

# **Antler Hill Mining Ltd.**

(A Capital Pool Corporation)

Interim Financial Statements

**For the three and nine months ended September 30, 2017**

(expressed in Canadian dollars)

(Unaudited)

## Notice to Reader

The accompanying unaudited condensed interim consolidated financial statements of Antler Hill Mining have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements as at and for the three and nine months ended September 30, 2017 have not been reviewed by the Corporation's auditors.

Approved on behalf of Antler Hill Mining Ltd.,

Signed "Peter Bures"

Signed "Jing Peng"

Peter Bures  
CEO

Jing Peng  
CFO

Dated November 20, 2017

# Antler Hill Mining Ltd.

(A Capital Pool Corporation)

Statement of Financial Position

September 30, 2017 and December 31, 2016

(Unaudited)

	September 30, 2017	December 31, 2016
	\$	\$
<b>Assets</b>		
<b>Current assets</b>		
Cash	682,949	80,091
Trade and other receivables	3,694	1,510
Prepaid deposits	8,750	8,750
<b>Total current assets</b>	<b>695,393</b>	<b>90,351</b>
Property and equipment (note 4)	319	412
<b>Total assets</b>	<b>695,712</b>	<b>90,763</b>
<b>Liabilities</b>		
<b>Current liabilities</b>		
Trade and other payables	20,056	53,198
<b>Shareholders' equity</b>		
Share capital	1,638,888	950,356
Contributed surplus	67,056	51,703
Deficit	(1,030,288)	(964,494)
<b>Total shareholders' equity</b>	<b>675,656</b>	<b>37,565</b>
<b>Total liabilities and shareholders' equity</b>	<b>695,712</b>	<b>90,763</b>
<b>Going concern (note 3)</b>		

Signed "Peter Bures"

Peter Bures  
CEO

Signed "Jing Peng"

Jing Peng  
CFO

# Antler Hill Mining Ltd.

(A Capital Pool Corporation)

## Statement of Comprehensive Loss

For the three and nine months ended September 30, 2017 and 2016

(Unaudited)

	<b>Three-month period ending September 30, 2017</b>	Three-month period ending September 30, 2016	<b>Nine-month period ending September 30, 2017</b>	Nine-month period ending September 30, 2016
	\$	\$	\$	\$
<b>General and administrative expenses</b>				
Depreciation	31	51	93	133
Filing fees and other	4,293	2,093	16,557	9,483
Professional fees	44,433	6,266	49,144	14,630
	<b>48,757</b>	8,410	<b>65,794</b>	24,246
<b>Net comprehensive income (loss) for the period</b>	<b>(48,757)</b>	(8,410)	<b>(65,794)</b>	(24,246)
<b>Basic and diluted loss per share</b>	(0.00)	(0.00)	(0.00)	(0.00)
<b>Weighted average number of common shares outstanding – basic and diluted</b>	21,326,087	11,000,000	14,492,647	11,000,000

# Antler Hill Mining Ltd.

(A Capital Pool Corporation)

Statement of Changes in Shareholders' Equity

For the nine months ended September 30, 2017 and 2016

(Unaudited)

	Attributable to equity owners of Antler Hill Mining Ltd.:			
	Share capital	Contributed surplus	Deficit	Total equity
<b>Balance, December 31, 2015</b>	950,356	51,703	(860,446)	141,613
Loss for the period	-	-	(24,246)	(24,246)
<b>Balance, September 30, 2016</b>	950,356	48,112	(884,692)	117,367
<b>Balance, December 31, 2016</b>	950,356	51,703	(964,494)	37,565
Issue of common shares, net of share issue costs	703,885	-	-	703,885
Issue of finder options	(15,353)	15,353	-	-
Loss for the period	-	-	(65,794)	(65,794)
<b>Balance, September 30, 2017</b>	<b>1,638,888</b>	<b>67,056</b>	<b>(1,030,288)</b>	<b>675,656</b>

# Antler Hill Mining Ltd.

(A Capital Pool Corporation)

## Statements of Cash Flows

For the three and nine months ended September 30, 2017 and 2016

(Unaudited)

	Three month period ending September 30, 2017 \$	Three-month period ending September 30, 2016 \$	Nine month period ending September 30, 2017 \$	Nine-month period ending September 30, 2016 \$
<b>Cash (used in) provided by:</b>				
<b>Operating activities</b>				
Comprehensive income (loss) for the period	(48,757)	(8,410)	(65,794)	(24,246)
Adjustments for:				
Depreciation	31	51	93	133
	<u>(48,726)</u>	<u>(8,359)</u>	<u>(65,701)</u>	<u>(24,113)</u>
Changes in items of working capital				
Trade and other receivables	(2,797)	(301)	(2,184)	(401)
Trade and other payables	19,257	(2,665)	(33,142)	(6,854)
<b>Net cash used in operating activities</b>	<u>(32,266)</u>	<u>(11,325)</u>	<u>(101,027)</u>	<u>(31,368)</u>
<b>Financing activities</b>				
Proceeds from issuance of common shares, net of share issue costs	685,885	-	703,885	-
<b>Net cash used in operating activities</b>	<u>685,885</u>	<u>-</u>	<u>703,885</u>	<u>-</u>
<b>Change in cash</b>	<b>653,619</b>	<b>(11,325)</b>	<b>602,858</b>	<b>(31,368)</b>
<b>Cash, beginning of period</b>	<b>29,330</b>	<b>128,043</b>	<b>80,091</b>	<b>148,086</b>
<b>Cash, end of period</b>	<b>682,949</b>	<b>116,718</b>	<b>682,949</b>	<b>116,718</b>

# Antler Hill Mining Ltd.

(A Capital Pool Corporation)

Notes to the Financial Statements

For the three and nine months ended September 30, 2017

(Unaudited)

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## 1 Description of business

Antler Hill Mining Ltd. (formerly Antler Hill Oil & Gas Ltd.) (the “Company”) was incorporated under the Business Corporations Act of Alberta of September 11, 2009 and is classified as a Capital Pool Company as defined in Policy 2.4 of the TSX Venture Exchange (the “Exchange”).

Antler Hill Oil & Gas Ltd. changed its name to Antler Hill Mining Ltd. on September 27, 2017. The Company now trades on the NEX under the symbol AHM.H. The principal business of the Company changed its focus from seeking an oil and gas asset to seeking precious metals assets in the Americas with a view of completing a qualifying transaction, as defined by the Exchange.

The Company operates from its primary office in Calgary, Alberta, Canada. Its registered head office is located at, 445, 708 – 11<sup>th</sup> Avenue SW., Calgary, AB, T2R 0E4.

## 2 Basis of presentation and statement of compliance

These unaudited condensed interim financial statements (“Interim Financial Statements”) have been prepared in accordance with IFRS as issued by the IASB applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. These condensed interim financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2016 (“Annual Financial Statements”) which have been prepared in accordance with IFRS as issued by the IASB.

## 3 Going concern

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. These financial statements do not reflect the adjustments that would be necessary if the going concern assumption were considered to be inappropriate.

At September 30, 2017, the Company had not yet achieved profitable operations, has an accumulated deficit of \$1,030,288 (December 31, 2016 - \$964,494) and has not yet completed its qualifying transaction.

The Company’s continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate the acquisition of petroleum properties, assets or businesses which qualifies as a qualifying transaction. Such an acquisition will be subject to regulatory approval and maybe subject to shareholder approval. Should the Company be unable to complete such a transaction, its ability to raise sufficient financing to maintain operations may be impaired and accordingly, the Company may be unable to realize on the carrying value of its net assets.

# Antler Hill Mining Ltd.

(A Capital Pool Corporation)

Notes to the Financial Statements

For the three and nine months ended September 30, 2017

(Unaudited)

## 4 Property, plant and equipment

	Equipment \$
Cost, December 31, 2015 & December 31, 2016	4,291
	<b>Total</b>
	<b>\$</b>
Accumulated depreciation, December 31, 2015	3,702
Depreciation	177
Accumulated depreciation, December 31, 2016	3,879
Depreciation	93
Accumulated depreciation, September 30, 2017	3,972
	<b>Total</b>
	<b>\$</b>
Net book value, December 31, 2016	412
Net book value, September 30, 2017	319

## 5 Related party transactions

There have been no related party transactions for the three and nine months period ended September 30, 2017.

## 6 Share capital

### Authorized

Unlimited number of voting common shares

Unlimited number of preferred shares

### Issued

	Number of common shares	Amount \$
Balance, December 31, 2016	11,000,000	950,356
Private placement	50,000,000	750,000
Finder options	-	(15,353)
Share issue costs	-	(46,115)
Balance, September 30, 2017	61,000,000	1,638,888

On September 11, 2017, the Corporation closed a non-brokered private placement of 50,000,000 common shares at a price of \$0.015 per share for gross proceeds of \$750,000. Finders' fee totaling \$47,483 in cash was paid and issued 3,165,505 finder's options to acquire 3,165,505 common shares at a price of \$0.05 per share for a period of 12 months.