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**CONDENSED INTERIM FINANCIAL STATEMENTS OF  
PROBE METALS INC.  
FOR THE THREE MONTHS ENDED MARCH 31, 2018  
(EXPRESSED IN CANADIAN DOLLARS)  
(UNAUDITED)**

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**NOTICE TO READER**

The accompanying unaudited condensed interim financial statements of Probe Metals Inc. (the "Company") have been prepared by, and are the responsibility of management. The unaudited condensed interim financial statements have not been reviewed by the Company's auditors.

# Probe Metals Inc.

## Condensed Interim Statements of Financial Position (Expressed in Canadian Dollars) (Unaudited)

	As at March 31,	As at December
31,	2018	2017
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 18,573,219	\$ 21,523,127
Trade accounts receivable and other receivables (note 3)	902,232	1,464,471
Marketable securities (note 4)	5,771,034	8,425,597
Prepaid expenses	47,447	76,016
<b>Total current assets</b>	<b>25,293,932</b>	<b>31,489,211</b>
<b>Non-current assets</b>		
Property and equipment (note 5)	683,267	922,271
<b>Total assets</b>	<b>\$ 25,977,199</b>	<b>\$ 32,411,482</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Current liabilities</b>		
Amounts payable and other liabilities (notes 6 and 14)	\$ 2,421,363	\$ 1,129,366
Flow-through share liability (note 7)	360,903	1,787,679
<b>Total liabilities</b>	<b>2,782,266</b>	<b>2,917,045</b>
<b>Equity</b>		
Share capital (note 8)	74,495,252	74,495,252
Warrants (note 9)	-	4,598,000
Contributed surplus (note 10)	4,645,406	4,477,902
Accumulated deficit	(55,945,725)	(54,076,717)
<b>Total equity</b>	<b>23,194,933</b>	<b>29,494,437</b>
<b>Total liabilities and equity</b>	<b>\$ 25,977,199</b>	<b>\$ 32,411,482</b>

The accompanying notes are an integral part of these unaudited condensed interim financial statements.

Nature of operations (note 1)  
Commitments (note 15)  
Subsequent events (note 17)



## Probe Metals Inc.

### Condensed Interim Statements of Cash Flows (Expressed in Canadian Dollars) (Unaudited)

Three months ended  
March 31,  
2018                      2017

#### Operating activities:

Net loss for the period	\$ (6,467,008)	\$ (2,924,037)
Adjustments for:		
Share-based payments (note 10(i))	167,504	524,071
Depreciation (note 5)	31,776	14,307
Accrued interest receivable	24,666	24,819
Gain on sale of property and equipment (note 5)	(42,106)	-
Loss (gain) on marketable securities (note 4)	2,954,563	(1,248,118)
Premium on flow-through share (note 7)	(1,426,776)	-
Changes in non-cash working capital items:		
Trade accounts receivable and other receivables	537,573	(152,645)
Prepaid expenses	28,569	20,401
Amounts payable and other liabilities	1,291,997	369,397
<b>Net cash used in operating activities</b>	<b>(2,899,242)</b>	<b>(3,371,805)</b>

#### Investing activities:

Purchase of property and equipment (note 5)	(35,666)	(32,119)
Proceeds from sale of property and equipment (note 5)	285,000	-
Purchase of marketable securities	(300,000)	-
<b>Net cash used in investing activities</b>	<b>(50,666)</b>	<b>(32,119)</b>

#### Financing activities:

Proceeds from private placements (note 8(b)(i))	-	13,458,374
Share issue costs	-	(974,762)
Exercise of warrants	-	191,454
Exercise of stock options	-	132,210
<b>Net cash provided by financing activities</b>	<b>-</b>	<b>12,807,276</b>

<b>Net change in cash</b>	<b>(2,949,908)</b>	9,403,352
<b>Cash, beginning of period</b>	<b>21,523,127</b>	26,408,679
<b>Cash, end of period</b>	<b>\$ 18,573,219</b>	<b>\$ 35,812,031</b>

The accompanying notes are an integral part of these unaudited condensed interim financial statements.

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**Probe Metals Inc.****Condensed Interim Statements of Changes in Shareholders' Equity**  
**(Expressed in Canadian Dollars)**  
**(Unaudited)**

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**Equity attributable to shareholders**

	<b>Share capital</b>	<b>Warrants</b>	<b>Contributed surplus</b>	<b>Accumulated deficit</b>	<b>Total</b>
<b>Balance, December 31, 2016</b>	<b>\$ 64,842,934</b>	<b>\$ 5,063,146</b>	<b>\$ 3,667,307</b>	<b>\$(43,725,560)</b>	<b>\$ 29,847,827</b>
Private placements (note 8(b)(i))	13,458,374	-	-	-	13,458,374
Share issue costs	(974,762)	-	-	-	(974,762)
Flow-through share premium (note 7(b)(i))	(4,648,624)	-	-	-	(4,648,624)
Exercise of warrants	397,447	(205,993)	-	-	191,454
Exercise of stock options	407,709	-	(275,499)	-	132,210
Share-based payments (note 10(i))	-	-	524,071	-	524,071
Loss and comprehensive loss	-	-	-	(2,924,037)	(2,924,037)
<b>Balance, March 31, 2017</b>	<b>\$ 73,483,078</b>	<b>\$ 4,857,153</b>	<b>\$ 3,915,879</b>	<b>\$(46,649,597)</b>	<b>\$ 35,606,513</b>
<b>Balance, December 31, 2017</b>	<b>\$ 74,495,252</b>	<b>\$ 4,598,000</b>	<b>\$ 4,477,902</b>	<b>\$(54,076,717)</b>	<b>\$ 29,494,437</b>
Warrants expired	-	(4,598,000)	-	4,598,000	-
Share-based payments (note 10(i))	-	-	167,504	-	167,504
Loss and comprehensive loss	-	-	-	(6,467,008)	(6,467,008)
<b>Balance, March 31, 2018</b>	<b>\$ 74,495,252</b>	<b>\$ -</b>	<b>\$ 4,645,406</b>	<b>\$(55,945,725)</b>	<b>\$ 23,194,933</b>

The accompanying notes are an integral part of these unaudited condensed interim financial statements.

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# Probe Metals Inc.

## Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

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### 1. Nature of Operations

Probe Metals Inc. (the "Company" or "Probe Metals") was incorporated pursuant to the *Business Corporations Act* (Ontario) under the name "2450260 Ontario Inc." on January 16, 2015. Articles of amendment were subsequently filed on February 3, 2015 to change the name of the Company to "Probe Metals Inc.". The Company's head office is located at 56 Temperance Street, Suite 1000, Toronto, Ontario, Canada, M5H 3V5. The Company's common shares started trading on the TSX Venture Exchange ("TSXV") on March 17, 2015 under the trading ticker symbol "PRB". The Company, a Canadian precious metal exploration company, was formed following the acquisition of Probe Mines Limited by Goldcorp Inc. ("Goldcorp") pursuant to the arrangement announced on January 19, 2015 (the "Arrangement"). With a strong treasury, the Company is focused on executing a business model, namely the acquisition and growth of quality projects through effective exploration and development.

The financial year end of the Company is December 31st.

On June 10, 2016, Probe Metals completed the plan of arrangement with Adventure Gold Inc. ("Adventure") pursuant to which Probe Metals acquired all of the outstanding shares of Adventure (the "Transaction"). Adventure became a private company following the transaction.

Pursuant to the Transaction, Adventure became a wholly-owned subsidiary of Probe Metals. Pursuant to the completion of the Transaction, the Company acquired an additional portfolio of projects in Quebec and Ontario. The acquired portfolio consisted of fifteen (15) properties, the Pascalis, Senore, Beaufor North, Lapaska, Bonfond North and Megiscane-Tavenir properties, collectively forming the Val-d'Or East Project, Detour East and North properties, forming part of the Detour Project, the Casagasic, KLM, Bell-Vezza, Sinclair-Bruneau, Florence and Céré-113 properties, comprising the Casa-Cameron Project and the Granada Extension Project, and three (3) Option and/or Joint Venture ("JV") properties, the Meunier-144 JV (50/50 JV with Tahoe Resources), the Dubuisson JV with Agnico Eagle Mines Limited ("Agnico") (46.5% Probe Metals/53.5% Agnico) and the Detour Quebec Option with SOQUEM Inc. ("SOQUEM") (SOQUEM earning 25% interest).

Effective July 21, 2016, Probe Metals completed an internal reorganization with its wholly-owned subsidiary, Adventure, pursuant to which Probe Metals amalgamated with Adventure under the *Business Corporations Act* (Ontario) to continue as Probe Metals Inc. The internal reorganization did not affect the existing common shares of Probe Metals held by shareholders.

### 2. Significant Accounting Policies

#### Statement of Compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and the interpretations issued by the IFRS Interpretations Committee ("IFRIC"). These unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34 - Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB.

The policies applied in these unaudited condensed interim financial statements are based on IFRSs issued and outstanding as of May 24, 2018, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2017, except as note below. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending December 31, 2018 could result in restatement of these unaudited condensed interim financial statements.

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# Probe Metals Inc.

## Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

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### 2. Significant Accounting Policies (Continued)

#### New Accounting Standard Adopted

On July 24, 2014, the IASB issued the completed IFRS 9 - Financial Instruments ("IFRS 9" (2014)) to come into effect on January 1, 2018 with early adoption permitted.

IFRS 9 (2014) includes finalized guidance on the classification and measurement of financial assets. Under IFRS 9, financial assets are classified and measured either at amortized cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL") based on the business model in which they are held and the characteristics of their contractual cash flows. IFRS 9 largely retains the existing requirements in IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"), for the classification and measurement of financial liabilities.

The Company adopted IFRS 9 in its financial statements on January 1, 2018. Due to the nature of its financial instruments, the adoption of IFRS 9 had no impact on the opening accumulated deficit balance on January 1, 2018. The impact on the classification and measurement of its financial instruments is set out below.

All financial assets not classified at amortized cost or FVOCI are measured at FVTPL. On initial recognition, the Company can irrevocably designate a financial asset at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated at FVTPL:

- It is held within a business model whose objective is to hold the financial asset to collect the contractual cash flows associated with the financial asset instead of selling the financial asset for a profit or loss;
- Its contractual terms give rise to cash flows that are solely payments of principal and interest.

All financial instruments are initially recognized at fair value on the statement of financial position. Subsequent measurement of financial instruments is based on their classification. Financial assets and liabilities classified at FVTPL are measured at fair value with changes in those fair values recognized in the statement of loss and comprehensive loss for the period. Financial assets classified at amortized cost and financial liabilities are measured at amortized cost using the effective interest method.

The following table summarizes the classification and measurement changes under IFRS 9 for each financial instrument:

<b>Classification</b>	<b>IAS 39</b>	<b>IFRS 9</b>
Cash	Loans and receivables (amortized cost)	Amortized cost
Trade accounts receivable and other receivables	Loans and receivables (amortized cost)	Amortized cost
Marketable securities	FVTPL	FVTPL
Amounts payable and other liabilities	Other financial liabilities	Amortized cost

The original carrying value of the Company's financial instruments under IAS 39 has not changed under IFRS 9.

# Probe Metals Inc.

## Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

### 2. Significant Accounting Policies (Continued)

#### New Accounting Standards Not Yet Effective

On June 7, 2017, the IASB issued IFRIC - 23 Uncertainty Over Income Tax Treatments ("IFRIC 23"). IFRIC 23 provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. IFRIC 23 is applicable for annual periods beginning on or after January 1, 2019. Earlier application is permitted. The Company intends to adopt IFRIC 23 in its financial statements for the annual period beginning on January 1, 2019. The Company does not expect IFRIC 23 to have a material impact on the financial statements.

On January 13, 2016, the IASB issued IFRS 16 - Leases ("IFRS 16"). The new standard is effective for annual periods beginning on or after January 1, 2019. IFRS 16 will replace IAS 17 - Leases ("IAS 17"). This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. IFRS 16 substantially carries forward the lessor accounting requirements of IAS 17, while requiring enhanced disclosures to be provided by lessors. Other areas of the lease accounting model have been impacted, including the definition of a lease. Transitional provisions have been provided. The Company intends to adopt IFRS 16 in its financial statements for the period beginning on January 1, 2019. The Company is evaluating the impact of adoption and expects to report more detailed information in its financial statements as the effective date approaches.

### 3. Trade Accounts Receivable and Other Receivables

	As at March 31, 2018	As at December 31, 2017
Sales tax receivable - (Canada)	\$ 802,697	\$ 1,002,746
Accrued interest receivable	24,666	25,306
Mining tax receivable	74,869	74,869
Subscription receivable	-	300,000
Tax credit related to resources receivable	-	61,550
	<b>\$ 902,232</b>	<b>\$ 1,464,471</b>

### 4. Marketable Securities

March 31, 2018	Number of shares	Cost	Unrealized (loss)/income	Fair market value
Agnico	5,000	\$ 324,850	\$ (54,050)	\$ 270,800
GFG Resources Inc. ("GFG")	7,077,883	3,538,942	(1,238,630)	2,300,312
Monarques Gold Corporation ("Monarques")	1,714,285	600,000	(25,716)	574,284
Opus One Resources Inc. (formerly GFK Resources Inc.) ("Opus")	5,000,000	555,000	(255,000)	300,000
QMX Gold Corporation ("QMX")	15,000,000	1,500,000	825,000	2,325,000
RT Minerals Corp. ("RTM")	21,250	4,676	(4,038)	638
		<b>\$ 6,523,468</b>	<b>\$ (752,434)</b>	<b>\$ 5,771,034</b>



# Probe Metals Inc.

## Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

### 4. Marketable Securities (Continued)

December 31, 2017	Number of shares	Cost	Unrealized (loss)/income	Fair market value
Agnico	5,000	\$ 324,850	\$ (34,750)	\$ 290,100
GFG	6,477,883	3,238,942	64,778	3,303,720
Monarques	1,714,285	600,000	(94,286)	505,714
Opus	5,000,000	555,000	(130,000)	425,000
QMX	15,000,000	1,500,000	2,400,000	3,900,000
RTM	21,250	4,676	(3,613)	1,063
		<b>\$ 6,223,468</b>	<b>\$ 2,202,129</b>	<b>\$ 8,425,597</b>

During the three months ended March 31, 2018, the Company recorded an unrealized loss on marketable securities of \$2,954,563 (three months ended March 31, 2017 - unrealized gain of \$1,248,118) in the unaudited condensed interim statements of loss and comprehensive loss.

### 5. Property and Equipment

Cost	Artwork	Computer equipment	Field equipment	Site building	Building	Total
<b>Balance, December 31, 2017</b>	<b>\$ 121,776</b>	<b>\$ 55,030</b>	<b>\$ 203,586</b>	<b>\$ 302,770</b>	<b>\$ 341,211</b>	<b>\$ 1,024,373</b>
Additions	-	5,418	30,248	-	-	35,666
Dispositions	-	-	-	(287,587)	-	(287,587)
<b>Balance, March 31, 2018</b>	<b>\$ 121,776</b>	<b>\$ 60,448</b>	<b>\$ 233,834</b>	<b>\$ 15,183</b>	<b>\$ 341,211</b>	<b>\$ 772,452</b>

Accumulated depreciation	Artwork	Computer equipment	Field equipment	Site building	Building	Total
<b>Balance, December 31, 2017</b>	<b>\$ -</b>	<b>\$ 11,360</b>	<b>\$ 38,740</b>	<b>\$ 39,207</b>	<b>\$ 12,795</b>	<b>\$ 102,102</b>
Depreciation during the period	-	3,478	13,499	6,589	8,210	31,776
Disposition during the period	-	-	-	(44,693)	-	(44,693)
<b>Balance, March 31, 2018</b>	<b>\$ -</b>	<b>\$ 14,838</b>	<b>\$ 52,239</b>	<b>\$ 1,103</b>	<b>\$ 21,005</b>	<b>\$ 89,185</b>

Carrying value	Artwork	Computer equipment	Field equipment	Site building	Building	Total
<b>Balance, December 31, 2017</b>	<b>\$ 121,776</b>	<b>\$ 43,670</b>	<b>\$ 164,846</b>	<b>\$ 263,563</b>	<b>\$ 328,416</b>	<b>\$ 922,271</b>
<b>Balance, March 31, 2018</b>	<b>\$ 121,776</b>	<b>\$ 45,610</b>	<b>\$ 181,595</b>	<b>\$ 14,080</b>	<b>\$ 320,206</b>	<b>\$ 683,267</b>

During the three months ended March 31, 2018, the Company sold site building for cash proceeds of \$285,000 which resulted in a gain on sale of property and equipment of \$42,106.

## Probe Metals Inc.

### Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

#### 6. Amounts Payable and Other Liabilities

	As at March 31, 2018	As at December 31, 2017
Amounts payables	\$ 2,194,375	\$ 567,209
Accrued liabilities	92,182	527,650
Advance payment from SOQUEM	134,806	34,507
	<b>\$ 2,421,363</b>	<b>\$ 1,129,366</b>

#### 7. Flow-Through Share Liability

Other liability includes the liability portion of the flow-through shares issued. The following is a continuity schedule of the liability of the flow-through shares issuance:

<b>Balance, December 31, 2017</b>	<b>\$ 1,787,679</b>
Settlement of flow-through share liability on incurring expenditures (i)	(1,426,776)
<b>Balance, March 31, 2018</b>	<b>\$ 360,903</b>

(i) The Flow-Through Common Shares (defined below) issued in the brokered private placement completed on February 28, 2017 were issued at a premium to the market price in recognition of the tax benefits accruing to subscribers. The flow-through premium was calculated to be \$4,648,624.

The flow-through premium is derecognized through income as the eligible expenditures are incurred. For the three months ended March 31, 2018, the Company satisfied \$1,426,776 of the commitment by incurring eligible expenditures of approximately \$4,100,000 and as a result the flow-through premium has been reduced to \$360,903.

#### 8. Share Capital

##### a) Authorized share capital

The authorized share capital consists of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

##### b) Common shares issued

As at March 31, 2018 the issued share capital amounted to \$74,495,252. Changes in issued share capital are as follows:

	Number of common shares	Amount
<b>Balance, December 31, 2016</b>	<b>85,856,406</b>	<b>\$ 64,842,934</b>
Private placements (i)	6,725,000	13,458,374
Flow-through share premium (note 7(i))	-	(4,648,624)
Share issue costs	-	(974,762)
Exercise of warrants	310,342	397,447
Exercise of stock options	292,500	407,709
<b>Balance, March 31, 2017</b>	<b>93,184,248</b>	<b>\$ 73,483,078</b>
<b>Balance, December 31, 2017 and March 31, 2018</b>	<b>93,914,742</b>	<b>\$ 74,495,252</b>

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## Probe Metals Inc.

### Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

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#### 8. Share Capital (Continued)

##### b) Common shares issued (continued)

(i) On February 28, 2017, the Company completed a bought deal private placement of flow-through shares (the "FT Offering") of 886,151 Ontario flow-through common shares of the Company (the "Ontario FT Shares") at a price of \$1.68 per Ontario FT Share and 5,838,849 Quebec flow-through common shares of the Company (the "Quebec FT Shares") at a price of \$2.05 per Quebec FT Share for aggregate gross proceeds of \$13,458,374, collectively the flow-through common shares (the "Flow-Through Common Shares").

The FT Offering was completed through a syndicate of underwriters led by Cormark Securities Inc., and included Macquarie Capital Markets Canada Ltd. and Industrial Alliance Securities (collectively, the "Underwriters"). In consideration for their services, the Underwriters received a cash commission equal to 6% of the gross proceeds of the FT Offering.

The Company also announced that Goldcorp exercised its participation right to maintain its pro-rata interest in the Company. In connection with the FT Offering, Goldcorp purchased 975,000 common shares from subscribers to the FT Offering.

The proceeds from the FT Offering will be used to fund "Canadian exploration expenses" (within the meaning of the Tax Act) related to the Company's projects in Ontario and Québec, will qualify for inclusion in both the exploration base relating to certain Québec exploration expenses and the exploration base relating to certain Québec surface mining exploration expenses, as such terms are defined in the Taxation Act (Québec), and will be used for general working capital purposes. Refer to note 15(ii).

#### 9. Warrants

	Number of warrants	Grant date fair value
<b>Balance, December 31, 2016</b>	<b>7,302,031</b>	<b>\$ 5,063,146</b>
Exercised	(310,342)	(205,993)
<b>Balance, March 31, 2017</b>	<b>6,991,689</b>	<b>\$ 4,857,153</b>
<b>Balance, December 31, 2017</b>	<b>6,600,000</b>	<b>\$ 4,598,000</b>
Expired	(6,600,000)	(4,598,000)
<b>Balance, March 31, 2018</b>	<b>-</b>	<b>\$ -</b>

There are no warrants outstanding as at March 31, 2018.

## Probe Metals Inc.

### Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

#### 10. Stock Options

	Number of stock options	Weighted average exercise price
<b>Balance, December 31, 2016</b>	<b>6,676,492</b>	<b>\$ 0.93</b>
Exercise of stock options	(292,500)	0.45
<b>Balance, March 31, 2017</b>	<b>6,383,992</b>	<b>\$ 0.95</b>
<b>Balance, December 31, 2017 and March 31, 2018</b>	<b>5,966,937</b>	<b>\$ 0.96</b>

(i) The portion of the estimated fair value of options granted in the prior years and vested during the three months ended March 31, 2018, amounted to \$167,504 (three months ended March 31, 2017 - \$524,071).

The following table reflects the actual stock options issued and outstanding as of March 31, 2018:

Expiry date	Exercise price (\$)	Options outstanding	Weighted average remaining contractual life (years)	Options exercisable	Valuation (\$)
May 31, 2018	0.15	8,749	0.17	8,749	3,473
May 16, 2019	0.26	3,888	1.13	3,888	1,540
April 27, 2020	0.36	2,350,000	2.08	2,350,000	772,563
December 8, 2020	1.36	29,250	2.69	29,250	23,500
September 1, 2021	1.50	2,795,000	3.42	1,863,333	3,332,428
September 9, 2021	1.76	100,000	3.45	100,000	164,000
June 15, 2022	1.36	100,000	4.21	25,000	113,210
July 10, 2022	1.33	75,000	4.28	-	83,115
February 26, 2023	0.75	117,000	4.91	117,000	105,818
February 14, 2024	0.49	193,050	5.88	193,050	181,670
March 19, 2025	0.26	195,000	6.97	195,000	187,931
		<b>5,966,937</b>	<b>3.13</b>	<b>4,885,270</b>	<b>4,969,248</b>

#### 11. Net Loss Per Share

The calculation of basic and diluted loss per share for the three months ended March 31, 2018 was based on the loss attributable to common shareholders of \$6,467,008 (three months ended March 31, 2017 - \$2,924,037) and the weighted average number of common shares outstanding of 93,914,742 (three months ended March 31, 2017 - 88,325,731). Diluted loss per share did not include the effect of stock options and warrants as they are anti-dilutive.

## Probe Metals Inc.

### Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

#### 12. Exploration and Evaluation Expenditures

	Three months ended March 31,	
	2018	2017
<b>Transaction properties</b>		
Val-d'Or East Project (i)	\$ 3,066,695	\$ 2,166,997
Detour Project	1,058,284	165,071
Casa-Cameron Project	8,596	351,976
	<b>\$ 4,133,575</b>	<b>\$ 2,684,044</b>
<b>Arrangement properties</b>		
Black Creek Property	\$ 429	\$ 813
Tamarack-McFauld's Lake Property	14,970	163
	<b>\$ 15,399</b>	<b>\$ 976</b>
<b>Acquired properties</b>		
West Porcupine Property	\$ 17,898	\$ 312,086
Millen Mountain Property	33,915	-
	<b>\$ 51,813</b>	<b>\$ 312,086</b>
<b>Other</b>		
Project Generation	\$ 9,042	\$ 60,167
<b>Exploration and evaluation expenditures</b>	<b>\$ 4,209,829</b>	<b>\$ 3,057,273</b>

(i) On January 16, 2017, the Company entered into a binding option agreement with Richmond Mines Inc., whereby Probe Metals may earn a 60% interest in the Monique Property, located 25 km east-southeast of Val-d'Or, Quebec. The Monique Property is comprised of 22 mining claims and will be part of the Company's Val-d'Or East Project.

The Company also announced that it has acquired a 100% undivided interest in the Boudrias Property comprising 12 mining claims staked by Mr. Dean Boudrias, a Val-d'Or prospector. The Boudrias Property represents the northern extension of the Monique Property and the eastern extension of the Bonnefond North Property, recently acquire from QMX.

#### 13. General and Administrative Expenses

	Three months ended March 31,	
	2018	2017
Salaries and benefits (note 14)	\$ 299,735	\$ 288,357
Share-based payments (notes 10 and 14)	167,504	524,071
Professional fees (note 14)	113,020	67,758
Travel and promotion costs	95,533	87,083
Shareholder information	58,893	71,298
Director fees (note 14)	45,000	45,179
Depreciation	31,776	14,307
Occupancy costs	31,143	34,951
Administrative costs	27,607	40,376
	<b>\$ 870,211</b>	<b>\$ 1,173,380</b>

# Probe Metals Inc.

## Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

### 14. Related Party Balances and Transactions

Related parties include the Board of Directors and management, close family and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

The below noted transactions are approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

(a) The Company entered into the following transactions with related parties:

	Notes	Three months ended March 31,	
		2018	2017
Peterson McVicar LLP ("Peterson")	(i)	\$ 7,016	\$ 115,055
Marrelli Support Services Inc. ("Marrelli Support")	(ii)	\$ 26,500	\$ 19,800
DSA Corporate Services Inc. ("DSA")	(ii)	\$ 4,466	\$ 3,702

(i) Dennis H. Peterson, a director of the Company, controls Peterson which provided legal services to the Company. The amounts charged by Peterson are based on what Peterson usually charges its clients. The Company expects to continue to use Peterson for an indefinite period. As at March 31, 2018, Peterson was owed \$12,769 (December 31, 2017 - \$24,001) and this amount was included in amounts payable and other liabilities.

(ii) During the three months ended March 31, 2018, the Company paid professional fees of \$26,500 (three months ended March 31, 2017 - \$19,800) to Marrelli Support, an organization of which Carmelo Marrelli is president. Mr. Marrelli is the Chief Financial Officer of the Company. These services were incurred in the normal course of operations for general accounting and financial reporting matters. Marrelli Support also provides bookkeeping services to the Company. As at March 31, 2018, Marrelli Support was owed \$3,390 (December 31, 2017 - \$11,888) and this amount was included in amounts payable and other liabilities.

During the three months ended March 31, 2018, the Company paid professional fees of \$4,466 (three months ended March 31, 2017 - \$3,702) to DSA, an organization of which Mr. Marrelli controls. Mr. Marrelli is also the corporate secretary and sole director of DSA. These services were incurred in the normal course of operations for corporate secretarial matters. All services were made on terms equivalent to those that prevail with arm's length transactions. As at March 31, 2018, DSA was owed \$8,415 (December 31, 2017 - \$1,469) and this amount was included in amounts payable and other liabilities.

The above noted transactions are in the normal course of business and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

(b) Remuneration of directors and key management personnel, other than consulting fees, of the Company was as follows:

	Three months ended March 31,	
	2018	2017
Salaries and benefits	\$ 328,042	\$ 296,250
Share-based payments	\$ 120,047	\$ 390,871

The directors do not have employment or service contracts with the Company. Directors are entitled to director fees and stock options for their services. As at March 31, 2018, officers and directors were owed \$65,991 (December 31, 2017 - \$482,772) and this amount was included in amounts payable and other liabilities.

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## Probe Metals Inc.

### Notes to Condensed Interim Financial Statements

March 31, 2018

(Expressed in Canadian Dollars)

(Unaudited)

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#### 15. Commitments

(i) As of March 31, 2018, the Company is committed, under the terms of a rental agreement for office premises to future rental payments aggregating \$457,542. The current rental agreement expires on October 31, 2023.

(ii) Pursuant to the terms of flow-through share agreement, the Company is in the process of complying with its flow-through contractual obligations to subscribers with respect to the Income Tax Act (Canada) requirements for flow-through shares. As of March 31, 2018, the Company is committed to incurring approximately \$1.0 million in Canadian Exploration Expenditures (as such term is defined in the Income Tax Act (Canada)) by December 31, 2018, arising from the FT Offering.

#### 16. Segmented Information

The Company's operations comprise a single reporting operating segment engaged in mineral exploration in Canada. As the operations comprise a single reporting segment, amounts disclosed in the unaudited condensed interim financial statements also represent segment amounts. In order to determine reportable operating segments, the chief operating decision maker reviews various factors including geographical location, quantitative thresholds and managerial structure.

#### 17. Subsequent Events

(i) On April 16, 2018, 8,749 stock options with an exercise price of \$0.15 and expiry date of May 31, 2018 were exercised for cash proceeds of \$1,312.

(ii) On April 16, 2018, 3,888 stock options with an exercise price of \$0.26 and expiry date of May 16, 2019 were exercised for cash proceeds of \$1,011.

(iii) On May 22, 2018, the Company announced that it entered into an agreement with Sprott Capital Partners, a division of Sprott Private Wealth LP, on behalf of a syndicate of underwriters (collectively, the "Underwriters"), whereby the Underwriters have agreed to purchase, on a "bought deal" private placement basis, \$14,000,000 of securities of the Company (the "Offering"). The Offering consists of a combination of flow through units of the Company at a price of \$1.90 per flow-through unit and non flow-through units of the Company at a price of \$1.15 per non flow-through unit. The Company has agreed to incur and renounce in favour of the subscribers for the flow-through units "Canadian exploration expenses" (within the meaning of the Income Tax Act (Canada)) in an amount equal to the subscription price for the flow-through units.

Each flow-through unit or non flow-through unit will consist of one common share of the Company and one-half of one common share purchase warrant (each whole common share purchase warrant, a "Warrant"). Each Warrant will entitle the holder to acquire one common share of the Company for 2 years from the closing of the Offering (the "Closing") at a price of \$1.45.

The Company also granted the Underwriters an option to purchase up to an additional \$2,100,000 of flow-through units and/or non flow-through units, in such proportion as the Underwriters may determine, exercisable at any time prior to or within 30 days after Closing, to cover over-allotments, if any, and for market stabilization purposes.

The gross proceeds from the Offering will be used to fund exploration on Probe's projects in Québec and for working capital purposes.

The Offering will be effected by way of a private placement to qualified investors in such provinces of Canada as the Underwriters may designate, and otherwise in those jurisdictions where the Offering can lawfully be made. The securities to be issued under the Offering will have a hold period of four months and one day from Closing.

Closing is expected to occur on or about June 19, 2018, and is subject to the satisfaction of certain conditions, including receipt of all applicable regulatory approvals including the approval of the TSXV. In consideration for their services, the Underwriters will receive a cash commission equal to 6% of the gross proceeds of the Offering.

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**Probe Metals Inc.****Schedule of Exploration and Evaluation Expenditures****March 31, 2018****(Expressed in Canadian Dollars)****(Unaudited)**

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**Three months ended**  
**March 31,**  
**2018                      2017**

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**Transaction properties****Val-d'Or East Project**

Advanced exploration	\$ 96,218	\$ 21,355
Drilling	2,214,493	1,068,158
General field expenses	142,382	96,122
Geochemical	34,694	-
Geology	43,187	68,428
Geophysics	508,641	885,679
Metallurgical testwork	2,566	-
Option payment and staking claims (note 12(i))	24,514	8,072
Research and development	-	16,000
Social and community	-	3,183
	<b>\$ 3,066,695</b>	<b>\$ 2,166,997</b>

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**Detour Project**

Drilling	\$ 861,797	\$ 503
General field expenses	6,937	2,969
Geology	975	516
Geophysics	199,402	175,984
Option payment and staking claims	8,212	-
Operator of exploration project	(19,039)	(14,901)
	<b>\$ 1,058,284</b>	<b>\$ 165,071</b>

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**Casa-Cameron Project**

General field expenses	\$ -	\$ 2,093
Geology	1,744	7,350
Geophysics	375	332,950
Option payment and staking claims	6,477	5,583
Research and development	-	4,000
	<b>\$ 8,596</b>	<b>\$ 351,976</b>

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**Arrangement properties****Black Creek Property**

Geochemical	\$ -	\$ 813
Geology	429	-
	<b>\$ 429</b>	<b>\$ 813</b>

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**Tamarack-McFauld's Lake Property**

Geology	\$ 221	\$ 163
Geophysics	14,749	-
	<b>\$ 14,970</b>	<b>\$ 163</b>

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**Probe Metals Inc.****Schedule of Exploration and Evaluation Expenditures (Continued)****March 31, 2018****(Expressed in Canadian Dollars)****(Unaudited)**

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**Three months ended  
March 31,  
2018                      2017**

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**Acquired properties****West Porcupine Property**

Drilling	\$ -	\$ 1,963
General field expenses	7,066	8,049
Geochemical	478	-
Geology	1,300	31,051
Geophysics	9,054	265,788
Social and community	-	5,235
	<b>\$ 17,898</b>	<b>\$ 312,086</b>

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**Millen Mountain Property**

General field expenses	\$ 30,898	\$ -
Geology	2,925	-
Option payment and staking claims	92	-
	<b>\$ 33,915</b>	<b>\$ -</b>

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**Other****Project Generation**

Consulting	\$ 6,825	\$ 650
Legal fees	-	326
Other	-	19,608
Travel, accommodation	2,217	39,583
	<b>\$ 9,042</b>	<b>\$ 60,167</b>

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<b>Exploration and evaluation expenditures</b>	<b>\$ 4,209,829</b>	<b>\$ 3,057,273</b>
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