with the following inputs and assumptions: a 2-year expected term: 117.677% expected volatility based on historical trends: risk free interest rate of 2.06% and an expected dividend yield of 0%. The grant date fair value assigned to these options was $37,332. These options, which will vest by 25% on the date of grant and on each of the 6, 12 and 18-month anniversaries of the date of grant, will expire on December 12, 2021. For the period March 31, 2019 the impact on salaries and benefits was $8,543.

9. Warrants

The following table reflects the continuity of warrants for the periods ended March 31, 2019 and March 31, 2018:

	Number of Warrants	Fair Value	Weighted Exercise Price
Balance, December 31, 2017	-		
Balance, March 31, 2018	**10,000,000**	**$ 181,474**	**$ 0.10**
Warrants Issued, July 05, 2018	5,000,000	49,054	0.10
Balance December 31, 2018	**15,000,000**	**230,528**	**0.10**
Balance March 31, 2019	**15,000,000**	**$ 230,528**	**$ 0.10**

(Expressed in Canadian Dollars)

10. Net loss per common share

The calculation of basic and diluted loss per share for the period March 31, 2019 were based on the loss attributable to common shareholders of $237,377 (March 31, 2018 – $218,841) and the basic weighted average number of common shares outstanding of 110,233,118 (period March 31, 2018 basic weighted average number of common shares outstanding of 94,233,118). Diluted loss per share did not include the effect of 8,525,000 stock options (March 31, 2018 – 7,675,000 stock options) as they are anti-dilutive or not in the money.

11. General and administrative

	Three March Ended March 31,			
		2019		2018
Salaries and benefits	**$**	**16,381**	$	44,366
Consulting fees		**(52,550)**		27,332
Administrative and general		**51,783**		27,005
Reporting issuer costs		**2,519**		6,587
Professional fees		**31,081**		9,538
Insurance		**2,875**		3,415
Travel		**23,785**		-
Total	**$**	**75,873**	$	118,243

12. Related party balances and transactions

Related parties include the Board of Directors, officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. The transactions noted below are in the normal course of business and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

(a) GPM entered into the following transactions with related parties:

		Three Month Ended March 31,			
	Notes		**2019**		2018
Bruce Rosenberg	(i)	**$**	**4,516**	$	8,455
Alan Ferry	(ii)				1,408
Doug Lewis	(ii)				4,408
Harry Burgess	(ii)		**502**		1,193
J. Patrick Sheridan	(iii)				16,759
Dan Noone	(iv)		**502**		3,793
Paul Murphy	(v)				2,932
Peter Mullens	(vi)		**32,513**		20,000
Yajian Wang	(vii)		**17,513**		-
Total compensation to related parties		**$**	**55,546**	$	58,948

(i) Bruce Rosenberg is a director of the Company. Fees related to director's fees and stock-based compensation. In 2019 fees related to director's fees, stock-based compensation, legal services provided by Mr. Rosenberg and exercise of options.

(ii) Mr. Ferry, Mr. Lewis and Mr. Burgess Director fees and stock-based compensation.

(Expressed in Canadian Dollars)

12. Related party balances and transactions (continued)

(iii) Mr. Sheridan fees and stock-based compensation. As at March 31, 2019 was owed $0 (March 31, 2018 - $19,334).
(iv) Dan Noone: a director of the Company, stock-based compensation
(v) Paul Murphy: stock-based compensation
(vi) Peter Mullens, current CEO of Company, stock-based compensation and salary
(vii) Yajian Wang, current CFO of Company, stock-based compensation and salary

(b) Remuneration of Directors and key management personal of the company was as follows:

		Three Month Ended March31,		
		2019		2018
Total salaries and benefits	**$**	**45,000**	$	24,161
Total share-based payments		**8,543**		34,787
Total compensation to related parties	**$**	**53,041**	$	58,948

Salaries and benefits include director fees. Board of Directors and select officers do not have employment or services contracts with the Company. Directors are entitled to director fees and stock options for their services.

13. Exploration and evaluation expenditures

The Company enters into exploration agreements or permits with other companies or foreign governments pursuant to which it may explore or earn interests in mineral properties by issuing common shares and/or making option or rental payments and/or incurring expenditures in varying amounts by varying dates. Failure by the Company to meet such requirements can result in a reduction or loss of the Company's ownership interests or entitlements under the agreements or permits.

(a) Rory Group

The Company has a 100% interest in the Rory Group consisting of 40 staked claims located in the Yukon Territory, Canada.

(b) **Walker Gossan Project**

On January 27, 2014, the Company, through its wholly owned subsidiary DPG Resources Australia Pty Limited entered into, an Earn-In/Joint Venture Agreement with Rio Tinto Exploration Pty Limited ("Rio Tinto"), a wholly owned subsidiary of Rio Tinto Limited covering base metal exploration and development rights, in relation to certain granted exploration tenements and tenement applications in McArthur Basin Mining District, Northern Territory, Australia (the "Walker Gossan project").

Rio Tinto and GPM have entered into a definitive Two Stage Earn-In/Joint Venture Agreement granting GPM an initial 51% interest under certain conditions that include:

<u>Stage One</u>
1. Payment of Australian Dollar ("AUD") $1,000,000 on signing (paid);
2. Minimum expenditure of AUD$2,000,000 within 3 years of effective date; (met)
3. Combined expenditures of AUD$20,000,000 over a 10-year period; and
4. Milestone payments within the combined expenditures as follows:

13. Exploration and evaluation expenditures (continued)

(i) AUD$100,000 upon the grant of licenses to all the properties;
(ii) AUD$1,000,000 upon the completion of the first drill hole on the Walker Gossan project (paid); and
(iii) AUD$4,000,000 upon the completion of a resource study that shows an indicated status for minimum 20 million tons of greater than 8% combined lead and zinc, or lead, zinc and silver, within the licensed area or a Decision to Mine being made.

Stage Two
GPM may increase its interest to 75% by completing a Feasibility Study within 3 years of completing Stage One. Rio Tinto may elect to contribute pursuant to its participating share, not contribute and be diluted or convert its interest into a Net Smelter Return (2.5%) royalty. There are rights of first refusal on purchase and sale of interest for both parties at fair market value. GPM will be responsible for all negotiations with the Northern Land Council for consent to issue the exploration license applications and work programs to be conducted by GPM under its sole rights or as operator.
Exploration license EL 30952 was intentionally surrendered during the year after consultation with Rio Tinto. It was not significant to the target area.

(c) Pasco Gold Property

On September 15, 2014, the Company, through its wholly owned subsidiary Chaska Resources SAC, entered into a definite agreement to purchase 100% interest in the exploration concession known as Pasco Gold 1, which consists of 1000 hectares of land, located in the district of Huachon, Province of Pasco, in the Republic of Peru (the “Purchase”).

On September 3, 2015, the company completed the acquisition of the property with total consideration as follows:

(i) Payment of USD $13,000 (paid); and
(ii) Issuance of 50,000 common shares of GPM (issued).

The claim known as Pasco Gold 10 was not renewed in 2017 as a section of it is inside the urban area of the Municipalidad of Huachon. As well two additional claims were not renewed as the Peruvian Mining Office reduced their area and the Company was no longer interested. These claims are not material to the project.

As at March 31, 2019, the Company operates primarily in two reportable geographical segments, being the exploration for minerals in Australia and Peru. Until July 21, 2016 the Company also operated in Canada. The Company maintains a head office in Toronto, Canada.

(Expressed in Canadian Dollars)

(d) the following is a detailed list of expenditures incurred on the Company's mineral properties:

	Three Months Ended March 31,			
		2019		2018
Canada	**$**		$	
General		-		-
Travel		-		-
Geologist		-		-
Wages and Salaries		-		-
	$	-	$	-
Australian				
Northern Territory Grant		-		
General		28,923		13,224
Drilling expense		-		
Consulting		32,524		35,088
	$	61,447	$	48,312
Peru				
General				17,592
		-		-
Total Exploration Expenditures	**$**	61,447	$	65,904

15. Subsequent event

Walker Gossan Project

The Northern Land Council ("NLC") has scheduled a community meeting the week of 13 May 2019 in Gapuwiyak, Arnhem Land in the Northern Territory in Australia, between the local Traditional Land Owners ("TLO's"), GPM Metals' management and the representatives of the Northern Land Council (NLC). This meeting was held on schedule and was well attended by NLC personnel and The Traditional Owners of the Walker River project area. At the meeting royalties from the 2016 drill program were distributed to the Traditional Owners through the NLC and a work program for the 2019 field season discussed. The work program consisting of geological mapping, soil and rock chip sampling was passed by the meeting participants. The program is planned to be completed over a three to four week period in August 2019.