NEVADA EXPLORATION INC.

CONSOLIDATED FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

FOR THE YEARS ENDED APRIL 30, 2014 AND 2013

Collins Barrow
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INDEPENDENT AUDITORS' REPORT

To the Shareholders of
Nevada Exploration Inc.

We have audited the accompanying consolidated financial statements of Nevada Exploration Inc. and its subsidiary, which comprise the consolidated statements of financial position as at April 30, 2014 and April 30, 2013 and the consolidated statements of loss and comprehensive loss, changes in equity and cash flows for the years then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of Nevada Exploration Inc. and its subsidiary as at April 30, 2014 and April 30, 2013 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which describes material uncertainties that cast significant doubt about Nevada Exploration Inc.'s ability to continue as a going concern.

Collins Barrow Toronto LLP

Licensed Public Accountants
Chartered Accountants
August 22, 2014
Toronto, Ontario

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NEVADA EXPLORATION INC.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)
AS AT

	April 30, 2014	April 30, 2013
ASSETS		
Current assets		
Cash	$ 22,603	$ 591,060
Accounts receivable (Notes 3 and 6)	2,131	49,803
Prepaid expenses (Note 4)	17,735	15,594
Short term investments (Note 5)	3,401	22,109
Total current assets	45,870	678,566
Non-current assets		
Equipment (Note 7)	144,860	140,655
Exploration and evaluation assets (Note 8)	4,359,925	6,407,725
Deposits and bonds (Note 9)	87,321	94,720
Total non-current assets	4,592,106	6,643,100
Total assets	$ 4,637,976	$ 7,321,666
LIABILITIES AND EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Notes 10 and 6)	$ 272,045	$ 108,038
Current portion of finance lease obligations (Note 11)	9,381	-
Total current liabilities	281,426	108,038
Non-current liabilities		
Finance lease obligations (Note 11)	35,870	-
Total liabilities	317,296	108,038
Equity		
Capital stock (Note 12)	16,122,776	15,965,009
Reserves (Note 13)	1,286,854	1,084,560
Deficit	(13,088,950)	(9,835,941)
Total equity	4,320,680	7,213,628
Total liabilities and equity	$ 4,637,976	$ 7,321,666

Nature of operations and going concern (Note 1)
Commitments (Note 15)
Subsequent events (Note 20)

Approved and authorized on behalf of the Board on August 22, 2014:

"Wade Hodges"	Director	*"Cyrus Driver"*	Director
Wade Hodges		Cyrus Driver	

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

NEVADA EXPLORATION INC.
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	Year Ended April 30, 2014	Year Ended April 30, 2013
INCOME		
Project management and consulting (Note 6)	$ 154,964	$ 167,679
Option payments (Note 8)	103,992	72,516
Interest	109	515
Total income	259,065	240,710
EXPENSES		
Amortization (Note 7)	49,563	58,193
General exploration costs	146,015	53,329
Interest and bank charges	1,814	1,410
Office expenses and other	68,120	85,132
Professional fees and consulting (Note 6)	131,413	157,072
Investor relations	23,600	28,818
Project management and consulting expenses	39,460	62,330
Rent	49,768	74,151
Salaries (Note 18)	402,405	407,451
Share-based payments (Notes 6, 13 and 18)	235,483	109,436
Travel	21,127	26,771
Total operating expenses	(1,168,768)	(1,064,093)
Loss from operations	(909,703)	(823,383)
OTHER GAIN (LOSS)		
Gain on sale of equipment	28,743	14,655
Unrealized loss on marketable securities (Note 5)	(18,708)	(2,891)
Write-off of exploration and evaluation assets (Note 8)	(2,632,919)	-
Write-off of loans receivable	-	(9,529)
Total other gain (loss)	(2,622,884)	2,235
Net loss for the year	(3,532,587)	(821,148)
OTHER COMPREHENSIVE INCOME		
Currency translation adjustment	404,156	110,126
Comprehensive loss for the year	$ (3,128,431)	$ (711,022)
Basic and diluted loss per common share	$ (0.02)	$ (0.01)
Weighted average number of common shares outstanding	128,065,900	121,517,246

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

NEVADA EXPLORATION INC.
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian Dollars)

	Capital Stock		Reserves					
	Shares (Note 12)	Amount (Note 12)	Options (Note 13)	Warrants (Note 13)	Currency Translation	Total Reserves	Deficit	Total Equity
Balance, May 1, 2012	117,815,851	$ 15,072,716	$ 1,320,749	$ 199,166	$ (196,294)	$ 1,323,621	$ (9,560,393)	$ 6,835,944
Private placement	10,000,000	1,000,000	-	-	-	-	-	1,000,000
Shares for debt	200,000	20,000	-	-	-	-	-	20,000
Shares for property	50,049	5,468	-	-	-	-	-	5,468
Share issuance costs – cash	-	(46,198)	-	-	-	-	-	(46,198)
Share issuance costs – warrants	-	(128,376)	-	128,376	-	128,376	-	-
Share issuance costs – agent warrants	-	(15,226)	-	15,226	-	15,226	-	-
Share-based payments	-	-	109,436	-	-	109,436	-	109,436
Options expired	-	-	(545,600)	-	-	(545,600)	545,600	-
Warrants expired	-	56,625	-	(56,625)	-	(56,625)	-	-
Other comprehensive income	-	-	-	-	110,126	110,126	-	110,126
Net loss for the year	-	-	-	-	-	-	(821,148)	(821,148)
Balance, April 30, 2013	128,065,900	$ 15,965,009	$ 884,585	$ 286,143	$ (86,168)	$ 1,084,560	$ (9,835,941)	$ 7,213,628
Balance, May 1, 2013	128,065,900	$ 15,965,009	$ 884,585	$ 286,143	$ (86,168)	$ 1,084,560	$ (9,835,941)	$ 7,213,628
Share-based payments	-	-	235,483	-	-	235,483	-	235,483
Options expired	-	-	(279,578)	-	-	(279,578)	279,578	-
Warrants expired	-	157,767	-	(157,767)	-	(157,767)	-	-
Other comprehensive income	-	-	-	-	404,156	404,156	-	404,156
Net loss for the year	-	-	-	-	-	-	(3,532,587)	(3,532,587)
Balance, April 30, 2014	128,065,900	$ 16,122,776	$ 840,490	$ 128,376	$ 317,988	$ 1,286,854	$ (13,088,950)	$ 4,320,680

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

NEVADA EXPLORATION INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	Year Ended April 30, 2014	Year Ended April 30, 2013
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	$ (3,532,587)	$ (821,148)
Items not affecting cash:		
Amortization	49,563	58,193
Accrued interest	-	(345)
Gain on sale of equipment	(28,743)	(14,655)
Write-off of loans receivable	-	9,529
Share-based payments	235,483	109,436
Write-off of exploration and evaluation assets	2,632,919	-
Unrealized loss on marketable securities	18,707	2,891
Option income received in excess of property carrying value	(100,000)	-
Changes in non-cash working capital items:		
Accounts receivable	47,672	(34,613)
Prepaid expenses	(2,141)	685
Accounts payable and accrued liabilities	141,797	(90,366)
Net cash used in operating activities	(537,330)	(780,393)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of equipment	(9,756)	(40,299)
Proceeds from sale of equipment	47,884	18,423
Proceeds from exploration and evaluation options	122,348	24,975
Exploration and evaluation expenditures	(194,198)	(340,009)
Net cash used in investing activities	(33,722)	(336,910)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of capital stock and warrants (net of share issuance costs)	-	953,802
Repayment of finance lease obligations	(3,821)	(7,184)
Net cash provided by (used in) financing activities	(3,821)	946,618
Effect of foreign exchange	6,416	(16,081)
Change in cash for the year	(568,457)	(186,766)
Cash, beginning of year	591,060	777,826
Cash, end of year	$ 22,603	$ 591,060

Supplemental disclosure with respect to cash flows (Note 14)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Nevada Exploration Inc. (the "Company" or "NGE") was incorporated on April 6, 2006 under the Canada Business Corporations Act and is in the business of acquiring and exploring mineral properties. On July 14, 2010, the Company amalgamated with its subsidiary 2107189 Ontario Inc. The Company has not yet determined whether its properties contain reserves that are economically recoverable. The amounts shown for mineral properties and related deferred exploration costs represent costs incurred to date and do not reflect present or future values. The recoverability of these capitalized costs is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves, and future profitable production.

The Company is listed on the TSX Venture Exchange ("TSX-V") under the trading symbol "NGE" and the Company's head office is located at Suite 1500 - 885 West Georgia Street, Vancouver, BC V6C 3E8. The Company's registered and records office is located at 25th Floor, 700 W. Georgia St., Vancouver, BC V7Y 1B3.

These consolidated financial statements are authorized for issue on behalf of the Board of Directors on August 22 2014.

Going concern

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis that presumes the realization of assets and discharge of liabilities in the normal course of business. There are material uncertainties related to adverse conditions and events that cast substantial doubt on the Company's ability to continue as a going concern.

During the year ended April 30, 2014, the Company incurred a comprehensive loss of $3,128,431(2013 – $711,022) and as at that date, the Company had accumulated deficit of $13,088,950 (2013 – $9,835,941), a working capital deficiency of $235,556 (2013 – working capital surplus of $570,528) and negative cash flows from operations of $537,330 (2013 – $780,393). These factors create material uncertainties that may cast substantial doubt upon the Company's ability to continue as a going concern.

As is common with junior mining companies, the Company continues to seek capital through various means including the issuance of equity and/or debt to finance its on-going and planned exploration activities and to cover administrative costs.

In order to continue as a going concern and to meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

Recovery of the carrying value of the mining claims and related deferred exploration expenditures are dependent upon the discovery of economically recoverable resources, the ability of the Company to develop necessary financing to continue exploration and development, the ability of the Company to secure and maintain title and beneficial interest in the properties, entering into agreements with others to explore and develop the properties and upon future profitable production or proceeds from disposition of such properties.

These consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue operations. Such adjustments would be material.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary Pediment Gold LLC. The financial statements of the Company's subsidiary have been consolidated from the date that control commenced. All inter-company balances and transactions, and income and expenses have been eliminated upon consolidation.

The financial statements include the financial statements of Nevada Exploration Inc. and its subsidiary listed in the following table:

Name of Subsidiary	Country of Incorporation	Functional Currency	Ownership Interest	Principal Activity
Pediment Gold LLC	USA	US dollar	100%	Exploration company

Use of judgments and estimates

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported revenues and expenses during the year.

Significant assumptions about the future and other sources of estimated uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that the actual results differ from assumptions made, relate to, but are not limited to, the following:

i) the recoverability of receivables;
ii) the carrying value and the recoverability of exploration and evaluation assets;
iii) the estimated useful lives of equipment and the related amortization;
iv) impairment of equipment;
v) valuation of share-based payments and warrants; and
vi) recognition of deferred income taxes.

Functional and presentation currency

These consolidated financial statements are presented in Canadian dollar, which is the Company's functional currency. The functional currency of the Company's wholly-owned subsidiary Pediment Gold LLC is the US dollar.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Share issuance costs

Professional fees, consulting fees and other costs that are directly attributable to financing transactions are charged to capital stock when the related shares are issued. If the financing is not completed share issue costs are charged to profit or loss.

Equipment

Equipment is recorded at historical cost less accumulated amortization and impairment charges. Equipment is amortized on a straight-line basis over their estimated useful lives as follows:

Exploration equipment	5 to 7 years
Vehicles	5 years
Computer equipment	3 years

The cost of replacing a piece of equipment is recognized in the carrying amount of the equipment if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of the equipment are recognized in profit or loss as incurred.

Mineral properties – exploration and evaluation assets

Pre-exploration costs

Pre-exploration costs are expensed in the period in which they are incurred unless it is considered probable that they will generate future economic benefits. The Company expenses all costs incurred prior to obtaining legal rights to a mineral property.

Exploration and evaluation expenditures

Once the legal right to explore a property has been acquired, all costs related to the acquisition, exploration and evaluation of mineral properties are capitalized by property. These direct expenditures include such costs as license and property acquisition costs, materials used, surveying costs, exploratory drilling costs, payments made to contractors and amortization on equipment during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs, are expensed in the period in which they are incurred. Exploration and evaluation assets are recognized if the rights to the project are current and either (1) the expenditures are expected to be recovered through successful development and exploitation of the project, or alternatively by its sale, and (2) active and significant operations in, or in relation to, the projects are continuing.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss/income.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Mineral properties – exploration and evaluation assets (cont'd...)

Exploration and evaluation expenditures (cont'd...)

The Company assesses exploration and evaluation assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount. As the Company acquires more information and data about a project, it may choose to focus its efforts on a smaller area within the project area and in such cases may choose to reduce the size of its land holdings at the project. Focusing efforts on a small area and reducing the size of the project accordingly does not necessarily result in impairment.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as “mines under construction.” Exploration and evaluation assets are also tested for impairment before the assets are transferred to development properties.

Title

Ownership in a mineral property involves certain risk due to the difficulties in determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral interest. The Company has investigated the ownership of its mineral properties and, to the best of its knowledge, ownership of interests are in good standing.

Impairment

At the end of each reporting date, the carrying amounts of the Company’s long-lived assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. In addition, capitalized exploration and evaluation assets are tested for impairment when technical feasibility and commercial viability of the related project is established.

Impairment is determined for an individual asset unless the asset does not generate cash inflows that are independent of those generated from other assets or group of assets, in which case, the individual assets are grouped together into cash generating units (“CGU’s”) for impairment purposes. The recoverable amount is the higher of fair value less costs of disposal and value in use. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. 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 profit and loss for the period.

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 recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Income taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity. Current tax expense is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Income taxes (cont'd...)

Deferred taxes are recorded using the 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. Temporary differences are not provided for relating to goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that do not affect either accounting or taxable loss, or differences relating to investments in subsidiaries 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 statement of financial position date.

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. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it does not recognize that excess.

Provision for environmental rehabilitation

The Company recognizes the fair value of a liability for the provision for environmental rehabilitation in the year in which it is incurred when a reliable estimate of fair value can be made. The carrying amount of the related long-lived asset is increased by the same amount as the liability.

Changes in the liability for an asset retirement obligation due to the passage of time will be measured by applying an interest method of allocation. The amount will be recognized as an increase in the liability and an accretion expense in the consolidated statement of comprehensive loss. Changes resulting from revisions to the timing or the amount of the original estimate of undiscounted cash flows are recognized as an increase or a decrease to the carrying amount of the liability and the related long-lived asset. As at April 30, 2014 and 2013, the Company has not recorded any provision for environmental rehabilitation.

Warrants

Proceeds from unit placements are allocated between shares and warrants issued according to their relative fair value. The relative fair value of the share component is credited to capital stock and the relative fair value of the warrant component is credited to warrants reserve. Upon exercise of warrants, consideration paid by the warrant holder together with the amount previously recognized in warrants reserve is recorded as an increase to capital stock. Upon expiration of warrants, the amount applicable to warrants expired is recorded as an increase to capital stock.

Basic and diluted loss per common share

Basic loss per share is calculated by dividing the loss for the year by the weighted average number of common shares outstanding during the year.

Diluted loss per share is determined by adjusting the loss attributable to common shareholders by the weighted average number of common shares outstanding for the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the year. As at April 30, 2014 and 2013, warrants and options outstanding are anti-dilutive.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

Share-based payments

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of employee stock options are measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be reliably measured, they are measured at the fair value of the share-based payment consideration. Consideration paid for the shares on the exercise of stock options together with the fair value of the stock options previously recognized is credited to capital stock. When vested options are not exercised by the expiry date, the amount previously recognized in share-based payment is transferred to deficit. The Company estimates a forfeiture rate and adjusts the corresponding expense each period based on an updated forfeiture estimate.

Receivables

Receivables are recorded at face value less any provisions for uncollectible amounts considered necessary.

Revenue recognition

Project management and consulting revenue is recognized at the time the service is provided and collection is reasonably assured.

Option payments received by the Company for mineral properties not recorded in exploration and evaluation assets are recorded as income.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency at the transaction date exchange rate. At closing date, monetary assets and liabilities denominated in a foreign currency are translated into the functional currency at the closing date exchange rate, and non-monetary assets and liabilities, at the historical rates. Exchange differences arising on the settlement of monetary items or on translating monetary items at different rates from those at which they are translated on initial recognition during the period or in previous consolidated financial statements are recognized in profit or loss.

For the purpose of presenting consolidated financial statements, the assets and liabilities of Pediment Gold LLC are expressed in Canadian dollars using the exchange rates prevailing at the end of the reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during the period, in which case exchange rates at the dates of the transactions are used. Exchange differences are recognized in other comprehensive income and reported as currency translation reserve in equity.

Foreign exchange gains and losses arising from a monetary item receivable or payable to a foreign operation, the settlement of which is neither planned nor likely to occur in the foreseeable future and which in substance is considered to form a part of the net investment in the foreign operation, are recognized in foreign currency translation in the currency translation reserve.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Financial instruments

Financial assets

Financial assets are classified as into one of the following categories based on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss ("FVTPL") – This category comprises derivatives, or assets acquired or incurred principally for the purpose of selling or repurchasing in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in profit or loss.

Loans and receivables ("LAR") - Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially recognized at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

Held-to-maturity ("HTM") - These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the asset is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of HTM financial assets, including impairment losses, are recognized in profit or loss.

Available-for-sale ("AFS") - Non-derivative financial assets not included in the above categories are classified as available-for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Investments in equity instruments classified as available-for-sale that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment and at disposal, the amount of the cumulative loss is removed from equity and recognized in profit or loss.

Financial liabilities

Financial liabilities are classified into one of two categories, based on the purpose for which the liability was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss ("FVTPL") – This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing in the near term. They are carried in the consolidated statement of financial position at fair value with changes in fair value recognized in profit or loss.

Other financial liabilities ("OFL") - This category includes amounts due to related parties, accounts payable and accrued liabilities and finance lease obligations, all of which are recognized at amortized cost.

Financial Instrument	Classification
Cash	LAR
Accounts receivable (excluding GST receivable)	LAR
Deposits and bonds	LAR
Accounts payable and accrued liabilities	OFL
Finance lease obligations	OFL
Investments	FVTPL

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Financial instruments (cont'd…)

Impairment

All financial assets except for those at FVTPL, are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that the estimated cash flows of a financial asset or group of financial assets are negatively impacted. Evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments by the borrower; or
- it becomes probable that the borrower will enter into bankruptcy or financial reorganization.

The carrying amount of the financial asset is directly reduced by any impairment loss.

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Provisions are not recognized for future operating losses.

Leases

Leases that transfer substantially all of the benefits and risks of ownership of the assets to the Company are accounted for as finance lease obligations. At the time the finance lease obligation is entered into, an asset is recorded together with the related obligation. Assets under finance lease obligations are depreciated over their estimated useful lives.

New Accounting Standards and Amendments to Existing Standards

New and amended standards adopted by the Company

The following new and amended standards have become effective for the Company's April 30, 2014 reporting period. Adoption of these standards did not result in a significant impact on the Company's financial statements.

(i) Effective for annual periods beginning on or after July 1, 2012
- Amendments to IAS 1, *Presentation of Financial Statements*

(ii) Effective for annual periods beginning on or after January 1, 2013
- New standard IFRS 10, *Consolidated Financial Statements*
- New standard IFRS 11, *Joint Arrangements*
- New standard IFRS 12, *Disclosure of Interests in Other Entities*
- New standard IFRS 13, *Fair Value Measurement*
- Reissued IAS 27, *Separate Financial Statements*
- Reissued IAS 28, *Investments in Associates and Joint Ventures*

New or revised standards and amendments to existing standards not yet effective

The Company has not applied the following new or revised standards and amendments that have been issued but are not yet effective for the Company's April 30, 2014 reporting period:

(Expressed in Canadian Dollars)

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

New Accounting Standards and Amendments to Existing Standards (cont'd…)

New or revised standards and amendments to existing standards not yet effective (cont'd…)

- New standard IFRS 9, *Financial Instruments*, classification and measurement is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, "Financial Instruments: Recognition and Measurement." IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit and loss. The application date for this standard has not been determined. The new standard is expected to have minimal impact on the Company's financial statements.

- Amendments to IAS 32, *Financial Instruments*: *Presentation*, provide clarification on the application of offsetting rules. This standard is effective for years beginning on or after January 1, 2014. The amendments are expected to have minimal impact on the Company's financial statements.

- Amendments to IAS 36, *Impairment of Assets,* clarify the recoverable amount disclosures for non-financial assets, including additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount was based on fair value less costs of disposal. The amendments apply retrospectively for annual periods beginning on or after January 1, 2014. Earlier application is permitted except an entity shall not apply those amendments in periods (including comparative periods) in which it does not also apply IFRS 13. The amendments are expected to have minimal impact on the Company's financial statements.

- Amendments to IFRS 10, *Consolidated Financial Statements*, IFRS 12, *Disclosures of Interests in Other Entities* and IAS 27, *Separate Financial Statements*. The amendments provide for the definition of an investment entity and sets out an exception to consolidating particular subsidiaries of an investment entity. The amendments also deal with the disclosures required and preparation of separate financial statements of an investment entity. These amended standards are effective for annual periods beginning or after January 1, 2014. The amendments are expected to have minimal impact on the Company's financial statements.

The Company plans to adopt these standards as soon as they become effective for the Company's reporting period.

3. ACCOUNTS RECEIVABLE

The Company's receivables arise from two main sources: Goods and Services Tax ("GST") receivable due from Canadian government taxation authorities and trade accounts receivable. These are broken down as follows:

	April 30, 2014	April 30, 2013
GST/HST receivable	$ 1,802	$ 5,906
Due from a related party (Note 6)	-	43,595
Accounts receivable	329	302
Total	$ 2,131	$ 49,803

(Expressed in Canadian Dollars)

4. PREPAID EXPENSES

The prepaid expenses for the Company are as follows:

		April 30, 2014		April 30, 2013
Security deposit for rental of premises	$	17,735	$	15,594

5. SHORT TERM INVESTMENTS

As at April 30, 2014

	Number		Cost		Carrying Value
Spruce Ridge Resources Ltd. – Shares	170,068	$	25,000	$	3,401

As at April 30, 2013

	Number		Cost		Carrying Value
Spruce Ridge Resources Ltd. – Shares	170,068	$	25,000	$	22,109

During the year ended April 30, 2013, the Company received 170,068 shares with an initial value of $25,000 from Spruce Ridge Resources Ltd. ("Spruce Ridge") as a partial payment on the option agreement entered into on the Fletcher Junction property (Notes 6 and 8). During the year ended April 30, 2014, the Company revalued the shares based on the market price at April 30, 2014 resulting in an unrealized loss of $18,707 (2013 –$2,891).

The Company classified this investment as fair value through profit or loss and determined the fair value of the Spruce Ridge shares based on the market price per share of $0.02 at April 30, 2014 ($0.13 at April 30, 2013). This resulted in a carrying value of $3,401 as at April 30, 2014 ($22,109 as at April 30, 2013) for the 170,068 shares.

6. RELATED PARTY TRANSACTIONS

During the year ended April 30, 2014, the Company:

i) paid or accrued $51,380 in professional fees to a firm in which the Chief Financial Officer of the Company is a partner.

ii) granted 950,000 stock options to independent directors of the Company resulting in share-based payments of $73,347.

iii) received $22,348 in option payments from Spruce Ridge on the Company's Fletcher Junction Project (Note 8). At the time the option payments were received, an Officer and Director of Spruce Ridge was also a Director of the Company.

(Expressed in Canadian Dollars)

6. RELATED PARTY TRANSACTIONS (cont'd…)

During the year ended April 30, 2013, the Company:

i) paid or accrued $61,400 in professional fees to a firm in which the Chief Financial Officer of the Company is a partner.

ii) granted 1,000,000 stock options to independent directors of the Company resulting in share-based payments of $97,959.

iii) entered into an Exploration and Option to Joint Venture Agreement with Spruce Ridge on the Company's Fletcher Junction Project (Note 8) and received 170,068 shares (Note 5) as partial payment on the option. At that time, an Officer and Director of Spruce Ridge was also a Director of the Company.

iv) earned $53,270 in project management and consulting income from Spruce Ridge as the Company provided consulting services.

As at April 30, 2014, the Company had $Nil (2013 - $43,595) in accounts receivable from Spruce Ridge as a result of the consulting services provided.

The amounts included in accounts payable and accrued liabilities which are due to related parties are as follows:

		April 30, 2014		April 30, 2013
Due to a firm of which the Chief Financial Officer is a partner	$	28,598	$	15,000
Due to Spruce Ridge		-		25,187
	$	28,598	$	40,187

(Expressed in Canadian Dollars)

7. EQUIPMENT

	Vehicles	Exploration equipment	Computer equipment	Total
Cost				
Balance, April 30, 2012	$ 71,087	238,528	75,997	385,612
Additions	-	9,464	27,775	37,239
Disposal	(1,321)	(18,841)	-	(20,162)
Effect of translation	1,410	4,615	1,530	7,555
Balance, April 30, 2013	$ 71,176	$ 233,766	$ 105,302	$ 410,244
Additions	49,081	-	12,474	61,555
Disposal	(40,708)	(85,069)	-	(125,777)
Effect of translation	5,153	18,235	9,515	32,903
Balance, April 30, 2014	$ 84,702	$ 166,932	$ 127,291	$ 378,925
Accumulated amortization				
Balance, April 30, 2012	59,427	147,537	21,662	228,626
Additions	11,817	39,234	1,615	52,666
Disposal	(1,321)	(15,073)	-	(16,394)
Effect of translation	1,253	3,009	429	4,691
Balance, April 30, 2013	$ 71,176	$ 174,707	$ 23,706	$ 269,589
Disposal	(40,708)	(65,928)	-	(106,636)
Amortization	4,864	37,894	6,805	49,563
Effect of translation	5,197	14,054	2,298	21,549
Balance, April 30, 2014	$ 40,529	$ 160,727	$ 32,809	$ 234,065
Carrying amounts				
As at April 30, 2013	$ -	$ 59,059	$ 81,596	$ 140,655
As at April 30, 2014	$ 44,173	$ 6,205	$ 94,482	$ 144,860

Included in computer equipment as at April 30, 2014 is a database under construction with a cost of $82,195 (2013 - $63,848). No amortization has been taken on this computer equipment in the current year.

Included in vehicles at April 30, 2014 was asset under finance lease with a cost of $49,081 (2013 - $118,745) and accumulated amortization of $4,908 (2013 - $98,666).

During the year ended April 30, 2014, the Company recorded amortization of $4,908 (2013 - $23,322) on the asset under finance lease.

During the year ended April 30, 2014, the Company disposed of assets under capital lease with a net book value of $19,141 for proceeds of $47,884.

(Expressed in Canadian Dollars)

8. EXPLORATION AND EVALUATION ASSETS

For the year ended April 30, 2014:

	AW	FJ	KC	HP	SGV	BU	JU	RP	SP	WF	TOTAL
Acquisition costs											
Balance – beginning of year	$ 198,809	$ 221,255	$ 772,938	$ 78,902	$ -	$ 424,247	$ 175,991	$ 207,301	$ 352,806	$ 219,903	$ 2,652,152
Additions - cash	21,715	18,316	81,385	21,742	62,213	-	-	-	-	-	205,371
Option payments received	-	(22,348)	-	-	-	-	-	-	-	-	(22,348)
Effect of translation	18,849	18,567	73,024	8,603	5,318	8,289	3,438	4,050	6,893	4,297	151,328
Balance – end of year	239,373	235,790	927,347	109,247	67,531	432,536	179,429	211,351	359,699	224,200	2,986,503
Exploration costs											
Balance – beginning of year	646,081	1,032,098	75,649	799,528	-	902,446	61,265	65,405	87,396	85,705	3,755,573
Geological	1,522	-	-	6,650	-	-	-	-	-	-	8,172
Travel	-	147	-	-	-	-	-	-	-	-	147
Effect of translation	55,354	88,232	6,467	68,909	-	17,631	1,197	1,278	1,707	1,674	242,449
Balance – end of year	702,957	1,120,477	82,116	875,087	-	920,077	62,462	66,683	89,103	87,379	4,006,341
Write-off	-	-	-	-	-	(1,352,613)	(241,891)	(278,034)	(448,802)	(311,579)	(2,632,919)
Total costs	**$ 942,330**	**$ 1,356,267**	**$ 1,009,463**	**$ 984,334**	**$ 67,531**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 4,359,925**

(Expressed in Canadian Dollars)

8. EXPLORATION AND EVALUATION ASSETS (cont'd…)

For the year ended April 30, 2013:

	AW	FJ	KC	HP	BU	JU	RP	SP	WF	TOTAL
Acquisition costs										
Balance – beginning of year	$ 164,063	$ 267,010	$ 644,510	$ 56,520	$ 399,961	$ 156,360	$ 192,187	$ 301,753	$ 200,844	$2,383,208
Additions – cash	30,976	-	108,309	20,886	16,242	16,294	11,183	44,363	14,889	263,142
Additions – shares	-	-	5,463	-	-	-	-	-	-	5,463
Option payments received	-	(49,950)	-	-	-	-	-	-	-	(49,950)
Effect of translation	3,770	4,195	14,656	1,496	8,044	3,337	3,931	6,690	4,170	50,289
Balance – end of year	198,809	221,255	772,938	78,902	424,247	175,991	207,301	352,806	219,903	2,652,152
Exploration costs										
Balance – beginning of year	624,356	1,012,327	54,234	764,783	869,907	60,104	64,165	85,739	84,080	3,619,695
Geochemistry	5,446	-	1,761	-	9,975	-	-	-	-	17,182
Geophysics	-	-	11,361	-	-	-	-	-	-	11,361
Geological	2,677	40	6,489	19,585	3,753	-	-	-	-	32,544
Travel	1,351	161	370	-	1,699	-	-	-	-	3,581
Effect of translation	12,251	19,570	1,434	15,160	17,112	1,161	1,240	1,657	1,625	71,210
Balance – end of year	646,081	1,032,098	75,649	799,528	902,446	61,265	65,405	87,396	85,705	3,755,573
Total costs	**$ 844,890**	**$1,253,353**	**$ 848,587**	**$ 878,430**	**$1,326,693**	**$ 237,256**	**$ 272,706**	**$ 440,202**	**$ 305,608**	**$6,407,725**

8. EXPLORATION AND EVALUATION ASSETS (cont'd….)

Awakening (AW)

The Awakening Project is located in Humboldt County, Nevada, approximately 50 km north-northwest of Winnemucca, Nevada. The Company has a 100% interest in 158 (2013 – 206) claims (approx. 12.0 km^2) at Awakening.

On July 1, 2008, the Company entered into a Mining Lease agreement with DIR Exploration Inc. ("DIR") on 15 claims (approx. 120 hectares). Based on the results of the Company's work to date at the Awakening Project, the Company has focused its exploration on areas within the claims controlled directly by NGE; accordingly, NGE terminated the Mining Lease during the year ended April 30, 2013.

Fletcher Junction (FJ)

The Fletcher Junction Project is located in Mineral County, Nevada, approximately 30 km southwest of Hawthorne, Nevada. The Company has a 100% interest in 117 (2013 – 117) claims (approx. 9.6 km^2) at the Fletcher Junction Project, subject to a 1.25% net smelter return royalty ("NSR").

During the year ended April 30, 2013, the Company entered into an Exploration and Option to Joint Venture Agreement with Spruce Ridge Resources Ltd. ("Spruce Ridge"), whereby Spruce Ridge had the right to earn a 70% joint venture interest in the property, subject to an additional 15% upon completion of the earn-in and feasibility report, by:

a) funding US$2,600,000 in qualifying expenditures over 4 years; and

b) making US$300,000 in payments over 3 years of which Spruce Ridge may elect to pay up to 50% of the payments by issuing common shares to the Company. Upon signing the agreement, Spruce Ridge paid the Company US$25,000 and issued 170,068 shares to the Company with an initial value of US$25,000 (Note 5).

During the year ended April 30, 2014, Spruce Ridge terminated the Exploration and Option to Joint Venture Agreement and paid US$22,000 to settle outstanding obligations under the agreement. Spruce Ridge retains no interest in the project.

Kelly Creek (KC)

The Kelly Creek Project is located in Humboldt County, Nevada, approximately 40 km north-northwest of Battle Mountain, Nevada. The Company has a 100% interest in 194 (2013 – 430) claims (approx. 15.7 km^2) at Kelly Creek.

On October 1, 2009, the Company entered into a Mining Lease and Option to Purchase Agreement with Genesis Gold Corporation ("Genesis"). Genesis has 100% interest in 254 (2013 – 254) claims (approx. 20.2 km^2) at Kelly Creek. Under the Agreement, the Company is the Operator and has the option to purchase 100% of the Genesis claims for 100,000 common shares (50,000 shares issued in 2011, 50,000 shares issued in 2010) and US$1,500,000, subject to a 1.5% Net Smelter Return Royalty ("Royalty"). The Company also has the option to purchase one half of the royalty (0.75%) for US$750,000. The share issuance transaction is measured at fair value of the shares issued as the fair value of the option payment could not be reliably measured.

(Expressed in Canadian Dollars)

8. EXPLORATION AND EVALUATION ASSETS (cont'd….)

Kelly Creek (KC) (cont'd…)

The Company shall pay to Genesis advance royalty payments as follows:

1st anniversary	$	5,000	(paid)
2nd anniversary		10,000	(paid)
3rd anniversary		10,000	(paid) i)
4th anniversary		10,000	(paid)
5th and each subsequent anniversaries		50,000	

i) 50% was paid in cash and another 50% was paid through the issuance of 50,049 shares (Note 12 b) i)) during the year ended April 30, 2013.

Hot Pot (HP)

On September 16, 2005, the Company entered into a Mining Lease Agreement on 8.8 km^2 at the Hot Pot Project located in Humboldt County, Nevada, approximately 30 km northwest of Battle Mountain, Nevada. Under the terms of the agreement, the Company is required to make annual payments of US$20,000 on each anniversary, and the agreement is subject to a 3% NSR to the property owner. The Company also controls 6 (2013 – 6) claims (approx. 50 hectares) at Hot Pot. All of the Company's mineral interests at Hot Pot are subject to a 1.25% NSR.

Grass Valley Project

On February 27, 2012, the Company announced the signing of agreement with McEwen Mining Inc, ("MMI"), a two-year Exploration Agreement to generate new gold projects in a 25,000 hectare (95 sq mi) study area in north central Nevada (referred to as the Area of Interest or "AOI") using the Company's hydrogeochemistry exploration technology.

Under the agreement, the Company is engaged to complete a hydrogeochemistry sampling program across the large AOI to identify and delineate discrete new target areas in exchange for a service fee. Any projects that MMI acquires within the AOI will be deemed Designated Properties. Upon acquiring a Designated Property, MMI will pay the Company the greater of US$25,000 or US$100 per claim, and grant the Company a 30% carried interest in the Designated Property. MMI will be the manager of the Designated Properties, will have sole discretion on the nature and timing of all exploration and development activities at the Designated Properties, and will be solely responsible for payment of all costs incurred in respect of the Designated Properties. If MMI completes a Production Decision Report on a Designated Property that MMI deems sufficient to base a decision to commence production, the Designated Property will advance under a Joint Venture agreement.

On September 24, 2012, the Company announced that MMI elected to designate a new gold project in Grass Valley, Nevada, as a Designated Property. The Grass Valley Project consists of approximately 59 km^2 (23 sq mi) of unpatented mining claims and is located along the western side of Grass Valley in central Nevada, approximately 16 kilometres (10 mi) south of Barrick Gold Corp.'s Cortez Hills, the world's largest primary gold producer in 2011. As per the terms of the Exploration Agreement, MMI has granted the Company a 30% carried interest in the property and paid the Company $72,516 (US$73,500) which has been recognized as option payments income for the year ended April 30, 2013.

(Expressed in Canadian Dollars)

8. EXPLORATION AND EVALUATION ASSETS (cont'd…)

Grass Valley Project (cont'd…)

Under the agreement, if MMI elects to continue maintaining the Designated Property, MMI agrees to pay the Company the following staged payments:

1st anniversary	US$ 100,000	(recorded as option income for the year ended April 30, 2014)
2nd anniversary	100,000	
3rd anniversary	100,000	
4th anniversary	100,000	
5th and each subsequent anniversary	250,000	

South Grass Valley (SGV)

During the year ended April 30, 2014, the Company established the South Grass Valley Project by staking 186 unpatented mining claims (approx. 15.0 km^2). The Project is located in Lander County, north-central Nevada, approximately 50 kilometres (32 miles) south southwest of Barrick Gold Corp.'s Cortez Pipeline property.

Bull Creek (BU)

The Bull Creek Project is located in Humboldt County, Nevada, approximately 60 km west-northwest of Winnemucca, Nevada. The Company held a 100% interest in 108 (2013 – 108) claims (approx. 8.7 km^2) at Bull Creek. During the year ended April 30, 2014, the Company realigned its land holdings in Nevada and decided to drop its land position in the Bull Creek Project. The Company wrote off all associated costs of $1,352,613 during the year ended April 30, 2014.

Jungo (JU)

The Jungo Property is located in both Humboldt and Pershing Counties, Nevada, approximately 60 km west of Winnemucca, Nevada. The Company held a 100% interest in 108 (2013 – 108) claims (approx. 8.7 km^2) at Jungo. During the year ended April 30, 2014, the Company realigned its land holdings in Nevada and decided to drop its land position in the Jungo Property. The Company wrote off all associated costs of $241,891 during the year ended April 30, 2014.

Rye Patch (RP)

The Rye Patch Project is located in Pershing County, Nevada, approximately 30 km northeast of Lovelock, Nevada. The Company held a 100% interest in 41 (2013 – 41) claims (approx. 3.3 km^2) at Rye Patch, as well as Mining Lease Agreements covering another 70 hectares.

During the year ended April 30, 2014, the Mining Lease Agreements expired and the Company dropped its claims at the Rye Patch Project. The Company wrote off all associated costs of $278,034 during the year ended April 30, 2014.

(Expressed in Canadian Dollars)

8. EXPLORATION AND EVALUATION ASSETS (cont'd…)

Sand Pass (SP)

The Sand Pass Project is located in Humboldt County, Nevada, approximately 10 km north of Winnemucca, Nevada. The Company held a 100% interest in 89 (2013 – 89) claims (approx. 16.6 km^2) at Sand Pass, as well as a Mining Lease Agreement covering another 940 hectares. During the year ended April 30, 2014, the Company terminated the Mining Lease Agreement, and dropped all its claims at Sand Pass. The Company wrote off all associated costs of $448,802 during the year ended April 30, 2014.

Whiskey Flats (WF)

The Whiskey Flats Project is located in Mineral County, Nevada, approximately 20 km south of Hawthorne, Nevada. The Company held a 100% interest in 99 (2013 – 99) claims (8.0 km^2) at Whiskey Flats. During the year ended April 30, 2014, the Company realigned its land holdings in Nevada and decided to drop its land position in the Whiskey Flats Project. The Company wrote off all associated costs of $311,579 during the year ended April 30, 2014.

9. DEPOSITS AND BONDS

		April 30 2014		April 30, 2013
Security deposits [(1)]	$	11,500	$	11,500
Reclamation bond deposits [(2)]		75,821		83,220
	$	87,321	$	94,720

(1) Security deposits consist of $11,500 guaranteed investment certificate ("GIC") maturing on August 3, 2014 and bearing interest at prime less 2%. The GIC is used to secure the credit limit on a credit card.

(2) Reclamation bond deposits are required by the U.S. Bureau of Land Management ("BLM") and the U.S. Forest Service ("USFS") to ensure that any reclamation and clean-up work required on the Company's properties will be completed to the satisfaction of the BLM and the USFS. The Company did not have any asset retirement obligations as of April 30, 2014 and 2013.

10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities for the Company are as follows:

		April 30, 2014		April 30, 2013
Customer prepayments	$	-	$	12,151
Trade payables		25,918		7,766
Due to related parties (Note 6)		28,598		40,187
Due to key management personnel (Note 18)		174,020		-
Accrued liabilities		43,509		47,934
Total	$	272,045	$	108,038

(Expressed in Canadian Dollars)

11. FINANCE LEASE OBLIGATIONS

The Company has a finance lease obligation for a leased vehicle, with blended monthly payments of principal and interest of $48,375 (US$44,138) and bearing interest at a rate of 2.90% per annum.

		April 30, 2014		April 30, 2013
Finance lease obligations	$	48,375	$	-
Deduct: amount representing interest		(3,124)		-
Present value of minimum lease payments due		45,251		-
Less: current portion		(9,381)		-
Non-current portion	$	35,870	$	-

The total of principal repayments of the finance lease obligations that are due within the next one year is $9,381, and the remaining portion for $35,870 is due between fiscal year 2015 to 2019.

12. CAPITAL STOCK

a) Authorized share capital:

As at April 30, 2014, the authorized share capital of the Company was:
Unlimited number of common shares without par value;
Unlimited number of preferred shares without par value;
All issued shares are fully paid.

b) Issued share capital:

During the year ended April 30, 2014, the Company did not have any share activities.

During the year ended April 30, 2013, the Company:

i) settled outstanding indebtedness to a vendor of $20,000 through the issuance of 200,000 common shares of the Company at a deemed price of $0.10 per common share, and the Company issued 50,049 common shares of the Company at a deemed price of $0.11 per common share as part of the annual payment due under a mining lease with Genesis on the Kelly Creek Project (Note 8).

ii) completed a non-brokered private placement by issuing 10,000,000 Units at a price of $0.10 per Unit for total gross proceeds of $1,000,000. Each Unit consists of one common share and one-half of one non-transferable common share purchase warrant. Each whole warrant entitles the holder to purchase one common share at a price of $0.15 for a period of one year. Fair value allocated in connection to these warrants was $128,376. In connection with the private placement, the Company:

   a) paid cash share issuance costs of $46,198; and

(Expressed in Canadian Dollars)

12. CAPITAL STOCK

b) Issued share capital: (cont'd...)

b) issued 369,200 agent warrants with a fair value of $15,226, where each agent warrant entitles the holder to purchase one common share at a price of $0.15 for a period of one year. In the absence of a reliable measurement of the services received, the services have been measured at the fair value of the agent warrants issued.

13. RESERVES

a) Options

The Company has a stock option plan under which it is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. Under the plan, the exercise price of each option equals the market price, minimum price or a discounted price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of five years, and generally vest over a 3 year period, or as determined by the Company's directors.

During the year ended April 30, 2014, the Company:

i) granted 3,050,000 stock options to directors and management resulting in share-based payments of $235,483.

During the year ended April 30, 2013, the Company:

i) granted 1,100,000 stock options to directors and employees resulting in share-based payments of $106,802.

ii) recorded share-based payment expense of $2,634 for options granted in the prior year which vested during the current year.

A continuity of share purchase options for the year ended April 30, 2014 is as follows:

Expiry date	Exercise price	April 30, 2013	Granted	Expired	Cancelled	April 30, 2014	Exercisable
June 10, 2013	$ 0.15	200,000	-	(200,000)	-	-	-
September 30, 2014	0.16	250,000	-	-	-	250,000	250,000
September 30, 2014	0.10	900,000	-	-	-	900,000	900,000
November 17, 2014	0.10	600,000	-	-	-	600,000	600,000
December 31, 2015	0.10	3,100,000	-	-	(150,000)	2,950,000	2,950,000
August 9, 2016	0.10	2,250,000	-	-	(1,850,000)	400,000	400,000
September 25, 2017	0.11	600,000	-	-	(500,000)	100,000	100,000
December 4, 2017	0.12	500,000	-	-	-	500,000	500,000
March 2, 2019	0.10	-	3,050,000	-	-	3,050,000	3,050,000
Total		8,400,000	3,050,000	(200,000)	(2,500,000)	8,750,000	8,750,000
Weighted average exercise price		$ 0.10	$ 0.10	$ 0.15	$ 0.10	$ 0.10	$ 0.10
Weighted average remaining life of options outstanding						2.69 years	

Option pricing models require the use of estimates and assumptions including the expected volatility. Changes in underlying assumptions can materially affect the fair value estimates. The following weighted average assumptions were used for the Black-Scholes valuation of options granted during the year:

(Expressed in Canadian Dollars)

13. RESERVES (cont'd...)

a) Options (cont'd...)

	April 30, 2014	April 30, 2013
Share price	$0.10	$0.11
Risk-free interest rate	1.60%	1.36%
Expected life of options	5 years	5 years
Annualized volatility based on historical volatility	105.68%	141.31%
Dividend rate	0.00%	0.00%
Forfeiture rate	0.00%	0.00%
Fair value per option	$0.08	$0.10
Exercise price	$0.10	$0.11

b) Warrants

During the year ended April 30, 2014, the Company issued Nil (2013 - 5,369,200) warrants.

A continuity of share purchase warrants for the year ended April 30, 2014 is as follows:

Expiry date	Exercise price	April 30, 2013	Granted	Expired	April 30, 2014	Exercisable
December 24, 2013 [i)]	$ 0.15	369,200	-	(369,200)	-	-
December 24, 2014 [iii)]	0.15	5,000,000	-	-	5,000,000	5,000,000
April 16, 2014 [ii)]	0.14	5,278,000	-	(5,278,000)	-	-
Total		10,647,200	-	(5,647,000)	5,000,000	5,000,000
Weighted average exercise price		$ 0.15	$ -	$ 0.14	$ 0.15	$ 0.15

i) Agent's warrants
ii) Includes 728,000 agent's warrants
iii) Extended from the original expiry date of December 24, 2013 to December 24, 2014 during the year ended April 30, 2014.

The following weighted average assumptions were used for the Black-Scholes valuation of warrants granted during the year:

	April 30, 2014	April 30, 2013
Share price	-	$0.14
Risk-free interest rate	-	1.12%
Expected life of warrants	-	1 year
Annualized volatility based on historical volatility	-	80.91%
Dividend rate	-	0.00%
Fair value per warrant	-	$0.03

14. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

During the year ended April 30, 2014, the Company had the following significant non-cash transaction:

i) incurred equipment costs of $20,518 included in accounts payable and accrued liabilities;

ii) incurred exploration and evaluation expenditures of $19,492 included in accounts payable and accrued liabilities.

(Expressed in Canadian Dollars)

14. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS (cont'd...)

During the year ended April 30, 2013, the Company had the following significant non-cash transactions:

i) incurred equipment costs of $17,800 included in accounts payable and accrued liabilities;

ii) issued 200,000 shares with a fair value of $20,000 for debt;

iii) issued 50,049 shares with a fair market value of $5,468 as part of the annual payment due under a Mining Lease; and

iv) received 170,068 shares of Spruce Ridge with a value of $25,000 as part of an option payment on the Fletcher Junction property.

15. COMMITMENTS

The Company has the following commitments:

a) The Company has entered into a lease agreement for premises expiring on November 30, 2014. Lease commitments are US$4,769 per month.

b) The Company has various commitments relating to its exploration and evaluation assets as disclosed in Note 8.

16. INCOME TAXES

	2014	2013
Loss before income taxes	$ (3,532,587)	$ (821,148)
Expected income tax recovery at average statutory rate of 26.00% for 2014 (2013 – 25.00%)	$ (918,473)	$ (205,287)
Share-based payment and other non-deductible expenses	66,000	30,000
Share issuance costs	-	(11,550)
Change in statutory rates and other	(274,527)	(36,863)
Tax benefits not recognized	1,127,000	223,700
	$ -	$ -

	2014	2013
Deferred tax assets:		
Non-capital loss carry-forwards	$ 3,992,000	$ 2,850,000
Share issue costs and other	24,000	39,000
Deferred tax assets not recognized	(4,016,000)	(2,889,000)
Net deferred tax assets	$ -	$ -

16. **INCOME TAXES** (cont'd...)

The Company has available for deduction against future taxable income non-capital losses of approximately $4,026,000 and US net operating losses of approximately $8,662,000 (expressed in Canadian dollars) expiring as follows:

	CDN	US
2025	$ 33,000	$ -
2026	266,000	-
2027	858,000	183,000
2028	569,000	680,000
2029	549,000	2,544,000
2030	81,000	826,000
2031	357,000	816,000
2032	591,000	241,000
2033	391,000	364,000
2034	331,000	3,008,000
	$ 4,026,000	$ 8,662,000

Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable income will be available against which the Company can utilize the benefits.

17. **SEGMENTED INFORMATION**

The Company operates in one industry segment, being the acquisition, exploration and development of resource properties. Geographic information is as follows:

	April 30, 2014	April 30, 2013
Non-current assets:		
United States		
Equipment	$ 144,860	$ 140,655
Exploration and evaluation assets	4,359,925	6,407,725
Deposits and bonds	75,821	83,220
	$ 4,580,606	$ 6,631,600

	Year Ended April 30, 2014	Year Ended April 30, 2013
Income:		
United States		
Project management and consulting	$ 154,964	$ 167,679
Option payments	103,992	72,516
	$ 258,956	$ 240,195

(Expressed in Canadian Dollars)

18. KEY MANAGEMENT COMPENSATION

Of the $402,405 in salary expense, $335,166 is for key management personnel, defined as those persons having authority and responsibility for planning, directing and controlling activities of the Company, directly or indirectly including any director (whether executive or otherwise) of the Company. The Company's key management personnel include the following: Chief Executive Officer, Chief Operating Officer, and President.

Remuneration of key management of the Company is as follows:

	Year Ended April 30, 2014	Year Ended April 30, 2013
Salaries	$ 335,166	$ 330,108
Share-based payments*	162,136	-
	$ 497,302	$ 330,108

* Share-based payment is the fair value of vesting options that are granted to key management personnel. During the year ended April 30, 2014, the Company granted 2,100,000 options to key management personnel.

The amount included in accounts payable and accrued liabilities which is due to key management personnel is as follows:

	April 30, 2014	April 30, 2013
Due to key management personnel (Note 10)	$ 174,020	$ -

19. CAPITAL AND FINANCIAL RISK MANAGEMENT

Capital management

In order to maintain its capital structure, the Company, is dependent on equity funding and when necessary, raises capital through the issuance of equity instruments, primarily comprised of common shares and incentive stock options. In the management of capital, the Company includes the components of equity as well as cash.

The Company prepares annual estimates of exploration expenditures and monitors actual expenditures compared to the estimates to ensure that there is sufficient capital on hand to meet ongoing obligations. The Company's investment policy is to invest any excess cash in highly liquid short-term deposits with terms of one year or less and which can be liquidated after thirty days without interest penalty. The Company currently has insufficient capital to fund its exploration programs and is reliant on completing equity financings to fund further exploration. The Company is not subject to any externally imposed capital requirements.

There were no changes in the Company's approach to capital management during the year ended April 30, 2014.

Fair value

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

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

19. CAPITAL AND FINANCIAL RISK MANAGEMENT (cont'd…)

Fair value (cont'd…)

Short term investments are measured at level 1 of the fair value hierarchy. The fair value of short term investments is measured at the market price of the common shares held at the measurement date. The carrying value of cash, accounts receivable (excluding GST receivable), deposits and bonds, finance lease obligations and accounts payable and accrued liabilities approximated their fair value because of the short-term nature of these instruments.

Financial risk factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and deposits and bonds. Management believes that the credit risk concentration with respect to cash is remote as it maintains accounts with highly-rated financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage, as outlined in the discussion on capital management. It also manages liquidity risk by continuously monitoring actual and projected cash flows. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the normal course of business.

As at April 30, 2014, the Company had a cash balance of $22,603 (2013 - $591,060) to settle current liabilities of $281,426 (2013 - $108,038). The Company will require financing from lenders, shareholders and other investors to generate sufficient capital to meet its short term business requirements.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and equity prices.

(a) Interest rate risk

The Company is exposed to interest rate risk to the extent that the cash maintained at the financial institutions is subject to floating rate of interest. The interest rate risks on cash, deposits and bonds and on the Company's finance lease obligations are not considered significant.

(b) Foreign currency risk

The Company is exposed to financial risk arising from fluctuations in foreign exchange rates and the degree of volatility of these rates. A significant portion of the Company's expenses is denominated in US dollars. Consequently, certain assets, liabilities and operating expenses are exposed to currency fluctuations. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

(Expressed in Canadian Dollars)

19. CAPITAL AND FINANCIAL RISK MANAGEMENT (cont'd…)

Financial risk factors (cont'd…)

Market risk (cont'd…)

(b) Foreign currency risk (cont'd…)

Net assets denominated in foreign currency and the Canadian dollar equivalents at April 30, 2014 are as follows:

	CDN	USD
Current assets	$ 34,512	$ 31,489
Non-current assets	4,580,606	4,179,386
Current liabilities	(178,000)	(162,409)
Non-current liabilities	(35,870)	(32,728)
	$ 4,401,248	$ 4,015,738

Net exposure

Based on the above net exposures as at April 30, 2014, and assuming all other variables remain constant, a 1% change in the value of the US dollar against the Canadian dollar would result in an increase/decrease of $44,012 in profit or loss.

20. SUBSEQUENT EVENTS

On July 15, 2014, the Company announced a non-brokered private placement of up to 12,000,000 units (the "Units") at a price of $0.05 per Unit for total gross proceeds of up to $600,000. Each Unit will consist of one common share and one non-transferable common share purchase warrant entitling the holder to purchase one common share at an exercise price of $0.05 for a period of three years. On August 19, 2014, the Company announced the closing of the first tranche of the private placement, issuing 2,830,100 Units for gross proceeds of $141,505. In conjunction with a portion of the first tranche, NGE paid finders' fees to an arm's length party totaling $3,000 in cash and 40,000 Broker Warrants exercisable under the same terms as the warrants issued as part of the Units.

On July 15, 2014, the Company has entered into shares for debt agreements with management and a non-arms length party pursuant to which the Company will issue 2,050,000 common shares at price of $0.05 to (a) settle $30,000 in outstanding accrued salary for each of three senior officers of the Company; and (b) settle $12,500 in outstanding accounts payable due to an accounting firm, in which an officer and director of the Company is a partner, for accounting services rendered in the ordinary course of business.

On July 31, 2014, the Company announced that McEwen Mining Inc. has elected to withdraw from the Exploration Agreement covering the Grass Valley Project, and that as provided for in the Exploration Agreement, McEwen Mining Inc. is in the process of quitclaiming the Grass Valley Project to NGE, after which NGE will hold a 100% interest in the Project.

NEVADA EXPLORATION INC.
Management Discussion and Analysis – Form 51-102F1
For the Year Ended April 30, 2014

The following Management Discussion and Analysis ("MD&A) prepared as of August 22, 2014 should be read in conjunction with the audited consolidated financial statements for the year ended April 30, 2014, and the related notes thereto. Those audited consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All dollar amounts included therein and in the following MD&A are expressed in Canadian dollars except where noted.

The reader should also refer to the annual audited financial statements and the MD&A for the year ended April 30, 2013. Statements in this report that are not historical facts are forward-looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Readers are cautioned not to put undue reliance on forward-looking statements.

Additional information related to Nevada Exploration Inc. (the "Company" or "NGE") is available for view on SEDAR at www.sedar.com.

DESCRIPTION OF THE BUSINESS

Nevada Exploration Inc. is a publicly traded junior mineral exploration company whose shares are traded on the TSX Venture Exchange ("TSX-V"). The Company is engaged in gold exploration in Nevada, USA. The Company was incorporated under the Canada Business Corporations Act on April 6, 2006. On July 14, 2010, the Company amalgamated with its subsidiary 2107189 Ontario Inc. The Company and its wholly owned subsidiary Pediment Gold LLC are referred to herein collectively as "the Company", "NGE", "our", or "we".

NGE is applying the latest in covered deposit exploration technology to identify, acquire, and advance new exploration properties in Nevada's highly prospective, yet underexplored covered basins. Specifically, the Company has developed proprietary hydrogeochemistry (groundwater chemistry) exploration technology to explore for gold in Nevada's covered basins where traditional exploration techniques are challenged. NGE's business model is to create shareholder value by leveraging its properties and technology through generative exploration, joint ventures, and other exploration partnerships.

LAND ACQUISITION AND MAINTENANCE

On an ongoing basis, the Company evaluates the holding costs and results to date at each of its properties to ensure that the Company focuses its resources on land with the highest exploration potential.

As of August 22, 2014, NGE directly holds 661 unpatented mining claims and other mineral interests in the following properties through its wholly owned US subsidiary Pediment Gold LLC:

Project	**NGE Claims**		**OTHER***	**Total**
	Claims	**Area (km^2)**	**Area (km^2)**	**Area (km^2)**
Fletcher Junction (FJ)	117	9.6	-	9.5
Hot Pot (HP)	6	0.4	8.8	9.2
Awakening (AW)	158	12.0	-	12.0
Kelly Creek (KC)	194	15.7	20.2	35.9
Grass Valley (GV)	-	-	59.0	59.0
South Grass Valley (SGV)	186	15.0	-	15.0
TOTAL	**661**	**52.7**	**88.0**	**140.7**

*Leased private lands and interest in claims on BLM land held by third parties.

EXPLORATION RISK MANAGEMENT STRATEGY

NGE manages exploration risk by focusing exploration resources in specific, planned stages on each property. If the results from one stage are positive, then NGE allocates funds to the next stage. If at any stage, results are negative, NGE drops the property from further consideration. NGE's staged exploration strategy assures that properties showing positive results move aggressively through the exploration pipeline.

NGE's exploration stages include:

- Hydrogeochemistry: NGE first uses its proprietary hydroprobe sampling technology to collect regularized hydrogeochemistry samples across areas already shown to be prospective based on samples collected from existing springs and wells. NGE uses the data to develop a computerized hydrogeochemistry model of each target.

- Acquisition: NGE acquires the mineral rights covering prospective targets showing large areas of highly anomalous hydrogeochemistry. If a target of exploration interest is on BLM land that is open to location (available), NGE locates mineral claims. If a target lies on private land, NGE completes a title review to determine mineral title ownership, and then endeavours to negotiate an agreement with the owner.

- Surface Geochemistry: NGE completes detailed soil, vegetation, and/or soil gas sampling across areas demonstrating prospective hydrogeochemistry to detect the possible vertical migration of gold and trace-elements from the underlying bedrock into the soils above. The use of surface geochemistry allows NGE to confirm the presences of anomalous levels of gold and other trace elements in a secondary medium in addition to in the groundwater.

- Gravity Geophysics: NGE uses detailed gravity geophysics to provide valuable information about the depth to bedrock across a property. Gravity data can suggest areas of strong changes in the relief or composition of the underlying bedrock, which can be indicative of underlying fault zones and alteration that often control the location of gold mineralization.

- Air Magnetics: NGE uses detailed air magnetic geophysics to provide information on the locations and types of rocks, fault zones, and hydrothermal alteration that generally accompany large gold deposits.

- Seismic Geophysics: NGE uses seismic geophysics, where appropriate, to identify deep-seated, steeply-dipping fault zones that can be projected into the near surface environment. Major, high-angle structures are important since they provide a potential conduit or 'plumbing' system for potential gold-bearing, hydrothermal fluids to access near-surface areas and deposit gold.

- Drilling: where properties successfully pass through the above exploration stages, NGE uses drilling to test for: (1) shallow bedrock (< 1,000ft beneath the surface); (2) structures or faults in bedrock that may source potential mineralization; (3) bedrock that has been altered by hydrothermal fluids; (4) anomalous concentrations of gold and associated trace-elements in bedrock; and (5) sufficiently sized target to reasonably contain an economic resource. NGE evaluates drilling results based on these criteria to determine whether or not to continue to maintain each property and commit further exploration expenditures towards them.

MINERAL EXPLORATION PROPERTIES

Fletcher Junction (FJ)

The Fletcher Junction Project is located in Mineral County, Nevada, approximately 30km southwest of Hawthorne, Nevada. The Company has a 100% interest in 117 claims (9.6km^2) at the Fletcher Junction Project, subject to a 1.25% net smelter return royalty ("NSR") to Royal Gold, Inc.

On December 18, 2008, NGE announced the completion of a Phase I RC drill program at Fletcher Junction, and presented the detailed results that demonstrate how NGE used its hydrogeochemistry exploration technology to discover a new, gold-bearing hydrothermal system in an otherwise blind, covered bedrock setting. Nine wide-spaced drill holes were completed to target depth, and all nine encountered altered bedrock that contained geochemically anomalous gold and gold-associated trace elements, as well as anomalous gold and trace-element hydrogeochemistry. The bedrock, alteration, and the suite of gold-associated trace elements found at Fletcher Junction are similar to those found at the nearby Aurora mining district, noted for historic, high grade underground production.

While significant intervals of potentially ore grade mineralization were not encountered in the Phase I drilling, management believes that the results at Fletcher Junction are substantive in that they demonstrate how NGE has used its unique and proprietary hydrogeochemistry exploration technique to discover a new gold-bearing, hydrothermal system in a covered bedrock setting. The results to date at Fletcher Junction add value to NGE's other projects that were all identified using the same hydrogeochemistry exploration technology, and they establish NGE as a source of quality exploration projects for potential Joint Venture partners.

NGE believes the first phase drill results at Fletcher Junction justify a much larger, Phase II drill program specifically designed to test the vertical fault zones believed to contain ore-grade gold mineralization that source the anomalous gold in groundwater, alluvium, quartz-boulders and bedrock at Fletcher Junction. In preparation for Phase II drilling, NGE has submitted and received approval from the US Forest Service for a new Plan of Operations.

During the year ended April 30, 2013, the Company entered into an Exploration and Option to Joint Venture Agreement with Spruce Ridge Resources Ltd. ("Spruce Ridge"), whereby Spruce Ridge had the right to earn a joint venture interest in the property. During the year ended April 30, 2014, Spruce Ridge terminated the Exploration and Option to Joint Venture Agreement and retains no interest in the project. During the course of the Agreement, Spruce Ridge completed two core holes, totaling approximately 1,230 metres (4,000 feet). NGE has completed assaying the drill core, is currently updating the project's exploration model with the new data, and has begun looking for a new exploration partner.

Hot Pot (HP)

In 2004, NGE's regional reconnaissance hydrogeochemistry program identified a prospective exploration target near Hot Pot in Humboldt County, Nevada, approximately 30km northwest of Battle Mountain, Nevada. Regional gravity data suggested that the Hot Pot area is underlain by a bedrock high covered by a thin layer of sand & gravel.

On September 16, 2005, the Company entered into a 10 year Mining Lease Agreement on 8.8km^2 at Hot Pot Project, subject to a 3% NSR to the land owner. The Company also controls 6 claims at Hot Pot (50 hectares). The lands within the Mining Lease Agreement and the 6 claims are subject to a 1.25% NSR to Royal Gold, Inc.

In 2005, nine RC drill holes were completed at Hot Pot to depths ranging from 92m (300ft) to 190m (620ft) for a total of 1,195m (3,900ft). The widely-spaced, shallow holes confirmed bedrock to range in depth from 33m (110ft) to 112m (370ft). The bedrock was hydrothermally altered and contained anomalous gold and trace elements similar to that associated with the Lone Tree gold mine. The drilling also confirmed and enlarged the area of anomalous hydrogeochemistry.

In 2007, NGE used its hydroprobe equipment to complete a detailed hydrogeochemistry survey at Hot Pot on a 400m (1/4 mi) grid. The resulting dataset showed highly anomalous gold and trace elements chemistry and further expanded the area of exploration interest. Additionally, in 2007, NGE completed two seismic geophysical lines, which identified several deep, north-trending, steeply-dipping fault zones. In 2008, NGE completed a detailed gravity geophysical survey, which successfully mapped the relative depth to the underlying bedrock by measuring the density contrast between 200m sampling points. The gravity survey delineated sharp changes in the slope of the bedrock that coincided with the fault zones identified by seismic geophysics.

In 2008, NGE completed 10 vertical, RC drill holes to test small segments of the steeply-dipping fault zones identified by the 2007 seismic and gravity geophysics. Three vertical holes were spaced 100m (330ft) apart on each of three lines. The holes ranged in depth from 50m (165ft) to 175m (575ft) for a total of 1,085m (3,565ft). The shallow drill holes encountered hydrothermally altered bedrock containing anomalous gold and trace elements. Deeper, angle drill holes designed to cross cut the areas where the steeply-dipping fault zones had been projected were planned, but the drilling contractor was unable to complete the program.

Also in 2008, an energy company, with business interests separate from NGE, started a deep test drill hole on the Hot Pot property. In exchange for NGE's seismic data, NGE was granted access to drill cuttings from the 1,372m (4,500ft) drill hole. Significantly, the deep drill hole encountered hydrothermally-altered, Paleozoic Rocks underlying the Hot Pot Project. Hydrothermal alteration includes carbon re-mobilization, local bleaching, clay, de-calcification and secondary pyrite.

Although potentially economic quantities of gold mineralization have not yet been encountered at Hot Pot, drilling to date has been wide-spaced and could have easily missed the type of high-angle fault zones that control significant known gold mineralization elsewhere in the region. The widely-distributed, highly anomalous gold in groundwater together with the large area of hydrothermally-altered and geochemically anomalous bedrock strongly suggests that higher values for gold in bedrock than have been discovered to date may still be located nearby. The next step is more closely-spaced, shallow, vertical drill holes and/or deeper, angle holes targeted to intersect steeply-dipping, potentially ore-bearing fault zones and favourable bedrock units.

On September 16, 2009, the Company entered into an Exploration Agreement with International Enexco Ltd. ("Enexco") whereby Enexco can earn a 51% interest in the Hot Pot Property by drilling 6,000 meters (19,600ft) over three years, with the option to earn an additional 19%, for 70% total, by drilling another 3,000 meters (9,800ft) during the fourth year. On July 2, 2009, NGE announced that Enexco had begun drilling at Hot Pot.

In 2009 and early 2010, Enexco completed an 11 hole, 3,462 metre (11,360 ft) core drilling program at Hot Pot to collect stratigraphic information and test for mineralized structures beneath the alluvial cover. Enexco's drilling successfully encountered weak, but widespread anomalous gold values in all 11 holes. Importantly, the results showed that the anomalous gold values at Hot Pot are associated with increased copper values, an association that is related to ore-grade gold mineralization within the Marigold mine complex 9 km (6 miles) to the south-southwest. In addition, the results included anomalous silver concentrations, including one 4.57 metre (15 ft) interval averaging 15.5 gpt silver, as well as several other trace element distribution patterns indicative of a large hydrothermal system. Enexco engaged Doug McGibbon, an economic geologist with over 25 years of exploration experience in the Battle Mountain area and responsible for major discoveries at the Marigold and Pinson mines, to review the drilling results and the exploration data, and to put the Hot Pot property into regional context (taken from January 25, 2010, Enexco news release):

"Mr. McGibbon's study has confirmed that the hydrothermally altered and mineralized lithologies at Hot Pot are similar if not stratigraphically equivalent to those hosting orebodies at the Marigold mine. Although gold values only ranged up to 66 parts per billion, the mineralized zones encountered were up to 149 metres in length beneath overburden cover that was between 40 to 152 metres in all but two of the holes, with the spacing between holes still leaving sufficient room to host a significant gold deposit. Drilling also identified zones of oxidation to depths of 300 metres, significant intervals of brecciated material indicative of several major fault zones and an apparent horst block with similarities to the geologic setting at the Lone Tree mine. Structural analysis is currently under way, and additional geochemical and geophysical work are being considered to focus further drilling."

On August 16, 2011, NGE reported that Enexco withdrew from the Exploration Agreement at Hot Pot, and that as a result, Enexco retained no interest in the project. NGE has updated the exploration model for the project based on Enexco's drilling, and NGE believes that the combined dataset confirms that the project represents a compelling exploration target in an important part of Nevada.

Awakening (AW)

The Awakening Project is located in Humboldt County, Nevada, approximately 50km north-northwest of Winnemucca, Nevada, and directly north of the Sleeper Gold Mine. The Company has a 100% interest in 158 claims (12.0 km^2) at Awakening. The Awakening gold property is largely covered by syn- to post-mineral volcanic units and post-mineral alluvium and as a result, has seen little historic exploration activity. Projections of favourable lithology, structure, and alteration at regional, district and property scales suggest that potentially important gold-silver mineralization may be located within economic depths beneath the cover at Awakening.

In 2007 and 2008, NGE completed a detailed hydrogeochemistry program at Awakening. The groundwater samples contained high levels of gold and other trace elements in concentrations similar to those found at the adjacent Sleeper mine. During April and June, 2008, the Company's field crews completed soil sampling programs across the property and successfully confirmed the presence of anomalous gold and gold-related trace elements.

Also in 2008, NGE acquired approximately 85km^2 (33mi^2) of high quality gravity geophysics data and approximately 173 km^2 (67 m^2) of air magnetic data. The gravity geophysical survey was collected to delineate depth to metasedimentary and granitic bedrock, potential thickness of preserved rhyolitic volcanic rocks, and the location and orientation of prominent lithologic offsets that might be indicative of major fault zones. The detailed air magnetic survey was completed to be used in conjunction with the gravity data to define magnetically anomalous volcanic lithologies and zones of hydrothermal and/or structural magnetite destruction that might be indicative of major fault zones and possible hydrothermal alteration.

The results of the geochemistry and geophysical programs combined to improve NGE's exploration model and demonstrated that Awakening is a compelling target. In 2008, NGE commenced a Phase I RC drilling program at the Awakening property but drilling was suspended due to drilling difficulties.

During 2009, NGE completed detailed geologic mapping at a scale of 1:10,000 in the northern-most Slumbering Hills along the eastern edge of Awakening. In March, 2010, the Company completed a 258 page technical report summarizing all work completed on the property and began discussions with potential JV partners.

On June 4, 2010, Northgate Minerals Corp. ("Northgate") (TSX: NGX, NYSE Amex: NXG) and NGE announced the completion and execution of an Exploration and Option to Enter Joint Venture Agreement ("Agreement") on NGE's Awakening Gold Project ("Property"), in Humboldt County, Nevada. The Agreement granted Northgate the option to earn an initial 51% interest in the Property by spending USD$4,100,000 in exploration and making additional cash payments totaling USD$436,000 over five years. If Northgate completed the initial 51% earn-in, it had the option to earn an additional 14%, for a total of 65%, by completing a feasibility report on the Property.

During 2011, Northgate completed a seven hole core drilling program totalling 2,194 metres (7,198 feet). In January, 2011, Northgate was acquired by AuRico Gold Inc. ("AuRico"). AuRico indicated to NGE that Northgate's drilling results at Awakening were not encouraging enough to warrant AuRico's continuation of the Agreement, and during the year ended April 30, 2012, AuRico elected to terminate the Agreement. AuRico retains no interest in the project.

On July 1, 2008, the Company entered into a Mining Lease agreement with DIR Exploration Inc. on 15 claims (1.2km^2) contained within NGE's larger claim block known as the Shine Claims. In early 2011, NGE completed a 10 hole, 1,573 metre (5,160 feet), Phase I drilling program on the Shine Claims. Based on the results of the drilling at the Shine Claims in the context of the other data collected elsewhere at the Awakening Project, the Company decided to focus its exploration on areas within the claims controlled directly by NGE; and accordingly, NGE terminated the Mining Lease on the Shine Claims during the year ended April 30, 2013.

NGE's management believes that the results of NGE's integrated exploration program at Awakening have delineated a focused pediment target along a structural zone extending north from Paramount Gold & Silver Corp.'s Sleeper Gold Project. On March 3, 2014, NGE announced that to fully secure the target, NGE staked an additional 41 new unpatented mining claims at Awakening, for a total of 158 claims covering approximately 1,200 hectares (2,950 acres).

Kelly Creek (KC)

The Kelly Creek Project is located in Humboldt County, Nevada, approximately 40km north-northwest of Battle Mountain, Nevada. The Company has a 100% interest in 194 claims (15.7 km^2) at Kelly Creek. On January 1, 2009, the Company entered into a Mining Lease and Option to Purchase Agreement with Genesis Gold Corporation ("Genesis") to acquire a 100% interest of Genesis's Hot Pot Claims, which consist of 254 unpatented mineral claims (20.2km^2). Under the Agreement, the Company is the Operator and has the option to purchase 100% of the Genesis claims for USD$1,500,000, subject to a 1.5% Net Smelter Return Royalty ("Royalty"). The Company also has the option to purchase one half of the royalty (0.75%) for USD$750,000.

The Kelly Creek project area is located in the prolific Kelly Creek Basin, between multi-million ounce gold deposits on the north (Twin Creeks, Getchell, Turquoise Ridge and Pinson) and south (Lone Tree, Marigold, Converse, Trenton Canyon and Copper Canyon). With the addition of Genesis's Hot Pot claims, NGE is now one of the largest property holders in the Kelly Creek Basin, along with Newmont Mining Corporation, which controls the majority of the alternating sections. However, despite its close proximity to world class gold deposits, the Kelly Creek project area has seen very limited historic exploration activity because the Basin's bedrock is largely covered by syn- to post-mineral volcanic units and post-mineral alluvium.

During 2007 and 2008, NGE completed a large scale reconnaissance hydrogeochemistry sampling program across the Kelly Creek Basin and successfully delineated a significant area of anomalous hydrogeochemistry similar to that surrounding the adjacent gold mines. A detailed gravity geophysical survey was completed in 2010 with positive results confirming the presence of shallow bedrock over the large area.

Kelly Creek sits adjacent to NGE's Hot Pot Project and has benefited from the updated and improved understanding of the district geologic controls provided by the Enexco drilling at Hot Pot. Combined with the hydrogeochemistry and gravity geophysics that NGE has collected, and the favorable regional, district and property scale lithology, structure and alteration, NGE believes that it has narrowed the area of exploration focus at Kelly Creek and confirmed the strong potential for covered gold mineralization. NGE is now looking for an exploration partner to work with at Kelly Creek, and expects the next phases of work at Kelly Creek to include detailed air magnetic geophysics, additional groundwater sampling, and seismic geophysics.

Grass Valley (GV)

On February 27, 2012, NGE announced that it had entered into a generative Exploration Agreement (the "Exploration Agreement") with McEwen Mining Inc. ("McEwen Mining") to generate new gold projects using NGE's hydrogeochemistry exploration technology within a 25,000 hectare (95 sq mi) study area centered around Grass Valley in north central Nevada (referred to as the Area of Interest or "AOI").

On September 24, 2012, the Company announced that McEwen Mining elected to acquire a new gold project within the AOI called the Grass Valley Project. The Project is located in Lander County, Nevada, 90 km (55 miles) southwest of Carlin, along the western side of Grass Valley, approximately 16 kilometres (10 mi) south of Barrick Gold Corp.'s Cortez Pipeline property, one of the world's largest and lowest cost gold mines. The Property consists of approximately 59 square kilometres (23 sq mi) of unpatented mining claims. As per the Exploration Agreement, McEwen Mining granted NGE a 30% carried interest in the Project.

After acquiring the Grass Valley Project, McEwen Mining advanced the Project by: collecting rock, soil, and vegetation geochemistry samples; mapping the exposed range front geology in the context of the regionally important structural controls; completing a detailed gravity geophysics survey; acquiring and reprocessing historic seismic geophysical data; and drilling one stratigraphic test drill hole.

On July 31, 2014, NGE announced that it had received notice of McEwen Mining's election to withdraw from the Exploration Agreement. As provided for in the Agreement, McEwen is in the process of quitclaiming the Project to NGE, after which NGE will hold a 100% interest in the Project.

South Grass Valley (SGV)

On November 18, 2013, NGE announced that it had established the South Grass Valley Project by staking 186 unpatented mining claims (approx. 15.0 km^2). The Project is located in Lander County, north-central Nevada, approximately 50 kilometres (32 miles) south southwest of Barrick Gold Corp.'s Cortez Pipeline property.

Bull Creek (BU)

The Bull Creek Project is located in Humboldt County, Nevada, approximately 60 km west-northwest of Winnemucca, Nevada. The Company held a 100% interest in 108 claims (approx. 8.7 km^2) at Bull Creek. During the year ended April 30, 2014, the Company realigned its land holdings in Nevada and decided to drop its claims at the Bull Creek Project. The Company wrote off all associated costs of $1,352,613.

Sand Pass (SP)

The Sand Pass Project is located in Humboldt County, Nevada, approximately 10 km north of Winnemucca, Nevada. The Company held a 100% interest in 89 claims (approx. 16.6 km^2) at Sand Pass, as well as a Mining Lease Agreement covering another 940 hectares. During the year ended April 30, 2014, the Company terminated the Mining Lease Agreement and dropped its claims at Sand Pass as it realigned its land holdings in Nevada. The Company wrote off all associated costs of $448,802.

Rye Patch (RP)

The Rye Patch Project is located in Pershing County, Nevada, approximately 30 km northeast of Lovelock, Nevada. The Company held a 100% interest in 41 claims (approx. 3.3 km^2) at Rye Patch, as well as Mining Lease Agreements covering another 70 hectares. During the year ended April 30, 2014, the Mining Lease Agreements expired and the Company dropped its claims at the Rye Patch Project as it realigned its land holdings in Nevada. The Company wrote off all associated costs of $278,034.

Jungo (JU)

The Jungo Project is located in both Humboldt and Pershing Counties, Nevada, approximately 60 km west of Winnemucca, Nevada. The Company held a 100% interest in 108 claims (approx. 8.7 km^2) at Jungo. During the year ended April 30, 2014, the Company realigned its land holdings in Nevada and decided to drop its claims at the Jungo Project. The Company wrote off all associated costs of $241,891.

Whiskey Flats (WF)

The Whiskey Flats Project is located in Mineral County, Nevada, approximately 20 km south of Hawthorne, Nevada. The Company held a 100% interest in 99 claims (8.0 km^2) at Whiskey Flats. During the year ended April 30, 2014, the Company realigned its land holdings in Nevada and decided to drop its claims at the Whiskey Flats Project. The Company wrote off all associated costs of $311,579.

For a summary of NGE's property expenditures to date, please refer to Note 8 in the associated financial statements.

OTHER EXPLORATION PARTNERSHIPS

In addition to advancing its own projects, NGE is using its hydrogeochemistry expertise and equipment to work with other companies on other projects. These exploration partnerships allow NGE to leverage its significant investment in its hydrogeochemistry program to expose NGE's shareholders to the upside of more projects, as well as to provide NGE revenue to offset its operating expenses.

McEwen Mining Inc. at Gold Bar and Tonkin

On June 6, 2011, NGE announced that US Gold Corporation, now McEwen Mining Inc, ("McEwen Mining") has engaged NGE to conduct a hydrogeochemistry exploration program on McEwen Mining's large land position surrounding its Gold Bar and Tonkin Properties in Nevada ("Project Area").

McEwen Mining's Gold Bar and Tonkin Properties are located on the south-central part of the prolific Eureka-Battle Mountain gold trend in north-central Nevada. McEwen Mining's land position is located approximately 16 km (10 miles) SE of Barrick's Cortez gold mine complex (39 MMOz as of September 7, 2011) and approximately 35 km (22 miles) NW of Barrick's Ruby Hill gold mine (1.1 MMOz as of December 31, 2010). The Project Area totals approximately 430 km^2 (165 mi^2) and contains considerable areas of highly prospective but covered bedrock. McEwen Mining has chosen to work with NGE specifically because of NGE's expertise in exploring for gold mineralization in covered bedrock settings using its industry leading hydrogeochemistry exploration technology.

Under the agreement, NGE will complete a groundwater sampling and analysis program across the Project Area to identify new exploration targets, and in return, McEwen Mining will pay NGE agreed upon rates for its services, as well as grant to NGE a 0.5 to 1.0% Net Smelter Return Royalty on resources within the Project Area that are not already contained in NI 43-101 compliant resource areas referred to in reports published prior to the date of the agreement.

GENERATIVE EXPLORATION

In the year ending April 30, 2014, NGE's regional focus for generative exploration using its hydrogeochemistry exploration technology was in north east Nevada, within geologic settings similar to Long Canyon. During this period, NGE collected approximately 700 reconnaissance groundwater samples and is now evaluating the sample results to identify new high quality exploration targets.

RESULTS OF OPERATIONS

Revenue

During the year ended April 30, 2014, NGE generated $154,964 (2013 - $167,679) revenues from project management and consulting activities and received $103,992 (2013 - $72,516) in option payments. The Company's primary activities continue to be searching for and advancing properties that may contain economic resources that would allow the Company to option or sell its interests, or to set up profitable mining operations.

Operating Expenses

During the year ended April 30, 2014, NGE's net losses were $3,532,587 compared to $821,148 for the year ended April 30, 2013. The significant increase in net losses for the year ended April 30, 2014 was primarily as a result of write-off of exploration and evaluation assets of $2,632,919 (2013 - $Nil) which was incurred as the Company realigned its land holdings in Nevada and decided to drop all remaining land positions at the Bull Creek, Sand Pass, Rye Patch, Jungo and Whiskey Flats properties.

General exploration costs during the year ended April 30, 2014, were $146,015 compared to $53,329 for the year ended April 30, 2013. The increase is a result of increased reconnaissance groundwater sampling during the year. Because the expenditures are not related to any specific property, they have been expensed.

Professional fees and consulting costs during the year ended April 30, 2014, were $131,413 compared to $140,448 for the year ended April 30, 2013. The decrease is primarily as a result of decreased in legal and accounting fees during the year.

Project management and consulting expenses during the year ended April 30, 2014, were $39,460 compared to $62,330 for the year ended April 30, 2013. The decrease is due to lower project management and consulting activities during the year.

Salaries and related expenses during the year ended April 30, 2014, were $402,405 compared to $407,451 for the year ended April 30, 2013. Included in salaries is compensation of key management personnel which is described below under the subheading "Key Management Compensation".

Unrealized loss on marketable securities during the year ended April 30, 2014, was $18,707, compared to $2,891 for the year ended April 30, 2013. The unrealized loss on marketable securities for the current year was incurred as the Company revalued 170,068 shares of Spruce Ridge Resources Ltd., classified as fair value through profit or loss, based on the market price at April 30, 2014 for $0.02 per share.

The total share-based payments for the year ended April 30, 2014, was $235,483, compared to $109,436 for the year ended April 30, 2013. The increase is mainly due to 3,050,000 stock options granted during the year compared to 1,100,000 stock options granted in the previous year.

Selected Annual Information

The following table provides a brief summary of the Company's financial operations. For more detailed information, refer to the financial statements.

	Year Ended April 30, 2014	Year Ended April 30, 2013	Year Ended April 30, 2012
Total revenues	$ 259,065	$ 240,710	$ 543,971
Net loss	(3,532,587)	(821,148)	(854,904)
Basic and diluted loss per share	(0.02)	(0.01)	(0.01)
Total assets	4,637,976	7,321,666	7,076,791
Total long-term liabilities	35,870	-	-

Summary of Quarterly Results

	Three Month Period Ended April 30, 2014	Three Month Period Ended January 31, 2014	Three Month Period Ended October 31, 2013	Three Month Period Ended July 31, 2013
Total assets	$ 4,637,976	$ 4,781,464	$ 4,540,055	$ 4,562,712
Exploration and evaluation assets	4,359,925	4,410,525	4,081,553	3,904,561
Working capital (deficiency)	(235,556)	(85,974)	99,560	295,558
Equity	4,320,680	4,559,258	4,418,070	4,435,798
Revenues	15,477	40,195	203,393	-
Net loss	(400,762)	(154,967)	(75,018)	(2,901,840)
Loss per share	(0.00)	(0.00)	(0.00)	(0.02)

	Three Month Period Ended April 30, 2013	Three Month Period Ended January 31, 2013	Three Month Period Ended October 31, 2012	Three Month Period Ended July 31, 2012
Total assets	$ 7,321,666	$ 7,486,066	$ 6,787,205	$ 6,991,339
Exploration and evaluation assets	6,407,725	6,349,553	6,367,182	6,178,755
Working capital	570,528	814,823	35,249	325,856
Equity	7,213,628	7,385,221	6,632,997	6,430,084
Revenues	-	44,357	133,794	62,559
Net loss	(222,703)	(262,542)	(150,174)	(185,729)
Loss per share	(0.01)	(0.00)	(0.00)	(0.00)

ASSETS & LIABILITIES

Deposits for land reclamation also add to the Company's asset base. Those deposits as at April 30, 2014 are $75,821 (April 30, 2013 - $83,220). These deposits (bonds) are required by the U.S Bureau of Land Management (BLM) and US Forest Service (USFS) to ensure that reclamation and clean-up work on NGE's properties will be completed to the satisfaction of the BLM and the USFS.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity

The Company has financed its operations primarily through the issuance of common shares. The Company continues to seek capital through various means including the issuance of equity and/or debt.

The financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing.

Net cash used in operating activities for the year ended April 30, 2014 was $537,330 compared to $780,393 during the year ended April 30, 2013 and consists primarily of the operating loss and changes in non-cash working capital items.

Net cash used in investing activities for the year ended April 30, 2014 was $33,722 compared to $336,910 during the year ended April 30, 2013, and consists primarily of land holding and exploration expenditures.

Net cash used in financing activities for the year ended April 30, 2014 was $3,821 compared to $946,618 of net cash provided by financing activities during the year ended April 30, 2013. The difference is attributable to issuance of capital stock (net of share issuance costs) and repayment of finance lease obligations.

Capital Resources

During the year ended April 30, 2014, the Company did not have any share activities.

As of April 30, 2014, the Company has a finance lease obligation for a leased vehicle, with blended monthly payments of principal and interest of $48,375 (US$44,138) and bearing interest at a rate of 2.90% per annum. The total portion representing interest is $3,124. The total of principal repayments of the finance lease obligations that are due within the next one year is $9,381, and the remaining portion for $35,870 is due between fiscal year 2015 to 2019.

As of April 30, 2014 the Company has the following commitments:

a) The Company has entered into a lease agreement for premises expiring on November 30, 2014. Lease commitments are US$4,769 per month.

b) The Company has various commitments relating to its exploration and evaluation assets as disclosed in Note 8 of the associated financial statements.

Off Balance Sheet Arrangements

As at April 30, 2014, NGE had no off balance sheet arrangements such as guaranteed contracts, contingent interests in assets transferred to an entity, derivative instrument obligations or any instruments that could trigger financing, market or credit risk to NGE.

RELATED PARTY TRANSACTIONS

During the year ended April 30, 2014, the Company:

i) paid or accrued $51,380 in professional fees to a firm in which the Chief Financial Officer of the Company is a partner.

ii) granted 950,000 stock options to independent directors of the Company resulting in share-based payments of $73,347.

iii) received $22,348 in option payments from Spruce Ridge on the Company's Fletcher Junction Project. At the time the option payments were received, an Officer and Director of Spruce Ridge was also a Director of the Company.

During the year ended April 30, 2013, the Company:

i) paid or accrued $61,400 in professional fees to a firm in which the Chief Financial Officer of the Company is a partner.

ii) granted 1,000,000 stock options to independent directors of the Company resulting in share based compensation of $97,959.

iii) entered into an Exploration and Option to Joint Venture Agreement with Spruce Ridge on the Company's Fletcher Junction Project and received 170,068 shares as partial payment on the option. At that time, an Officer and Director of Spruce Ridge was also a Director of the Company.

iv) earned $53,270 in project management and consulting income from Spruce Ridge as the Company provided consulting services.

As at April 30, 2014, the Company had $Nil (2013 - $43,595) in accounts receivable from Spruce Ridge as a result of the consulting services provided.

The amounts of due to related parties included in accounts payable and accrued liabilities are as follows:

	April 30, 2014	April 30, 2013
Due to a firm of which the Chief Financial Officer is a partner	$ 28,598	$ 15,000
Due to Spruce Ridge	-	25,187
	$ 28,598	$ 40,187

KEY MANAGEMENT COMPENSATION

Of the $402,405 in salary expense, $335,166 is for key management personnel, defined as those persons having authority and responsibility for planning, directing and controlling activities of the Company, directly or indirectly including any director (whether executive or otherwise) of the Company. The Company's key management personnel include the following: Chief Executive Officer, Chief Operating Officer, and President.

Remuneration of key management of the Company was as follows:

	Year Ended April 30, 2014	Year Ended April 30, 2013
Salaries	$ 335,166	$ 330,108
Share-based payments*	162,136	-
	$ 497,302	$ 330,108

* Share-based payment is the fair value of vesting options that are granted to key management personnel.

The amount included in accounts payable and accrued liabilities which is due to key management personnel is as follows:

	April 30, 2014	April 30, 2013
Due to key management personnel	$ 174,020	$ -

DISCLOSURE OF OUTSTANDING SHARE DATA

As at August 22, 2014, the Company has 128,065,900 common shares issued and outstanding and has the following stock options and warrants outstanding:

	Number of Options	Exercise Price	Expiry Date
Stock options	250,000	0.16	September 30, 2014
	900,000	0.10	September 30, 2014
	600,000	0.10	November 17, 2014
	2,950,000	0.10	December 31, 2015
	400,000	0.10	August 9, 2016
	100,000	0.11	September 25, 2017
	500,000	0.12	December 4, 2017
	3,050,000	0.10	March 2, 2019
	8,750,000		
Warrants	5,000,000	0.15	December 24, 2014

FINANCIAL INSTRUMENTS AND FINANCIAL RISK FACTORS

Risk Management Policies

The Company is exposed to risk due to the nature of its financial instruments. Risk management is the responsibility of management and the Company did not use derivative instruments.

Fair Value

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

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

Short term investments are measured at level 1 of the fair value hierarchy. The fair value of short term investments is measured at the market price of the common shares held at the measurement date. The carrying value of cash, accounts receivable (excluding GST receivable), deposits and bonds, finance lease obligations and accounts payable and accrued liabilities approximated their fair value because of the short-term nature of these instruments.

Financial Risk Factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash. Management believes that the credit risk concentration with respect to cash is remote as it maintains accounts with highly-rated financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and financial leverage, as outlined in the discussion on capital management. It also manages liquidity risk by continuously monitoring actual and projected cash flows. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the normal course of business.

As at April 30, 2014, the Company had a cash balance of $22,603 (2013 - $591,060) to settle current liabilities of $281,426 (2013 - $108,038). The Company will require financing from lenders, shareholders and other investors to generate sufficient capital to meet its short term business requirements.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

(a) Interest rate risk

The Company is exposed to interest rate risk to the extent that the cash maintained at the financial institutions is subject to floating rate of interest. The interest rate risks on cash, deposits, and bonds, and on the Company's finance lease obligations are not considered significant.

(b) Foreign currency risk

The Company is exposed to financial risk arising from fluctuations in foreign exchange rates and the degree of volatility of these rates. A significant portion of the Company's expenses is denominated in US dollars. Consequently, certain assets, liabilities and operating expenses are exposed to currency fluctuations. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

Net assets denominated in foreign currency and the Canadian dollars equivalent at April 30, 2014 are as follows:

	CDN	USD
Current assets	$ 34,512	$ 31,489
Non-current assets	4,580,606	4,179,386
Current liabilities	(178,000)	(162,409)
Non-current liabilities	(35,870)	(32,728)
	$ 4,401,248	$ 4,015,738

Net exposure

Based on the above net exposures as at April 30, 2014, and assuming all other variables remain constant, a 1% change in the value of the US dollar against the Canadian dollar would result in an increase/decrease of $44,012 in profit or loss.

CAPITAL DISCLOSURES

In order to maintain its capital structure, the Company, is dependent on equity funding and when necessary, raises capital through the issuance of equity instruments, primarily comprised of common shares and incentive stock options. In the management of capital, the Company includes the components of equity as well as cash.

The Company prepares annual estimates of exploration expenditures and monitors actual expenditures compared to the estimates to ensure that there is sufficient capital on hand to meet ongoing obligations. The Company's investment policy is to invest any excess cash in highly liquid short-term deposits with terms of one year or less and which can be liquidated after thirty days without interest penalty. The Company currently has insufficient capital to fund its exploration programs and is reliant on completing equity financings to fund further exploration. The Company is not subject to any externally imposed capital requirements.

There were no changes in the Company's approach to capital management during the year ended April 30, 2014.

Financial liabilities

Accounts payable and accrued liabilities, and finance lease obligations are classified as financial liabilities and are measured at face value. Management has determined that the face value of financial liabilities approximates fair value due to the expected short-term maturity of the debts.

The Company's financial liabilities primarily constitute trade payables owing to both arms' length and related parties. These are unsecured and, excepting normal trade credit terms, are due on demand.

The Company believes the fair value of its financial liabilities approximate their carrying values primarily due to their short-term nature. There are no quoted market prices from active markets for any of the financial liabilities held by the Company and thus fair values were assessed using valuation techniques consistent with International Financial Reporting Standards. The Company intends to reduce its financial liabilities by re-financing through additional share issuances.

SUBSEQUENT EVENTS

On July 15, 2014, the Company announced a non-brokered private placement of up to 12,000,000 units (the "Units") at a price of $0.05 per Unit for total gross proceeds of up to $600,000. Each Unit will consist of one common share and one non-transferable common share purchase warrant entitling the holder to purchase one common share at an exercise price of $0.05 for a period of three years. On August 19, 2014, the Company announced the closing of the first tranche of the private placement, issuing 2,830,100 Units for gross proceeds of $141,505. In conjunction with a portion of the first tranche, NGE paid finders' fees to an arm's length party totaling $3,000 in cash and 40,000 Broker Warrants exercisable under the same terms as the warrants issued as part of the Units.

On July 15, 2014, the Company has entered into shares for debt agreements with management and a non-arms length party pursuant to which the Company will issue 2,050,000 common shares at price of $0.05 to (a) settle $30,000 in outstanding accrued salary for each of three senior officers of the Company; and (b) settle $12,500 in outstanding accounts payable due to an accounting firm, in which an officer and director of the Company is a partner, for accounting services rendered in the ordinary course of business.

RISKS AND UNCERTAINTIES

In conducting its business of mineral exploration, NGE is subject to a wide variety of known and unknown risks, uncertainties and other factors which may affect the results, performance or achievement of the Company. Such risks and factors include, among others: risks related to the actual results of current and future exploration activities; future prices for gold, silver, and other commodities; environmental risks and hazards; the Company's lack of substantial revenue; the Company's ongoing need to raise money through equity financings; increases to operating, labour, and supply costs; and changes to government regulation, taxes, and fees. Although the Company attempts to identify and plan for these important factors that could affect results materially, the Company cautions the reader that the above list of risk factors is not exhaustive there may be other factors that cause results to differ from anticipated, estimated, or intended results. Ultimately, there can be no guarantee that the Company will be successful in making an economic mineral discovery.

LIST OF DIRECTORS AND OFFICERS

Wade A. Hodges, CEO, Chairman and Director
Cyrus Driver, CFO and Director
Kenneth Tullar, COO and Director
Jennifer Boyle, Director
Dr. John E. Larson, Director
James Buskard, President

GOING CONCERN OF OPERATIONS

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis that presumes the realization of assets and discharge of liabilities in the normal course of business. There are material uncertainties related to adverse conditions and events that cast substantial doubt on the Company's ability to continue as a going concern.

During the year ended April 30, 2014, the Company incurred a comprehensive loss of $3,128,431 (2013 – $711,022) and as at that date, the Company had accumulated deficit of $13,088,950 (2013 – $9,835,941), a working capital deficiency of $235,556 (2013 – working capital surplus of $570,528) and negative cash flows from operations of $537,330 (2013 – $780,393). These factors create material uncertainties that may cast substantial doubt upon the Company's ability to continue as a going concern.

As is common with junior mining companies, the Company continues to seek capital through various means including the issuance of equity and/or debt to finance its on-going and planned exploration activities and to cover administrative costs.

In order to continue as a going concern and to meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

Recovery of the carrying value of the mining claims and related deferred exploration expenditures are dependent upon the discovery of economically recoverable resources, the ability of the Company to develop necessary financing to continue exploration and development, the ability of the Company to secure and maintain title and beneficial interest in the properties, entering into agreements with others to explore and develop the properties and upon future profitable production or proceeds from disposition of such properties.

These consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue operations. Such adjustments would be material.

CHANGES IN ACCOUNTING POLICIES

New and amended standards adopted by the Company during the current period

The following new and amended standards have become effective for the Company's April 30, 2014 reporting period. Adoption of these standards did not result in a significant impact on the Company's financial statements.

(i) Effective for annual periods beginning on or after July 1, 2012
- Amendments to IAS 1, *Presentation of Financial Statements*

(ii) Effective for annual periods beginning on or after January 1, 2013
- New standard IFRS 10, *Consolidated Financial Statements*
- New standard IFRS 11, *Joint Arrangements*
- New standard IFRS 12, *Disclosure of Interests in Other Entities*
- New standard IFRS 13, *Fair Value Measurement*
- Reissued IAS 27, *Separate Financial Statements*
- Reissued IAS 28, *Investments in Associates and Joint Ventures*

New or revised standards and amendments to existing standards not yet effective

The Company has not applied the following new or revised standards and amendments that have been issued but are not yet effective for the Company's April 30, 2014 reporting period:

- New standard IFRS 9, *Financial Instruments*, classification and measurement is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, "Financial Instruments: Recognition and Measurement." IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit and loss. The application date for this standard has not been determined. The new standard is expected to have minimal impact on the Company's financial statements.

- Amendments to IAS 32, *Financial Instruments*: *Presentation*, provide clarification on the application of offsetting rules. This standard is effective for years beginning on or after January 1, 2014. The amendments are expected to have minimal impact on the Company's financial statements.

- Amendments to IAS 36, *Impairment of Assets,* clarify the recoverable amount disclosures for non-financial assets, including additional disclosures about the measurement of the recoverable amount of impaired assets when the recoverable amount was based on fair value less costs of disposal. The amendments apply retrospectively for annual periods beginning on or after January 1, 2014. Earlier application is permitted except an entity shall not apply those amendments in periods (including comparative periods) in which it does not also apply IFRS 13. The amendments are expected to have minimal impact on the Company's financial statements.

- Amendments to IFRS 10, *Consolidated Financial Statements*, IFRS 12, *Disclosures of Interests in Other Entities* and IAS 27, *Separate Financial Statements*. The amendments provide for the definition of an investment entity and sets out an exception to consolidating particular subsidiaries of an investment entity. The amendments also deal with the disclosures required and preparation of separate financial statements of an investment entity. These amended standards are effective for annual periods beginning or after January 1, 2014. The amendments are expected to have minimal impact on the Company's financial statements.

The Company is currently assessing the impact that these standards will have on the Company`s financial statements. The Company plans to adopt these standards as soon as they become effective for the Company's reporting period.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS

In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52- 109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the condensed consolidated interim financial statements and this accompanying interim MD&A (together the "Interim Filings"). In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company with the Annual Filings on SEDAR at www.sedar.com.

NOTE REGARDING FORWARD-LOOKING STATEMENTS

Statements herein that are not historical facts are forward-looking statements that are subject to risks and uncertainties. Words such as "expects", "intends", "may", "could", "should", "anticipates", "likely", "believes" and words of similar import also identify forward-looking statements.

Forward-looking statements are based on current facts and analyses and other information that are based on forecasts of future results, estimates of amounts not yet determined and assumptions of management, including, but not limited to, assumptions regarding the Company's ability to raise additional debt and/or equity financing to fund operations and working capital requirements and assumptions regarding the Company's mineral properties.

Actual results may differ materially from those currently anticipated due to a number of factors including, but not limited to, general economic conditions, the geology of mineral properties, exploration results, commodity market conditions, the Company's ability to generate sufficient cash flows from operations and financing to support general operating activities and capital expansion plans, and laws and regulations and changes thereto that may affect operations, and other factors beyond the reasonable control of the Company.

Additional information on factors that may affect the business and financial results of the Company can be found in filings of the Company with the British Columbia Securities Commissions on www.sedar.com