

PACIFIC BOOKER MINERALS INC.

FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

YEAR ENDED JANUARY 31, 2019

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MANAGEMENT'S RESPONSIBILITY

Management is responsible for the preparation and presentation of the accompanying financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board and ensuring that all information in the annual report is consistent with the statements. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The majority of the Board of Directors and the Audit Committee is composed of Directors who are neither management nor staff of Pacific Booker Minerals Inc. The Board of Directors is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving the financial information included in the annual report. The Audit Committee has the responsibility of meeting with management and external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Committee is also responsible for recommending the appointment of Pacific Booker Minerals Inc.'s external auditors.

MNP LLP, an independent firm of Chartered Professional Accountants, is appointed by the shareholders at the annual meeting to audit the financial statements and report directly to them via their report which follows. The external auditors have full and free access to meet periodically (and separately with) the Audit Committee and management to discuss the audit findings.

The Board of Directors have identified areas of material uncertainty related to events or conditions that may cast doubt about the ability of the Company to continue as a going concern. Management believes that there are no material uncertainties that cast significant doubt about the Company's ability to continue as a going concern. The preparation of these financial statements on a going concern basis remains appropriate, and we draw the reader's attention to Note 2(b) in the financial statements which discusses the Company's ability to continue as a going concern.

May 6, 2019

"John Plourde"
Chief Executive Officer

"Ruth Swan"
Chief Financial Officer



REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of Pacific Booker Minerals Inc.

Opinion on the Financial Statements

We have audited the accompanying statements of financial position of Pacific Booker Minerals Inc. (the Company) as of January 31, 2019 and 2018, and the related statements of comprehensive loss, changes in equity, and cash flows for each of the years in the three year period ended January 31, 2019, and the related notes (collectively referred to as the financial statements).

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of January 31, 2019 and 2018, and the results of its operations and its cash flows for each of the years in the three year period ended January 31, 2019, in conformity with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Material Uncertainty Related to Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 2 to the financial statements, the Company has suffered recurring losses from operations and has a net capital deficiency that raise substantial doubt about its ability to continue as a going concern. Management's plans in regard to these matters are also described in Note 2. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

MNP_{CPA}

Chartered Professional Accountants

We have served as the Company's auditor since 2010.
Vancouver, BC
May 6, 2019



PACIFIC BOOKER MINERALS INC.
STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
AS AT JANUARY 31, 2019 AND 2018

	2019	2018
ASSETS		
Current assets		
Cash and cash equivalents	\$ 564,507	\$ 696,395
Receivables	1,866	4,984
Prepaid expenses and deposits	74,236	78,695
	640,609	780,074
Mineral property interests (Note 5)	4,832,500	4,832,500
Exploration and evaluation assets (Note 6)	24,870,119	24,864,119
Equipment, vehicles and furniture (Note 7)	5,473	8,518
Reclamation deposits	123,600	123,600
Total assets	\$ 30,472,301	\$ 30,608,811
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	\$ 18,163	\$ 20,060
Amounts owing to related parties (Note 10)	2,691	2,678
	20,854	22,738
Shareholders' equity		
Share Capital (Note 8)	52,068,605	51,995,105
Contributed surplus (Note 8)	17,199,780	17,124,354
Deficit	(38,816,938)	(38,533,386)
	30,451,447	30,586,073
Total liabilities and shareholders' equity	\$ 30,472,301	\$ 30,608,811

Approved by the Board of Directors and authorized for issue on May 6, 2019:

"William Deeks"
William Deeks, Chairman

"John Plourde"
John Plourde, CEO

PACIFIC BOOKER MINERALS INC.
STATEMENTS OF COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019, 2018 AND 2017

	2019	2018	2017
OPERATING EXPENSES			
Consulting fees – related party (Note 10)	\$ 1,125	\$ 20,900	\$ 675
Consulting fees			
- Option based payments (Note 8 & 10)	-	-	510,753
Depreciation	3,045	3,596	4,399
Directors fees	11,000	11,500	11,000
Directors fees			
- Option based payments (Note 8 & 10)	-	-	887,565
Filing and transfer agent fees	19,849	29,198	48,446
Foreign exchange (gain)loss	(7,411)	1,880	2,931
Finance income	(811)	(704)	(784)
Investor relations – related party (Note 10)	-	62,000	82,000
Investor relations			
- Option based payments (Note 8 & 10)	-	-	575,347
Office and miscellaneous	12,190	16,658	18,842
Office rent	79,172	77,444	79,596
Professional fees (Note 10)	46,800	69,942	72,245
Professional fees			
- Option based payments (Note 8 & 10)	75,426	66,419	105,345
Shareholder information and promotion	22,430	25,395	26,982
Telephone	4,889	4,946	5,636
Travel	15,848	10,599	7,353
Wages and benefits	-	256	-
Loss from operations	(283,552)	(400,029)	(2,438,331)
Income tax expense (Note 12)	-	-	-
Net loss and comprehensive loss for the year	\$ (283,552)	\$ (400,029)	\$ (2,438,331)
Basic and diluted loss per share (Note 9)	\$ (0.02)	\$ (0.03)	\$ (0.19)

PACIFIC BOOKER MINERALS INC.
STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars)
AS AT JANUARY 31, 2019, 2018 AND 2017

	Number of Shares	Share Capital Amount	Contributed Surplus	Deficit	Total
Balance,					
February 1, 2016	12,641,339	\$ 50,458,304	\$ 14,978,925	\$ (35,695,026)	\$ 29,742,203
Private Placement	581,000	581,000	-	-	581,000
Option based payments	-	-	2,079,010	-	2,079,010
Net loss for the year	-	-	-	(2,438,331)	(2,438,331)
Balance,					
January 31, 2017	13,222,339	\$ 51,039,304	\$ 17,057,935	\$ (38,133,357)	\$ 29,963,882
Private Placement	1,575,565	955,801	-	-	955,801
Option based payments	-	-	66,419	-	66,419
Net loss for the year	-	-	-	(400,029)	(400,029)
Balance,					
January 31, 2018	14,797,904	\$ 51,995,105	\$ 17,124,354	\$ (38,533,386)	\$ 30,586,073
Warrants exercised	73,500	73,500	-	-	73,500
Option based payments	-	-	75,426	-	75,426
Net loss for the year	-	-	-	(283,552)	(283,552)
Balance,					
January 31, 2019	14,871,404	\$ 52,068,605	\$ 17,199,780	\$ (38,816,938)	\$ 30,451,447

PACIFIC BOOKER MINERALS INC.
STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019, 2018 AND 2017

	2019	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss for the year	\$ (283,552)	\$ (400,029)	\$(2,438,331)
Items not affecting cash:			
Depreciation	3,045	3,596	4,399
Option based payments	75,426	66,419	2,079,010
Changes in non-cash working capital items:			
(Increase)/decrease in receivables	3,118	(619)	2,039
(Increase)/decrease in prepaids and deposits	4,459	(30,244)	2,869
Increase/(decrease) in accounts payable and accrued liabilities	2,235	(9,287)	8,069
Increase/(decrease) in amounts owing to related parties	13	(8,861)	3,054
Net cash used in operating activities	(195,256)	(379,025)	(338,891)
CASH FLOWS FROM FINANCING ACTIVITIES			
Issuance of Share Capital	73,500	955,801	581,000
Net cash provided by financing activities	73,500	955,801	581,000
CASH FLOWS FROM INVESTING ACTIVITIES			
Mineral property interests and Exploration and evaluation costs (net of recovery)	(10,132)	(52,147)	(242,672)
Purchase of equipment, vehicles or furniture	-	(3,469)	-
Net cash used in investing activities	(10,132)	(55,616)	(242,672)
Change in cash and cash equivalents during the year	(131,888)	521,160	(563)
Cash and cash equivalents, beginning of year	696,395	175,235	175,798
Cash and cash equivalents, end of year	\$ 564,507	\$ 696,395	\$ 175,235

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

1. CORPORATE INFORMATION

The Company was incorporated on February 18, 1983 under the Company Act of British Columbia as Booker Gold Explorations Limited. On February 8, 2000, the Company changed its name to Pacific Booker Minerals Inc. The address of the Company's corporate office and principal place of business is located at Suite #1103 - 1166 Alberni Street, Vancouver, British Columbia, Canada.

The Company's principal business activity is the exploration of its mineral property interests, with its principal mineral property interests located in Canada. The Company is listed on the TSX Venture Exchange ("TSX-V") under the symbol "BKM" and was listed on the NYSE MKT Equities Exchange ("NYSE MKT") under the symbol "PBM" until the voluntary delisting on April 29, 2016.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These financial statements and the notes thereto (the "Financial Statements") present the Company's financial results of operations in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") for years ended January 31, 2019, 2018 and 2017 and financial position as at January 31, 2019 and 2018.

In the opinion of management, all adjustments necessary to present fairly the financial position of the Company as at January 31, 2019 and the results of its operations and cash flows for the year then ended have been made.

The Board of Directors have approved the annual financial statements for issue on May 6, 2019.

(b) Going concern of operations

These financial statements have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

A going concern in accounting is a term that indicates whether or not the entity can continue in business for the next fiscal year. Indicators against a "going concern" are negative cash flows from operations, consecutive losses from operations, and an accumulated deficit.

The Company is a resource company, and must incur expenses during the process of exploring and evaluating a mineral property to prove the commercial viability of the ore body, a necessary step in the process of developing a property to the production stage. As a non-producing resource company, the Company has no operating income, cash flow is generated mostly by the sale of shares by the Company, and an accumulated deficit is the result of operations and exploration activities without production.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

2. BASIS OF PRESENTATION (cont'd)

(b) Going concern of operations (cont'd)

The Company has incurred losses and negative cash flows from operations since inception and has an accumulated deficit. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern depends upon its ability to continue to raise adequate financing and to develop profitable operations in the future.

The ability of the Company to realize the costs it has incurred to date on its mineral property interests is dependent upon the Company being able to continue to finance its exploration and evaluation costs. To date, the Company has not earned any revenue and is considered to be in the advanced exploration stage.

Management has based "the ability to continue in operations" judgement on various factors including (but not limited to) the opinion of management that the Morrison project will receive the necessary certificates/permits to allow the Company to proceed with the development of the project to the production phase, that the Company's claims are in good standing, the NI 43-101 feasibility study (completed in 2009) shows commercially viable quantities of mineral resources. The Company has sufficient cash on hand to meet its obligations for the fiscal year and anticipates proceeds from the exercise of options and warrants to ensure the Company's financial resources.

There can be no assurance that the Company will be able to continue to raise funds in which case the Company may be unable to meet its obligations. Should the Company be unable to realize on 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 recorded on the statements of financial position. These financial statements do not include the adjustments that would be necessary should the Company be unable to continue as a going concern.

	2019	2018	2017
Working capital	\$ 619,755	\$ 757,336	\$ 178,037
Loss for the year	(283,552)	(400,029)	(2,438,331)
Deficit	(38,816,938)	(38,533,386)	(38,133,357)

(c) Basis of Measurement

The financial statements have been prepared under the historical cost convention, except for certain financial instruments which are measured at fair value.

(d) Functional and presentation currency

The financial statements are presented in Canadian dollars, which is Company's functional and presentation currency.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

2. BASIS OF PRESENTATION (cont'd)

(e) Critical accounting judgements

The preparation of these financial statements, in conformity with IFRS, requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected by that revision.

(i) Going concern

The Company's ability to execute its strategy by funding future working capital requirements requires judgment. Assumptions are continually evaluated and are based on historical experience and expectations of future events that are believed to be reasonable under the circumstances (see Note 2(b)).

(f) Key sources of estimation uncertainty

(i) Recoverability of asset carrying values for equipment, vehicles and furniture

The declining balance depreciation method used reflects the pattern in which management expects the asset's future economic benefits to be consumed by the Company. The Company assesses its equipment, vehicles and furniture for possible impairment as described in Note 3(d), if there are events or changes in circumstances that indicate that the recorded carrying values of the assets may not be recoverable at every reporting period. Such indicators include changes in the Company's business plans affecting the asset use and anticipated life and evidence of current physical damage.

(ii) Option based payments

The Company has an equity-settled option to purchase shares plan for Eligible Persons (as defined by the policies of the TSX Venture Exchange and/or National Instrument 45-106). The fair value of the share purchase options are estimated on the measurement date by using the Black-Scholes option-pricing model, based on certain assumptions and recognized as option based payments expense over the vesting period of the option with a corresponding increase to equity as contributed surplus. Those assumptions are described in Note 8 of the annual financial statements and include, among others, expected volatility, forfeiture rate, expected life of the options and number of options expected to vest.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

2. BASIS OF PRESENTATION (cont'd)

(f) Key sources of estimation uncertainty (cont'd)

(iii) Exploration and evaluation assets & Mineral property interests

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

Recovery of amounts indicated under mining properties and the related exploration and evaluation assets are subject to the discovery of economically recoverable reserves, the Company's ability to obtain the necessary permits, the Company's ability to obtain the financing required to complete development and profitable future production or the proceeds from the sale of such assets.

At January 31, 2019, management determined that the carrying value of the mining properties is best represented by historical costs, which may or may not reflect their eventual recoverable value. Management reviews the property for impairments on an on-going basis and considers the carrying value appropriate for the current period. Significant assumptions and estimates used by management to determine the recoverable value are included in Note 3(d).

(iv) Restoration and close down provisions

The Company recognizes reclamation and close down provisions based on "Best Estimate" which can be based on internal or external costs. The Company is required to have a bond in place in an amount determined by the provincial government to provide for the costs of reclamation of the site disturbances. This bond shows as Reclamation deposit asset on the statement of financial position. Significant assumptions used by management to ascertain the provision are described in Note 3(e).

(v) Taxes

Provisions for income tax liabilities and assets are calculated using the best estimate of the tax amounts prepared by knowledgeable persons, based on an assessment of relevant factors. The Company reviews the adequacy of the estimate at the end of the reporting period. It is possible that at some future date, an additional liability or asset could result from audits by the taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were originally recorded, such differences will be reflected in the tax provisions in the current period when such determination is made.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently, to all periods presented in these financial statements. The significant accounting policies adopted by the Company are as follows:

(a) Foreign currency translation

The monetary assets and liabilities of the Company that are denominated in foreign currencies are translated to the functional currency at the rate of exchange at the reporting date and non-monetary items are translated using the exchange rate at the date of the transaction. Revenues and expenses are translated at the exchange rates approximating those in effect at the time of the transaction. Exchange gains and losses arising on translation are included in the statements of comprehensive loss.

(b) Cash and cash equivalents

Cash includes cash on hand and demand deposits. Cash equivalents includes short-term, highly liquid investments that are readily convertible to known amounts of cash and have a maturity date of less than 90 days and are subject to an insignificant risk of change in value.

(c) Mineral property interests and Exploration and evaluation assets

All costs related to the acquisition of mineral properties are capitalized as Mineral Property interest. The recorded cost of mineral property interests is based on cash paid and the fair market value of share consideration issued for mineral property interest acquisitions.

All pre-exploration costs, i.e. costs incurred prior to obtaining the legal right to undertake exploration and evaluation activities on an area of interest, are expensed as incurred. Once the legal right to explore has been acquired, exploration and evaluation expenditures are capitalized in respect of each identifiable area of interest until the technical feasibility and commercial viability of extracting a mineral resource are demonstrable. Costs incurred include appropriate technical overheads. Exploration and evaluation assets are carried at historical cost, less any impairment losses recognized.

When technical feasibility and commercial viability of extracting a mineral resource are demonstrable for an area of interest, the Company stops capitalizing exploration and evaluation costs for that area, tests recognized exploration and evaluation assets for impairment and reclassifies any unimpaired exploration and evaluation assets either as tangible or intangible mine development assets according to the nature of the assets. Mineral properties are reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable. If, after management review, it is determined that the carrying amount of a mineral property is impaired, that property is written down to its estimated net realizable value. When a property is abandoned, all related costs are written off to operations.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(d) Impairment

(i) Financial assets

The Company assesses on a forward-looking basis, the expected credit losses associated with its assets, even if no actual loss events have taken place. In addition to past events and current conditions, reasonable and supportable forward-looking information that is available without undue cost or effort is considered in determining impairment. One model applies to all financial instruments subject to impairment testing.

(ii) Non-financial assets

The carrying amounts of equipment, vehicles and furniture are reviewed at each reporting date to determine whether there is any indication of impairment.

The carrying amounts of mining properties and exploration and evaluation assets are assessed for impairment only when indicators of impairment exist, typically when one of the following circumstances applies:

- Exploration rights have / will expire in the near future;
- No future substantive exploration expenditures are budgeted;
- No commercially viable quantities discovered and exploration and evaluation activities will be discontinued;
- Exploration and evaluation assets are unlikely to be fully recovered from successful development or sale. If any such indication exists, then the asset's recoverable amount is estimated.

Mining properties and exploration and evaluation assets are also assessed for impairment upon the transfer of exploration and evaluation assets to development assets regardless of whether facts and circumstances indicate that the carrying amount of the exploration and evaluation assets is in excess of their recoverable amount.

The recoverable amount of an asset (or cash-generating unit) is the greater of its value in use and its fair value less costs to sell. 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. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU"). The level identified by the group for the purposes of testing exploration and evaluation assets for impairment corresponds to each mining property.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(d) Impairment (cont'd)

(ii) Non-financial assets (cont'd)

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated to the assets in the unit (group of units) on a pro rata basis.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(e) Restoration and close down provision

The Company is required to have a bond in place in an amount determined by the Ministry of Mines to provide for the costs of reclamation of the site disturbances. This bond shows as Reclamation deposit in the assets on the statement of financial position. The reclamation obligation is generally considered to have been incurred when mine assets are constructed or the ground environment is disturbed at the project location.

The Company also estimates the timing of the outlays, which is subject to change depending on continued operation or newly discovered reserves. Additional disturbances or changes in restoration obligations will be recognized when they occur.

The Company has determined that it has no additional restoration obligations as at January 31, 2019.

(f) Equipment, vehicles and furniture

Equipment, vehicles and furniture are recorded at cost. Depreciation is calculated on the residual value, which is the historical cost of an asset less the prior allowances made. Depreciation methods, useful life and residual value are reviewed at each financial year-end and adjusted, if appropriate. Where an item of equipment, vehicles and furniture is comprised of major components with different useful lives, the components are accounted for as separate items. The Company currently provides for depreciation annually as follows:

Automobile	30% declining balance
Computer equipment	30% to 45% declining balance
Office furniture and equipment	20% declining balance

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(g) Option based payments

The Company has an equity settled stock option plan that grants options to buy common shares of the Company to Eligible Persons (as defined by the policies of the TSX Venture Exchange and/or National Instrument 45-106). The fair value of stock options are estimated at the measurement date, using the Black-Scholes option pricing model and recorded as option based payments expense in the statement of comprehensive loss and credited to contributed surplus within shareholders' equity, over the vesting period of the stock options, based on the Company's estimate of the number of stock options that will eventually vest.

(h) Private Placement Unit Offerings

The Company engages in equity financing transactions to obtain the funds necessary to continue operations. These equity financing transactions involve issuance of common shares or units ("Units"). A Unit comprises a specific number of common shares and a specific number of share purchase warrants ("Warrants") at a set price. The Warrants are exercisable into additional common shares prior to expiry at a price and on the terms and conditions stipulated by the Financing Agreement.

Warrants that are part of units are valued using residual value method which involves comparing the selling price of the Units to the Company's share price on the announcement date of the financing. The market value is then applied to the common share purchase ("Share Capital"), and any residual amount is assigned to the warrants ("Warrant Reserve").

Warrants that are issued as payments for agency fees or other transaction costs are accounted for as share-based payments and are recognized in equity.

Under IAS 32, these warrants are an equity instrument as they are not issued in exchange for goods or services and are exercisable for a fixed amount of cash, denominated in the functional currency. Warrants classified as equity instruments are not subsequently re-measured for changes in fair value.

If a warrant holder exercises the option to convert the warrants into common shares, the accounting for the exercise will include the transfer of the Warrant Reserve value to the Share Capital account. The accounting for unexercised warrants will transfer the Warrant Reserve value to the Contributed Surplus account at the date the warrants expire unexercised.

(i) Loss per share

The basic and diluted loss per share shown in these statements is calculated using the weighted-average number of common shares outstanding during the year.

The weighted average number of common shares outstanding for the year ended January 31, 2019 does not include the 1,575,565 (2018 – 2,004,965) warrants outstanding and the 2,625,000 (2018 – 2,525,000) stock options outstanding as the inclusion of these amounts would reduce the loss per share amount and are therefore considered anti-dilutive.

PACIFIC BOOKER MINERALS INC.
NOTES TO THE FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
FOR THE YEARS ENDED JANUARY 31, 2019 and 2018

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(j) Income taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in the statements of comprehensive loss except to the extent it relates to items recognized in other comprehensive income or directly in equity.

(i) Current tax

Current tax expense is based on the results for the period as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and laws that were enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred tax

Deferred taxes are the taxes expected to be payable or recoverable on the difference between the carrying amounts of assets in the statement of financial position and their corresponding tax bases used in the computation of taxable profit, and are accounted for using the statement of financial position liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences between the carrying amounts of assets and their corresponding tax bases. Deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities:

- are generally recognized for all taxable temporary differences;
- are recognized for taxable temporary differences arising on investments in subsidiaries except where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future; and
- are not recognized on temporary differences that arise from goodwill which is not deductible for tax purposes.

Deferred tax assets:

- are recognized to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilized; and
- are reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of an asset to be recovered.

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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(k) Financial instruments

The Company adopted IFRS 9 Financial Instruments effective February 1, 2018. Under IFRS 9, the Company recognizes all financial assets initially at fair value and classifies them into one of the following measurement categories: fair value through profit or loss ("FVTPL"), fair value through other comprehensive ("FVTOCI") or amortized cost, as appropriate. On adoption of IFRS 9, there was no accounting impact to the financial statements and there were no changes in the carrying values of any of the Company's financial assets.

Financial liabilities are initially recognized at fair value and classified as either FVTPL or amortized cost, as appropriate.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

At each reporting date, the Company assesses whether there is objective evidence that a financial asset has been impaired.

The Company had made the following classification of its financial instruments:

Financial Asset or Liability	Category (IAS 39) old	Category (IFRS 9) new
Cash and cash equivalents	FVTPL	FVTPL
Receivables	Loans and receivables	Loans and receivables
Reclamation deposits	Loans and receivables	Loans and receivables
Accounts payable and accrued liabilities	Other liabilities	Other liabilities
Amounts owing to related parties	Other liabilities	Other liabilities

Financial instruments measured at fair value are classified into one of the three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

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

(l) Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received net of direct issuance costs. The Company has its common shares as equity instruments.

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3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(m) Leases

Leases in terms of which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Leases in terms of which the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases, which are recognised as an expense on a straight-line basis over the lease term. The Company currently does not have any finance leases.

(n) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as a finance cost. The Company has not recognized any legal or constructive obligations based on past events during the current period.

(o) Finance costs

Finance costs comprise interest expense on borrowings and the reversal of the discount on provisions. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in the income statement using the effective interest method. The Company currently does not have any finance costs.

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4. RECENTLY ADOPTED ACCOUNTING STANDARDS, AND ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

Certain pronouncements that were issued by the International Accounting Standards Board ("IASB") or the International Financial Reporting Interpretations Committee ("IFRIC") and that are mandatory for current or future accounting periods have been discussed below. Pronouncements that are not applicable or do not have a significant impact or for any items that are in effect and the adoption of the standard had no impact to the Company, may have been excluded from the discussion below.

(a) IFRS 2 - Share Based Payments

In June 2016, the IASB issued amendments to IFRS 2, clarifying how to account for certain types of share-based payment transactions, including the accounting for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments, accounting for share-based payment transactions with a net settlement feature for withholding tax obligations, and accounting for modifications to the terms and conditions of a share-based payment that changes the classification of the share-based payment transaction from cash-settled to equity-settled. The IFRS 2 amendments are effective for annual periods beginning on or after January 1, 2018. The implementation of amendments to IFRS 2 had no accounting impact to the Company's January 31, 2019 financial statements.

(b) IFRS 15 – Revenue from Contracts with Customers

In May 2014, the International Accounting Standards Board ("IASB") issued IFRS 15 Revenue from Contracts with Customers, which specifies how and when an entity will recognize revenue as well as requiring entities to provide users of financial statements with more informative, relevant disclosures. IFRS 15 was effective for annual periods beginning on or after January 1, 2018. Given the Company does not have revenue, the adoption of IFRS 15 did not have an impact on the Company's financial statements.

(c) IFRS 16 – Leases

In January 2016, the IASB issued IFRS 16, replacing IAS 17, "Leases". IFRS 16 provides a single lessee accounting model and requires the lessee to recognize assets and liabilities for all leases on its balance sheet providing the reader with greater transparency of an entity's lease obligations. IFRS 16 is effective for annual periods beginning on or after January 1, 2019 with early adoption provided. The implementation of IFRS 16 is not expected to have an impact to the Company's January 31, 2020 financial statements.

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5. MINERAL PROPERTY INTERESTS

Title to mineral property interests involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral claims. The Company has investigated title to all of its mineral property interests and, to the best of its knowledge, title to all of its interests are in good standing. The mineral property interests in which the Company has committed to earn an interest are located in Canada.

Morrison claims, Canada	2019	2018	2017
Balance, beginning and end of year	\$ 4,832,500	\$ 4,832,500	\$ 4,832,500

Copper claims

The Company holds a 100% interest in certain mineral claims located in the Granisle area of B.C., subject to a 3% NSR royalty. These claims are located near the Morrison claims. The Company has met its requirements to maintain its recorded interest in the mineral claims with the Province of B.C. until 2021 and there are no other payments required until that year. During the year ended January 31, 2005 the previously capitalized amounts were written-off to operations.

CUB claims

The Company holds a 100% interest in certain mineral claims located in the Granisle area of B.C., subject to a 3% NSR royalty. These claims are located near the Morrison claims. The Company has met its requirements to maintain its recorded interest in the mineral claims with the Province of B.C. until 2021 and there are no other payments required until that year. During the year ended January 31, 2005 the previously capitalized amounts were written-off to operations.

Hearne Hill claims

The Company held a 100% interest in the Hearne Hill claims located in the Omineca District of the Province of British Columbia ("B.C."). During the year ended January 31, 2006, the previously capitalized amounts were written-off to operations. The Hearne Hill claims were subject to a legal claim, which was settled in during the year ended January 31, 2009. Pursuant to the settlement, the Company retains the right, title and interest in and to all claims that were the subject of the action, with the exception of Mineral Tenure No. 242812 (the "Hearne 1 Claim") and Mineral Tenure No. 242813 (the "Hearne 2 Claim"), which were transferred to the plaintiff optionors. No cash payment was made to the plaintiffs and all claims in the action have been dismissed.

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5. MINERAL PROPERTY INTERESTS (cont'd)

Morrison claims

On April 19, 2004, the Company and Noranda Mining and Exploration Inc, "Noranda" (which was subsequently acquired by Falconbridge Limited, "Falconbridge", which was subsequently acquired by Xstrata LLP, "Xstrata", which was subsequently acquired by Glencore PLC, "Glencore") signed an agreement whereby Noranda agreed to sell its remaining 50% interest to the Company such that the Company would have a 100% interest in the Morrison claims.

In order to obtain the remaining 50% interest, the Company agreed to:

- i) on or before June 19, 2004, pay \$1,000,000 (paid to Noranda), issue 250,000 common shares (issued to Noranda) and issue 250,000 share purchase warrants exercisable at \$4.05 per share until June 5, 2006 (issued to Noranda);
- ii) pay \$1,000,000 on or before October 19, 2005 (paid to Falconbridge);
- iii) pay \$1,500,000 on or before April 19, 2007 (paid to Falconbridge); and
- iv) issue 250,000 common shares on or before commencement of commercial production. In the event the trading price of the Company's common shares is below \$4.00 per share, the Company is obligated to pay, in cash, the difference between \$1,000,000 and the average trading price which is less than \$4.00 per share multiplied by 250,000 common shares.

The Company agreed to execute a re-transfer of its 100% interest to Falconbridge if the Company fails to comply with the terms of the agreement. This re-transfer is held by a mutually acceptable third party until the final issue of shares has been made.

The Company has also acquired a 100% interest in certain mineral claims adjacent to the Morrison claims, subject to 1.5% NSR royalty. On January 7, 2005, the Company signed an agreement to acquire an option for a 100% interest in additional claims in the Omineca District of B.C. As consideration, the Company issued 45,000 common shares at a value of \$180,000.

The Company started exploration of the Morrison property in October 1997. A positive Feasibility Study, as defined by National Instrument 43-101, was released by the Company for the Morrison Copper/Gold Project in February 2009. The study described the scope, design and financial viability of a conventional open pit mine with a 30,000 tonnes per day mill with a 21 year mine life. The mineral reserve estimates have been prepared and classified in accordance with CIM Classification established under National Instrument 43-101 of the Canadian Securities Administrators. The reserve estimate takes into consideration all geologic, mining, milling and economic factors and is stated according to the Canadian Standards. Under US standards, no reserve declaration is possible until financing and permits are acquired.

The Company has progressed to the certificate/permit stage of the exploration and evaluation of the Morrison property.

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6. EXPLORATION AND EVALUATION ASSETS

Morrison claims, Canada	2019	2018	2017
Balance, beginning of year	\$ 24,864,119	\$ 24,821,100	\$ 24,585,706
Exploration and evaluation costs			
Additions			
Assays	-	7,000	-
Staking and recording	-	369	4,031
Environmental			
Sub-contracts and labour	-	8,720	30,029
Supplies and general	-	-	7,878
Travel	-	842	5,586
Metallurgical			
Assays	-	-	184
Scoping/Feasibility study			
Geological and geophysical	-	-	86,643
Sub-contracts and labour	6,000	18,088	45,043
Sub-contracts and labour - related parties	-	8,000	56,000
Total Exploration and evaluation costs for the year	\$ 6,000	\$ 43,019	\$ 235,394
Balance, end of year	\$ 24,870,119	\$ 24,864,119	\$ 24,821,100

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7. EQUIPMENT, VEHICLES AND FURNITURE

	Balance February 1, 2018	Additions for period	Disposals for period	Balance January 31, 2019
Automobile				
Value at Cost	\$ 67,320	\$ -	\$ -	\$ 67,320
Accumulated Depreciation	(64,022)	(989)	-	(65,011)
Net book value	\$ 3,298	\$ (989)	\$ -	\$ 2,309
Office furniture and equipment				
Value at Cost	\$ 23,397	\$ -	\$ -	\$ 23,397
Accumulated Depreciation	(22,260)	(227)	-	(22,487)
Net book value	\$ 1,137	\$ (227)	\$ -	\$ 910
Computer equipment				
Value at Cost	\$ 97,620	\$ -	\$ -	\$ 97,620
Accumulated Depreciation	(93,537)	(1,829)	-	(95,366)
Net book value	\$ 4,083	\$ (1,829)	\$ -	\$ 2,254
Totals	\$ 8,518	\$ (3,045)	\$ -	\$ 5,473

	Balance February 1, 2017	Additions for period	Disposals for period	Balance January 31, 2018
Automobile				
Value at Cost	\$ 67,320	\$ -	\$ -	\$ 67,320
Accumulated Depreciation	(62,608)	(1,414)	-	(64,022)
Net book value	\$ 4,712	\$ (1,414)	\$ -	\$ 3,298
Office furniture and equipment				
Value at Cost	\$ 23,397	\$ -	\$ -	\$ 23,397
Accumulated Depreciation	(21,976)	(284)	-	(22,260)
Net book value	\$ 1,421	\$ (284)	\$ -	\$ 1,137
Computer equipment				
Value at Cost	\$ 94,151	\$ 3,469	\$ -	\$ 97,620
Accumulated Depreciation	(91,639)	(1,898)	-	(93,537)
Net book value	\$ 2,512	\$ 1,571	\$ -	\$ 4,083
Totals	\$ 8,645	\$ (127)	\$ -	\$ 8,518

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8. SHARE CAPITAL, OPTION BASED PAYMENTS & CONTRIBUTED SURPLUS

Authorized Share Capital: 100,000,000 common shares without par value

During the year ended January 31, 2019, the Company did not announce or complete any private placements.

During the year ended January 31, 2018, the Company completed two private placements. The first one completed was for 1,015,502 units at \$0.50 per unit with gross proceeds of \$507,751. Each unit consisted of one common share and a warrant to purchase one common share exercisable at a price of \$1.00 per share for two years (expiry September 13, 2019). The gross proceeds were allocated to the common shares based on their fair value (\$507,751), with the residual value being allocated to warrants (\$Nil). The second one completed was for 560,063 units at \$0.80 per unit with gross proceeds of \$448,050. Each unit consisted of one common share and a warrant to purchase one common share exercisable at a price of \$1.00 per share for two years (expiry November 6, 2019). The gross proceeds were allocated to the common shares based on their fair value (\$448,050), with the residual value being allocated to warrants (\$Nil). All of these warrants contain an additional exercise clause that if the common shares close at a price of \$1.40 or greater, for a period of 20 consecutive trading days, the warrants would expire on the 30th day after the date on which notice is given by the Company.

Option based payments

During the fiscal year ended January 31, 2004, the Company adopted an equity settled stock option plan whereby the Company can reserve approximately 20% of its outstanding shares for issuance to Eligible Persons (as defined by the policies of the TSX Venture Exchange and/or National Instrument 45-106). Under the plan, the exercise price of each option equals the market price of the Company's stock as calculated on the date of grant. These options can be granted for a maximum term of 10 years.

During the year ended January 31, 2019, no stock options were exercised (2018 - nil) at an averaged exercise price of \$nil (2018 - \$nil) for total proceeds of \$nil (2018 - \$nil).

During the year ended January 31, 2019, no stock options were cancelled (2018 - \$nil) at an averaged exercise price of \$nil (2018 - \$nil).

During the year ended January 31, 2019, 100,000 stock options were granted (2018 - 100,000) at an exercise price of \$1.00 (2018 - \$1.00). If all the outstanding options were exercised, the Company would receive \$2,625,000.

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8. SHARE CAPITAL, OPTION BASED PAYMENTS & CONTRIBUTED SURPLUS (cont'd)

Option based payments (cont'd)

Stock option transactions are summarized as follows:

	2019		2018		2017	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding, beginning of year	2,525,000	\$ 1.00	2,425,000	\$ 1.00	2,456,407	\$ 3.84
Granted	100,000	\$ 1.00	100,000	\$ 1.00	2,425,000	\$ 1.00
Cancelled	-	-	-	-	(2,456,407)	\$ 3.84
Exercised	-	-	-	-	-	-
Outstanding, end of year	2,625,000	\$ 1.00	2,525,000	\$ 1.00	2,425,000	\$ 1.00
Options exercisable, end of year	2,625,000	\$ 1.00	2,525,000	\$ 1.00	2,425,000	\$ 1.00
Weighted average remaining life of outstanding options granted in years		2.52		3.44		4.46
Weighted average fair value per option granted		\$ 0.75		\$ 0.66		\$ 0.81

The following stock options were outstanding at January 31, 2019:

Number of Options Outstanding	Number Currently Exercisable	Exercise Price	Expiry Date
2,425,000	2,425,000	\$ 1.00	July 18, 2021
100,000	100,000	\$ 1.00	February 20, 2021
100,000	100,000	\$ 1.00	June 26, 2023

Option based payment expense

Total option based payments recognized during the year ended January 31, 2019 was \$75,426 (2018 – \$66,419; 2017 – \$2,079,010) which has been recorded in the statements of operations as option based payments with corresponding contributed surplus recorded in shareholders' equity.

The fair value of stock options granted during the year ended January 31, 2019 was \$75,426 (2018 – \$66,419; 2017 – \$1,965,094) which has been recognized as option based payments.

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8. SHARE CAPITAL, OPTION BASED PAYMENTS & CONTRIBUTED SURPLUS (cont'd)

Option based payment expense (cont'd)

The following weighted average assumptions were used for the Black-Scholes valuation of stock options granted during the years:

	2019	2018	2017
Risk-free interest rate	1.93%	1.17%	0.62%
Expected life of options	5 years	4 years	5 years
Annualized volatility	103.17%	94.66%	99.97%
Dividends	0.00%	0.00%	0.00%

Warrants

Warrant transactions are summarized as follows:

	2019		2018		2017	
	Number of Warrants	Exercise Price	Number of Warrants	Exercise Price	Number of Warrants	Exercise Price
Outstanding, beginning of year	2,004,965	\$ 1.07	429,400	\$ 1.82	138,900	\$ 2.50
Amended-old	-	-	(138,900)	\$ (2.50)	-	-
Amended-new	-	-	138,900	\$ 1.00	-	-
Granted	-	-	1,575,565	\$ 1.00	290,500	\$ 1.50
Expired	355,900	\$ 1.41	-	-	-	-
Exercised	73,500	\$ 1.00	-	-	-	-
Outstanding, end of year	1,575,565	\$ 1.00	2,004,965	\$ 1.07	429,400	\$ 1.82

The following share purchase warrants were outstanding and exercisable at January 31 2019:

Number of Warrants	Exercise Price	Expiry Date
1,015,502	\$ 1.00	September 13, 2019 ^{1*}
560,063	\$ 1.00	November 6, 2019 ^{1*}

1) Warrants contained an additional exercise clause that if the common shares close at a price of \$1.40 or greater, for a period of 20 consecutive trading days, the warrants would expire on the 30th day after the date on which notice is given by the Company.

*) Subsequent to the end of the year, the warrants were triggered, and all warrants were exercised.

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9. LOSS PER SHARE

The weighted average number of common shares outstanding for the year ended January 31, 2019 does not include the 1,575,565 (2018 - 2,004,965; 2017 - 429,400) warrants outstanding and the 2,625,000 (2018 - 2,525,000; 2017 - 2,425,000) stock options outstanding as the inclusion of these amounts would reduce the loss per share amount and are therefore considered anti-dilutive. Basic and diluted loss per share is calculated using the weighted-average number of common shares outstanding during the year.

	2019	2018	2017
Basic and diluted loss per common share	\$ (0.02)	\$ (0.03)	\$ (0.19)
Weighted average number of common shares outstanding (basic and diluted)	14,824,483	13,706,255	12,952,011

10. TRANSACTIONS WITH AND AMOUNTS OWING TO RELATED PARTIES

The Company entered into the following transactions with related parties:

	2019			2018			2017		
	Amounts paid or payable	Option based payment	Owed at year end	Amounts paid or payable	Option based payment	Owed at year end	Amounts paid or payable	Option based payment	Owed at year end
To a director for:									
investor relations	\$ -	\$ -	\$ 1,195	\$ 62,000	\$ -	\$ 1,378	\$ 82,000	\$ 311,984	\$ 8,473
consulting (a)	-	-	-	28,000	-	-	56,000	311,984	4,239
consulting (b)	1,125	-	-	900	-	-	675	137,993	-
To an officer of the company (c)	25,560	75,426	1,496	38,605	66,419	1,300	26,430	105,345	2,827
	\$ 26,685	\$ 75,426	\$ 2,691	\$ 129,505	\$ 66,419	\$ 2,678	\$ 165,105	\$ 867,306	\$ 15,539

- a) fees for project management services which have been capitalized to subcontracts on the Morrison claims and option based payments and other services which have been allocated to operating expenses as consulting fees.
- b) fees for services which have been allocated to operating expenses as consulting fees.
- c) for accounting and management services.

These transactions were in the normal course of operations and have been measured at their exchange amount, which is the amount of consideration established and agreed to by the related parties. The amounts owing are non-interest bearing, unsecured and have no fixed terms of repayment.

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10. TRANSACTIONS WITH AND AMOUNTS OWING TO RELATED PARTIES (cont'd)

Compensation of key management personnel

Key management personnel include directors and executive officers of the Company. The option based payment amounts (non-cash item) and compensation paid or payable to key management personnel is as follows:

	2019	2018	2017
Remuneration or fees	\$ 37,685	\$ 141,005	\$ 176,105
Option based payments (non-cash item)	75,426	66,419	1,880,241
Total compensation for key management personnel	\$ 113,111	\$ 207,424	\$ 2,056,346

11. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	2019	2018	2017
Non-cash transactions were as follows:			
deferred exploration expense recorded			
as accounts payable	\$ -	\$ 4,132	\$ 9,260
as owing to related parties	\$ -	\$ -	\$ 4,000

12. INCOME TAXES

The income tax provision differs from income taxes, which would result from applying the expected tax rate to net loss before income taxes. The following table reconciles the expected income tax expenses (recovery) at the Canadian statutory tax rate to the amounts recognized in the statements of operations and comprehensive income (loss) for the years ended January 31, 2019, 2018 and 2017:

	2019	2018	2017
Loss before income taxes	\$ (283,552)	\$ (400,029)	\$ (2,438,331)
Canadian statutory income tax rate	27.0%	27.0%	26.0%
Computed "expected" income tax expense	(76,559)	(108,008)	(633,966)
Differences resulting from:			
Option based payments	20,365	17,269	540,543
Other items	194	1,739	423
Increase/(decrease) in deferred tax assets not recognized	56,000	89,000	93,000
Provision for income tax expense	\$ -	\$ -	\$ -

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12. INCOME TAXES (cont'd)

In September 2017, the British Columbia Government proposed changes to the general corporate income tax rate to increase the rate from 11% to 12% effective January 1, 2018 and onwards. This change in tax rate was substantively enacted on October 26, 2017. The relevant deferred tax balances have been remeasured to reflect the increase in the Company's combined Federal and Provincial general corporate income tax rate from 26% to 27%.

The tax effects of deductible and taxable temporary differences that give rise to the Company's deferred tax assets and liabilities are as follows:

	2019	2018	2017
Unrecognized deductible temporary differences-Canada			
Non-capital loss carry forwards	\$ 9,455,000	\$ 9,250,000	\$ 8,914,000
Mineral property interests and deferred exploration costs	5,095,000	5,089,000	5,088,000
Property and equipment	16,000	22,000	31,000
Total Unrecognized deductible temporary differences not recognized	<u>\$ 14,566,000</u>	<u>\$ 14,361,000</u>	<u>\$ 14,033,000</u>

The Company has Canadian non-capital loss carry forwards which expire as follows:

2026	\$ 605,469
2027	808,472
2028	942,980
2029	466,936
2030	957,373
2031	974,551
2032	876,759
2033	910,383
2034	908,862
2035	606,902
2036	488,505
2037	366,614
2038	336,016
2039	<u>205,817</u>
Total	<u>\$ 9,455,639</u>

Deferred tax assets have not been recognized in these financial statements because at this stage of the Company's development, it is not determinable that future taxable profit will be available against which the Company can utilize such deferred tax assets.

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13. COMMITMENTS

The Company has entered into an operating lease agreement for office premises. The current commitment under the lease is as follows:

	Amount
Year ending January 31, 2020	\$ 78,558
Total	\$ 78,558

The amount of the commitment recognized as expense in the fiscal year ended January 31, 2019 was \$74,991 (2018 - \$35,793; 2017 - \$17,726).

The Company has signed an agreement with a hunting lodge in the area of the project, which, conditional on the receipt of applicable permits and licences, requires the Company to pay \$100,000 (plus sales tax if required) as full and final compensation for any loss of business which the lodge may suffer in connection with the construction, development and overall operation of the mine. This payment is required to be made three months prior to commencement of construction.

14. SEGMENTED INFORMATION

The Company has determined that it had only one operating segment, i.e. mining exploration. The Company's mining operations are centralized whereby the Company's head office is responsible for the exploration results and to provide support in addressing local and regional issues. As at January 31, 2019 and 2018, the Company's assets are all located in Canada (Notes 5, 6 and 7).

15. FINANCIAL INSTRUMENTS & FINANCIAL RISK MANAGEMENT

The Company's financial instruments include cash and cash equivalents, accounts receivable, accounts payable, amounts due to related parties, accrued liabilities and reclamation deposits. The carrying values of these financial instruments approximate their fair values due to their relatively short periods to maturity.

The Company's financial instruments carried at fair value are as follows:

	Fair value at January 31, 2019		
	Level 1	Level 2	Level 3
Financial assets			
Cash and cash equivalents	\$ 564,507	\$ -	\$ -

	Fair value at January 31, 2018		
	Level 1	Level 2	Level 3
Financial assets			
Cash and cash equivalents	\$ 696,395	\$ -	\$ -

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15. FINANCIAL INSTRUMENTS & FINANCIAL RISK MANAGEMENT (cont'd)

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Company's activities. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board has implemented and monitors compliance with risk management policies.

The Company has some exposure to credit risk, liquidity risk and market risk as a result of its use of financial instruments. This note presents information about the Company's exposure to each of the above risks and the Company's objectives, policies and processes for measuring and managing these risks. Further quantitative disclosures are included throughout these financial statements.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's receivables primarily relate to Goods & Services Tax input tax credits. Accordingly, the Company views credit risk on receivables as minimal.

(b) Liquidity risk

Liquidity risk is the risk that the Company will incur difficulties meeting its financial obligations as they are due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions without incurring unacceptable losses or risking harm to the Company's reputation.

The Company anticipates it will have adequate liquidity to fund its financial liabilities through cash on hand and future equity contributions.

As at January 31, 2019, the Company's financial liabilities were comprised of accounts payable, accrued liabilities and amounts due to related parties which have a maturity of less than one year.

(c) Market risk

Market risk consists of currency risk, commodity price risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns.

Currency risk

Foreign currency exchange rate risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in foreign exchange rates. Although the Company is considered to be in the exploration stage and has not yet developed commercial mineral interests, the underlying market prices in Canada for minerals are impacted by changes in the exchange rate between the Canadian and United States dollar. As most of the Company's transactions are currently denominated in Canadian dollars, the Company is not exposed to foreign currency exchange risk at this time.

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15. FINANCIAL INSTRUMENTS & FINANCIAL RISK MANAGEMENT (cont'd)

(c) Market risk (cont'd)

Commodity price risk

Commodity price risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for minerals are impacted by world economic events that dictate the levels of supply and demand as well as the relationship between the Canadian and United States dollar, as outlined above. As the Company has not yet developed commercial mineral interests, it is not exposed to commodity price risk at this time.

Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. As the Company has no debt or interest-earning investments, it is not exposed to interest rate risk at this time.

16. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration of its mineral properties. The Board of Directors have not established a quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital.

Management reviews its capital management approach on an on-going basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is in the business of mineral exploration and has no source of operating revenue. Operations are financed through the issuance of capital stock. Capital raised is held in cash in an interest bearing bank account until such time as it is required to pay operating expenses or resource property costs. The Company is not subject to any externally imposed capital restrictions. Its objectives in managing its capital are to safeguard its cash and its ability to continue as a going concern, and to utilize as much of its available capital as possible for exploration activities. The Company's objectives have not changed during the year ended January 31, 2019.

17. EVENTS AFTER REPORTING DATE

Subsequent to the end of the year, the Company has issued 1,575,565 common shares on exercise of warrants.