

Colonial Coal International Corp.
(An Exploration Stage Company)

Consolidated Financial Statements
Year Ended July 31, 2019 and 2018

(Expressed in Canadian dollars)



Independent auditor's report

To the Shareholders of Colonial Coal International Corp.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Colonial Coal International Corp. and its subsidiaries (together, the Company) as at July 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS).

What we have audited

The Company's consolidated financial statements comprise:

- the consolidated statements of financial position as at July 31, 2019 and 2018;
- the consolidated statements of loss and comprehensive loss for the years then ended;
- the consolidated statements of changes in equity for the years then ended;
- the consolidated statements of cash flows for the years then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

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

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

PricewaterhouseCoopers LLP
PricewaterhouseCoopers Place, 250 Howe Street, Suite 1400, Vancouver, British Columbia, Canada V6C 3S7
T: +1 604 806 7000, F: +1 604 806 7806

"PwC" refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.



Other information

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.



As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



The engagement partner on the audit resulting in this independent auditor's report is Leonard Wadsworth.

(signed) PricewaterhouseCoopers LLP

Chartered Professional Accountants

Vancouver, British Columbia
November 7, 2019

Colonial Coal International Corp.
Consolidated Statements of Financial Position
As at July 31, 2019 and 2018
(Expressed in Canadian Dollars)

	Note	2019 \$	2018 \$
Assets			
Current assets			
Cash and cash equivalents		2,579,891	3,428,019
Short term investments		88,038	88,038
Receivables and prepaids	4	57,030	81,719
		2,724,959	3,597,776
Coal properties and deferred exploration	5	13,348,423	12,736,864
Reclamation deposits		203,200	222,300
Equipment		5,508	8,725
Deferred acquisition costs	6	1	1
		13,557,132	12,967,890
		16,282,091	16,565,666
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities		97,049	144,433
Due to related parties	9	26,360	29,828
		123,409	174,261
Equity Attributable to Shareholders			
Share capital	7	33,978,613	32,401,526
Contributed surplus		9,591,753	9,971,106
Deficit		(27,411,684)	(25,981,227)
		16,158,682	16,391,405
		16,282,091	16,565,666

Commitments (Notes 5 and 10)
Subsequent events (Note 15)

Approved by the Board of Directors

(signed) "Ian Downie"

(signed) "David Austin"

The accompanying notes are an integral part of these consolidated financial statements

Colonial Coal International Corp.

Consolidated Statements of Loss and Comprehensive Loss

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

	Note	2019 \$	2018 \$
Expenses			
Amortization		3,217	3,023
Business investigation		718	5,764
Consulting	9	190,280	163,942
Director's fees	9	24,000	23,000
Filing and listing fees		27,382	22,870
Foreign exchange loss		3,526	6,034
Management fees	9	548,000	532,000
Office and administration		236,075	232,099
Professional fees	9	224,529	237,735
Shareholder communications		116,777	71,238
Share-based payments	7(b)	-	1,858,084
Travel and promotion		128,544	137,171
Workers compensation fees		8,465	12,087
		(1,511,513)	(3,305,047)
Other income (expense)			
Interest and other income		81,056	67,829
Relinquishment of coal license applications	5(c)	-	24,150
Write-down of mineral property	5(c)	-	1,188
		81,056	93,167
Net loss and comprehensive loss for the year		(1,430,457)	(3,211,880)
Basic and diluted loss per common share		(0.01)	(0.02)
Weighted average number of shares outstanding			
- Basic and diluted		151,157,864	148,963,225

The accompanying notes are an integral part of these consolidated financial statements

Colonial Coal International Corp.

Consolidated Statements of Changes in Equity

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

	Issued Share Capital		Contributed Surplus \$	Deficit \$	Total \$
	Number of Shares #	Amount \$			
Balance, July 31, 2017	148,761,057	32,070,801	8,202,631	(22,769,347)	17,504,085
Shares issued pursuant to exercise of warrants	997,318	241,116	-	-	241,116
Transfer value on exercise of warrants	-	89,609	(89,609)	-	-
Share-based payments	-	-	1,858,084	-	1,858,084
Comprehensive loss for the year	-	-	-	(3,211,880)	(3,211,880)
Balance, July 31, 2018	149,758,375	32,401,526	9,971,106	(25,981,227)	16,391,405
Shares issued pursuant to exercise of warrants	4,202,374	1,111,984	-	-	1,111,984
Shares issued pursuant to exercise of options	325,000	85,750	-	-	85,750
Transfer value on exercise of warrants	-	332,256	(332,256)	-	-
Transfer value on exercise of options	-	47,097	(47,097)	-	-
Comprehensive loss for the year	-	-	-	(1,430,457)	(1,430,457)
Balance, July 31, 2019	154,285,749	33,978,613	9,591,753	(27,411,684)	16,158,682

The accompanying notes are an integral part of these consolidated financial statements

Colonial Coal International Corp.
Consolidated Statements of Cash Flows
For the years ended July 31, 2019 and 2018
(Expressed in Canadian Dollars)

	2019	2018
	\$	\$
Cash flows (used in) provided by		
Operating activities		
Loss for the year	(1,430,457)	(3,211,880)
Items not affecting cash		
Amortization	3,217	3,023
Share-based payments	-	1,858,084
Interest income	(81,056)	(67,829)
Write-down of mineral property	-	(1,188)
	(1,508,296)	(1,419,790)
Interest received	84,327	71,172
Net change in non-cash working capital items:		
Receivables and prepaids	21,418	35,102
Accounts payable and accrued liabilities	(17,778)	(57,057)
Due to related parties	(3,468)	1,227
	(1,423,797)	(1,369,346)
Investing activities		
Deferred exploration costs	(737,116)	(1,866,783)
B.C. Mining Exploration Tax Credits	95,951	51,739
Reclamation deposit refund	19,100	-
	(622,065)	(1,815,044)
Financing activities		
Exercise of warrants	1,111,984	241,116
Exercise of options	85,750	-
	1,197,734	241,116
Decrease in cash and cash equivalents	(848,128)	(2,943,274)
Cash and cash equivalents, beginning of the year	3,428,019	6,371,293
Cash and cash equivalents, end of the year	2,579,891	3,428,019

Supplemental cash flow information (Note 11)

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

1 Organization and nature of operations

Colonial Coal International Corp. (the “Company”) was incorporated pursuant to the Business Corporations Act of Alberta on August 1, 2007. The Company’s corporate head office is located at Suite 200 – 595 Howe Street, Vancouver, British Columbia, Canada. The Company is listed for trading on the TSX Venture Exchange (the “Exchange”) under the symbol “CAD”.

The Company’s principal activities include the acquisition, exploration and development of coal properties located in Canada. The Company is also pursuing the acquisition of Watson Island, located just outside of Prince Rupert, British Columbia, for the purpose of developing a seaport terminal and supporting industrial park.

2 Summary of significant accounting policies

Statement of compliance

The Company’s consolidated financial statements, including comparatives, have been prepared in accordance with and using accounting policies in compliance with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”).

These financial statements were approved by the board of directors for use on November 7, 2019.

These consolidated financial statements have been prepared using the following accounting policies:

Changes in accounting policies – IFRS 9

The Company adopted all of the requirements of IFRS 9 Financial Instruments (“IFRS 9”) as of August 1, 2018. IFRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement (“IAS 39”). IFRS 9 utilizes a revised model for recognition and measurement of financial instruments and a single, forward-looking “expected loss” impairment model. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward in IFRS 9, so the Company’s accounting policy with respect to financial liabilities is unchanged. As a result of the adoption of IFRS 9, management has changed its accounting policy for financial assets retrospectively, for assets that continued to be recognized at the date of initial application. The change did not impact the carrying value of any financial assets or financial liabilities on the transition date.

The following is the Company’s new accounting policy for financial instruments under IFRS 9:

Financial assets and liabilities

a) Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss (“FVTPL”), at fair value through other comprehensive income (loss) (“FVTOCI”) or at amortized cost. The Company determines the classification of financial assets at initial recognition.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Investments in equity instruments are required to be measured by default at FVTPL (but there is an irrevocable option for each equity instrument to present fair value changes in other comprehensive income). Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

	Original classification IAS 39	New classification IFRS 9
Cash and cash equivalents	Amortized Cost	Amortized Cost
Short-term investments	Amortized Cost	Amortized Cost
Receivables	Amortized Cost	Amortized Cost
Reclamation deposits	Amortized Cost	Amortized Cost
Accounts payable and accrued liabilities	Amortized Cost	Amortized Cost
Due to related parties	Amortized Cost	Amortized Cost

The Company did not restate prior periods as there was no impact at the date of initial application. The adoption of IFRS 9 resulted in no impact to the opening accumulated deficit on August 1, 2018.

b) Measurement

Financial assets at FVTOCI

Elected investments in equity instruments at FVTOCI are initially recognized at fair value. Subsequently they are measured at fair value, with gains and losses recognized in other comprehensive income (loss).

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the consolidated statements of loss and comprehensive loss in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company's own credit risk will be recognized in other comprehensive income (loss).

c) Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost.

At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the consolidated statements of loss and comprehensive loss as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

d) Derecognition

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the consolidated statements of net (loss) income. However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the consolidated statements of loss and comprehensive loss.

Basis of measurement

The consolidated financial statements have been prepared under the historical cost convention.

Principles of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries listed in the following table:

Name	Country of Incorporation	% Equity Interest as at	
		July 31, 2019	July 31, 2018
Colonial Coal Corporation	Canada	100%	100%
0735513 B.C. Ltd.	Canada	100%	100%
Watson Island Development Corporation	Canada	100%	100%
Tuya Energy Inc.	Canada	100%	100%

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

The results of each subsidiary will continue to be included in the consolidated financial statements of the Company until the date the Company's control over the subsidiary ceases. Control is defined as the exposure, or rights, to variable returns from involvement with an investee and the ability to affect those returns through power over the investee. All significant intercompany transactions and balances have been eliminated.

Cash and cash equivalents

Cash and cash equivalents include cash and highly liquid investments held in the form of money market investments and certificates of deposit with investment terms that allow for penalty free redemption after one month.

Equipment

Equipment is carried at cost. Depreciation is computed over estimated useful life, calculated at the following annual rates:

Furniture	20% declining balance
Computer hardware	30% declining balance
Computer software	100% declining balance

Coal properties and deferred exploration

The Company is in the exploration stage and defers all expenditures related to its coal properties until such time as the properties are put into commercial production, impaired, sold or abandoned. Mineral property option proceeds and government incentives, if received, are credited against the deferred costs incurred by the Company on the property or properties being optioned. Under this method, the amounts shown as coal properties and deferred exploration represent costs incurred to date less amounts amortized and/or written off, and do not necessarily represent present or future values.

If the properties are put into commercial production, the expenditures will be depleted using the unit of production basis. If the properties are impaired, sold or abandoned, the expenditures will be charged to operations in the related period.

Exploration costs that are not attributable to a specific property or that are incurred prior to the Company acquiring the legal rights to a property are charged to operations in the related period.

Impairment

At the end of each reporting period the carrying amounts of the Company's non-current non-financial assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset (or cash-generating unit) is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of the fair value less costs of disposal and the value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

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

Restoration, rehabilitation and environmental obligations

An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration or development of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized to the carrying amount of the asset, along with a corresponding liability as soon as the obligation to incur such costs arises. Discount rates using a risk free rate that reflects the time value of money are used to calculate the net present value.

The timing of the actual rehabilitation expenditure is dependent on a number of facts such as the life and nature of the asset, the operating license conditions and, when applicable, the environment in which the mine operates.

The capitalized costs are charged against profit or loss over the economic life of the related asset, through amortization using the unit-of production method. The corresponding liability is progressively increased as the effect of discounting unwinds creating an expense recognized in profit or loss.

Decommissioning costs are also adjusted for changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalized cost, except where a reduction in costs is greater than the unamortized capitalized cost of the related assets, in which case the capitalized cost is reduced to nil and the remaining adjustment is recognized in profit or loss.

The operations of the Company may in the future be affected from time to time in varying degree by changes in environmental regulations, including those for site restoration costs. Both the likelihood of new regulations and their overall effect upon the Company are not predictable.

The Company has no material restoration, rehabilitation or environmental obligation as the disturbance to date is minimal.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

Earnings per share

Basic earnings or loss per share represents the profit or loss for the period, divided by the weighted average number of common shares in issue during the period. Diluted earnings or loss per share represents the profit or loss for the period, divided by the weighted average number of common shares in issue during the period plus the weighted average number of dilutive shares resulting from the exercise of stock options, warrants and other similar instruments where the inclusion of these would not be anti-dilutive. During the years ended July 31, 2019 and 2018, potentially dilutive common shares totalling 37,459,342 (2018 – 40,367,746) were not included in the calculation of basic and diluted loss per share as the effect would have been anti-dilutive.

Use of estimates, assumptions and judgments

The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. Critical estimates and assumptions are made in particular with regard to assessment of impairment of the carrying value of coal properties and the assumptions used in calculating the fair value of warrants and share-based payments.

The Company uses the fair-value method of accounting for share-based payments related to incentive stock options and compensation warrants modified or settled. Under this method, compensation cost attributable to options and awards granted is measured at fair value at the grant date and expensed over the vesting period with a corresponding increase to contributed surplus. In determining the fair value, the Company makes estimates of the expected volatility of the stock as well as an estimated risk-free interest rate and an estimated forfeiture rate. Changes to these estimates could result in the fair value of the share-based payments expense being less than or greater than the amount recorded.

Income tax

Income tax on the earnings or loss for the periods presented comprises current and deferred tax. Income tax is recognized in earnings or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year end, adjusted for amendments to tax payable with regards to previous years.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The Company does not provide for temporary differences relating to differences relating to investments in subsidiaries, associates, and joint ventures to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date applicable to the period of expected realization or settlement.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority.

Share capital

Common shares are classified as equity. Transaction costs directly attributable to the issue of common shares and share purchase warrants are recognized as a deduction from equity.

Share-based payments

The Company has established a share incentive plan (the “Plan”) for the benefit of full-time and part-time employees, officers, directors and consultants of the Company and its affiliates. The Plan is described in Note 7 b).

The fair value of all stock options granted is recorded as a charge to operations or deferred exploration costs and a credit to contributed surplus under the graded attribution method. The fair value is measured and is recognized over the vesting period, adjusted for the estimated forfeiture rate. The Company’s stock options are subject to graded vesting and thus each tranche in the award is considered a separate grant, with a different vesting date and fair value for purposes of recognizing share-based payment expense. Prior to the vesting date, the then-current fair value of stock options granted to consultants is recognized as share-based payment expense from the date of grant to the reporting date and credited to contributed surplus. Any consideration received on the exercise of stock options together with the related portion of contributed surplus is credited to share capital. The fair value of stock options is estimated using the Black-Scholes option pricing model.

3 Accounting standards issued but not yet applied

IFRS 16, Leases

The new standard eliminates the classification of leases as either operating or finance leases for a lessee. Instead all leases are capitalized by recognizing the present value of lease payments and recognizing a right-of-use asset and a financial liability representing an obligation to make future lease payments. The principles in IFRS 16 provide a more consistent approach to acquiring the use of an

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

asset whether by leasing or purchasing an asset. The new leasing standard is applicable to all entities and will supersede current lease accounting standards under IFRS. IFRS 16 is mandatory for annual periods beginning on or after January 1, 2019 and the Company will adopt IFRS 16 effective August 1, 2019. The adoption of this standard is not expected to result in any adjustments to the statement of financial position, the statement of changes in equity of the statement of cash flows.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's consolidated financial statements.

4 Receivables and prepaids

	July 31, 2019	July 31, 2018
	\$	\$
GST recoverable	19,716	20,939
Prepaid expenses and other	37,314	60,780
	57,030	81,719

5 Coal properties and deferred exploration (Schedule 1)

	July 31, 2019	July 31, 2018
	\$	\$
Huguenot property, B.C.	10,835,279	10,536,053
Flatbed property, B.C.	2,513,144	2,200,811
	13,348,423	12,736,864

- a) The Company owns a 100% interest in seventeen coal licenses covering an area of 9,531 hectares and commonly referred to as the Huguenot property located in the Liard Mining Division, northeastern British Columbia. The Huguenot property is subject to a 1.5% production royalty, including 1.2% which is payable to certain directors of the Company.
- b) The Company owns a 100% interest in eight coal licenses covering 9,607 hectares and commonly referred to as the Flatbed property located in the Liard Mining Division, northeastern British Columbia. The Flatbed property is subject to a 1.5% production royalty, 1.35% of which is payable to certain directors of the Company.
- c) The Company owned a 100% interest in four coal licenses covering an area of 998 hectares and commonly referred to as the Tuya River property located in northwestern British Columbia. During the year ended July 31, 2018 the Company relinquished its interest in the Tuya River property coal licenses and was reimbursed \$24,150 of coal license application fees. The Company recorded a write-down of \$1,188.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

6 Deferred acquisition costs

	July 31, 2019	July 31, 2018
	\$	\$
Watson Island	1	1

The Company owns 100% of Watson Island Development Corporation (“WatCo”), a company formed to purchase or acquire Watson Island, located near Prince Rupert, B.C., for the purpose of the development of a deep sea port and industrial project. As consideration for 45% of the Company’s interest in WatCo, the Company has agreed to pay a former shareholder of WatCo 10% of the proceeds of future financings by WatCo to a maximum of \$800,000.

In July 2012, the City of Prince Rupert (“COPR”) accepted an offer from WatCo to purchase Watson Island, subject to a number of conditions. Sale conditions included the development, approval and funding of a remediation plan for the land, which is contaminated as a result of decades of pulp mill operation. It was also a requirement of the purchase that WatCo would not be obligated for any historical environmental liabilities on Watson Island beyond a proposed lump sum financial contribution to an environmental remediation plan. At the time of entering into the offer to purchase, WatCo had been, and was to continue, funding the land expense costs of Watson Island and offered to fund the planning process and to make a significant contribution to the environmental remediation plan. Other conditions included notice requirements of the local governments, resolution of current court actions against the local governments by Sun Wave Forest Products Ltd. (“Sun Wave”), relating to the title to Watson Island, and historic licensing and regulatory issues.

The COPR settled with Sun Wave in August 2013 and WatCo and the COPR subsequently negotiated to settle the terms of a definitive agreement. In the course of negotiations with the COPR, WatCo eventually accepted all of the terms of the definitive agreement proposed by the COPR and the COPR then advised that it would not proceed with the sale of Watson Island to WatCo. WatCo commenced litigation in the British Columbia Supreme Court against the COPR to enforce WatCo’s rights in connection with the acquisition of Watson Island. A Certificate of Pending litigation (“CPL”) was immediately filed to prevent the land from being sold to others while the litigation is outstanding. The COPR subsequently asked the Court to remove the CPL so that it could sell the lands to a third party purchaser. The Court refused to remove the CPL, but required WatCo to post security of \$3.2 million within 21 days to keep the CPL on title. WatCo had insufficient available capital and also the Company considered it ill-advised to post security. Consequently the CPL has now been removed from title. WatCo’s claim against the COPR will now be for damages only unless Watson Island remains unsold at the time of a successful judgment.

Management reviewed the carrying value of deferred acquisition costs as at July 31, 2014 and, in view of uncertainties, wrote down the deferred costs to a nominal amount of \$1. The Company is continuing with its litigation against the COPR to enforce WatCo’s rights in connection with the acquisition. As at July 31, 2019, the Company reassessed the carrying value and determined there were no indicators for reversal of impairment.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

7 Share Capital

a) Authorized

An unlimited number of common shares without par value.

An unlimited number of preferred shares issuable in series without par value.

The holders of the common shares are entitled to one vote per share and are entitled to dividends, when and if declared by the directors of the Company, and to the distribution of the residual assets of the Company in the event of the liquidation, dissolution or winding-up of the Company.

b) Stock options

The Company has established a stock option plan (the “Plan”) for the benefit of full-time and part-time employees, officers, directors and consultants of the Company and its affiliates. The maximum number of shares available under the Plan is limited to 10% of the issued common shares. Options granted under the Plan have a maximum term of ten years and the vesting provisions of options granted are at the discretion of the Board.

The Company’s stock options outstanding as at July 31, 2019 and 2018 and the changes for the years then ended are as follows:

	Number of options	Weighted Average Exercise Price \$	Weighted Average Remaining Contractual Life (years)
Balance, July 31, 2017	5,095,000	0.74	2.76
Granted	7,325,000	0.31	
Forfeited	(850,000)	0.77	
Balance, July 31, 2018	11,570,000	0.47	6.97
Exercised	(325,000)	0.26	
Balance outstanding and exercisable, July 31, 2019	11,245,000	0.47	6.02

During the year ended July 31, 2019, the weighted average stock price on the date of exercise was \$0.49 per share.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

Options to acquire common shares outstanding at July 31, 2019 are as follows:

Expiry Date	Exercise price \$	Remaining Life (years)	Options Outstanding	Unvested	Vested
October 7, 2020	0.77	1.19	3,995,000	-	3,995,000
April 5, 2028	0.31	8.69	7,250,000	-	7,250,000
			11,245,000	-	11,245,000

During the year ended July 31, 2019, the Company recorded share-based payments expense of \$nil (2018 - \$1,858,084). The weighted average fair value of stock options granted during the year ended July 31, 2018 of \$0.251 per option was estimated using the Black-Scholes Option Pricing Model with the following assumptions:

	2018
Average stock price (\$)	0.31
Average exercise price (\$)	0.31
Average risk-free interest rate (%)	1.60
Expected life (years)	5.0
Expected volatility (%)	115
Expected dividends (\$)	Nil

The expected volatility was calculated using the historical stock price of the Company.

c) Warrants

The Company's warrants outstanding as at July 31, 2019 and 2018 and the changes for the years then ended are as follows:

	Number of Warrants	Weighted Average Exercise Price \$
Balance, July 31, 2017	29,601,467	0.28
Issued on exercise of warrants	193,597	0.30
Exercised	(997,318)	0.24
Balance, July 31, 2018	28,797,746	0.28
Issued on exercise of warrants	495,761	0.30
Exercised	(4,202,374)	0.26
Balance, July 31, 2019	25,091,133	0.29

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

Warrants to acquire common shares outstanding at July 31, 2019 are as follows:

Expiry Date	Exercise price \$	Warrants Outstanding
February 3, 2020 ⁽¹⁾	0.30	22,844,715
February 3, 2020 ⁽²⁾⁽³⁾	0.15	2,246,418
		25,091,133

⁽¹⁾ Subsequent to July 31, 2019, 110,000 of these warrants were exercised for proceeds of \$33,000.⁽²⁾ Subsequent to July 31, 2019, 403,850 of these warrants were exercised for proceeds of \$60,578.⁽³⁾ Exercisable into units comprised of one common share of the Company and one-half of a transferable common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one additional common share of the Company at an exercise price of \$0.30 per common share up to February 3, 2020.**8 Income taxes**

A reconciliation of the income tax provision computed at statutory rates to the reported income tax expense for the years ended July 31, 2019 and 2018 is as follows:

	2019 \$	2018 \$
Loss for the year before income taxes	(1,430,457)	(3,211,880)
Statutory tax rate	27%	27%
Income tax recovery expected at statutory rate	(386,000)	(867,000)
Share-based payments - options	-	502,000
Other	(2,000)	(113,000)
Change in unrecognized deferred tax assets	388,000	478,000
Income tax recovery	-	-

The significant components of the Company's deferred tax assets and liabilities as at July 31, 2019 and 2018 is as follows:

	2019 \$	2018 \$
Deferred income tax assets (liabilities)		
Share issue costs	86,000	102,000
Non-capital losses carried forward	6,952,000	6,497,000
Capital losses carried forward	191,000	191,000
Coal properties and deferred exploration	(350,000)	(296,000)
Other	57,000	56,000
Total unrecognized deferred income tax assets	6,936,000	6,550,000

The Company has non-capital losses carried forward available to reduce future taxable income of approximately \$25,742,000. These losses expire as follows:

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

Year	\$
2026	224,000
2027	83,000
2028	381,000
2029	1,131,000
2030	1,654,000
2031	1,900,000
2032	2,357,000
2033	3,180,000
2034	5,918,000
2035	2,787,000
2036	1,295,000
2037	1,500,000
2038	1,684,000
2039	1,648,000
	25,742,000

In addition, the Company has certain tax pools arising from its resource related expenditures that amount to approximately \$12,051,000 (2018 - \$11,652,000) and which are available indefinitely to be deducted against future income.

9 Related party transactions

Related party transactions not disclosed elsewhere in the consolidated financial statements are as follows:

- During the year ended July 31, 2019 the Company incurred \$80,000 (2018 - \$80,000) in consulting fees paid to Shane Austin, the son of David Austin, President and CEO of the Company. The fees paid were for corporate development of the Company.

Related party transactions are comprised of services rendered by directors and/or officers of the Company and companies controlled by them or persons associated with them. Related party transactions are in the ordinary course of business.

Compensation paid or payable to key management, including the Company's Chief Executive Officer, Chief Financial Officer, Chief Operating Officer and directors for services provided during the years ended July 31, 2019 and 2018 was as follows:

	2019	2018
	\$	\$
Director's fees	24,000	23,000
Management fees	548,000	532,000
Professional fees	47,000	47,000
Share-based payments	-	1,311,705
	619,000	1,913,705

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

Amounts due to related parties at July 31, 2019 amounting to \$26,360 (2018 - \$29,828) are non-interest bearing and have no specific terms of repayment.

10 Commitments

- a) The Company is committed under the terms of royalty agreements in respect of its interests in coal properties (Note 5).
- b) The Company is committed under the terms of an office lease agreement that expires on March 31, 2020, for rent and estimated operating costs of approximately \$75,000 annually.

11 Non-cash transactions

Investing and financing activities that do not have a direct impact on cash flows are excluded from the consolidated statements of cash flows. During the year ended July 31, 2019, the following transactions were excluded from the consolidated statement of cash flows:

- Deferred exploration expenditures of \$4,956 included in accounts payable and accrued liabilities at July 31, 2019, less expenditures included in accounts payable and accrued liabilities at July 31, 2018 of \$34,562 (net inclusion of \$29,606).

During the year ended July 31, 2018, the following transactions were excluded from the consolidated statement of cash flows:

- Deferred exploration expenditures of \$34,562 included in accounts payable and accrued liabilities at July 31, 2018, less expenditures included in accounts payable and accrued liabilities at July 31, 2017 of \$93,261 (net inclusion of \$58,699); and,
- Deferred exploration expenditures of \$nil included in receivables and prepaids at July 31, 2018, less (\$50,551) at July 31, 2017 related to B.C. Mining Exploration Tax Credits.

12 Segment information

The Company operates in one segment – the acquisition, exploration and development of coal properties. As at July 31, 2019 and 2018, all the operations and assets were in Canada.

13 Management of capital

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain a flexible capital structure which optimizes the costs of capital as an acceptable risk. In the management of capital, the Company includes the components of shareholders' equity, as well as cash.

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust capital structure, the Company may attempt to issue new shares, issue debt, option its coal properties for cash and/or expenditure commitments from optionees, enter into joint venture arrangements, or dispose of coal properties or other assets.

The only sources of future funds presently available to the Company are the sale of additional equity capital, selling or leasing the Company's interest in a property or entering into joint venture arrangements or other strategic alliances in which the funding sources could become entitled to an interest in the properties or the projects. The Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

The Company is not subject to any capital requirements imposed by a regulator, other than continued listing requirements of the Exchange. In order for the Company to carry out planned exploration and development and pay for administrative costs, the Company will spend its working capital and intends to raise additional amounts externally as needed.

The Company's investment policy is to invest its cash in interest-bearing bank accounts.

During the year ended July 31, 2019, there were no changes to the Company's policies on managing capital.

14 Financial instruments

a) Classification of financial instruments

The Company's financial instruments consist of cash, short term investments, receivables, reclamation deposits, accounts payable and accrued liabilities, and due to related parties.

The Company's cash, short term investments and receivables are measured at amortized cost. Accounts payable and accrued liabilities and due to related parties are measured at amortized cost.

b) Fair value of financial instruments

The Company classifies fair values of financial instruments within a three-level hierarchy that prioritizes the inputs to fair value measurement and reflects the significance of the inputs used in making the fair value measurements. Fair values of assets and liabilities included in Level 1 are determined by reference to quoted prices in active markets for identical assets and liabilities. Assets and liabilities in Level 2 include valuations using inputs other than quoted prices for which all significant outputs are observable, either directly or indirectly. Level 3 valuations are based on

Colonial Coal International Corp.

Notes to the Consolidated Financial Statements

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

inputs that are unobservable and significant to the overall fair value measurement. The Company has no financial instruments measured at fair value.

c) **Currency risk**

As at July 31, 2019, all of the Company's cash and cash equivalents were held in Canadian dollars, the Company's functional currency. The Company has no operations in foreign jurisdictions outside of Canada and as such has no currency risk associated with its operations.

d) **Credit risk**

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its commercial obligations.

The Company's cash is held through a major Canadian chartered bank and accordingly, the Company's exposure to credit risk is considered to be limited. Short term investments consist of a guaranteed investment certificate with a major Canadian chartered bank.

e) **Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company manages its cash according to its operational needs and to optimize revenues from interest.

f) **Liquidity risk**

The Company manages liquidity risk by maintaining sufficient cash balances to enable settlement of transactions on the due date.

15 Subsequent events

Subsequent to July 31, 2019, an aggregate of 110,000 warrants were exercised into 110,000 common shares at an exercise price of \$0.30 per share for proceeds of \$33,000. An additional 403,850 warrants were exercised into 403,850 units at an exercise price of \$0.15 per unit for proceeds of \$60,578. Each unit is comprised of one common share of the Company and one-half of a transferable common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one additional common share of the Company at an exercise price of \$0.30 per common share up to February 3, 2020.

Colonial Coal International Corp.**Schedule 1**

Consolidated Schedule of Deferred Exploration Costs

For the years ended July 31, 2019 and 2018

(Expressed in Canadian Dollars)

	Huguenot \$	Flatbed \$	Tuya River \$	Total \$
Balance, July 31, 2017	10,270,702	708,629	-	10,979,331
Field programs	23,239	1,100,467	-	1,123,706
Consultants and contractors	105,614	212,224	-	317,838
Licenses and fees	100,738	81,498	-	182,236
Laboratory	-	53,794	-	53,794
Project administration	35,760	48,028	-	83,788
B.C. Mining Exploration Tax Credits	-	-	(1,188)	(1,188)
Advances	-	(3,829)	-	(3,829)
Write-down of mineral property	-	-	1,188	1,188
	265,351	1,492,182	-	1,757,533
Balance, July 31, 2018	10,536,053	2,200,811	-	12,736,864
Field programs	25,382	4,455	-	29,837
Consultants and contractors	126,277	279,558	-	405,835
Licenses and fees	125,020	94,480	-	219,500
Public relations / First Nations	7,536	9,459	-	16,995
Project administration	15,011	20,332	-	35,343
B.C. Mining Exploration Tax Credits	-	(95,951)	-	(95,951)
	299,226	312,333	-	611,559
Balance, July 31, 2019	10,835,279	2,513,144	-	13,348,423