

**VULCAN MINERALS INC.**

**MANAGEMENT DISCUSSION AND ANALYSIS  
OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS**

**For the Period Ended June 30, 2019**

*This discussion includes certain statements that may be deemed “forward-looking statements”. All statements in this discussion, other than statements of historical facts, that address exploration, drilling, exploration activities and events or developments that Vulcan Minerals Inc. (the “Company”) expects are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in the forward-looking statements include market prices, exploration and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and those actual results or developments may differ materially from those projected in the forward-looking statements.*

## General Business

The Company is an exploration venture company engaged in mineral exploration on properties in Newfoundland and Labrador. The Company holds 63.03% (2018-66.4%) interest in Red Moon Resources Inc. (Red Moon), a publicly traded company at June 30, 2019. Red Moon is engaged in industrial mineral exploration development and production on properties in Newfoundland and Labrador.

This MDA should be read in conjunction with the interim condensed consolidated financial statements for the three and six months ended June 30, 2019 and accompanying notes. The interim condensed consolidated financial statements include the accounts of the Company and 63.03% (2018-66.4%) held subsidiary, Red Moon Resources Inc.

## DATE

The date of this MDA is August 21, 2019.

## OVERALL PERFORMANCE

The Company reported a net loss in the amount of \$112,803 for the three months ended June 30, 2019 (\$691,804 loss- three months ended June 30, 2018) (a decrease in net loss of \$579,001) and a net loss of \$269,340 for the six months ended June 30, 2019 (\$919,319 loss- six months ended June 30, 2018) (a decrease in net loss of \$649,979).

The Company recorded a loss from its equity accounted investment of \$7,500 for the three months ended June 30, 2019 (\$nil- three months ended June 30, 2018) and a loss of \$25,253 for the six months ended June 30, 2019 (\$nil-six months ended June 30, 2018).

The Company recorded no impairment of its exploration and evaluation assets for the three months ended June 30, 2019 as compared to an impairment of exploration and evaluation assets in the amount of \$365,584 in the three months ended June 30, 2018. In the six months ended June 30, 2019 the Company recorded no impairment of its exploration and evaluation assets compared to impairment of \$416,868 for the six months ended June 30, 2018. In 2018, the company regrouped certain of its mineral licenses and in that process surrendered some of the land associated with the licences. The company recorded a write-down to its geological and geophysical data in proportion to the land surrendered as compared to the total area covered by the geological and geophysical data.

The Company recorded stock-based compensation expense in the amount of \$27,991 for the three months ended June 30, 2019 (\$163,083- three months ended June 30, 2018) and \$53,358 for the six months ended June 30, 2019 (\$164,024- six months ended June 30, 2018). No stock options were granted in the three- or six-months ending June 30, 2019. In the six months ended June 30, 2018 the Company

granted 2,750,000 stock options to directors, employees and advisory board members, with each option entitling the holder to purchase one common share at \$0.10 per share for a period of five years. 1,375,000 options vested on the date of the grant and the remaining 1,375,000 options vest December 31, 2019. In the six months ended June 30, 2019 the Company's subsidiary, Red Moon Resources Inc. granted 100,000 (June 30, 2018 – 2,400,000) stock options to directors, employees and advisory board members, with each option entitling the holder to purchase one common share at \$0.10 per share for a period of five years.

The following table outlines the significant components of consolidated general and administrative expenses for each of the three and six months ended June 30, 2019 and 2018.

	<b>Three months ended June 30, 2019</b>	Three months ended June 30, 2018	<b>Six months ended June 30, 2019</b>	Six months Ended June 30, 2018
	\$	\$	\$	\$
Management, salaries, contract fees and benefits	<b>37,581</b>	101,695	<b>88,676</b>	194,597
Office and administrative	<b>23,988</b>	32,207	<b>51,362</b>	64,449
Directors' fees	<b>0</b>	10,000	<b>0</b>	20,000
Transfer agent and professional fees	<b>6,520</b>	6,386	<b>25,799</b>	26,269
Conferences, travel and accommodation	<b>7,002</b>	10,410	<b>20,449</b>	28,253
	<b>75,091</b>	160,699	<b>186,286</b>	333,567
Expenses attributable to subsidiary, Red Moon Resources Inc.	<b>13,440</b>	21,947	<b>39,874</b>	39,318
Expenses attributable to parent, Vulcan Minerals Inc.	<b>61,651</b>	138,752	<b>146,412</b>	294,249
<b>Total</b>	<b>75,091</b>	160,699	<b>186,286</b>	333,567

## OPERATIONS

### Mineral Properties

#### *Colchester Copper Gold Project*

The Company announced in May 2016 the acquisition, by staking, of the Colchester copper-gold property in north-central Newfoundland. The property is accessible by paved road approximately 25 kilometres off the Trans Canada Highway. The area is serviced by an airport at Deer Lake 110 kilometres to the southwest. The property contains four past producing historic mines which operated in the late 1800's, namely the Colchester, West Colchester, McNeilly and Old English.

In 1967, Colchester Mines Ltd. evaluated the previous work on the property and provided a resource calculation based on diamond drilling, that the known workings contained 1,000,000 tons (including 20% dilution) of copper grading 1.3%. This is an historic reference that is not compliant with National instrument 43-101. As such the Company is not treating the historical estimate as a current resource

or reserve. Rather, it is used to demonstrate the potential for the property to contain significant copper mineralization.

Follow-up drilling in 1971 by Cerro Mining Company encountered the following highlights, presented below in Table 1.

<b>Hole</b>	<b>True Thickness (m)</b>	<b>Vertical Depth (m)*</b>	<b>Cu (%)</b>
<b>COL-30</b>	7.01	27.43	2.3
<b>COL-48</b>	24.38	262.13	1.02
<b>COL-3</b>	5.49	48.77	2.6
<b>COL-16</b>	4.57	12.19	1.13
<b>COL-16</b>	5.18	32.00	1.7
<b>COL-16</b>	21.03	112.78	0.95
<b>COL-21</b>	28.96	35.05	1.2
<b>COL-49</b>	33.53	152.40	0.8
<b>COL-35</b>	13.11	62.48	1.06
<b>COL-37</b>	7.32	39.62	1.3
<b>COL-41</b>	31.39	102.11	1.05
<b>COL-51</b>	12.19	68.58	1.44
<b>COL-51</b>	19.81	146.30	1.04

Table 1. Highlights from historical drilling by M.J. Boylen Engineering and Cerro Mining (1963-1970).

More recent drilling in 2004-2005 by another operator confirmed the significant distribution of copper on the property as well as the potential for gold. Several gold occurrences are documented, including the Alpha showing, which occurs within the immediate vicinity of the Colchester Main Zone, where trench sampling by previous explorers encountered 5.9 g/t Au, 2.05% Cu, 1.18% Zn and 30.7 g/t Ag over 3.0 m and also 18.9 g/t Au, 4.7% Cu, 0.42% Zn and 36.49 g/t Ag over 1.5 m. Follow-up drilling of the Alpha showing by the same explorers confirmed subsurface continuity of base and precious metal mineralization.

In November 2016, the Company re-established a 20 line km. grid on the Old English portion of the property and carried out a high resolution Induced Polarization (IP) geophysical program followed by an 800 metre drill program which confirmed the tenor of mineralization and the positive correlation with the IP survey results. Several drill targets with significant potential for copper and gold discoveries have been identified both within and outside the historic resource area. Further drilling on the property is warranted based on these results.

Based on the regional compilation work carried out on the original Colchester property, additional claims were staked including the Little Bay copper mine (dormant) and adjacent gold showings which are now collectively referred to as the Springdale project. A program of prospecting was carried out on a portion of this project in 2016. Further mapping, prospecting and geological surveying were carried out on the Colchester and Little Bay properties in the summer of 2017 confirming historic sampling and identifying areas for future trenching and geophysics. Based on the evaluation certain lower prospectivity claims were reduced from the project. No field work was carried out in the second quarter and the main property is in good standing.

### *Lizard Pond Gold Property*

In July 2016, the Company acquired, by staking, the Lizard Pond gold property in central Newfoundland. The property is adjacent to the Baie d'Espoir highway approximately 50 kilometres south of the Town of Grand Falls-Windsor. The property consists of several gold showings including the Lizard Pond South showing having initially yielded channel samples of 12.6 grams per tonne (g/t) gold over 0.4 metres and 6.6 g/t gold over 1.2 metres. The property is considered to be in a mineralized trend along the west side of the Mt. Peyton pluton that contains a recent high grade gold intersection by Sokoman Iron Corp (11.9 meters of 44.9 grams/tonne gold as per their July 24, 2018 news release). This gold intersection has sparked recent staking and drilling activity near the Lizard Pond property. The Company carried out prospecting and mapping work in 2018. Based on this evaluation certain lower prospective claims were reduced from the property. Future work will depend on the availability of financing and the level of exploration occurring in the area.

### *Red Cross Lake Nickel/Copper/Cobalt/Gold Project*

The Company completed a review of the Red Cross Lake property in central Newfoundland for its nickel, copper and cobalt potential in 2018. The property contains the Red Cross Lake intrusive suite, a layered mafic-ultramafic intrusion that received a preliminary evaluation of its nickel potential by Falconbridge in 2005. The property is situated in a structural setting considered favourable for the formation of magmatic nickel-copper-cobalt mineralization. The property structurally offsets the Marathon gold deposit to the west, which is currently being delineated by Marathon Gold Corp. As such, gold was the initial focus of attention on this property and will remain a target of interest based on the positive results of the 2017 soil geochemical survey. However, the nickel potential of the project warrants evaluation. There are several factors that highlight the potential for nickel sulphide development, including evidence of nickel depletion in certain units of the intrusion. This may indicate that an immiscible sulphide melt could have preferentially extracted this nickel, which is a critical process for forming nickel sulphide mineralization. The continuing review has included inspection and sampling of drill core from historical exploration, as well as a compilation and analysis of historical geophysical data. The geophysical data indicates the potential for electrical conductors on the property which may represent drill targets. A modern time-domain deep penetrating electro magnetic survey is proposed for the property subject to the availability of survey equipment in 2019.

### *South Voisey's Bay Nickel/Copper/Cobalt*

The Company owns a strategic land position in the South Voisey's Bay nickel-copper-cobalt project in Labrador. The Project comprises four licences containing a total of 72 claims.

The South Voisey's Bay project area contains the Pant's Lake mafic intrusive complex which was first explored for nickel following the 1993 discovery of the Voisey's Bay nickel-copper-cobalt mine, approximately 80 kilometers north. Several rounds of drilling and geophysics have established the intrusion's potential for significant accumulations of massive magmatic sulphides.

On March 21, 2018 a binding Letter of Intent was signed with Fjordland Exploration Inc. (Fjordland) granting it the option to acquire a 65% working interest in 30 mineral claims located in the South Voisey's area, Labrador. During the summer of 2018 Fjordland carried out a drilling program (approx. 1300 meters) at the South Voisey's Bay project. Some of the drill locations are on or near Vulcan's claims but did not encounter significant mineralization. Subsequent to year-end Fjordland advised that

they are terminating the option agreement. The lands are in good standing based on the exploration assessment work carried out.

### *Red Moon Resources*

Red Moon Resources Inc., a subsidiary in which Vulcan holds a 63.03% (2018-66.4%) ownership interest, owns a 100% interest in mineral licences covering a portion of the Bay St. George Basin in Western Newfoundland.

The Company manages Red Moon's exploration work including its development of the Captain Cook salt deposit, the Ace gypsum development and production and the nepheline syenite project. A National Instrument 43-101 compliant mineral resource report with respect to the Captain Cook salt deposit was completed in 2016 by APEX Geoconsultants Ltd. The resource estimate concluded that using a 95.0% lower base cut-off for sodium chloride, the Captain Cook Halite Resource Estimate is classified as "Inferred" and demonstrates that there is 908 million tonnes of high purity halite (96.9% salt) for 880 million in-situ tonnes of salt. To demonstrate that the salt has reasonable prospects of economic extraction, the mineral resource is reported at a lower base case cut-off of 95.0% NaCl. This is the general standard used in the purchase of road salt and follows the specification outlined in American Society for Testing and Materials (ASTM) Designation D632-12 (2012), which is applicable for sodium chloride intended for use as a de-icer and for road construction or maintenance purposes. Accordingly, with respect to reporting a resource estimate that abides by the General Guidelines of NI 43-101, the Red Moon salt test work results show that the Captain Cook halite deposit has good prospects of economic viability for an industrial mineral deposit. Red Moon is soliciting funding to complete a feasibility study on the project.

Red Moon commenced production at its Ace gypsum mine in western Newfoundland in late 2018. The deposit is part of the historic Flat Bay gypsum mines that have been dormant since 1990. Red Moon has identified markets that warranted the permitting and revitalization of the mine commensurate with market demand for gypsum. Markets for 2019 have been identified and production related activities commenced in April 2019. Red Moon anticipates producing in excess of 150,000 tonnes of material in 2019.

In 2017, Red Moon acquired a bulk sample from its Black Bay nepheline deposit in southern Labrador where the company conducted a mapping and sampling program in late 2016. That program confirmed that the potential tonnage of the deposit warrants further work and that the chemical composition of the material is within commercial specifications subject to certain beneficiation processes. The bulk sample of the deposit was analyzed and processed at the laboratory to better gauge the beneficiation characteristics of the raw nepheline syenite. Results indicate favourable characteristics and Red Moon is planning further sampling work and is also soliciting partners to advance the project.

### Investment-Other

On May 12, 2017, the Company acquired an interest in a newly formed private company, Vinland Materials Inc. incorporated under the laws of the Province of Newfoundland and Labrador. This new company was formed to pursue the development of various industrial commodities in the Province of Newfoundland and Labrador.

### Plans for 2019

The Company is soliciting partners to advance each of its projects. The Company will also continue to advance, through Red Moon, the Captain Cook salt project towards feasibility and assist with production activities at the Ace gypsum mine.

## SUMMARY OF QUARTERLY RESULTS

Quarter	Total Income	Net Loss	Net Loss per share
	\$	\$	\$
June 30, 2019	(7,500)	(112,803)	(0.002)
March 31, 2019	(17,753)	(156,536)	(0.002)
December 31, 2018	17,771	(331,918)	(0.010)
September 30, 2018	nil	(468,242)	(0.008)
June 30, 2018	286	(691,804)	(0.011)
March 31, 2018	302	(227,516)	(0.004)
December 31, 2017	42,736	(205,717)	(0.003)
September 30, 2017	992	(139,783)	(0.002)
June 30, 2017	922	(1,181,751)	(0.020)
March 31, 2017	1,546	(184,780)	(0.003)
December 31, 2016	2,106	(179,969)	(0.003)

Revenue for each quarter is represented by interest income except for Q1 & Q2 2019, Q4 2018 & Q4 2017. In Q1 & Q2 2019 net loss is attributable to equity accounted investments. In Q4 2018 revenue is attributable to a gain on an equity accounted investment. In Q4 2017 revenue of \$42,027 is attributable to income on an available for sale investment sold in the quarter. Net loss for the quarter ended September 30, 2018 includes a provision for write down of exploration and evaluation assets in the amount of \$316,409. Net loss for the quarter ended June 30, 2018 included a provision for write-down of exploration and evaluation assets in the amount \$365,584 and stock-based compensation of \$163,083. Net loss for the quarter ended June 30, 2017 included a provision for write-down of exploration and evaluation assets in the amount of \$1,000,635.

## LIQUIDITY

At June 30, 2019 the Company had current assets of \$282,319 which include cash of \$147,840 held by the Company's consolidated subsidiary, Red Moon Resources Inc. The cash is readily available and is not subject to subprime debt issues nor asset backed commercial debt. Subsequent to year-end the Company completed a private placement for \$150,000 while Red Moon completed a private placement of \$255,000.

The Company has no long-term debt and as such is not sensitive to interest rate fluctuation on debt instruments. The Company's cash and cash equivalents are held in bank accounts with no exposure to equity market fluctuations.

The Company has no established revenue other than the revenue from the Ace Gypsum mine. The Company's ability to continue in the long term will be dependent on equity financing or obtaining joint venture partners.

The Company's financial statements have been prepared using generally accepted accounting principles in Canada applicable to a going concern. Management is evaluating alternatives to secure additional financing so that the Company can continue to operate as a going concern. Management continues to seek out partners for various projects. Nonetheless, there is no assurance that these initiatives will be successful. The Company's financial statements and management's discussion and analysis do not reflect adjustments to the carrying value of assets and liabilities that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

## CAPITAL RESOURCES

The Company holds 19 mineral licences and subsidiary company, Red Moon, has 17 mineral licences in Newfoundland and Labrador. These tenure instruments require annual work obligations in order to maintain ownership. Failure to fulfill work obligations would result in loss of ownership interest. The Company holds a 3% net production royalty on certain of the mineral licences currently held by subsidiary, Red Moon.

## TRANSACTIONS WITH RELATED PARTIES

The Company and its subsidiary paid key management personnel, which includes the President and Chief Executive Officer, and the Chief Financial Officer, management fees, salaries and benefits in the amount of \$35,143 for the three months ended June 30, 2019 (\$79,244- three months ended June 30, 2018) and \$57,870 for the six months ended June 30, 2019 (\$158,488- six months ending June 30, 2018).

The Company also recognized \$9,010 in share-based compensation for the three months ended June 30, 2019 (\$154,625-three months ended June 30, 2018). Share-based compensation for the six months ended June 30, 2019 totalled \$18,019 (\$155,820- six months ended June 30, 2018).

The Company paid no director's fees for the three or six months ended June 30, 2019 while \$10,000 and \$20,000 were paid respectively for the three and six months ended June 30, 2018. The directors of Vulcan Minerals and Red Moon have resolved to pay no directors' fees in 2019.

The Company and its subsidiary, Red Moon, expensed premises rent aggregating \$9,000 and \$18,000 respectively for the three- and six-months ending June 30, 2019. (\$9,000 and \$18,000 for the three- and six-months ending June 30, 2018) to a private company owned and controlled by the President of the Company. Included in the accounts payable balance is an amount of \$16,000 accrued as a payable by Red Moon Resources Inc. for rent for the month's March 2018 to June 2019.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Management is of the opinion that these transactions were undertaken under the same terms and conditions as transactions with non-related parties.

## STOCK OPTIONS

### *Vulcan Minerals Inc.*

No stock options were granted in the three and six months ending June 30, 2019. In the year ended December 31, 2018 the Company granted 3,250,000 stock options to directors, employees and advisory board members, with each option entitling the holder to purchase one common share at \$0.10 per share for a period of five years. 1,475,000 options vested on the date of the grant and the remaining 1,775,000 options vest December 31, 2019. 100,000 options were forfeited in the three months ended March 31, 2019.

### *Red Moon Resources Inc.*

Red Moon Resources Inc. granted 100,000 stock options in the three and six months ended June 30,

2019. In the year ended December 31, 2018 the Company's subsidiary, Red Moon Resources Inc. granted 2,400,000 stock options to directors, employees and advisory board members, with each option entitling the holder to purchase one common share at \$0.10 per share for a period of five years. 1,200,000 options vested on the date of the grant and the remaining 1,200,000 options vest December 31, 2019.

On a consolidated basis, the Company recognized share-based compensation costs in the amount of \$54,699 in the six months ended June 30, 2019 (\$165,024- six months ended June 30, 2018). Share-based compensation in the amount of \$53,358 was expensed for the six months ended June 30, 2019 (\$164,024- six months ended June 30, 2018) and \$1341 (\$985- six months ended June 30, 2018) was capitalized to mineral exploration and evaluation assets.

### **New and amended standards adopted by the Company**

IFRS 16, "Leases" ("IFRS 16") is effective for annual periods beginning on or after January 1, 2019. IFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. It supersedes IAS 17, "Leases" ("IAS 17"). Qualifying leases are recorded on the balance sheet as an asset under property and equipment and have a corresponding liability with both current and long-term portions. The Company assessed this new standard and has determined that there was no impact to the interim condensed consolidated financial statements from this adoption on January 1, 2019 as all lease arrangements are considered short-term and are therefore exempt from the standard.

IFRIC 23, "Uncertainty over income tax treatments" ("IFRIC 23") is effective for annual periods on or after January 1, 2019 and clarifies how the recognition and measurement requirements of IAS 12, "Income taxes" ("IAS 12"), are applied where there is uncertainty over income tax treatments. There was no impact to the Company's financial statements as a result of adopting this new standard.

### **FINANCIAL INSTRUMENTS AND OTHER RISKS**

The Company's financial instruments include cash and cash equivalents, and accounts payable and accrued liabilities. The carrying amount of each approximates fair value due to their short-term nature.

The Company also holds financial instruments in the form of fair value through other comprehensive income. The investments had a carrying value of negative \$5,931 at June 30, 2019.

### **Business Risks**

The Company is a junior exploration company principally involved in mineral exploration which are inherently high-risk activities. The business of exploring for, developing, and acquiring, mineral projects is subject to many risks and uncertainties, several of which are beyond the control of the Company. These risks are operational, financial, legal and regulatory in nature. Operational risks include unsuccessful exploration and development drilling activity, safety and environmental concerns, access to cost effective contract services, escalating industry costs for contracted services and equipment, product marketing and hiring and retaining qualified employees. The Company is subject to financial risk as exploration is capital intensive though Red Moon has initiated production at its Ace gypsum mine, this operation is at an early stage as it establishes its presence in the marketplace and secures a reliable cash flow. The Company has traditional sources of funding available including equity and joint venture financing arrangements. Only the skills of management and staff in mineral and exploration financing serve to mitigate these risks. The Company is subject

to a variety of regulatory risks that it does not control. Government and Securities regulations are monitored to ensure the Company continues to be in compliance.

The Company also mitigates many of the above risks by having diversified exploration projects capable of financing by joint venture partners.

## **Financial Risk Factors**

Other financial risk factors to which the Company is exposed are outlined below:

### ***Credit risk***

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company is exposed to credit risk on its cash and accounts receivable. The credit risk on cash is limited because the counterparty is a chartered bank with a high credit rating. The Company assesses its credit risk on cash and accounts receivable as not significant.

### ***Liquidity risk***

Liquidity risk is the risk that the Company will not be able to meet its obligations as they come due. As of June 30, 2019, the Company had a cash balance of \$147,840 and positive working capital of \$222,741. The Company has completed two private placement's of \$150,000 and \$255,000 in Red Moon Resources, however liquidity risk is significant to the Company. The Company's ability to continue as a going concern is dependent upon its ability to fund working capital and future acquisition costs and exploration requirements and eventually to generate positive cash flows, either from operations or proceeds from disposition of exploration assets. Management is evaluating alternatives to secure additional financing so that the Company can continue to operate as a going concern

### ***Commodity price risk***

The recoverability of the costs of exploration and evaluation properties is partially related to the market price of minerals. The Company does not hedge this exposure to fluctuations in commodity prices. The Company's ability to continue with exploration programs is also indirectly subject to commodity prices.

### ***Interest rate risk***

The Company's cash balances are held in Canadian chartered bank accounts. The Company has no debt. The Company believes its interest rate risk is not significant.

### ***Market price risk***

The value of the Company's investments is exposed to fluctuations in value depending on a number of factors, including the quoted market price and the market value of the commodities that the companies may focus on. The Company does not utilize any derivative contracts to reduce this exposure.

## CONTINGENCIES

- a) In 2011, the Company was served with a statement of claim by Geophysical Service Incorporated (GSI) wherein it is claimed that the Company, as a co-defendant with Investcan Energy Corporation, has committed a copyright infringement. The claim relates to an allegation that accessing offshore Labrador seismic data, which is released to the public by the Canada Newfoundland and Labrador Offshore Petroleum Board (CNLOPB) after the relevant statutory privilege-confidentiality period, is a breach of copyright. The Company has fully defended its interests including participating in an Alberta “common issues” trial with multiple defendants from other cases and jurisdictions which raised the same legal issues with GSI. The common legal issues pertained to whether certain GSI seismic data is subject to copyright law and if so whether the regulatory regime which prescribes for the release of that data by the regulatory bodies, including the CNLOPB, is valid and not an unlawful infringement on any copyright protection. The Alberta Court of Queen’s Bench and the Alberta Court of Appeal have both upheld the validity of the regulatory regime as a full answer to any allegation of unlawful disclosure and copyright infringement by the multiple defendants. Therefore the CNLOPB was within its rights to release the seismic data pursuant to its regulatory regime and the Company was within its rights to access the data. GSI had sought permission to appeal the decision of the Alberta Court of Appeal to the Supreme Court of Canada (SCC), however this permission was not granted by the SCC. Thus the common issues have been fully answered and no further appeals are available. A notice of discontinuance of this action by GSI was filed on July 19, 2019 in the Supreme Court of Newfoundland and Labrador.
- b) The Company has been added as a co-defendant in an ongoing legal action Geophysical Service Incorporated (GSI) has with NWest Energy Corp. (now Ceylon Graphite Corp. by way of name change) regarding an alleged breach of an agreement between those parties. GSI has submitted a Statement of Claim and the Company has filed a Statement of Defence. Procedurally the action has moved slowly through the Alberta courts as multiple GSI actions in Alberta involving other parties were awaiting the resolution of the “common issues” trial noted (a) above. The Company believes the claims against it are without basis or merit and no amounts have been recorded in the Company’s accounts related to this claim. The Company is fully defending its interest.

## SHARE CAPITAL

As of the date of this management discussion and analysis the Company has 61,352,765 voting common shares outstanding. The Company’s share capital consists of an unlimited number of voting common shares, and an unlimited number of preferred shares of which there are none outstanding.

The Company and its subsidiary company have 9,400,000 stock options outstanding at August 21, 2019 (of which 3,900,000 relate to subsidiary, Red Moon) summarized in the table below. There were 6,425,000 options vested and exercisable at August 21, 2019 (of which 2,700,000 relate to subsidiary, Red Moon).

Vulcan Minerals has 1,413,318 share purchase warrants outstanding at August 21, 2019. The subsidiary company has 3,900,000 share purchase warrants outstanding at August 21, 2019 summarized in the table below, of which 2,000,000 are held by Vulcan.

<b>Date Issued</b>	<b>Number</b>	<b>Exercise Price</b>	<b>Details</b>
<b>Vulcan as follows:</b>			<b>Stock Options</b>
February 17, 2016	1,800,000	\$0.10	Directors' Options, Expiry February 17, 2021
February 17, 2016	200,000	\$0.10	Employee Options, Expiry February 17, 2021
December 14, 2016	100,000	\$0.10	Advisory Committee, Expiry December 14, 2021
March 21, 2017	50,000	\$0.10	Employee Options, Expiry March 21, 2022
September 27, 2017	150,000	\$0.10	Advisory Committee & Employee, Expiry September 27, 2022
April 27, 2018	2,700,000	\$0.10	Directors', Advisory Committee & Employees, Expiry April 27, 2023
October 10, 2018	500,000	\$0.10	Advisory Committee, Expiry October 10, 2023
			<b>Warrants</b>
Dec 14, 2018	433,318	\$0.12	Share Purchase Warrants, Expiry December 14, 2021
Jan 31, 2019	980,000	\$0.12	Share Purchase Warrants, Expiry January 31, 2021
<b>Red Moon as follows:</b>			<b>Stock Options</b>
March 16, 2016	1,400,000	\$0.10	Directors' Options, Expiry March 16, 2021
April 27, 2018	2,400,000	\$0.10	Directors' Options, Expiry April 27, 2023
May 6, 2019	100,000	\$0.10	Directors' Options, Expiry May 6, 2024
			<b>Warrants</b>
April 9, 2019	1,275,000	\$0.25	Share Purchase Warrants, Expiry April 9, 2021
Dec 1, 2015	2,525,000	\$0.10	Share Purchase Warrants, Expiry November 6, 2020

#### ADDITIONAL INFORMATION

All corporate disclosure documents are filed on [www.sedar.com](http://www.sedar.com). Additional information regarding the Company's projects and activities are available at [www.vulcanminerals.ca](http://www.vulcanminerals.ca).



**Interim Condensed Consolidated Financial Statements**  
For the Three & Six Months Ended June 30, 2019 and 2018  
(Unaudited)

**VULCAN MINERALS INC.**  
June 30, 2019 and 2018

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## **Notice of No Auditor Review of Interim Financial Statements**

Under National Instrument 51-102, “Continuous Disclosure Obligations”, part 4 subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor. The Corporation’s external auditors have not performed a review of these financial statements.

**VULCAN MINERALS INC.**  
**Condensed Consolidated Balance Sheets**  
**(Unaudited)**

<b>As at</b>	<b>June 30</b>	<b>December 31</b>
(in Canadian dollars)	<b>2019</b>	<b>2018</b>
	\$	\$
<b>Assets</b>		
Current assets		
Cash	147,840	34,678
Accounts receivable	100,249	7,956
Prepaid expenses	4,230	12,692
Inventory	30,000	30,000
	<b>282,319</b>	<b>85,326</b>
Due from related company (Note 4)	42,000	94,490
Investments (Note 4)	(5,931)	19,923
Exploration and evaluation assets (Note 5)	1,887,866	1,905,468
Capital assets	24,985	29,428
	<b>2,231,239</b>	<b>2,134,635</b>
<b>Liabilities</b>		
Current liabilities		
Accounts payable and accrued liabilities	50,912	91,627
Deferred option payments	-	10,000
Flow through premium liability (Note 6d)	8,666	8,666
Subscriptions received in advance	-	10,000
	<b>59,578</b>	<b>120,293</b>
Asset retirement obligation	58,400	35,777
	<b>117,978</b>	<b>156,070</b>
<b>Equity</b> (Note 6)		
Shareholders' equity	1,516,944	1,369,026
Non-controlling interest	596,317	609,539
	<b>2,113,261</b>	<b>1,978,565</b>
<b>Total Liabilities and Equity</b>	<b>2,231,239</b>	<b>2,134,635</b>

Nature of operations and going concern (Note 1)

Contingencies (Note 10)

Approved on Behalf of the Board of Directors

Patrick J. Laracy \_\_\_\_\_ **Director**

William Koenig \_\_\_\_\_ **Director**

See accompanying notes to the consolidated financial statements

**VULCAN MINERALS INC.**  
**Condensed Consolidated Statements of Loss**  
**(Unaudited)**

(in Canadian dollars)	Three Months Ended June 30,		Six Months Ended June 30,	
	2019	2018	2019	2018
	\$		\$	
<b>Income (Expenses)</b>				
Loss from equity accounted investments	(7,500)	-	(25,253)	-
Interest income	-	286	-	587
Impairment of exploration and evaluation assets	-	(365,584)	-	(416,868)
General and administrative (Note 8)	(75,091)	(160,699)	(186,286)	(333,567)
Share-based compensation (Note 7)	(27,991)	(163,083)	(53,358)	(164,024)
Depreciation	(2,221)	(2,723)	(4,443)	(5,447)
<b>Net loss</b>	<b>(112,803)</b>	<b>(691,804)</b>	<b>(269,340)</b>	<b>(919,319)</b>
Net loss attributable to:				
Common shareholders	(102,478)	(656,321)	(246,150)	(877,889)
Non-controlling interest	(10,325)	(35,483)	(23,190)	(41,430)
	<b>(112,803)</b>	<b>(691,804)</b>	<b>(269,340)</b>	<b>(919,319)</b>
Net loss per share - basic and diluted	(0.002)	(0.011)	(0.004)	(0.015)
Weighted-average number of common shares outstanding - basic and diluted	61,352,765	58,526,129	61,352,765	58,526,129

**Consolidated Statements of Comprehensive Loss**  
**Periods Ended June 30, 2019**

(in Canadian dollars)	Three Months Ended June 30,		Six Months Ended June 30,	
	2019	2018	2019	2018
	\$		\$	
<b>Net loss</b>	<b>(112,803)</b>	<b>(691,804)</b>	<b>(269,340)</b>	<b>(919,319)</b>
Other comprehensive loss:				
Items that may subsequently be reclassified to profit or loss				
Change in unrealized (loss) on available-for-sale financial assets	-	-	-	-
Change in fair value on investments classified as FVOCI	590	(1,035)	(591)	18,371
Unrealized gain/loss on available for sale financial assets reallocated to statement of loss	-	-	-	-
	<b>590</b>	<b>(1,035)</b>	<b>(591)</b>	<b>18,371</b>
<b>Comprehensive loss</b>	<b>(112,213)</b>	<b>(692,839)</b>	<b>(269,931)</b>	<b>(900,948)</b>
Comprehensive loss attributable to:				
Common shareholders	(101,888)	(657,356)	(246,741)	(859,518)
Non-controlling interest	(10,325)	(35,483)	(23,190)	(41,430)
	<b>(112,213)</b>	<b>(692,839)</b>	<b>(269,931)</b>	<b>(900,948)</b>

See accompanying notes to the consolidated financial statements

# VULCAN MINERALS INC.

## Condensed Consolidated Statements of Changes in Equity (Unaudited)

(in Canadian dollars)

	Share Capital	Share Capital and Warrants to be Issued	Contributed Surplus	Accumulated Other Comprehensive Income (Loss)	Deficit	Total Shareholders' Equity	Non-Controlling Interest	Total Equity
	\$		\$	\$	\$	\$	\$	\$
	<i>Notes 6 (a) and (b)</i>		<i>Notes 6 (c)</i>					
<b>Balance, December 31, 2017</b>	<b>19,101,419</b>	-	<b>2,693,847</b>	<b>16,298</b>	<b>(19,029,079)</b>	<b>2,782,485</b>	<b>632,204</b>	<b>3,414,689</b>
Net loss and comprehensive loss								
January 1, 2018 - June 30, 2018	-	-	-	18,371	(877,889)	(859,518)	(41,430)	(900,948)
Share-based compensation in parent	-	-	18,017	-	-	18,017	-	18,017
Share-based compensation in subsidiary	-	-	-	-	55,408	55,408	28074	83,482
<b>Balance, June 30, 2018</b>	<b>19,101,419</b>	-	<b>2,711,864</b>	<b>34,669</b>	<b>(19,851,560)</b>	<b>1,996,392</b>	<b>618,848</b>	<b>2,615,240</b>
Net loss and comprehensive loss								
July 1, 2018 - December 31, 2018	-	-	-	(2,508)	(775,613)	(778,121)	(24,548)	(802,669)
Issuance of shares and warrants pursuant to private placements	-	43,332	-	-	-	43,332	-	43,332
Share issuance costs	-	(1,125)	-	-	-	(1,125)	-	(1,125)
Share-based compensation in parent	-	-	89,348	-	-	89,348	-	89,348
Gain/loss on Red Moon Shares	-	-	-	-	322	322	5,673	5,995
Share-based compensation in subsidiary	-	-	-	-	18,878	18,878	9,566	28,444
<b>Balance, December 31, 2018</b>	<b>19,101,419</b>	<b>42,207</b>	<b>2,801,212</b>	<b>32,161</b>	<b>(20,607,973)</b>	<b>1,369,026</b>	<b>609,539</b>	<b>1,978,565</b>
Net loss and comprehensive loss								
January 1, 2019 - June 30, 2019	-	-	-	(591)	(246,150)	(246,741)	(23,190)	(269,931)
Issuance of shares and warrants pursuant to private placements	396,332	(43,332)	-	-	-	353,000	-	353,000
Share issuance costs	(4,197)	1,125	-	-	-	(3,072)	-	(3,072)
Share-based compensation in parent	-	-	27,739	-	-	27,739	-	27,739
Equity transactions of subsidiary	-	-	-	-	-	-	-	-
Share-based compensation in subsidiary	-	-	-	-	16,992	16,992	9,968	26,960
<b>Balance, June 30, 2019</b>	<b>19,493,554</b>	<b>42,207</b>	<b>2,828,951</b>	<b>31,570</b>	<b>(20,837,131)</b>	<b>1,516,944</b>	<b>596,317</b>	<b>2,113,261</b>

See accompanying notes to the consolidated financial statements

**VULCAN MINERALS INC.**  
**Condensed Consolidated Statements of Cash Flows**  
**Six Months Ended June 30**  
**(Unaudited)**

(in Canadian dollars)	2019	2018
	\$	\$
<b>Operating Activities</b>		
Net loss	(269,340)	(919,320)
Adjustment for non cash items :		
Impairment of exploration and evaluation assets	-	416,868
Loss from equity accounted investments	25,253	-
Share-based compensation	53,358	164,024
Depreciation	4,443	5,447
	<b>(186,286)</b>	<b>(332,981)</b>
Changes in non-cash working capital		
Accounts receivable	(92,293)	(4,057)
Prepaid expenses	8,462	9,550
Accounts payable and accrued liabilities	(40,715)	(54,681)
	<b>(310,832)</b>	<b>(382,169)</b>
<b>Financing Activities</b>		
Share issuance costs	(3,072)	-
Private placement of shares and warrents	353,000	-
Deferred option payments	-	-
Subscriptions received in advance	(10,000)	-
	<b>339,928</b>	<b>-</b>
<b>Investing Activities</b>		
Exploration and evaluation assets	41,576	(85,019)
Deposits refunded	-	296,000
Due from related party	52,490	-
Option payments	(10,000)	10,000
Proceeds on disposal of investments	-	43,327
Change in accounts payable -exploration and evaluation assets	-	(910)
Change in accounts receivable- exploration and evaluation assets	-	-
Government grant	-	18,000
Acquisition of capital assets	-	(3,491)
	<b>84,066</b>	<b>277,907</b>
Net change in cash for the period	<b>113,162</b>	<b>(104,262)</b>
Cash, beginning of period	<b>34,678</b>	<b>355,726</b>
<b>Cash, end of period</b>	<b>147,840</b>	<b>251,464</b>

See accompanying notes to the consolidated financial statements

**VULCAN MINERALS INC.**  
**Notes to the Condensed Consolidated Financial Statements**  
**(Unaudited)**  
**June 30, 2019 and 2018**

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**1. NATURE OF OPERATIONS AND GOING CONCERN**

Vulcan Minerals Inc. is engaged in the evaluation, acquisition and exploration of mineral in Newfoundland and Labrador. The Company plans to ultimately develop the properties as joint ventures, bring them into production, option or lease properties to third parties, or sell the properties outright. The Company is considered to be in the exploration stage on most of its projects except through its subsidiary Red Moon Resources Inc. which is in the pre-production phase for gypsum.

The Company is a publicly traded company, incorporated under the laws of the Province of Alberta, Canada. Its registered address is 333 Duckworth Street, St. John's, NL A1C 1G9.

These financial statements have been prepared using accounting principles applicable to a going concern, which contemplate the realization of assets and settlement of liabilities in the normal course of business as they come due. The Company reflected a loss of \$269,340 for the six months ended June 30, 2019 (2018-\$919,319) and had an accumulated deficit of \$20,837,131. The Company had a positive working capital of \$231,407 at June 30, 2019 (December 31, 2018-Negative \$34,967).

The Company has entered the pre-production stage with respect to its Ace Gypsum mining project and had proceeds from pre-production income of \$85,242 six months ending June 30, 2019 and total to date \$133,490. While this has provided the Company with a source of cash inflows, the Company must secure sufficient funding to further develop this project and to meet its on-going working capital requirements, as well as to identify, acquire and maintain exploration licenses. Such material uncertainties cast significant doubt as to the ability of the Company to meet its obligations as they come due, and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. Management is evaluating alternatives to secure additional financing so that the Company can continue to operate as a going concern. Nevertheless, there is no assurance that these initiatives will be successful or sufficient.

The Company's ability to continue as a going concern is dependent upon its ability to fund working capital and future acquisition costs and exploration requirements and eventually to generate positive cash flows, either from operations or proceeds from disposition of exploration assets. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

**2. BASIS OF PRESENTATION**

These unaudited interim condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The accounting policies used in preparing these unaudited interim condensed consolidated financial statements are consistent with those used in the preparation of the Company's annual financial statements, except for the adoption of IFRS 16 "Leases" ("IFRS16") in this interim period. These unaudited interim condensed consolidated financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2018.

**VULCAN MINERALS INC.**  
**Notes to the Condensed Consolidated Financial Statements**  
**(Unaudited)**  
**June 30, 2019 and 2018**

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These condensed consolidated interim financial statements have been prepared on an historical cost basis, except for certain investments which are measured at fair value.

These condensed consolidated interim financial statements were approved and authorized for issuance by the Board of Directors on August 21, 2019.

**3. NEW AND AMENDED ACCOUNTING STANDARDS**

**New and amended standards adopted by the Company**

The unaudited condensed interim consolidated financial statements were prepared using the same accounting policies and methods as those used in the Company's consolidated financial statements for the year ended December 31, 2018, except for the adoption of IFRS 16, "*Leases*" ("IFRS 16") and IFRIC 23, "*Uncertainty over income tax treatments*" ("IFRIC 23") that were effective and adopted as of January 1, 2019.

IFRS 16, "*Leases*" ("IFRS 16") is effective for annual periods beginning on or after January 1, 2019. IFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. It supersedes IAS 17, "*Leases*" ("IAS 17"). Qualifying leases are recorded on the balance sheet as an asset under property and equipment and have a corresponding liability with both current and long-term portions. The Company assessed this new standard and has determined that there was no impact to the interim condensed consolidated financial statements from this adoption on January 1, 2019 as all lease arrangements are considered short-term and are therefore exempt from the standard.

IFRIC 23, "*Uncertainty over income tax treatments*" ("IFRIC 23") is effective for annual periods on or after January 1, 2019 and clarifies how the recognition and measurement requirements of IAS 12, "*Income taxes*" ("IAS 12"), are applied where there is uncertainty over income tax treatments. There was no impact to the Company's financial statements as a result of adopting this new standard.

**4. INVESTMENTS**

Investments	30-Jun-19	31-Dec-18
	\$ (5,931)	\$ 19,923

Investments, classified as fair value through other comprehensive income, consist of shares in a public company with a cost of \$91,522 and a fair value of \$1,772 (December 31, 2018- \$2,632). The Company has shares in an equity accounted investment with a value of -\$7,503 (December 31, 2018- \$17,561).

**VULCAN MINERALS INC.**  
**Notes to the Condensed Consolidated Financial Statements**  
**(Unaudited)**  
**June 30, 2019 and 2018**

The Company also non-interest bearing loan to the equity accounted investment in the amount \$42,000 (December 31, 2018-\$104,990).

**5. EXPLORATION AND EVALUATION ASSETS**

The Company has 36 mineral licences (December 31, 2018 - 33) which consist of 766 claims (December 31, 2018 – 800), which are active and in good standing with the Department of Natural Resources in the Province of Newfoundland and Labrador. These licences are in the exploration and evaluation stage. A summary of the exploration and evaluation assets is as follows:

	June 30, 2019			December 31, 2018					
	Balance, Beginning of Year	Additions	Incidental Revenue	Balance, End of Year	Balance, Beginning of Year	Additions	Impairment	Incidental Revenue	Balance, End of Year
	\$	\$		\$	\$	\$	\$		\$
<b>Mineral properties</b>									
Property acquisition costs	79,743	6,840	-	86,583	131,995	20,248	(72,500)	-	79,743
Exploration costs	1,825,725	60,800	(85,242)	1,801,283	1,744,230	203,715	(73,972)	(48,248)	1,825,725
Geological and geophysical data	-	-	-	-	705,328	-	(705,328)	-	-
	<b>1,905,468</b>	<b>67,640</b>	<b>(85,242)</b>	<b>1,887,866</b>	<b>2,581,553</b>	<b>223,963</b>	<b>(851,800)</b>	<b>(48,248)</b>	<b>1,905,468</b>

Current year additions to mineral exploration costs for the six months ending June 30, 2019 include share based compensation of \$1,342 (June 30, 2018 - \$985).

No impairment to mineral exploration assets was incurred in the six months ended June 30, 2019. In 2018, the Company recorded impairment to the geological and geophysical data in the amount of \$705,328 and \$146,472 of write-downs to property acquisition and exploration costs for licenses that expired for a total impairment of \$851,800.

In the six months ending June 30, 2019, the Company recorded \$85,242 (December 31, 2018-\$48,248) in incidental revenue from sales of gypsum from the Ace Gypsum mine. Total incidental revenue from Ace Gypsum mine is \$133,490.

**VULCAN MINERALS INC.**  
**Notes to the Condensed Consolidated Financial Statements**  
**(Unaudited)**  
**June 30, 2019 and 2018**

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**6. SHARE CAPITAL**

*a) Authorized*

Unlimited number of voting common shares  
 Unlimited number of preferred shares, issuable in series

*b) Issued and outstanding*

	Share Capital	Share Capital
	\$	\$
Balance, beginning of year	19,101,419	19,101,419
Shares issued pursuant to private placements (Note 6 (d & e ))	312,221	-
Allocated to warrants (Note 6 (f & g ))	75,445	-
Allocated to flow through liability	8,666	-
Share issuance cost	(4,197)	-
<b>Balance, end of year</b>	<b>19,493,554</b>	<b>19,101,419</b>

At June 30, 2019 Vulcan Minerals Inc. share balance is 61,352,765 (58, 526,129- December 31, 2018).

*(c) Contributed surplus*

A summary of contributed surplus is as follows:

	June 30, 2019	December 31, 2018
	\$	\$
Balance, beginning of year	2,801,212	2,693,847
Share-based compensation (Note 7)	27,739	107,365
<b>Balance, end of year</b>	<b>2,828,951</b>	<b>2,801,212</b>

*d) Shares issued – Vulcan Minerals*

Pursuant to a private placement dated December 14, 2018, the Company closed 866,636 flow through units at \$0.06 per unit for total cash consideration of \$51,998. Each flow-through unit consisted of one flow-through common share and one-half of a common share purchase warrant. Each whole warrant entitles the holder to purchase one common share of the Company at a price of \$0.12 per share until December 14, 2020.

# VULCAN MINERALS INC.

## Notes to the Condensed Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

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The Company completed the second tranche of the private placement announced on December 14, 2018 on January 31, 2019. The second tranche included 1,960,000 units at \$0.05 per unit for total cash consideration of \$98,000. Each unit consist of one common share and one-half of a common share purchase warrant. Each whole warrant entitles the holder to purchase one common share of the Company at a price per share of \$0.12 until January 31, 2021.

An amount of \$121,039 was allocated to the shares issued, \$11,627 to the fair value of the warrants and \$8,666 to the flow-through premium liability representing the obligation to deliver the tax deduction to the subscriber. There were share issuance costs of \$2,222 as a result of this private placement. Total units for private placement was 2,826,636 units with proceeds of \$149,998.

e) *Shares issued – Red Moon Resources Inc.*

The Company completed a private placement dated April 9, 2019 for 2,550,000 units at a price of \$0.10 per unit, total proceeds \$255,000. Each unit consist of one common share and one-half of a common share purchase warrant. Each whole warrant entitles the holder to purchase one common share of the Company at a price of \$0.25 per unit until April 9, 2021. An amount of \$191,182 was allocated to the shares issued while \$63,818 was allocated to the warrants. There were share issuance costs of \$1,975 as a result of this private placement.

f) *Warrants- Vulcan Minerals Inc.*

As part of the private placement noted above (Note 6 (d)) the Company issued 980,000 warrants at a weighted-average exercise price of \$0.12. In 2018 the Company issued 433,318 warrants at a weighted-average exercise price of \$0.12. An amount of \$5,594 was recorded as the fair value of warrants in the current year (December 31, 2018 -\$6,033).

g) *Warrants- Red Moon Resources Inc.*

As part of the private placement noted above (Note 6 (e)) Red Moon Resources Inc. issued 1,275,000 warrants with a value assigned of \$63,818.

## 7. SHARE-BASED COMPENSATION

a) *Vulcan Minerals Inc. stock options*

The Company has a stock option plan under which directors, officers, management, consultants and employees of the Company and its subsidiary are eligible to receive stock options. The aggregate number of shares to be issued upon exercise of all options granted under the plan shall not exceed 10% of the issued shares of the Company at the time of granting the options. The maximum number of common shares optioned to any one optionee shall not exceed 5% of outstanding common shares of the Company.

# VULCAN MINERALS INC.

## Notes to the Condensed Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

Options granted under the plan generally have a term of five years but may not exceed five years and vest at terms to be determined by the directors at the time of grant. The exercise price of each option is determined by the directors at the time of grant but shall not be less than the price permitted by the policy or policies of the stock exchange(s) on which the Company's common shares are then listed.

A summary of the status of the Company's stock option plan is as follows:

	June 30, 2019		December 31, 2018	
	Number of Options	Weighted-Average Exercise Price	Number of Options	Weighted-Average Exercise Price
		\$		\$
Outstanding, beginning of period	5,600,000	0.10	4,050,000	0.10
Granted	-	0.10	3,250,000	0.10
Expired	-	0.10	(1,700,000)	0.10
Forfeited	(100,000)	0.10	-	0.10
Outstanding, end of period	5,500,000	0.10	5,600,000	0.10
Exercisable, end of period	3,750,000	0.10	3,825,000	0.10

The weighted average remaining contractual life of outstanding options is 3.02 years (December 31, 2018 – 3.52 years). The weighted average remaining contractual life of exercisable options is 2.59 years (December 31, 2018 – 3.10 years).

On February 1, 2018, 1,700,000 stock options issued to Directors expired pursuant to their five-year term. Prior to December 31, 2018 the Company granted 3,250,000 stock options to directors, employees and advisory board members, with each option entitling the holder to purchase one common share at \$0.10 per share for a period of five years.

### b) Fair Value assumptions

No stock options were granted in the six months ended June 30, 2019. The weighted average fair value of stock options granted in the year ended December 31, 2018 was estimated to be \$ 0.05 using the Black- Scholes fair value option pricing model and the following weighted average assumptions:

# VULCAN MINERALS INC.

## Notes to the Condensed Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

	June 30, 2019	December 31, 2018
Expected volatility (%)	-	153
Risk free interest rate (%)	-	2.27
Weighted-average expected life (years)	-	5.0
Dividend yield (%)	-	0

### c) Red Moon Resources Inc. stock options

Red Moon Resources Inc. (Red Moon) has a stock option plan under which directors, officers, management, consultants and employees of Red Moon are eligible to receive stock options. The aggregate number of shares to be issued upon exercise of all options granted under the plan shall not exceed 10% of the issued shares of Red Moon at the time of granting the options. The number of shares which may be reserved for issuance in any 12 month period to any one individual may not exceed 5% of the issued shares or 2% if the optionee is a consultant, and the number of shares which may be reserved for issuance in any 12 month period to all optionees engaged in investor relations activities may not exceed 2% in the aggregate of the issued shares on a yearly basis. Options may be exercisable over periods of up to ten years, as determined by the Board of Directors of Red Moon and are required to have an exercise price no less than the closing market price of Red Moon's shares prevailing on the day that the option is granted less a discount of up to 25%, with the amount of the discount varying with market price in accordance with the policies of the TSXV.

A summary of the status of the Red Moon Resources Inc. stock option plans is as follows:

	June 30, 2019		December 31, 2018	
	Number of Options	Weighted- Average Exercise Price	Number of Options	Weighted- Average Exercise Price
Outstanding, beginning of period	3,800,000	0.10	3,150,000	0.10
Granted	100,000	0.10	2,400,000	0.10
Expired	-	-	(1,750,000)	0.10
Outstanding, end of period	3,900,000	0.10	3,800,000	0.10
Outstanding and exercisable, end of period	2,650,000	0.10	2,600,000	0.10

**VULCAN MINERALS INC.**  
**Notes to the Condensed Consolidated Financial Statements**  
**(Unaudited)**  
**June 30, 2019 and 2018**

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The weighted average remaining contractual life of outstanding options is 3.04 years (December 31, 2018 – 3.54 years). The weighted average remaining contractual life of exercisable options is 2.69 years (December 31, 2018 – 3.18 years).

During the year, the Company granted 100,000 (2018-2,400,000) stock options to directors, employees and advisory board members, with each option entitling the holder to purchase one common share at \$0.10 per share for a period of five years. 50,000 (2018- 1,200,000) options vested on the date of the grant and the remaining 50,000 (2018-1,200,000) options vest December 31, 2019. On February 1, 2018, 1,750,000 stock options were issued to Directors expired pursuant to their five-year term

d) *Fair value assumptions- Red Moon Resources Inc.*

The weighted average fair value of stock options was estimated on the date of the grant to be \$0.056 (2018-\$0.066) using the Black-Scholes fair value option pricing model and the following weighted average assumptions:

	<b>June 30, 2019</b>	December 31, 2018
Expected volatility (%)	176.00	181.00
Risk free interest rate (%)	1.59	2.10
Weighted-average expected life (years)	5.00	5.00
Dividend yield (%)	-	-

e) *Consolidated share-based compensation expense*

On a consolidated basis, the Company recognized share-based compensation costs in the amount of \$54,699 in the six months ended June 30, 2019 (June 30,2018-\$165,024). Share-based compensation in the amount of \$53,358 was expensed for the six months ended June 30, 2019 (June 30, 2018 -\$164,024) and \$1341 ( June 30, 2018- \$985) was capitalized to mineral exploration and evaluation assets.

**VULCAN MINERALS INC.**  
**Notes to the Condensed Consolidated Financial Statements**  
**(Unaudited)**  
**June 30, 2019 and 2018**

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**8. GENERAL AND ADMINISTRATIVE EXPENSES**

	<b>Three months ended June 30, 2019</b>	Three months ended June 30, 2018	<b>Six months ended June 30, 2019</b>	Six months Ended June 30, 2018
	\$	\$	\$	\$
Management, salaries, contract fees and benefits	<b>37,581</b>	101,695	<b>88,676</b>	194,597
Office and administrative	<b>23,988</b>	32,207	<b>51,362</b>	64,449
Directors' fees	-	10,000	-	20,000
Transfer agent and professional fees	<b>6,520</b>	6,386	<b>25,799</b>	26,269
Conferences, travel and accommodation	<b>7,002</b>	10,410	<b>20,449</b>	28,253
	<b>75,091</b>	160,699	<b>186,286</b>	333,567
Expenses attributable to subsidiary, Red Moon Resources Inc.	<b>13,440</b>	21,947	<b>39,874</b>	39,318
Expenses attributable to parent, Vulcan Minerals Inc.	<b>61,651</b>	138,752	<b>146,412</b>	294,249
<b>Total</b>	<b>75,091</b>	160,699	<b>186,286</b>	333,567

**9. RELATED PARTY TRANSACTIONS**

Compensation for key management personnel, which includes the President and Chief Executive Officer, Chief Financial Officer and Directors, is as follows:

# VULCAN MINERALS INC.

## Notes to the Condensed Consolidated Financial Statements

(Unaudited)

June 30, 2019 and 2018

	<b>Three months ended June 30, 2019</b>	Three months ended June 30, 2018	<b>Six months ended June 30, 2019</b>	Six months ended June 30, 2018
	\$	\$	\$	\$
Management fees, salaries and benefits for key management personnel				
General and administrative expense	<b>32,307</b>	<b>78,203</b>	<b>52,948</b>	156,240
Capitalized as mineral exploration and evaluation assets	<b>2,836</b>	<b>1,041</b>	<b>4,922</b>	2,248
Share-based compensation for key management personnel				
General and administrative	<b>8,808</b>	<b>154,235</b>	<b>17,668</b>	154,771
Capitalized as mineral exploration and evaluation assets	<b>202</b>	<b>390</b>	<b>351</b>	1,049
Directors' fees	-	<b>10,000</b>	-	20,000
	<b>44,153</b>	<b>243,869</b>	<b>75,889</b>	334,308

	<b>Three months ended June 30, 2019</b>	Three months ended June 30, 2018	<b>Six months ended June 30, 2019</b>	Six months ended June 30, 2018
	\$	\$	\$	\$
Rent paid to a corporation which is controlled by the President of the Company	<b>9,000</b>	<b>9,000</b>	<b>18,000</b>	<b>18,000</b>

### 10. CONTINGENCIES

- a) In 2011, the Company was served with a statement of claim by Geophysical Service Incorporated (GSI) wherein it is claimed that the Company, as a co-defendant with Investcan Energy Corporation, has committed a copyright infringement. The claim relates to an allegation that accessing offshore Labrador seismic data, which is released to the public by the Canada Newfoundland and Labrador Offshore Petroleum Board (CNLOPB) after the relevant statutory privilege-confidentiality period, is a breach of copyright. The Company has fully defended its interests including participating in an Alberta “common issues” trial with multiple defendants from other cases and jurisdictions which raised the same legal issues with GSI. The common legal issues pertained to whether certain GSI seismic data is subject to copyright law and if so whether the regulatory regime which prescribes for the release of that data by the regulatory bodies, including the CNLOPB, is valid and not an unlawful

# **VULCAN MINERALS INC.**

## **Notes to the Condensed Consolidated Financial Statements**

**(Unaudited)**

**June 30, 2019 and 2018**

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infringement on any copyright protection. The Alberta Court of Queen's Bench and the Alberta Court of Appeal have both upheld the validity of the regulatory regime as a full answer to any allegation of unlawful disclosure and copyright infringement by the multiple defendants. Therefore the CNLOPB was within its rights to release the seismic data pursuant to its regulatory regime and the Company was within its rights to access the data. GSI had sought permission to appeal the decision of the Alberta Court of Appeal to the Supreme Court of Canada (SCC), however this permission was not granted by the SCC. Thus the common issues have been fully answered and no further appeals are available. A notice of discontinuance of this action by GSI was filed on July 19, 2019 in the Supreme Court of Newfoundland and Labrador.

- b) The Company has been added as a co-defendant in an ongoing legal action Geophysical Service Incorporated (GSI) has with NWest Energy Corp. (now Ceylon Graphite Corp. by way of name change) regarding an alleged breach of an agreement between those parties. GSI has submitted a Statement of Claim and the Company has filed a Statement of Defence. Procedurally the action has moved slowly through the Alberta courts as multiple GSI actions in Alberta involving other parties were awaiting the resolution of the "common issues" trial noted (a) above. The Company believes the claims against it are without basis or merit and no amounts have been recorded in the Company's accounts related to this claim. The Company is fully defending its interest.

# **CORPORATE INFORMATION**

## **OFFICERS AND MANAGEMENT**

Patrick J. Laracy  
President and Chairman

Jennifer Button  
Chief Financial Officer and Corporate  
Secretary

## **BOARD OF DIRECTORS**

Patrick J. Laracy

Rex Gibbons

Philip E. Collins

William Koenig

## **EXCHANGE LISTING**

TSX Venture – “VUL”

## **LEGAL COUNSEL**

Morris McManus, Calgary, AB  
Cox & Palmer, St. John’s, NL

## **REGISTRAR AND TRANSFER AGENT**

Computershare Trust Company of Canada

## **AUDITORS**

PricewaterhouseCoopers LLP

## **BANKERS**

Scotiabank

## **ADDITIONAL INFORMATION**

Please contact, Patrick J. Laracy

Tel: (709) 754-3186

e-mail: [info@vulcanminerals.ca](mailto:info@vulcanminerals.ca)

## **HEAD OFFICE**

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