DIOS EXPLORATION INC.

UNAUDITED INTERIM FINANCIAL STATEMENTS

September 30, 2017

Content

The attached interim financial statements have been prepared by Dios Exploration Inc. and its external auditors have not reviewed these unaudited financial statements.

Box 114, P.O. NDG, Montreal QC H4A 3P4
Tel: 514-923-9123
email: mjgirard@diosexplo.com
web site: www.diosexplo.com

DIOS EXPLORATION INC.
Interim Statement of Financial Position (unaudited)
(Canadian dollars)

	Notes	**September 30 2017**	December 31 2016
		$	$
ASSETS			
Current			
Cash and cash equivalents	5	**367 032**	475 878
Term deposits	5	**-**	373 718
Listed shares		**-**	4 466
Good and services tax receivable		**13 278**	2 678
Tax credits receivable		**23 633**	191 463
Prepaid expenses and deposit		**6 041**	-
		409 984	1 048 203
Non-current			
Exploration and evaluation assets	6	**3 201 105**	2 651 109
Total assets		**3 611 089**	3 699 312
LIABILITIES			
Current			
Trade and other payables		**19 238**	18 838
Advance from an officer, non interest bearing, on demand		**6 260**	-
Total liabilities		**25 498**	18 838
EQUITY			
Share capital	7.1	**19 344 758**	19 344 758
Contributed surplus		**2 795 107**	2 787 331
Deficit		**(18 554 274)**	(18 451 615)
Total equity		**3 585 591**	3 680 474
Total liabilities and equity		**3 611 089**	3 699 312

The accompanying notes are an integral part of the interim financial statements

These financial statements were approved and authorized for issue by the Board of Directors on October 30, 2017

(s) Marie-José Girard	*(s) René Lacroix*
Marie-José Girard	René Lacroix
Director	Director

DIOS EXPLORATION INC.
Interim Statement of Comprehensive Loss (unaudited)

(Canadian dollars)

	Notes	Three-month period ended September 30		Nine-month period ended September 30	
		2017	2016	**2017**	2016
		$	$	**$**	$
EXPENSES					
Professional fees		**2 080**	-	**26 957**	24 960
Consulting fees		**6 025**	9 000	**24 250**	27 300
Employee benefits expense	8.1	**4 533**	15 152	**22 606**	62 981
Trustees, registration fees and shareholders relations		**1 891**	2 719	**19 945**	23 920
Insurance, taxes and permits		**1 752**	1 666	**5 533**	6 396
Publicity, travel and promotion		**65**	224	**2 716**	12 309
Offices expenses		**1 220**	1 873	**4 241**	3 791
Bank charges		**172**	175	**479**	832
OPERATING LOSS		**17 738**	30 809	**106 727**	162 489
OTHER REVENUES AND EXPENSES					
Finance income	9	**891**	29 854	**4 463**	60 005
Finance costs	9	**-**	-	**(395)**	(1 600)
		891	29 854	**4 068**	58 405
LOSS BEFORE INCOME TAXES		**(16 847)**	(955)	**(102 659)**	(104 084)
Deferred income taxes		**-**	-	**-**	6 226
NET LOSS AND COMPREHENSIVE LOSS		**(16 847)**	(955)	**(102 659)**	(97 858)
NET LOSS PER SHARE					
Basic and diluted loss per share	10	**(0.001)**	(0.001)	**(0.002)**	(0.002)

The accompanying notes are an integral part of the interim financial statements

DIOS EXPLORATION INC.
Interim Statement of Changes in Equity (unaudited)

(Canadian dollars)

	Note	Share capital		Contributed surplus	Deficit	Total equity
		Number of shares	$	$	$	$
Balance at January 1, 2016		46 217 393	18 142 608	2 682 744	(16 949 636)	3 875 716
Shares or units isued		8 450 667	1 142 150	13 300	-	1 155 450
Net loss for the period		-	-	-	(97 858)	(97 858)
Exercise of warrants		500 000	60 000	(10 000)		50 000
Share-based payments	8.2	-	-	55 394	-	55 394
Share issuance costs		-	-	-	(143 267)	(143 267)
Issuance of brokers' warrants		-	-	37 500	-	37 500
Balance at September 30, 2016		55 168 060	19 344 758	2 778 938	(17 190 761)	4 932 935
Balance at January 1, 2017		55 168 060	19 344 758	2 787 331	(18 451 615)	3 680 474
Net loss for the period		-	-	-	(102 659)	(102 659)
Share-based payments	8.2	-	-	7 776	-	7 776
Balance at September 30, 2017		55 168 060	19 344 758	2 795 107	(18 554 274)	3 585 591

The accompanying notes are an integral part of the financial statements

DIOS EXPLORATION INC.
Interim Statement of Cash Flows (unaudited)

(Canadian dollars)

	Notes	Nine-month period ended June 30 2017	2016
		$	$
OPERATING ACTIVITIES			
Net loss		**(102 659)**	(97 858)
Adjustments			
Share-based payments		**7 776**	55 394
Change in fair value of listed shares		**395**	(55 814)
Deferred income taxes		**-**	(6 226)
Changes in working capital items	11	**(9 981)**	(133 480)
Cash flows from operating activities		**(104 469)**	(237 984)
INVESTING ACTIVITIES			
Disposal of listed shares		**4 072**	51 511
Term Deposits redeemed (purchased)		**373 718**	(372 158)
Tax credits received		**166 452**	142 643
Additions to exploration and evaluation assets		**(548 619)**	(501 807)
Cash flows from investing activities		**(4 377)**	(679 811)
FINANCING ACTIVITIES			
Issuance of units and shares by private placement		**-**	1 205 450
Share issuance costs		**-**	(105 767)
Cash flows from financing activities		**-**	1 099 683
Net change in cash and cash equivalents		**(108 846)**	181 888
Cash and cash equivalents, beginning of period		**475 878**	306 448
Cash and cash equivalents, end of period		**367 032**	488 336
Supplemental disclosure			
Interests income cashed (operating activities)		**8 181**	4 192
Interest paid (operating activities)		**-**	(1 600)

Additional information - Cash Flows- note 11

The accompanying notes are an integral part of the interim financial statements

1. NATURE OF OPERATIONS AND CORPORATE INFORMATION

Dios Exploration Inc. (the "Company") is an exploration company with activities in Canada.

2. GOING CONCERN ASSUMPTION

The financial statements have been prepared on the basis of the going concern assumption, meaning the Company will be able to realize its assets and discharge its liabilities in the normal course of operations.

Given that the Company has not yet determined whether its mineral properties contain mineral deposits that are economically recoverable, the Company has not yet generated income nor cash flows from its operations. As at September 30, 2017, the Company has a negative cumulated retained deficit of $18,554,274 ($18,451,615 as at December 31, 2016). These material uncertainties cast significant doubt regarding the Company's ability to continue as a going concern.

The Company's ability to continue as a going concern is dependent upon its ability to raise additional financing to further explore its mineral properties. Even if the Company has been successful in the past in doing so, there is no assurance that it will manage to obtain additional financing in the future.

The carrying amounts of assets, liabilities, revenues and expenses presented in the financial statements and the classification used in the statement of financial position have not been adjusted as would be required if the going concern assumption was not appropriate.

3. SUMMARY OF ACCOUNTING POLICIES

Basis presentation

These interim financial statements of the Company were prepared in accordance with IFRS, as issued by the International Accounting Standards Board (IASB) under International Accounting Standard (IAS) 34 - Interim Financial Reporting. These interim financial statements were prepared using the same basis of presentation, accounting policies and methods of computations outlined in Note 4, SUMMARY OF ACCOUNTING POLICIES as described in our financial statements for the year ended December 31, 2016. The interim financial statements do not include all of the notes required in annual financial statements.

Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Company

At the date of authorization of these financial statements, certain new standards, amendments and interpretations to existing standards have been published but are not yet effective, and have not been adopted early by the Company.

Management anticipates that all of the pronouncements will be adopted in the Company's accounting policy for the first period beginning after the effective date of the pronouncement. Information on new standards, amendments and interpretations that are expected to be relevant to the Company's financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have an impact on the Company's financial statements.

IFRS 9 *Financial instruments*

In July 2014, the International Accounting Standards Board (IASB) aims to replace IAS 39 Financial Instruments: Recognition and Measurements in its entirety with IFRS 9. IFRS 9 introduces improvements which include a logical model for classification and measurement of financial assets, a single, forward-looking "expected loss" impairment model and a substantially-reformed approach to hedge accounting. IFRS 9 is effective for annual reporting periods beginning on or after January 1, 2018. Earlier application is permitted. Management does not anticipate any material impact on its financial statements arising from this standard.

4. JUDGMENTS, ESTIMATES AND ASSUMPTIONS

When preparing the financial statements, management undertakes a number of judgments, estimations and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results are likely to differ from the judgments, estimations and assumptions made by management, and will seldom equal the estimated results. Information about the significant judgments, estimations and assumptions that have the most significant effect on the recognition and measurement of assets, liabilities, income and expenses are discussed below.

4. JUDGMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Significant management judgements

The following are significant management judgments in applying the accounting policies of the Company that have the most significant effect on the financial statements.

Recognition of deferred income tax assets and measurement of income tax expense

Management continually evaluates the likehood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exit in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgment. To date, management has not recognized any deferred tax assets in excess of existing taxable temporary differences expected to reverse within the carry-forward period.

Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meets its liabilities for the ensuing year and to fund planned and contractual exploration programs, involves judgments based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances. See Note 2 for more information.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

Impairment of exploration and evaluation assets

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses is a subjective process involving judgment and a number of estimates and interpretations in many cases.

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset or the cash-generating units must be estimated. If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined.

In assessing impairment, the Company must make some estimates and assumptions regarding future circumstances, in particular, whether an economically viable extraction operation can be established, the probability that the expenses will be recover from either future exploitation or sale when the activities have not reached a stage that permits a reasonable assessment of the existence of reserves, the Compan'ys capacity to obtain financial resources necessary to complete the evaluation and development and to renew permits. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in profit or loss in the period when the new information becomes available.

There were no write-off of exploration and evaluation asset for the nine-month period ended September 30, 2017. No reversal of impairment losses has been recognized for the reporting periods.

Share-based payments

The estimation of share-based payment costs requires the selection of an appropriate valuation model and consideration as to the inputs necessary for the valuation model chosen. The Company has made estimates as to the volatility of its own share, the probable life of share options granted and the time of exercise of those share options. The model used by the Company is the Black-Scholes valuation model.

Tax credits receivable

The calculation of the Company's refundable tax credit on qualified exploration expenditure incurred and refundable tax credit involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until a notice of assessment has been issued by the relevant taxation authority and payment has been received. Difference arising between the actual results following final resolution of some of these items and the assumptions made could necessitate adjustments to the refundable tax credit and refundable tax credit, exploration and evaluation assets, and income tax expense in future periods.

(Canadian dollars)

5. CASH AND CASH EQUIVALENTS

	September 30, 2017	December 31, 2016
	$	$
Cash at bank (Bank overdraft) and in hand	**(50 560)**	2 419
Money market fund	**417 592**	473 459
	367 032	475 878

As at september 30, 2017, cash and cash equivalents include monetary fund bearing interest at 0.8% (0.8% as at december 31, 2016), cashable anytime without any penalties.

The term deposits shown in the statements of financial position bear interest at the rate of 1.65% to 1.70% and matured on May 25, 2017.

6. EXPLORATION AND EVALUATION ASSETS

MINING RIGHTS

	January 1, 2017	Additions	**September 30, 2017**
QUEBEC	$	$	**$**
33 Carats	73 072	2 821	**75 893**
Solo-K2	31 782	981	**32 763**
AU33 ouest	126 782	-	**126 782**
Clarkie	16 312	891	**17 203**
Autres	1 817	385	**2 202**
	249 765	5 078	**254 843**

EXPLORATION

	January 1, 2017	Additions	Tax credits corrections	**September 30, 2017**
QUEBEC	$	$	$	**$**
33 Carats	1 574 000	-	-	**1 574 000**
Solo-K2	135 786	122 624	330	**258 740**
AU33 ouest	634 782	375 596	799	**1 011 177**
Clarkie	56 776	45 321	248	**102 345**
	2 401 344	543 541	1 377	**2 946 262**
TOTAL	2 651 109	548 619	1 377	**3 201 105**

7. EQUITY

7.1 Share capital

The share capital of the Company consists only of fully paid ordinary shares

Authorized

Unlimited number of common shares without par value, voting, participating, dividend as declared by the Board of Directors

	Number of shares Nine-month period ended	
Shares issued and fully paid	**Sept. 30, 2017**	Sept. 30, 2016
Shares issued and fully paid at the beginning	**55 168 060**	46 217 393
Exercise of warrants		500 000
Private placement	**-**	8 450 667
Total shares issued at the end	**55 168 060**	55 168 060

(Canadian dollars)

7. EQUITY (continued)

7.2 Warrants

Outstanding warrants entitle their holders to subscribe to an equivalent number of ordinary shares, as follows

	Nine-month period ended Sept. 30, 2017		Year ended December 31, 2016	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
		$		$
Balance, at beginning	8 470 929	0.15	2 501 428	0.10
Issued	-	-	6 469 501	0.17
Exercised	-	-	(500 000)	0.10
Balance, at the end	8 470 929	0.15	8 470 929	0.15

The number of warrants outstanding exercisable in exchange for an equivalent number of ordinary shares is as follows:

	September 30, 2017	
Expiry date	Number of warrants	Exercise price $
December 2, 2017	2 001 428	0.10
May 18, 2018	332 500	0.20
May 18, 2018	280 000	0.155
May 20, 2018	2 023 667	0.20
May 20, 2018	3 833 334	0.155
	8 470 929	0.15

8. EMPLOYEE REMUNERATION

8.1 Salaries and employee benefits expense

	Three-month period ended September 30		Nine-month period ended September 30	
	2017	2016	**2017**	2016
	$	$	**$**	$
Salaries and benefits	**74 619**	72 992	**211 038**	194 453
Share-based payments	**941**	13 509	**7 776**	55 394
	75 560	86 501	**218 814**	249 847
Less: salaries capitalized in Exploration and evaluation assets	**(71 027)**	(71 349)	**(196 208)**	(186 866)
Salaries and employee benefits expense	**4 533**	15 152	**22 606**	62 981

8.2 Share-based payments

The Company has adopted share-based payment plan under which members of the Board of Directors may award options for ordinary shares to directors, officers, employees and consultants. The maximum number of shares issuable under the plan is 6,600,000. The maximum number of common shares which may be reserved for issuance to any one optionee may not exceed 5% of the common shares outstanding at the date of grant.

The exercise price of each option is determined by the Board of Directors and cannot be less than the market value of the ordinary shares on the day prior the award, and the term of the options cannot exceed five years. The options granted vest in stages over a period of 18 months after the grant date, at the rate of 15% per quarter, at the exception of 10%, which may be exercised from the date of the grant. For the options granted to a consultant, it vests in stages over a period of 12 months after the grant, at the rate of 25 % per quarter.

All share-based payments will be settled in equity. The Company has no legal or constructive obligation to repurchase or settle the options. The Company's share options are as follows for the reporting periods presented:

(Canadian dollars)

8. EMPLOYEE REMUNERATION (continued)

8.2 Share-based payments (continued)

	Nine-month period ended Sept. 30, 2017		Year ended December 31, 2016	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding as at the beginning	5 170 000	0.15	5 110 000	0.18
Granted	-	-	980 000	0.10
Expired	(900 000)	0.235	(920 000)	0.30
Canceled	(535 000)	0.13	-	-
Outstanding as at the end	3 735 000	0.13	5 170 000	0.15
Exercisable as at the end	3 735 000	0.13	4 582 000	0.14

The following table summarizes information about common share purchase options outstanding and exercisable as at September 30, 2017

Number of options			
ourstanding	exercisable	exercise price	Expiry date
875 000	875 000	0.15	Dec. 12, 2017
1 100 000	1 100 000	0.15	Oct. 1, 2019
880 000	880 000	0.10	July 16, 2020
880 000	880 000	0.10	Feb. 22, 2021
3 735 000	3 735 000		

In total, $7 776 of employee remuneration expense (all of which related to equity-settled share-based payment transactions) were included in profit or loss for the nine-month period ended September 30, 2017 ($55 394 for the nine-month period ended september 30, 2016) and credited to Contributed surplus.

9. FINANCE INCOME AND FINANCE COSTS

Finance income may be analyzed as follows for the reporting periods presented:

	Nine-month period ended September 30,	
	2017	2016
	$	$
Change in fair value of listed shares	**-**	55 814
Interest income from cash and cash equivalents	**4 463**	4 191
	4 463	60 005

Finance costs may be analyzed as follows for the reporting periods presented:

	Nine-month period ended September 30,	
	2017	2016
	$	$
Interest on Advance of an officer	**-**	1 600
Change in fair value of listed shares	**395**	-
	395	1 600

10. LOSS PER SHARE

The calculation of basic loss per share is based on the loss for the period divided by the weighted average number of shares in circulation during the period. In calculating the diluted loss per share, potential ordinary shares such as share options and warrants have not been included as they would have the effect of decreasing the loss per share. Decreasing the loss per share would be antidilutive. Details of share options and warrants issued that could potentially dilute earnings per share in the future are given in Notes 7.2 and 8.2.

	Three-month period ended September 30,		Nine-month period ended September 30,	
	2017	2016	**2017**	2016
Net loss	**$(16,847)**	$(955)	**$(102,659)**	$(97,858)
Weighted average number of shares in circulation	**55 168 060**	54 847 408	**55 168 060**	50 417 318
Basic and diluted loss per share	**$(0.001)**	$(0.001)	**$(0.002)**	$(0.002)

There have been no other transactions involving ordinary shares between the reporting date and the date of authorization of these financial statements.

(Canadian dollars)

11. ADDITIONAL INFORMATIONS – CASH FLOWS

The changes in working capital items are detailed as follows:

	Nine-month period ended September 30,	
	2017	2016
	$	$
Good and services tax receivable	**(10 600)**	(9 131)
Prepaid expenses and deposit	**(6 040)**	(5 491)
Trade and other payables	**399**	(69 485)
Advance from an officer	**6 260**	(49 373)
	(9 981)	(133 480)

12. RELATED PARTY TRANSACTIONS

Transactions with key management personnel

Key management personnel of the Company are members of the Board of Directors, as well as the president, the chief financial officer and the vice-president, exploration. Key management personnel remuneration includes the following expenses:

	Three-month period ended September 30,		Nine-month period ended September 30,	
	2017	2016	**2017**	2016
Short-term employee benefits	**$**	$	**$**	$
Salaries including bonuses and benefits	**63 557**	46 958	**184 099**	128 625
Professional fees	**6 025**	9 000	**24 250**	27 300
Social security costs	**1 878**	3 247	**13 133**	11 979
Total short-term employee benefits	**71 460**	59 205	**221 482**	167 904
Share-based payments	**920**	11 856	**7 599**	48 392
	72 380	71 061	**229 081**	216 296

During the three-month period ended June 30, 2017, a company in which a director is an owner, charged geological fees amounting of $15,505 recorded in Exploration and evaluation assets.

13. CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern
- to increase the value of the assets of the business; and
- to provide an adequate return to the shareholders.

These objectives will be achieved by identifying the right exploration projects, adding value to these projects and ultimately taking them through to production or sale and cash flow, either with partners or by the Company's own means

The Company monitors capital on the basis of the carrying amount of equity. The Company is not exposed to any externally imposed capital requirements except when the Company issues flow-through shares for which an amount should be used for exploration work. See all the details in Note 7 and the Statements of Changes in Equity.

The Company finances its exploration and evaluation activities principally by raising additional capital either through private placements or public offerings. When financing conditions are not optimal, the Company may enter into option agreements or other solutions to continue its activities or may slow its activities until conditions improve

14. CONTINGENCIES AND COMMITMENTS

The Company is partially financed through the issuance of flow-through shares and, according to tax rules regarding this type of financing, the Company is engaged in realizing mining exploration work.

These tax rules also set deadlines for carrying out the exploration work, which must be performed no later than the earlier of the following dates:

- Two years following the flow-through placements;
- One year after the Company has renounced the tax deductions relating to the exploration work.

However, there is no guarantee that the Company's exploration expenses will qualify as Canadian exploration expenses, even if the Company is committed to taking all the necessary measures in this regard. Refusal of certain expenses by the tax authorities would have a negative tax impact for investors.

During the reporting period ended December 31, 2016, the Company received $706,850 following flow-through placements for which the Company renounced tax deductions on December 31, 2016. The management is required to dedicate these funds to the exploration of canadian mining properties exploration in the period of one year from the date of renouncement. The balance of the amount of this unexpended flow-through financing at September 30, 2017 is $163,309 and is to be expended before December 31, 2017.