Consolidated Financial Statements of

American CuMo Mining Corporation

(formerly Mosquito Consolidated Gold Mines Limited)
June 30, 2013

DeVISSER GRAY LLP
CHARTERED ACCOUNTANTS

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INDEPENDENT AUDITORS' REPORT

To the Shareholders of American CuMo Mining Corporation (formerly Mosquito Consolidated Gold Mines Limited),

We have audited the accompanying consolidated financial statements of American CuMo Mining Corporation (formerly Mosquito Consolidated Gold Mines Limited) and its subsidiaries, which comprise the consolidated statement of financial position as at June 30, 2013 and the consolidated statements of loss and comprehensive loss, cash flows, and changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of American CuMo Mining Corporation (formerly Mosquito Consolidated Gold Mines Limited) and its subsidiaries as at June 30, 2013 and their financial performance and their cash flows for the year ended June 30, 2013 in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Emphasis of Matter

Without modifying our opinion, we draw attention to Note 1 in the consolidated financial statements which indicates that the Company has a working capital deficiency, has incurred significant losses since inception and is also dependent upon its ability to secure new sources of financing to fund on-going operations. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Other Matter

The consolidated financial statements of American CuMo Mining Corporation (formerly Mosquito Consolidated Gold Mines Limited) and its subsidiaries for the year then ended June 30, 2012, were audited by another auditor who expressed an unmodified opinion on those statements in their report to the shareholders dated October 27, 2012.

CHARTERED ACCOUNTANTS

De Visser Gray LLP

Vancouver, Canada
October 25, 2013

American CuMo Mining Corporation
(formerly Mosquito Consolidated Gold Mines Limited)
Consolidated statements of financial position
(Expressed in Canadian dollars)

	Note	June 30, 2013	June 30, 2012
		$	$
ASSETS			
Current			
Cash and cash equivalents		471,945	2,291,209
Trade and other receivables	6, 14	90,986	365,039
Prepaid expenses and deposits		50,255	197,266
Inventory	4	-	473,076
Investments	5	207,795	437,430
		820,981	3,764,020
Non-current assets			
Reclamation bonds	12	361,159	361,159
Property, plant and equipment	8	8,743	3,063,165
Assets held for sale	9	1,321,427	-
Unproven mineral right interests	10	19,543,451	24,449,593
Other		21,598	20,750
		22,077,359	31,658,687
LIABILITIES			
Current			
Trade and other payables	7, 14	1,031,666	1,469,311
Convertible notes	11	200,207	-
Borrowings		-	53,200
		1,231,873	1,522,511
Non-current liabilities			
Convertible notes	11	2,309,391	-
Reclamation provision	12	361,159	361,159
		3,902,423	1,883,670
EQUITY			
Equity component of convertible notes	11	294,147	-
Share capital	15	50,545,199	50,545,199
Equity reserve		10,693,430	10,413,643
Deficit		(42,130,554)	(29,899,037)
Accumulated other comprehensive loss		(1,227,286)	(1,284,788)
		18,174,936	29,775,017
		22,077,359	31,658,687
Nature of operations	1		
Commitments	19		
Contingencies	20		
Subsequent events	22		

Approved on behalf of the Board of Directors:

"Shaun Dykes"	"Joseph Baird"
Shaun Dykes	Joseph Baird

See accompanying notes to the consolidated financial statements.

American CuMo Mining Corporation

(formerly Mosquito Consolidated Gold Mines Limited)

Consolidated statements of loss and comprehensive loss

(Expressed in Canadian dollars)

	Note	Years ended June 30, 2013	2012
		$	$
Expenses			
Interest expense and bank charges		5,012	8,957
Convertible note recoveries	11	(169,429)	-
Bad debt recovery		-	(129,326)
Depreciation		5,890	31,592
Foreign exchange (gain) loss		(306)	29,393
Salaries and management fees	14	414,083	216,250
Office and miscellaneous		81,529	58,552
Consulting and professional fees		1,431,639	1,093,886
Rent		87,537	63,032
Shareholder communications and regulatory	14	749,169	301,838
Share-based expense	15	279,787	2,550,096
Travel and business development		90,571	77,856
		2,975,482	4,302,126
Loss before other items		(2,975,482)	(4,302,126)
Other items			
Gain on sale of unproven mineral right interests	10	148,000	5,451,507
Impairment of unproven mineral right interests	10	(6,658,617)	(52,779)
Loss on sale of investments		(68,545)	-
Other income		150	3,704
Net (loss) earnings from continuing operations		(9,554,494)	1,100,306
Discontinued operations, net of tax	13	(2,677,023)	(938,033)
Net (loss) earnings		(12,231,517)	162,273
Other comprehensive income (loss):			
Unrealized loss on investments	5	(162,385)	(629,999)
Transfer of other comprehensive loss on sale of investments		74,000	-
Cumulative translation adjustment		145,887	30,619
		57,502	(599,380)
Comprehensive loss		(12,174,015)	(437,107)
(Loss) earnings per common share:			
Basic and diluted		(0.15)	0.00
Weighted average number of common shares outstanding			
Basic and diluted		82,262,446	81,393,950

See accompanying notes to the consolidated financial statements.

American CuMo Mining Corporation

(formerly Mosquito Consolidated Gold Mines Limited)

Consolidated statements of cash flows

(Expressed in Canadian dollars)

	Years ended June 30, 2013	2012
	$	$
OPERATING ACTIVITIES		
Net (loss) earnings from continuing operations	(9,554,494)	1,100,306
Items not involving cash		
Depreciation	5,890	31,592
Recovery of bad debt	-	(129,326)
Share-based expense	279,787	2,550,096
Gain on sale of unproven mineral right interests	(148,000)	(5,451,507)
Impairment of unproven mineral right interests	6,658,617	52,779
Loss on sale of investments	68,545	-
Convertible note recoveries	(169,429)	-
Changes in non-cash working capital items:		
Increase in trade and other receivables	274,053	963,260
Decrease in prepaid expenses	147,011	(41,710)
Increase in inventory	-	(473,076)
Increase in reclamation bonds	-	(300,970)
Decrease in trade and other payables	(437,340)	(119,371)
	(2,875,360)	(1,817,927)
INVESTING ACTIVITIES		
Purchase of equipment	(16,351)	(661,118)
Proceeds from sale of property, plant and equipment	557,556	24,241
Expenditures on unproven mineral right interests	(1,762,475)	(3,349,552)
Proceeds from sale of unproven mineral right interests	100,000	5,625,778
Proceeds from sale of investments	130,705	-
Other	-	(728)
	(990,565)	1,638,621
FINANCING ACTIVITIES		
Proceeds from convertible notes, net of issue costs	2,973,174	-
Issue of common shares for cash, net of issue costs	-	1,764,033
Proceeds from working capital loan	-	53,200
Exercise of share options	-	159,750
	2,973,174	1,976,983
Net change in cash and cash equivalents from continuing operations	(892,751)	1,797,677
Net change in cash and cash equivalents from discontinued operations	(892,067)	(38,813)
Effect of exchange rate changes on cash	(34,446)	73,579
Cash and cash equivalents, beginning of the year	2,291,209	458,766
Cash and cash equivalents, end of the year	471,945	2,291,209
Supplemental cash flow information (Note 21)		

See accompanying notes to the consolidated financial statements.

American CuMo Mining Corporation
(formerly Mosquito Consolidated Gold Mines Limited)
Consolidated statements of changes in equity
(Expressed in Canadian dollars)

		Share capital		Equity Component of Convertible	Equity		Accumulated Other Comprehensive	Total
	Note	Number of shares	Amount	Notes	Reserve	Deficit	(Loss) Income	Equity
			$		$	$	$	$
Balance on July 1, 2011		79,300,955	48,719,365	-	7,765,598	(30,061,310)	(685,408)	25,738,245
Common shares issued for:								
Financing, net of issue costs	15	2,505,241	1,548,382	-	215,651	-	-	1,764,033
Exercise of share options	15	456,250	277,452	-	(117,702)	-	-	159,750
Net earnings		-	-	-	-	162,273	-	162,273
Share-based expense		-	-	-	2,550,096	-	-	2,550,096
Unrealized loss on investments		-	-	-	-	-	(629,999)	(629,999)
Cumulative translation adjustment		-	-	-	-	-	30,619	30,619
Balance on June 30, 2012		82,262,446	50,545,199	-	10,413,643	(29,899,037)	(1,284,788)	29,775,017
Balance on July 1, 2012		82,262,446	50,545,199	-	10,413,643	(29,899,037)	(1,284,788)	29,775,017
Equity component of convertible notes	11	-	-	294,147	-	-	-	294,147
Net loss		-	-	-	-	(12,231,517)	-	(12,231,517)
Share-based expense		-	-	-	279,787	-	-	279,787
Unrealized loss on investments		-	-	-	-	-	(162,385)	(162,385)
Transfer of other comprehensive loss on sale of investment		-	-	-	-	-	74,000	74,000
Cumulative translation adjustment		-	-	-	-	-	145,887	145,887
Balance on June 30, 2013		82,262,446	50,545,199	294,147	10,693,430	(42,130,554)	(1,227,286)	18,174,936

See accompanying notes to the consolidated financial statements.

1. Nature of operations

American CuMo Mining Corporation ("CuMoCo") is an exploration and development company with mineral right interests in the United States of America and formerly in Canada. CuMoCo was incorporated under the laws of British Columbia in 1971.

These consolidated financial statements include the accounts of CuMoCo and its wholly-owned subsidiaries (collectively, the "Company"): Idaho CuMo Mining Corporation ("Idaho CuMo", formerly Mosquito Mining Corp.), Kirkness Diamond Drilling Co., Inc. ("Kirkness"), 1156207 Ontario Ltd. and MSQ Operations Inc.

In recent years the Company also conducted operations as an operator of drilling rigs. These operations were discontinued in the fiscal year ended June 30, 2013 (Note 13).

The Company is in the process of exploring its mineral right interests in the United States and at the date of these consolidated interim financial statements, has not yet determined whether any of its mineral properties contain economically recoverable mineral reserves. Accordingly, the carrying amount of mineral right interests represents cumulative expenditures incurred to date and does not necessarily reflect present or future values. The recovery of these costs is dependent upon the discovery of economically recoverable mineral reserves and the ability of CuMoCo to obtain the necessary financing to complete their exploration and development and to resolve any environmental, regulatory, or other constraints. Uncertainty also exists with respect to the recoverability of the carrying value of certain mineral right interests. The ability of the Company to realize on its investment in resource properties is contingent upon resolution of the uncertainties and confirmation of the Company's title to the mineral properties.

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assume that the Company will continue operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due. The Company does not generate material cash flows from operations and accordingly, CuMoCo will need to raise additional funds through future issuance of securities. Although CuMoCo has been successful in raising funds in the past, there can be no assurance CuMoCo will be able to raise sufficient funds in the future, in which case the Company may be unable to meet its obligations as they come due in the normal course of business. The Company has not determined whether any of its properties contain mineral reserves that are economically recoverable. It is not possible to predict whether financing efforts will be successful or if the Company will attain a profitable level of operations. Since inception, the Company has incurred cumulative losses of $42,130,554 as of June 30, 2013 (June 30, 2012: $29,899,037), and at June 30, 2013, had a working capital deficiency of $410,892 (June 30, 2012: working capital of $2,241,509), which may cast significant doubt regarding CuMoCo's ability to continue as a going concern. Should CuMoCo be unable to realize its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts on the statement of financial position.

CuMoCo's common shares are listed on the TSX Venture Exchange ("TSX-V") and on the OTCQX stock exchange in the United States, under the trading symbols "MLY" and "MLYCF", respectively. CuMoCo's share options and warrants are not listed.

The head office and principal address of the Company is 638 Millbank, Vancouver, British Columbia, Canada V5Z 4B7.

These consolidated financial statements were authorized for issue by the board of directors on October 25, 2013 and have been prepared in accordance with and in full compliance with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB").

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2. Basis of presentation.

a) Basis of presentation

The consolidated financial statements of the Company have been prepared in accordance with IFRS and on an historical cost basis, except for financial instruments which have been measured at fair value. The consolidated financial statements are presented in Canadian dollars and all values are rounded to the nearest dollar except where otherwise indicated.

b) Adoption of new and revised standards and interpretations

The IASB has issued the following standards which have not yet been adopted by the Company. Unless otherwise stated, each of the new standards is effective for annual periods beginning on or after January 1, 2013. The Company is completing its assessment of the impact that the new and amended standards will have on its consolidated financial statements.

The following is a brief summary of the new standards:

<u>IFRS 7 Amendments</u>

The IASB has issued Disclosures – Offsetting Financial Assets and Liabilities as Amendments to IFRS 7, intended to help investors and other financial statement users to better assess the effect or potential effect of offsetting arrangements on a company's financial position.

<u>IFRS 9 – Financial instruments - classification and measurement</u>

In November 2009 and October 2010, the IASB issued IFRS 9 – Financial instruments ("IFRS 9"), Classification and Measurement of Financial Assets and Financial Liabilities. IFRS 9 will replace IAS 39 – Financial Instruments: Recognition and Measurement ("IAS 39") in its entirety. IFRS 9 uses a single approach to determine whether a financial asset or liability is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. For financial assets, 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. The new standard also proposes a new expected loss impairment method to be used, replacing the existing incurred loss model in IAS 39. For financial liabilities measured at fair value, fair value changes due to changes in the Company's credit risk are presented in other comprehensive income ("OCI"), instead of net profit, unless this would create an accounting mismatch. IFRS 9 is effective for annual periods beginning on or after January 1, 2015. Early adoption is permitted.

<u>IFRS 10 – Consolidation</u>

IFRS 10 requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12 Consolidation—Special Purpose Entities and parts of IAS 27 Consolidated and Separate Financial Statements.

<u>IFRS 11 - Joint arrangements</u>

IFRS 11 requires a venturer to classify its interest in a joint arrangement as a joint venture or joint operation. A venture accounts for a joint venture using the equity method of accounting, whereas for a joint operation a venturer recognizes its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31, Interests in Joint Ventures, and SIC-13, Jointly Controlled Entities—Non-monetary Contributions by Venturers.

IFRS 12 – Disclosure of interests in other entities

IFRS 12 establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity's interests in other entities.

IFRS 13 - Fair value measurement

IFRS 13 is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received on the sale of an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosures.

IAS 32 – Offsetting financial assets and liabilities

The IASB has clarified its requirements for offsetting financial instruments by issuing Amendments to IAS 32 that address inconsistencies in current practice when applying the offsetting criteria in IAS 32 Financial Instruments Presentation. The amendments are effective for annual periods beginning on or after January 1, 2014 and are required to be applied retrospectively.

Amendments to Other Standards

In addition, there have been amendments to existing standards, including IAS 27, Separate Financial Statements (IAS 27), and IAS 28, Investments in Associates and Joint Ventures (IAS 28). IAS 27 addresses accounting for subsidiaries, jointly controlled entities and associates in non-consolidated financial statements. IAS 28 has been amended to include joint ventures in its scope and to address the changes in IFRS 11.

3. Summary of significant accounting policies

Basis of consolidation

The consolidated financial statements include the financial statements of CuMoCo and its controlled subsidiaries. Control is achieved when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of loss and comprehensive loss from the effective date of acquisition or up to the effective date of disposal, as appropriate.

All intercompany transactions, balances, income and expenses are eliminated on consolidation.

Significant accounting judgments and estimates

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

Information about critical accounting estimates and judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements are discussed below:

- Judgments

  a) Unproven mineral right interests

     The application of the Company's accounting policy for unproven mineral right interests requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If, after expenditures are capitalized, information becomes available suggesting that the recovery of the expenditures is unlikely, the amount capitalized is impaired with a corresponding charge to profit or loss in the period in which the new information becomes available.

  b) Title to unproven mineral right interests

     Although the Company has taken steps to verify title to its unproven mineral right interests, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

- Estimates

  a) Share-based payments:

     The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date in which they are granted. Estimating fair values for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The estimate also requires determining the most appropriate inputs to the valuation model, including the expected life of the share option, volatility and dividend yield, and making assumptions about them. The model and assumptions used by the Company to estimate the fair value of share-based payments are disclosed in Note 15.

Foreign currency translation

The Canadian dollar is considered to be the functional currency and the presentation currency of the Company and all of its subsidiaries, with the exception of Idaho CuMo and Kirkness.

The functional currency of Idaho CuMo and Kirkness is the United States ("US") dollar. These subsidiaries have been translated into the Canadian dollar in accordance with IAS 21, Effects of Changes in Foreign Exchange Rates ("IAS 21"). These guidelines require that assets and liabilities be translated using the exchange rate at period end, and income and expenses items are translated using the exchange rate at the dates of the transactions. All resulting exchange differences are recognized in other comprehensive income (loss).

For CuMoCo and its subsidiaries (with the exception of Idaho CuMo and Kirkness) transactions denominated in currencies other than the Canadian Dollar are translated using the exchange rate in effect on the transaction date or at an average rate. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange in effect at the balance sheet date. Non-monetary items are translated at historical rates. Exchange gains and losses arising from translation are recorded in the consolidated statements of operations and comprehensive loss.

Inventory

All inventories at June 30, 2013 have been classified as assets held for sale (Note 9).

Inventories consisted of drilling supplies, and were carried at the lower of cost and net realizable value. Net realizable value was the estimated selling price of inventories less costs of completion and estimated distribution and other selling costs. The cost of inventories was determined using the average cost method. Write-downs of inventory to net realizable value were recorded as a cost of sales in the consolidated statements of comprehensive loss. If there were subsequent increases in the value of inventories, the previous write-downs to net realizable value could be reversed to the extent that the related inventory had not been sold.

Investments

Investments in which the Company exerts significant influence are accounted for using the equity method whereby the original cost of the investment is adjusted for the Company's share of earnings, losses and dividends. Investments in which the Company does not exert significant influence are accounted for using the cost method. Under the cost method of accounting, the investment is initially recorded at cost and earnings from such investments are recognized only to the extent they are received or receivable.

Property, plant and equipment

With the exception of office equipment held by CuMoCo, all property, plant and equipment at June 30, 2013 has been classified as assets held for sale (Note 9).

Property, plant and equipment are recorded at cost and are amortized at the following annual rates:

- Aircraft: 30% declining balance method;
- Buildings: 39 years, straight line method;
- Vehicles and mining equipment: 5 to 7 years, straight line method, or 20% declining balance method;
- Office equipment and furniture: 5 to 7 years, straight line method, or 30% declining balance method;

Unproven mineral right interests

The Company capitalizes into intangible assets all costs, net of any recoveries, of acquiring, exploring and evaluating an unproven mineral right interest, until the rights to which they relate are placed into production, at which time these deferred costs will be amortized over the estimated useful life of the rights upon commissioning the property, or written-off if the rights are disposed of, impaired or abandoned.

Management reviews the carrying amounts of mineral rights annually or when there are indicators of impairment and will recognize impairment based upon current exploration results and upon assessment of the probability of profitable exploitation of the rights. An indication of impairment includes but is not limited to expiration of the right to explore, substantive expenditure in the specific area is neither budgeted nor planned, and if the entity has decided to discontinue exploration activity in a specific area. Management's assessment of the mineral right's fair value is also based upon a review of other mineral right transactions that have occurred in the same geographic area as that of the rights under review.

Costs include the cash consideration and the fair value of shares issued on the acquisition of mineral rights. Rights acquired under option or joint venture agreements, whereby payments are made at the sole discretion of the Company, are recorded in the accounts when the payments are made. Proceeds from property option payments received by the Company are netted against the deferred costs of the related mineral rights, with any excess being included in operations.

There may be material uncertainties associated with the Company's title and ownership of its unproven mineral right interests. Ordinarily the Company does not own the land upon which an interest is located, and title may be subject to unregistered prior agreements or transfers or other undetected defects.

Impairment of non-financial assets

At each date of the statement of financial position, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is an indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the assets belong.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of loss and comprehensive loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

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

Interest income

Interest income from financial assets is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Reclamation provision

An obligation to incur restoration, rehabilitation and environmental costs arises 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 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 pre-tax rate that reflect 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 asset, through amortization using either the unit-of-production or straight line method. 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, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage which is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) that has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the obligation. Any increase in a provision due solely to passage of time is recognized as interest expense.

Warrants

Proceeds from issuances by the Company of units consisting of shares and warrants are allocated based on the residual method, whereby the carrying amount of the warrants is determined based on any difference between gross proceeds and the estimated fair market value of the shares. If the proceeds from the offering are less than or equal to the estimated fair market value of shares issued, a nil carrying amount is assigned to the warrants.

Revenue recognition

Revenue from drilling contracts was recognized on the basis of the number of feet cored, chargeable drill and equipment rental hours as well as material costs. Revenue from ancillary services such as equipment rental was recorded when services were rendered. Revenue was recognized when the service was provided and collection was reasonably assured. Contract prepayments (customer deposits) were recorded as deferred revenue and applied towards the contracts.

Share-based payments

Employees (including directors and senior executives) of the Company may receive a portion of their remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments ("equity-settled transactions").

In situations where equity instruments are issued for goods or services, the share-based payment is measured at the fair value of the goods and services received. Where the consideration cannot be specifically identified, they are measured at the fair value of the share-based payment.

The costs of equity-settled transactions with employees are measured by reference to the fair value at the date on which they are granted.

The costs of equity-settled transactions are recognized, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ("the vesting date"). The cumulative expense is recognized for equity-settled transactions at each reporting date until the vesting date reflects the Company's best estimate of the number of equity instruments that will ultimately vest.

No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, the minimum expense recognized is the expense as if the terms had not been modified. An additional expense is recognized for any modification which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

The dilutive effect of outstanding options is reflected in the computation of diluted earnings per share.

Income tax

Income tax expense represents the sum of tax currently payable and deferred tax.

- Current income tax

  Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the date of the statement of financial position.

- Deferred income tax

  Deferred income tax is provided using the liability method on temporary differences at the date of the statement of financial position between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized except:

- where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred income tax assets is reviewed at each date of the statement of financial position and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Deferred income tax assets for unused tax losses, tax credits and deductible temporary differences are reassessed at each date of the statement of financial position and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been substantively enacted at the date of the statement of financial position.

Deferred income tax relating to items recognized directly in equity or OCI is recognized in equity or OCI and not in the statement of loss and comprehensive loss.

Deferred income tax assets and deferred income tax liabilities are offset if, and only if, a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend to either settle current tax liabilities and assets on a net basis, or to realize the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax assets or liabilities are expected to be settled or recovered.

Income (loss) per share

Basic earnings (loss) per share are computed by dividing the net earnings (loss) attributable to common shareholders by the weighted average number of shares outstanding during the reporting period. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options and conversion of notes, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the reporting periods.

Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Related party transactions that are in the normal course of business and have commercial substance are measured at the exchange amount, which is determined on a cost recovery basis.

Financial assets

All financial assets are initially recorded at fair value and designated upon inception into one of the following four categories: held to maturity, available for sale, loans and receivables or fair value through profit or loss ("FVTPL").

Financial assets classified as FVTPL are other assets and are measured at fair value with unrealized gains and losses recognized through profit or loss.

Financial assets classified as loans and receivables and held to maturity are measured at amortized cost using the effective interest method less any allowance for impairment. The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or, where appropriate, a shorter period.

Financial assets classified as available for sale are measured at fair value with unrealized gains and losses recognized in other comprehensive income (loss) except for when there is a significant or prolonged decline in the fair value of that investment below its cost, at which time the impairment is recognized in profit or loss.

Transaction costs associated with FVTPL financial assets are expensed as incurred, while transaction costs associated with all other financial assets are included in the initial carrying amount of the asset.

Financial liabilities

All financial liabilities are initially recorded at fair value and designated upon inception as FVTPL or other financial liabilities.

Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest method. The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

Financial liabilities classified as FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Derivatives, including separated embedded derivatives, are also classified as FVTPL unless they are designated as effective hedging instruments. Transaction costs on financial liabilities classified as FVTPL are expensed as incurred.

At the end of each reporting period subsequent to initial recognition, financial liabilities at FVTPL are measured at fair value, with changes in fair value recognized directly in profit or loss in the period in which they arise.

Impairment of financial assets

The Company assesses at each date of the statement of financial position whether any indicators exist that the Company's financial assets are impaired.

Assets measured at amortized cost

If there is objective evidence that an impairment loss on assets carried at amortized cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The carrying amount of the asset is then reduced by the amount of the impairment. The amount of the loss is recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed to the extent that the carrying value of the asset does not exceed what the amortized cost would have been had the impairment not been recognized. Any subsequent reversal of an impairment loss is recognized in profit or loss.

In relation to trade receivables, a provision for impairment is made and an impairment loss is recognized in profit and loss when there is objective evidence (such as the probability of insolvency or significant financial difficulties of the debtor) that the Company will not be able to collect all of the amounts due under the original terms of the invoice. The carrying amount of the receivable is reduced through use of an allowance account. Impaired debts are written off against the allowance account when they are assessed as uncollectible.

Assets classified as available for sale

Assets to be disposed of that meet all of the criteria to be classified as held for sale as set forth in IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations, are reported at the lower of their carrying amounts or fair values less cost to sell. Assets are not depreciated while they are classified as held for sale. Assets held for sale that have operations and cash flows that can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the Company's assets are reported in discontinued operations when (a) it is determined that the operations and cash flows of the assets will be eliminated from the Company's on-going operations and (b) the Company will not have any significant continuing involvement in the operations of the assets after the disposal transaction.

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and on hand, and highly liquid investments with an original maturity of three months or less, which are readily convertible into a known amount of cash. There were no cash equivalents at June 30, 2013 and 2012.

Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration of each business combination is measured, at the date of the acquisition, as the aggregate of the fair value of assets given, liabilities incurred or assumed, and equity instruments issued by the Company in exchange for control of the acquiree.

Acquisition related costs incurred for the business combination are expensed. The acquiree's identifiable assets, liabilities and contingent liabilities are recognized at their fair value at the acquisition date.

(Expressed in Canadian dollars)

Goodwill arising on acquisition is recognized as an asset and initially measured at cost, being the excess of the cost of the acquisition over the Company’s interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognized. If the Company’s interest in the net fair value of the acquiree’s identifiable assets, liabilities and contingent liabilities exceeds the cost of the acquisition, the excess is recognized in earnings or loss immediately.

The interest of non-controlling shareholders in the acquiree is measured at the non-controlling shareholders’ proportion of the net fair value of the assets, liabilities and contingent liabilities recognized.

Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized as an adjustment to interest expense over the period of the borrowings using the effective interest method.

Fees paid to establish loan facilities are recognized as transaction costs of the loan and are deferred and recognized as an adjustment to the effective interest rate on the loan once drawn.

Compound financial instruments issued by the Company include convertible debentures that can be converted at a fixed conversion rate to share capital at the option of the holder. The liability component of convertible debentures is recognized initially at fair value of a similar liability that does not have an equity conversion option. The conversion component is initially valued at fair value based on generally accepted valuation techniques.

If convertible debentures are denominated in a currency that is different from the borrower’s functional currency, both the liability and conversion components are carried as borrowings. Subsequent to initial recognition, the liability component of a convertible debenture is measured at amortized cost using the effective interest method. The conversion component of the convertible debenture is re-measured to fair value at each reporting period using the period end foreign exchange rate and changes in value are recognized as a component of finance costs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability, or a portion of the liability, for at least 12 months after the reporting date.

4. Inventory

	June 30, 2013	June 30, 2012
	$	$
Drill supplies	-	473,076
	-	473,076

The write-down of inventories recognised in operating expenses amount to $nil (June 30, 2012: $nil).

On June 30, 2013, $413,485 of inventory was reclassified as a component of assets held for sale (Note 9).

(Expressed in Canadian dollars)

5. Investments

	June 30, 2013	June 30, 2012
	$	$
Beginning of year	**437,430**	830,179
Dispositions	**(125,250)**	-
Additions	**58,000**	237,250
Changes in fair value	**(162,385)**	(629,999)
End of year	**207,795**	437,430

Investments include the following:

	June 30, 2013	June 30, 2012
	$	$
Golden Cariboo Resources Inc.	**430**	1,333
IEMR Resources Inc.	**60,000**	90,000
Barkerville Gold Mines Ltd.	**22**	22
Mega Precious Metals Inc.	**52,000**	112,000
Running Fox Resource Corp.	**90,000**	165,000
Salmon River Resources Ltd.	**3,000**	14,500
Detour Gold Corporation	**2,343**	5,825
Urastar Gold Corp.	**-**	48,750
	207,795	437,430

a) The Company holds 4,300 shares of Golden Cariboo Resources Inc.

b) The Company holds 4,000,000 shares of IEMR Resources Inc. ("IEMR"). During the year ended June 30, 2013, the Company received 1,000,000 shares of IEMR (2012: received 2,000,000 shares of IEMR).

c) The Company holds 400,000 shares of Mega Precious Metals Inc. ("Mega"). During the year ended June 30, 2013, the Company received 200,000 shares of Mega and also sold 200,000 Mega shares (2012: received 100,000 shares of Mega. On June 30, 2013, 100,000 of the Mega shares were held as collateral by a former officer of the Company. The Company expects to recover these shares as there is no further indebtedness to the former officer of the Company.

d) The Company holds 3,000,000 shares of Running Fox Resource Corp.

e) The Company holds 100,000 shares of Salmon River Resources Ltd.

f) The Company holds 284 shares of Detour Gold Corporation.

g) During the year ended June 30, 2013, the Company sold 250,000 shares of Urastar Gold Corp. ("Urastar"), received during the year ended June 30, 2012.

(Expressed in Canadian dollars)

6. Trade and other receivables

Trade and other receivables are comprised of the following:

	June 30, 2013	June 30, 2012
	$	$
Trade receivables	**-**	14,711
Employee advances receivable	**-**	11,652
Receivables from related parties (Note 14)	**76,838**	-
Taxes receivable	**14,148**	338,676
	90,986	365,039

7. Trade and other payables

Trade and other payables are comprised of the following:

	June 30, 2013	June 30, 2012
	$	$
Trade payables	**985,747**	1,304,658
Payables due to related parties (Note 14)	**45,919**	147,715
	1,031,666	1,452,373

(Expressed in Canadian dollars)

8. Property, plant and equipment

	Aircraft	Land and Building	Office equipment and furniture	Rigs, mine and other equipment	Total
	$	$	$	$	$
Cost					
Balance at					
June 30, 2011	214,970	948,396	205,724	7,102,286	8,471,376
Additions	-	220,386	4,821	435,911	661,118
Disposals	-	-	(529)	(14,451)	(14,980)
Impairment	-	(5,910)	(43,842)	(1,228,109)	(1,277,861)
Exchange differences	-	29,672	284	214,240	244,196
Balance at					
June 30, 2012	214,970	1,192,544	166,458	6,509,877	8,083,849
Additions	-	2,857	9,234	4,260	16,351
Disposals	(214,970)	(673,566)	-	(524,850)	(1,413,386)
Write-downs				(1,278,704)	(1,278,704)
Impairment	-	-	-	(68,039)	(68,039)
Reclassification to assets					
held for sale	-	(507,081)	-	(1,309,867)	(1,816,948)
Due by former					
management	-	-	-	(1,353,456)	(1,353,456)
Exchange differences	-	(14,754)	(130)	(1,979,221)	(1,994,105)
Balance at					
June 30, 2013	-	-	175,562	-	175,562
Accumulated depreciation					
Balance at					
June 30, 2011	145,716	65,590	193,691	4,745,910	5,150,907
Depreciation	20,776	10,238	3,841	553,262	588,117
Disposals	-	-	-	-	-
Impairment	-	(212)	(32,554)	(1,157,491)	(1,190,257)
Exchange differences	-	2,628	204	469,085	471,917
Balance at					
June 30, 2012	166,492	78,244	165,182	4,610,766	5,020,684
Depreciation	3,636	10,332	1,768	224,870	240,606
Disposals	(170,128)	(75,731)	-	(192,847)	(438,706)
Write-downs				(1,120,760)	(1,120,760)
Impairment	-	-	-	(26,211)	(26,211)
Reclassification to assets					-
held for sale	-	(11,668)	-	(933,044)	(944,712)
Due by former					
management	-	-	-	(476,570)	(476,570)
Exchange differences	-	(1,177)	(131)	(2,086,204)	(2,087,512)
Balance at					
June 30, 2013	-	-	166,819	-	166,819
Carrying amount					
At June 30, 2011	69,254	882,806	12,033	2,356,376	3,320,469
At June 30, 2012	48,478	1,114,300	1,276	1,899,111	3,063,165
At June 30, 2013	-	-	8,743	-	8,743

(Expressed in Canadian dollars)

9. Assets held for sale

	June 30, 2013	June 30, 2012
	$	$
Land and buildings	**518,692**	-
Vehicles	**61,771**	-
Drills	**327,479**	-
Drill parts and spares	**413,485**	-
	1,321,427	-

As of June 30, 2013, the Company has determined the above assets should be held for sale as its carrying amount will be recovered principally through a sales transaction rather than from continuing use. These assets were acquired in connection with the Company's former operations as a provider of drilling services, which have now been discontinued (Note 13).

Assets held for sale are measured at the lower of their fair value less cost to sell or their carrying value. An impairment loss of $41,828 was incurred in connection with measurement adjustments of assets held for sale. This loss has been included in the statement of loss and comprehensive loss as a component of discontinued operations.

Assets held for sale are expected to be sold within a year. Management has initiated an active sale program for these assets.

10. Unproven mineral right interests

The Company's flagship project is the CuMo molybdenum project, located in Idaho, in the United States. The Company's Boise property, also located in Idaho, is contiguous to and provides access to the CuMo project.

The Company also has other unproven mineral right interests in the United States and in Canada, which have been optioned to other exploration companies.

CUMO PROJECT

The CuMo project is situated in the mountains of south-central Idaho, approximately 15 miles northeast of the town of Idaho City. It consists of eight unpatented mineral claims.

The project was optioned to the Company by Cumo Molybdenum Mining, Inc. in 2004. The terms of the option agreement called for a combination of advance royalty payments, 300,000 CuMoCo shares (issued) and work requirements outlined below.

1. Advance royalty payments:

- US$10,000 upon signing (completed);
- US$10,000 after 60 days (completed);
- US$5,000 after 6 months (completed);
- US$20,000 1st year anniversary (completed);
- US$20,000 2nd year anniversary (completed);
- US$15,000 3rd year anniversary (completed);
- US$15,000 every 6 months thereafter (up-to-date).

(Expressed in Canadian dollars)

These payments are to be credited against a 1.5% net smelter return (“NSR”) which reduces to 0.5% NSR after cumulative payments of US$3,000,000.

2. Work requirements:

- US$25,000 during the first year (completed);
- At least US$50,000 each year thereafter (up-to-date).

BOISE COUNTY PROPERTY

On July 8, 2010, the Company entered into an option agreement, amended on July 5, 2011, to purchase certain mineral claims that included surface rights located in Boise County, Idaho. These patent mineral claims are contiguous to and provide access to the CuMo project. In order to maintain the option in good standing, the Company was required to make option payments of US$ 1,200,000. These payments have been completed and the Company has obtained title to the Boise County property, which becomes part of the overall CuMo project.

PINE TREE PROPERTY

The Pine Tree property is located in the Pilot Mountains, Mineral County in western Nevada. The primary target on the property is a copper-molybdenum-rhenium porphyry deposit, with potential gold, silver and tungsten by-products.

In 2005 the Company entered into an option agreement to purchase the Pine Tree property through a combination of advance royalty payments that are currently $25,000 per year until a total of US$2,000,000 (the “NSR Royalty”) has been paid after which a 2% NSR shall be reduced to 0.5%, share payments totaling 300,000 shares of the Company (issued) and an exploration commitment of US$450,000 (completed).

On June 25, 2010 (the “Effective Date”), the Company entered into an option agreement with IEMR. Pursuant to the agreement, IEMR acquired an option to purchase a 100% interest in the Pine Tree property. In order to maintain the option in good standing, IEMR is required to make the following payments and share issuances to the Company:

	Cash Payments	Common Shares
	$	
On the Effective Date (completed)	**200,000**	1,000,000
On or before the first anniversay of the Effective Date (completed)	**200,000**	1,000,000
On or before the second anniversay of the Effective Date (completed)	**200,000**	1,000,000
On or before the third anniversay of the Effective Date (completed (Note 22))	**200,000**	1,000,000
On or before the fourth anniversay of the Effective Date	**200,000**	- 1,000,000
	1,000,000	5,000,000

In addition, IEMR must incur aggregate exploration and development expenditures on the property of $3,000,000 on or before the fourth anniversary of the Effective Date, subject to minimum expenditures of $500,000 incurred each year on or before the anniversary of the Effective Date (up-to-date).

During the option period, IEMR will also be responsible for making advance royalty payments of US$25,000 per year to the holders of the NSR Royalty. All payments are presently current with the agreement in good standing.

During the year ended June 30, 2013, the Company received 1,000,000 IEMR shares valued on receipt at $10,000 in connection with this option agreement. Option payments were credited against the carrying value of the Pine Tree property. Subsequent to June 30, 2013 (Note 22) the Company received cash proceeds of $200,000 in connection with this option agreement.

During the year ended June 30, 2012, the Company received cash proceeds of $200,000 and 2,000,000 IEMR shares valued on receipt at $336,520 in connection with this option agreement. Option payments were credited against the carrying value of the Pine Tree property.

On June 30, 2013, the Company conducted an impairment analysis of the Pine Tree property and proceeded to impair the property to the carrying value of the remaining option payments, valued at $415,000. An impairment expense of $6,652,857 resulted from this adjustment.

BLACKPOINT PROPERTY

The Blackpoint gold-silver property is located in Eureka County, Nevada. The Company completed limited exploration work on this property and during the fiscal year 2008, management wrote down the carrying value of the property to a nominal amount.

On August 24, 2011, the Company entered into an agreement with Urastar to sell a 100% interest in the BlackPoint property. Urastar terminated this agreement during the quarter ended September 30, 2012 and returned the Blackpoint property to the Company.

During the year ended June 30, 2012, cash payments of $246,810 (US$250,000) and 250,000 Urastar shares (valued on receipt at $66,250) were received by the Company, who recorded a gain on disposal of unproven mineral right interests of $313,060.

OTHER UNITED STATES PROPERTIES

Other unproven mineral right interests in the United States were the Spruce Mountain, Motley, Spring Creek and Copper Chief properties, which have been fully impaired. Subsequent to June 30, 2013, the Spring Creek and Motley claims were formally dropped by the Company and a 70% interest on the Copper Chief property was optioned out (Note 22).

CARIBOO PROPERTY

The Company was originally formed to establish a mining complex on the former producing mines known as Island Mountain Mine and Cariboo Gold Quartz Mine, located near Wells, in British Columbia. In 1994 an agreement was reached with Barkerville Gold Mines Limited (“Barkerville”) under which the Company granted to Barkerville the right to earn a 50% in the Cariboo property.

In December 2011, the Company entered into an agreement to sell to Barkerville all residual property interests owned by the Company in the Cariboo property for $5,000,000. These interests included a 50% Interest in the Cariboo Gold Quartz property, placer mining rights on CuMo Creek and a 3% Net Smelter Return royalty on the Cariboo Gold Quartz Mine property, Island Mountain Mine property and CuMo Creek Mine property.

In January 2012, Barkerville paid the $5,000,000 amount to the Company, who recorded a gain on disposal of unproven mineral right interests of $4,992,448 after adjustments to capitalized expenses associated with the property, as the carrying value of the property had been impaired to a nominal value of $1 in prior fiscal years.

LAVERTY and CUMMINS PROPERTIES

In 2004 the Company acquired a 100% interest in 1156207 Ontario Ltd. for $80,000 with the vendor retaining a 1% NSR. 1156207 Ontario Ltd. holds a 100% interest in two groups of patented mineral claims known as the Laverty property, located in Red Lake, Ontario and the Cummins property, located near Larder Lake, Ontario. The carrying value of these properties was written down to a nominal value during the fiscal year ended June 30, 2008.

By way of an option agreement dated January 26, 2009, and amended on March 11, 2009, the Company optioned the Laverty property to Mega (formerly Skybridge Development Corp. (“Skybridge”)) in consideration of cash payments of $500,000, 250,000 shares of Skybridge, 500,000 shares of Mega and a $1,500,000 exploration expenditures commitment. During the quarter ended March 31, 2013, Mega completed the commitments and all consideration due to the Company pursuant to this option agreement.

The Company retains a 2% NSR on ore mined from the property. Given that the property had been written-down to a nominal value, the cash and share consideration received on the property are recognized through earnings.

During the year ended June 30, 2013, cash payments of $100,000 and 200,000 Mega shares valued on receipt at $48,000 were received by the Company, who recorded a gain on disposal of unproven mineral right interests of $148,000.

During the year ended June 30, 2012, cash payments of $100,000 and 100,000 Mega shares valued on receipt at $46,000 were received by the Company, who recorded a gain on disposal of unproven mineral right interests of $146,000.

The Cummins property consists of 5 patented mineral claims located in McElroy Township, near Larder Lake, Ontario. The Company has a 100% interest in the project and has not performed any work to date.

BRETT PROPERTY

In 2003 the Company completed an agreement to acquire a 100% interest in the Brett #1 and Brett #2 mineral claims located in the Vernon Mining District of British Columbia for a consideration of 500,000 shares of the Company. In 2004, Running Fox Resource Corp. (“Running Fox”) and the Company entered into an option agreement on the Brett property whereby Running Fox earned a 50% interest in the property in 2004. The carrying value of the property was written down to a nominal value during the fiscal year ended June 30, 2008.

In 2011, the Company entered into an agreement with Running Fox whereby the Company sold to Running Fox, subject to a NSR, the Company's remaining 50% interest in the Brett property. Consideration for this transaction consisted of a cash payment of $1,000,000 and 3,000,000 common shares of Running Fox at a fair value of $900,000. The Company recorded a gain on sale of unproven mineral right interest of $1,899,999.In addition to this consideration the Company retains a sliding-scale royalty on the property based on the price of gold as follows:

- Gold price up to $500 per ounce: 2% NSR;
- Gold price between $501 and $1,000 per ounce: 3% NSR;
- Gold price between $1001 and $1,500 per ounce: 5% NSR;
- Gold price between $1501 and $2,000 per ounce: 6% NSR;
- Gold price over $2,001 per ounce: 8% NSR.

(Expressed in Canadian dollars)

	CuMo	Boise	Pinetree	Other	Total
	$	$	$	$	$
Balance, June 30, 2011	12,996,014	415,160	7,638,205	14,256	21,063,635
Exploration expenditures:					
Assays and analysis	16,443	-	21,740	-	38,183
Drilling	1,510,193	-	(54,108)	-	1,456,085
Geological, professional fees	362,853	-	-	-	362,853
Environmental studies	489,903	-	-	-	489,903
Other exploration costs	791,818	-	(30)	-	791,788
Reclamation costs	295,470	-	-	5,500	300,970
	16,462,694	415,160	7,605,807	19,756	24,503,417
Other items:					
Acquisition costs and payments	80,838	393,290	8,570	-	482,698
Impairment charges	-	-	-	(2)	(2)
Option payments received	-	-	(536,520)	-	(536,520)
Balance, June 30, 2012	16,543,532	808,450	7,077,857	19,754	24,449,593
Balance, July 1, 2012	16,543,532	808,450	7,077,857	19,754	24,449,593
Exploration expenditures:					-
Assays and analysis	83,019	-	-	-	83,019
Community relations	95,150				95,150
Drilling	473,330	-	-	-	473,330
Geological, professional fees	83,569	-	-	-	83,569
Environmental studies	530,036	-	-	-	530,036
Other exploration costs	7,297	-	-	-	7,297
	17,815,933	808,450	7,077,857	19,754	25,721,994
Other items:					
Acquisition costs and payments	78,717	405,600	-	5,757	490,074
Impairment charges	-	-	(6,652,857)	(5,760)	(6,658,617)
Option payments received	-	-	(10,000)	-	(10,000)
Balance, June 30, 2013	17,894,650	1,214,050	415,000	19,751	19,543,451

(Expressed in Canadian dollars)

11. Convertible notes

In order to finance the ongoing development of the CuMo project the Company has borrowed from International Energy & Mineral Resources Investment (Hong Kong) Company Limited ("HK CO") the principal amount of $1,500,000 and US$1,500,000, and issued secured convertible notes (the "Notes") in respect of such indebtedness to HK CO (the "Financing").

The Notes have face values of $1,500,000 and US$1,500,000 and mature on October 25, 2017 and November 25, 2017 (the "Maturity Dates"), respectively. The Notes accrue interest at a rate of 6.5% per annum, calculated and paid annually. Interest payments of $97,500 on the $1,500,000 note are due on October 25, 2013, October 25, 2014, October 25, 2015, October 25, 2016 and October 25, 2017. Interest payments of US$97.500 on the US$1,500,000 note are due on November 25, 2013, November 25, 2014, November 25, 2015, November 25, 2016 and November 25, 2017.

At the option of HK CO the Notes shall be convertible at any time prior to the Maturity Dates, in whole or in part, into common shares of the Company at a price of $0.28 per common share, provided that HK CO shall only be permitted to exercise such conversion right to the extent that it results in HK CO holding no greater than 19.9% of the issued and outstanding common shares of CuMoCo.

The Canadian dollar Note is being treated as a compound financial instrument with a debt element treated as a liability and an equity conversion element treated as equity. On issuance the equity conversion feature was valued at $297,394. Share issue costs of $3,247 were allocated to the equity conversion feature, resulting on a net equity conversion feature of $294,147.

The U.S. dollar Note, given it is not denominated in the functional currency of CuMo, is accounted for as a financial liability with an embedded derivative and host debt contract.

The Notes carrying value contains the following components:

	June 30, 2013	June 30, 2012
	$	$
Liability component	**2,219,050**	-
Option conversion component	**290,548**	-
	2,509,598	-

The current and long-term portions of the Notes are as follows:

	June 30, 2013	June 30, 2012
	$	$
Short-term	**200,207**	-
Long-term	**2,309,391**	-
	2,509,598	-

(Expressed in Canadian dollars)

Changes in the Notes balances are comprised of the following:

	June 30, 2013	June 30, 2012
	$	$
Issue of Notes	**2,997,996**	-
Note issue costs	**(21,575)**	-
Allocation of equity conversion feature	**(297,394)**	-
Accreted interest	**213,841**	-
Change in option conversion component valuation	**(433,056)**	-
Foreign exchange loss	**49,786**	-
	2,509,598	-

The aggregate of accreted interest, changes in the option conversion component valuation and foreign exchange expense of $169,429 (2012: $nil) is reported as convertible note recoveries in the Company's statement of loss and comprehensive loss.

HK CO is a "Related Party" of the Company pursuant to the policies of the TSX-V, as HK CO holds approximately 16.12% of the issued and outstanding common shares of CuMoCo. As such, the Financing constituted a "Related Party Transaction" under the policies of the TSX-V. The Company has relied on exemptions from the formal valuation and minority approval requirements which are available to the Company.

The Financing was unanimously approved by the Board of Directors of the Company, other than a director who declared his interest in the Financing and abstained from voting with respect to the Financing as he holds a controlling interest in HK CO. If the principal amount of the Note is converted to the full extent possible, HK CO will increase its shareholdings in the Company from 13,256,666 common shares (approximately 16.12% of the issued and outstanding common shares) to 16,370,226 common shares (which would represent approximately 19.9% of the issued and outstanding common shares), assuming that no additional common shares of CuMoCo are issued prior to such conversion.

(Expressed in Canadian dollars)

12. Reclamation bonds and provisions

The Company's reclamation provision relates to the following Company properties:

	June 30, 2013	June 30, 2012
	$	$
CuMo	**299,255**	299,255
Pine Tree	**42,155**	42,155
Cariboo	**3,500**	3,500
General reclamation costs	**16,249**	16,249
	361,159	361,159

The reclamation provision is comprised of deposits to the Bureau of Land Management, the Boise National Forest, the United States Forest Service and other agencies for the above properties.

Although the Company does not anticipate being required to perform significant reclamation activities, it has recorded a provision for estimated reclamation costs based on the amount of the reclamation bonds. The reclamation deposits are expected to be refunded once the agencies are satisfied that the Company has performed all necessary decommissioning activities.

The continuity of the reclamation provision is as follows:

	June 30, 2013	June 30, 2012
	$	$
Balance at the beginning of the year	**361,159**	65,869
Reclamation work peformed - Brett	**-**	(5,680)
Increase in estimate - Brett	**-**	5,500
Increase in estimate - CuMo	**-**	295,470
Balance at the end of the year	**361,159**	361,159

13. Discontinued operations

During the year ended June 30, 2013, the Company discontinued all operations as a provider of drilling services. The Company reached this decision following a change of management in October 2012. Current management has determined it is in the best interest of shareholders to focus corporate efforts to the development of the Company's unproven mineral right interests, and in particular, the CuMo project.

All costs associated with drilling operations have been classified as discontinued operations in the statement of loss and comprehensive loss.

(Expressed in Canadian dollars)

Discontinued operations are comprised of the following:

	June 30, 2013	June 30, 2012
	$	$
Revenue	**-**	(3,795,980)
Depreciation	**234,716**	556,525
Impairment charges	**199,772**	87,610
Loss (gain) on sale of property, plant and equipment	**308,456**	(24,241)
Operating expenses	**933,894**	4,114,119
Allowance taken against receivable	**1,000,185**	-
	2,677,023	938,033

14. Related party transactions

Details of the transactions between the Company and other related parties are disclosed below.

(a) Trading transactions

The Company's related parties consist of companies owned by or associated with executive officers and directors, and former executive officers and directors as follows:

	Nature of transactions
1330275 Ontario Inc.	Management fees
Geologic Systems Inc.	Exploration and administration fees
Delphis Financial Strategies Inc.	Management fees
International Energy & Mineral Resources Investment (Hong Kong) Company Limited	Management fees
Jurisino Group	Management fees

During the years ended June 30, 2013 and 2012 the Company incurred the following fees in the normal course of operations in connection with companies owned by key management and directors. Fees have been measured at the exchange amount which is determined on a cost recovery basis.

	2013	2012
	$	$
Salaries and management fees	**348,261**	336,250
Exploration fees	**17,500**	70,520
Administration fees	**149,762**	6,613
	515,523	413,383

Amounts due to related parties are unsecured, non-interest bearing and due on demand. Trade and other payables at June 30, 2013 included $45,919 (June 30, 2012: $147,715), which were due to officers, director and private companies controlled by directors and officers of the Company.

Amounts payable by related parties are unsecured, non-interest bearing and payable on demand. Trade and other receivables at June 30, 2013 included $76,838 (June 30, 2012: $nil), which were due by a private company controlled by a director and officer of the Company, and by a director and officer of the Company.

(Expressed in Canadian dollars)

(b) Compensation of key management personnel

The remuneration of directors and other members of key management personnel during the years ended June 30, 2013 and 2012 were as follows:

	Note	**2013**	2012
		$	$
Salaries and fees	(i)	**515,523**	413,383
Share-based payment	(ii)	**273,520**	2,504,547
	(iii)	**789,043**	2,917,930

(i) Salaries and fees include salaries, management fees, exploration fees and administration fees disclosed in note 14(a).

(ii) Share-based payments are the fair-value of options granted to key management personnel.

(iii) Key management personnel were not paid post-employment benefits, termination benefits, or other long-term benefits during the years ended June 30, 2013 and 2012.

15. Share capital

(a) *Capital*

At June 30, 2013, CuMoCo's authorized share capital consisted of an unlimited number of common shares without par value. All issued common shares are fully paid.

No shares were issued in the year ended June 30, 2013.

On August 25, 2011, CuMoCo completed a non-brokered private placement consisting of 2,490,649 units (the "Units") in CuMoCo at a price of $0.75 per Unit, for gross proceeds of $1,867,687. Each Unit was comprised of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one additional common share of the Company until August 25, 2014, at an exercise price of $0.85. The fair value of the warrants issued in this private placement was $174,345, determined using the residual method.

The Company incurred cash share issue costs of $103,654 in connection with the private placement.

Agents were paid an aggregate fee of $66,296, 102,986 share purchase warrants exercisable at $0.85 for three years and 14,592 units, comprised of one share and one share purchase warrant exercisable at $0.85 for three years. The fair value of the warrants for the units was $1,021, determined using the residual method. The fair value of the 102,986 share purchase warrants was estimated at $40,285 using the Black-Scholes pricing model. The assumptions used for the valuation of the warrants were a risk-free interest 1.17%, volatility of 91%, dividend of $nil, exercise price of $0.85 per share and expected life of the warrants of 3 years.

(Expressed in Canadian dollars)

(b) *Equity reserve*

Share Options

Equity reserve consists of the accumulated fair value of common share options and share purchase warrants recognized as share-based payments.

CuMoCo has an incentive share option plan under which directors, officers, consultants and employees of the Company are eligible to receive stock options. The maximum number of shares reserved for issuance upon exercise of all options granted under the plan is equal to 10% of the then issued and outstanding common shares. No more than 5% of the issued shares may be issued to any eligible person other than a consultant in any 12 month period unless disinterested shareholder approval has been obtained. No more than 2% of the issued shares may be issued to any one consultant in any 12 month period. No more than 2% of the issued shares may be issued to all employees in the aggregate conducting investor relations activities in any 12 month period.

The exercise price of share options is determined by the Board of Directors at the time of grant and may not be less than the discounted market price as calculated and defined in accordance with the policies of the TSX-V. Options granted must be exercised no later than 10 years commencing from the later of the date of grant or such lesser period as determined by the Board. Options shall terminate automatically or 90 days after optionees no longer act as officers, directors or consultants of the Company. In the case of death, options shall terminate within one year from the event.

Once approved, all options are considered vested and are exercisable at any time, except where other vesting periods are determined by the Board.

Share options were awarded during the years ended June 30, 2012 and 2013 as follows:

		Year ended June 30, 2013		Year ended June 30, 2012
	Number of options	**Weighted average exercise price**	Number of options	Weighted average exercise price
		$		$
Balance, beginning of year	**10,779,972**	**0.49**	6,775,600	0.44
Options granted	**3,700,000**	**0.35**	5,225,622	0.53
Options exercised	**-**	**-**	(456,250)	0.35
Options expired	**-**	**-**	-	-
Options forfeited	**(10,529,972)**	**0.49**	(765,000)	0.47
Balance, end of year	**3,950,000**	**0.36**	10,779,972	0.49

For the 456,250 share options exercised during the year ended June 30, 2012, the weighted average closing share price at the dates of exercise was $0.44.

(Expressed in Canadian dollars)

The following table summarizes information about stock options outstanding and exercisable at June 30, 2013:

	Options outstanding			Options exercisable		
Exercise price	Options outstanding	Weighted average exercise price	Weighted average remaining contractual life (years)	Options outstanding and exercisable	Weighted average exercise price	Weighted average remaining contractual life (years)
$		$			$	
0.35-0.36	3,900,000	0.35	4.25	3,625,000	0.35	4.24
0.80	50,000	0.80	2.10	50,000	0.80	2.10
	3,950,000	0.36	4.22	3,675,000	0.36	4.21

The fair value of the share options awarded to employees and directors was estimated using the Black-Scholes option pricing model with the following assumptions for the periods presented below:

	Year ended June 30, 2013	Year ended June 30, 2012
Risk free interest rate	**3.70%**	2.08-2.50%
Expected life	**3.5 years**	10 years
Expected volatility	**68.19%**	99-103%
Expected dividend per share	**$Nil**	$Nil

The weighted average fair value of share options awarded during the year ended June 30, 2013, estimated using the Black-Scholes option pricing model was $0.08 per option.

The weighted average fair value of share options awarded during the year ended June 30, 2012, estimated using the Black-Scholes option pricing model was $0.49 per option.

The Black-Scholes option pricing model was developed for use in estimating the fair value of share options that have no vesting provisions and are fully transferable. Also, option-pricing models require the use of estimates and assumptions including the expected volatility. CuMoCo uses expected volatility rates which are based upon their historical volatility. Changes in the underlying assumptions can materially affect the fair value estimates.

The total share-based payment expense calculated for the year ended June 30, 2013 was $279,787 (2012: $2,550,096).

Warrants

During the year ended June 30, 2012, the Company granted 2,608,227 warrants at an exercise price of $0.85 with an expiry date of August 25, 2014. The fair value of the warrants issued in 2012 was estimated at $0.36 per warrant at the grant date using the Black-Scholes option pricing model. The weighted average assumptions used for the calculation are presented in the following table:

(Expressed in Canadian dollars)

	Year ended June 30, 2012
Risk free interest rate	1.17%
Expected life	3 years
Expected volatility	91.00%
Expected dividend per share	$Nil

Warrants were awarded during the years ended June 30, 2012 and 2013 as follows:

		Year ended June 30, 2013		Year ended June 30, 2012
	Number of warrants	**Weighted average exercise price**	Number of warrants	Weighted average exercise price
		$		$
Balance, beginning of year	**2,608,227**	**0.85**	5,262,116	1.25
Warrants granted	**-**	**-**	2,608,227	0.85
Warrants exercised	**-**	**-**	-	-
Warrants expired	**-**	**-**	(5,262,116)	1.25
Balance, end of year	**2,608,227**	**0.85**	2,608,227	0.85

16. Income taxes

Income tax expense reported differs from the amount computed by applying the combined Canadian federal and provincial income tax rates, applicable to the Company, to the loss before the tax provision due to the following:

	June 30, 2013	June 30, 2012
(Loss) earnings before income tax	**(12,231,517)**	162,273
Statutory tax rate	**25%**	30%
Expected income tax (recovery) expense	**(3,057,879)**	48,681
Decrease in income tax recovery resulting from items deductible/non-deductible for income tax purposes	**2,020,719**	812,512
Change in statutory rate	**(157,164)**	(157,579)
Change in valuation allowance	**1,194,324**	(703,614)
	-	-

(Expressed in Canadian dollars)

The significant components of the Company's deferred income taxes are as follows:

	June 30, 2013	June 30, 2012
Deferred income tax assets		
Non-capital and net capital losses	7,342,740	5,082,214
Unproven mineral right interests	(7,062,927)	(2,713,296)
Property, plant and equipment and other	(232)	173,014
	279,581	2,541,932
Valuation allowance	(279,581)	(2,541,932)
	-	-

The Company has non-capital losses of $14,516,000 (2012: $9,230,082) in its Canadian operations and $9,391,000 (2012: $7,750,971) in its United States operations for income tax purposes which are available to reduce future taxable income. Due to the uncertainty regarding their realization, the potential future income tax benefits of the loss carry forwards have not been reflected in these financial statements and a full valuation allowance has been taken.

(Expressed in Canadian dollars)

17. Segmented information

The Company operates in two geographical areas, being Canada and the United States. In 2012 the Company also conducted operations in Mexico. The following is an analysis of the Company's assets by geographical area and reconciled to the Company's consolidated financial statements:

	June 30, 2013	June 30, 2012
	$	$
Assets by geographic segment, at cost		
Canada		
Current assets	**820,814**	3,013,614
Assets held for sale	**-**	-
Reclamation bonds	**19,749**	19,749
Property, plant and equipment	**8,743**	339,225
Unproven mineral right interests	**1**	3,501
	849,307	3,376,089
United States		
Current assets	**167**	626,769
Assets held for sale	**1,321,427**	-
Reclamation bonds	**341,410**	341,410
Property, plant and equipment	**-**	2,142,975
Unproven mineral right interests	**19,543,450**	24,446,092
Other	**21,598**	20,750
	21,228,052	27,577,996
Mexico		
Current assets	**-**	123,637
Property, plant and equipment	**-**	580,965
	-	704,602
	22,077,359	31,658,687

(Expressed in Canadian dollars)

18. Financial and capital risk management – Financial instruments

Financial risk management

The Company's activities expose it to a variety of financial risks, which include liquidity risk, interest rate risk, currency risk and credit risk.

a) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through close controls on cash requirements and regular updates to short-term cash flow projections, and by raising additional capital as required from time to time.

The Company's financial liabilities fall due as indicated in the following table:

At June 30, 2013	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Trade and other payables	1,031,666	1,031,666	-	-	-
Convertible notes	2,509,598	200,207	200,207	2,109,184	
	3,541,264	1,231,873	200,207	2,109,184	-

At June 30, 2012	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Trade and other payables	1,469,311	1,469,311			
Borrowings	53,200	53,200			
	1,522,511	1,522,511	-	-	-

b) Currency risk

The Company faces foreign exchange risk exposures arising from transactions denominated in foreign currencies. The Company's main foreign exchange risks arise with respect to the United States dollar. The Company has elected not to actively manage this exposure at this time. Notwithstanding, the Company continuously monitors this exposure to determine if any mitigation strategies become necessary. Based on the balances as at June 30, 2013, a 1% increase (decrease) in the Canadian dollar/U.S. dollar exchange rates on that day would have resulted in an increase or decrease of approximately $11,038 in the Company's net loss and an increase or decrease of approximately $68,750 in other comprehensive loss.

c) Interest Rate Risk

Included in the results of operations of the Company are interest income on U.S. dollar, and Canadian dollar cash. The Company also has two outstanding convertible notes, denominated in Canadian and U.S. dollars, respectively. The Company's interest rate risk mainly arises from the interest rate impact on the convertible notes outstanding. The interest rate risk is minimal as the convertible notes are at fixed interest rates. The Company receives interest on cash based on market interest rates. As at June 30, 2013, with other variables unchanged, a 1% change in Prime rates would have had no impact on the Company's net loss and no effect on other comprehensive loss.

d) Credit Risk

Financial instruments that potentially subject the Company to credit risk consist of cash and amounts receivable. Cash is maintained with financial institutions in Canada and the United States and is redeemable on demand. The carrying amount of financial assets recorded in the financial statements, net of any allowances for losses, represents the Company's maximum exposure to credit risk. In 2013, the Company's accounts receivable are due from a related party and the Company does not consider it has any significant credit risk exposure on this receivable.

Capital Risk Management

The Company's capital structure is comprised of working capital (current assets minus current liabilities) and equity. The Company's objectives when managing its capital structure is to maintain financial flexibility to preserve the Company's access to capital markets and its ability to meet its financial obligations. The Company's corporate office is responsible for capital management. This involves the use of corporate forecasting models, which facilitate analysis of the Company's financial position including cash flow forecasts to determine the future capital management requirements. In preparing its budgets and corporate forecasting models, the Company considers operating commitments imposed by its subsidiaries and the stability of the global capital markets.

As of June 30, 2013, the Company is managing its existing working capital to ensure that it will be able to meet current commitments. However, the Company anticipates it will need to raise additional capital during fiscal 2014 (Note 22), to continue development of the CuMo project and fund ongoing operations.

Capital management is undertaken to ensure a secure, cost-effective supply of funds to ensure the Company's corporate and project requirements are met.

Financial instruments by Category

The Company's financial instruments consist of cash, trade and other receivables, investments, trade and other payables, convertible notes and borrowings. Financial instruments are initially recognized at fair value with subsequent measurement depending on classification as described below. Classification of financial instruments depends on the purpose for which the financial instruments were acquired or issued, their characteristics, and the Company's designation of such instruments.

The fair value of cash, trade and other receivables, and trade and other payables approximate their carrying values due to the short-term maturities of these financial instruments. Investments consist of financial instruments traded in active markets and their fair value is based on quoted market prices at the statement of financial position date.

The Company is required to make disclosures about the inputs to fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability directly or indirectly;
- Level 3 – Inputs that are not based on observable market data.

As at June 30 2013, the Company's financial instruments measured at fair value on a recurring basis were investments, which were classified as "Level 1".

(Expressed in Canadian dollars)

The Company has made the following classifications for its financial instruments

	2013	2012
	$	$
Loans and receivables		
Cash and cash equivalents	**471,945**	2,291,209
Trade and other receivables	**90,986**	365,039
	562,931	2,656,248
Availbale for sale		
Investments	**207,795**	437,430
	770,726	3,093,678

	2013	2012
	$	$
Other liabilities at amortised cost		
Trade and other payables	**1,031,666**	1,469,311
Convertible debt	**2,509,598**	-
Borrowings	**-**	53,200

19. Commitments

The Company has entered into a lease agreement for the lease of office premises in Vancouver. The commencement date of the lease was December 1, 2011, for a five year term. The Company's basic rent commitments for the remaining term of the contract are approximately $158,900.

The Company has entered into a lease agreement for the lease of an apartment in Vancouver. The commencement date of the lease was January 1, 2013, for a one year term. The Company's basic rent commitments for the remaining term of the contract are approximately $9,300.

20. Contingencies

a) As at June 30, 2013, the Company is attempting to recover assets and other amounts from a former officer and director and subsequent to year end initiated legal action in respect thereof (as further described at Note 22). A substantial portion of these amounts relates to equipment transferred at book value to a private Mexican company that was previously considered to be a subsidiary of the Company but which, during the current fiscal year, has been determined to be controlled directly by this former officer and director. The assets of this private company are comprised substantially of drilling equipment. At the comparative year end, the majority of these amounts were carried on the Company's consolidated statement of financial position as assets.

   Given the uncertainties involved surrounding recovery of these amounts, along with substantiating Company's current beneficial ownership of these assets, the Company has fully provided against this amount through a charge to discontinued operations in the amount of $1,000,185. The Company will be pursuing this matter vigorously and in the event of recovery through successful litigation, the Company would record a gain on settlement of litigation.

b) Liberty Mutual Insurance Company asserted a claim against Kirkness for unpaid premium of US$142,374 plus interest, costs of suit and attorney's fees. The amount in dispute is included in accounts payable and accrued liabilities. Management is in the process of settling the matter without further litigation.

c) On February 13, 2013, the Company was served with a Notice of Civil Claim by Bill Jefferies, CuMoCo's former Chief Financial Officer, Corporate Secretary and director, relating to management fees that Mr. Jefferies has alleged are owed to him in the amount of $107,510. The Company disputes the amount is payable. Subsequent to June 30, 2013, the Company filed a Notice of Civil Claim against Mr. Jefferies and other former members of management (Note 22).

d) The Company has received an invoice for $77,705 from a supplier of drill supplies and has disputed this invoice. The drill supplies were shipped directly by the supplier to a Mexican company owned by a former director and officer of the Company. The outcome of this matter is not yet determinable.

21. Supplemental cash flow information

The following significant non-cash transactions have been excluded from the statements of cash flows:

Year ended June 30, 2013:

- The Company received 200,000 shares valued at $48,000 in connection with the sale of the Laverty property to Mega (Note 10).

- The Company recorded an equity component on convertible notes of $294,147 (Note 11).

Year ended June 30, 2012:

- The Company received 250,000 shares valued at $66,250 in connection with the sale of the Blackpoint property to Urastar (Note 10).

- The Company received 100,000 shares valued at $46,000 in connection with the sale of the Laverty property to Mega (Note 10).

- The Company received 2,000,000 shares valued at $336,520 in connection with the sale of Pinetree Property to IEMR (Note 10).

22. Subsequent events

Subsequent to June 30, 2013, the Company:

- Received cash proceeds of $200,000 in connection with the Pine Tree option agreement.

- Filed a Notice for Civil Claim (the "Claim") for damages against certain former members of management and a private company controlled by former members of management (the "Defendants").The Claim arises from actions undertaken while the Defendants were in positions of management with fiduciary responsibilities to the shareholders of the Company.

- Announced a financing to raise up to US$3 million by the sale of units ("Units") at a price of US$1,000 per Unit, with each Unit consisting of a US$1,000 non-transferable unsecured convertible debenture (a "Convertible Debenture") of the Company and 1,500 non-transferable common share purchase warrants (the "Warrants"). Each Convertible Debenture has a term of 5 years, bears an interest rate of 8.5% per annum, with interest payable on a semi-annual basis, and is convertible into common shares of the Company at a price of US$0.3333 per common share. Each Warrant will entitle the holder to purchase one additional common share of the Company (a "Warrant Share") for a period of five years at a price of US$0.40 per Warrant Share. The Company will have the right to buy back the convertible portion at any time in which case, subscribers will keep the Warrant. The offering is subject to the approval and consent of the TSX Venture Exchange (the "Exchange"). Finder's fees, in accordance with Exchange policy, will be paid in connection with the financing.

- Received two offers to purchase most of the Company's available for sale land and buildings for a gross purchase price of US$550,000. The Company intends to accept the offers and conclude the sale of these assets before December 31, 2013.

- Sold its interest in Vicore Mining Developments Ltd. ("Vicore") for consideration of $60,000. $15,000 of the proceeds from the sale of Vicore has been received by the Company, and the balance will be paid in installments to be settled on May 2014. There was no carrying value associated with the Company's investment in Vicore.

- Formally dropped the Spring Creek and Motley claims. There was no carrying value associated with these claims.

- Optioned a 70% interest in the Copper Chief property.