DEVERON RESOURCES LTD.
FINANCIAL STATEMENTS
YEARS ENDED
DECEMBER 31, 2015 AND 2014
(EXPRESSED IN CANADIAN DOLLARS)

Abraham Chan LLP
Chartered Accountants

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Independent Auditor's Report

To the Shareholders of
Deveron Resources Ltd.

We have audited the accompanying financial statements of Deveron Resources Ltd. which comprise the statements of financial position as at December 31, 2015 and 2014, and the statements of comprehensive loss, cash flows and changes in shareholders' equity (deficit) for the years then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of the 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 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 audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 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 financial statements.

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

Opinion
In our opinion, the financial statements present fairly, in all material respects, the financial position of Deveron Resources Ltd., as at December 31, 2015 and 2014, 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 financial statements which describes that the Company will require additional financing in order to fund its planned activities. This condition, along with other matters set out in note 1, indicates the existence of material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern.

"Abraham Chan LLP"

Toronto, Canada
February 25, 2016

Abraham Chan LLP
Chartered Accountants
Licensed Public Accountants

DEVERON RESOURCES LTD.

Statements of Financial Position
(Expressed in Canadian Dollars)

As at December 31,		2015		2014
ASSETS				
Current assets				
Cash	**$**	**36,486**	$	177,778
Amounts receivable and other assets (note 6)		**4,180**		19,559
Total current assets		**40,666**		197,337
Non-current assets				
Long-term investments (note 7)		**1**		600,000
Total assets	**$**	**40,667**	$	797,337
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)				
Current liabilities				
Amounts payable and other liabilities (notes 8 and 15)	**$**	**24,861**	$	24,026
Due to related party (note 15)		**662,351**		633,671
Total liabilities		**687,212**		657,697
Shareholders' equity (deficit)				
Share capital (note 9)		**640,421**		640,421
Reserves (notes 10 and 11)		**898,486**		891,348
Deficit		**(2,185,452)**		(1,392,129)
Total shareholders' equity (deficit)		**(646,545)**		139,640
Total liabilities and shareholders' equity (deficit)	**$**	**40,667**	$	797,337

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

Nature of operations and going concern (note 1)
Event after the reporting period (note 17)

Approved on behalf of the Board:

(Signed) "James Pirie" , Director

(Signed) "David MacMillan" , Director

DEVERON RESOURCES LTD.

Statements of Comprehensive Loss
(Expressed in Canadian Dollars)

	Year Ended December 31, 2015	2014
Operating expenses		
Consulting fees (note 15)	**$ 6,000**	$ -
Professional fees (note 15)	**62,579**	62,245
Share-based payments (note 10(i)(ii))	**7,138**	1,968
Shareholder relations	**52,599**	46,275
Exploration and evaluation expenditures (recovery) (note 13)	**34,370**	(5,451)
Office and general	**1,958**	7,751
Interest expense (note 15)	**28,680**	21,726
Travel	**-**	198
Impairment of long-term investments (note 7)	**599,999**	-
Loss before taxes	**(793,323)**	(134,712)
Income tax recovery (note 14)	**-**	4,294
Total comprehensive loss for the year	**$ (793,323)**	$ (130,418)
Basic and diluted net loss per common share (note 12)	**$ (0.07)**	$ (0.01)
Weighted average number of common shares outstanding - basic and diluted (note 12)	**11,794,505**	11,794,505

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

DEVERON RESOURCES LTD.

Statements of Cash Flows
(Expressed in Canadian Dollars)

	Year Ended December 31, 2015	Year Ended December 31, 2014
Operating activities		
Net loss for the year	**$ (793,323)**	$ (130,418)
Adjustments for:		
Share-based payments (note 10(i)(ii))	**7,138**	1,968
Interest expenses (note 15)	**28,680**	21,726
Impairment of long-term investments (note 7)	**599,999**	-
Changes in non-cash working capital items:		
Amounts receivable and other assets	**15,379**	(14,713)
Amounts payable and other liabilities	**835**	1,932
Net cash used in operating activities	**(141,292)**	(119,505)
Financing activity		
Due to related party (note 15)	**-**	200,000
Net cash provided by financing activity	**-**	200,000
Net change in cash	**(141,292)**	80,495
Cash, beginning of year	**177,778**	97,283
Cash, end of year	**$ 36,486**	$ 177,778

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

DEVERON RESOURCES LTD.

Statements of Changes in Shareholders' Equity (Deficit)
(Expressed in Canadian Dollars)

	Share capital	Reserves: Warrants	Reserves: Share-based payments	Deficit	Total
Balance, December 31, 2013	**$ 640,421**	**$ 704,648**	**$ 256,932**	**$ (1,333,911)**	**$ 268,090**
Warrants expired	-	(51,600)	-	51,600	-
Share-based payments (note 10(ii))	-	-	1,968	-	1,968
Stock option cancelled	-	-	(20,600)	20,600	-
Net loss for the year	-	-	-	(130,418)	(130,418)
Balance, December 31, 2014	**640,421**	**653,048**	**238,300**	**(1,392,129)**	**139,640**
Share-based payments (note 10(i))	-	-	7,138	-	7,138
Net loss for the year	-	-	-	(793,323)	(793,323)
Balance, December 31, 2015	**$ 640,421**	**$ 653,048**	**$ 245,438**	**$ (2,185,452)**	**$ (646,545)**

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

1. Nature of operations and going concern

Deveron Resources Ltd. (“Deveron” or the "Company”) was incorporated under the laws of the Province of Ontario on March 28, 2011. Deveron is a mineral resource company primarily focused on acquisition, exploration and evaluation of mineral properties. On November 27, 2012, Deveron's common shares started trading on the TSX Venture Exchange ("TSXV") under the symbol "DVR". The primary office is located at 36 Toronto Street, Suite 1000, Toronto, Ontario, M5C 2C5.

As at December 31, 2015, 65.8% of the Company's issued and outstanding shares are owned by Greencastle Resources Ltd. ("Greencastle"). This gives Greencastle the control over the Company. As such, Deveron is a subsidiary of Greencastle. Further details of Greencastle's share holding interest is disclosed in note 15.

These financial statements have been prepared on a going concern basis, which presumes the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future. Certain principal conditions and events are prevalent which indicate that there could be significant doubt about the Company’s ability to continue as a going concern for a reasonable period of time. These include: (i) recurring operating losses and (ii) inability to obtain additional financing. Furthermore, additional funding may be required to carry on the exploration and evaluation of the Company’s mineral properties. The ability of the Company to fund its potential operations and commitments is dependent upon the ability of the Company to obtain additional financing.

2. Significant accounting policies

(a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”), effective for the Company’s reporting for the year ended December 31, 2015. The policies set out below are based on IFRS issued and outstanding as of February 25, 2016, the date the Board of Directors approved the statements.

(b) Basis of presentation

These financial statements have been prepared on a historical cost basis, with the exception of financial instruments classified at fair value through profit or loss ("FVTPL"). In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

In the preparation of these financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of expenses during the period. Actual results could differ from these estimates. Of particular significance are the estimates and assumptions used in the recognition and measurement of items included in note 2(o).

(c) Functional and presentation currency

These financial statements have been prepared in Canadian dollars, which is the Company’s functional and presentation currency.

2. Significant accounting policies (continued)

(d) Financial instruments

The Company's financial instruments consist of the following:

Financial assets:	**Classification:**
Cash	FVTPL
Amounts receivable	Loans and receivables
Long-term investments	Available-for-sale
Financial liabilities:	**Classification:**
Amounts payable and other liabilities	Other financial liabilities
Due to related party	Other financial liabilities

Financial assets:
All financial assets are recognized and derecognized on the trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the time frame established by the market concerned. These financial assets are initially measured at fair value, plus transaction costs, except for those financial assets classified as at FVTPL which are initially measured at fair value.

Financial assets are classified into the following categories: financial assets 'at FVTPL', 'held-to-maturity investments', 'available-for-sale' and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

FVTPL
This category comprises assets acquired or incurred for the purpose of selling or repurchasing it in the near future. The Company measures financial assets at FVTPL at fair value, recognizing any gains or losses arising from this measurement in the statement of comprehensive loss.

Loans and receivables
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.

Available-for-sale instruments
Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories. Available-for-sale investments are recognized initially at fair value, plus transaction costs and are subsequently carried at cost, unless fair value can be determined from quoted market price in an active market. Available-for-sale investments are classified as non-current, unless the investment matures within twelve months, or management expects to dispose of them within twelve months. Interest on available-for-sale investments, calculated using the effective interest method, is recognized in the statement of comprehensive loss as part of interest income. Dividends on available-for-sale equity instruments are recognized in the statement of comprehensive loss as part of other gains and losses when the Company's right to receive payment is established. When an available-for-sale investment is sold or impaired, the investment is written down to the impaired value and a loss or gain is recognized in the statement of comprehensive loss. The Company's investment in Boreal Agrominerals Inc. ("Boreal") is classified as available-for-sale.

Financial liabilities:
Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'. Financial liabilities are classified as at FVTPL where the financial liability is either held-for-trading or it is designated as at FVTPL. Financial liabilities at FVTPL are stated at fair value, with any resultant gain or loss recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability.

2. Significant accounting policies (continued)

(d) Financial instruments (continued)

Other financial liabilities:
Other financial liabilities are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest costs over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability or (where appropriate) to the net carrying amount on initial recognition.

Impairment of financial assets:
Financial assets are assessed for objective evidence of impairment on an incurred loss basis at the end of each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the investments have been negatively impacted. Evidence of impairment could include: significant financial difficulty of the issuer or counterparty; or default or delinquency in interest or principal payments; or the likelihood that the borrower will enter bankruptcy or financial reorganization.

For the financial assets carried at amortized cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of financial assets is reduced by any impairment loss directly for all financial assets with the exception of amounts receivable, where the carrying amount is reduced through the use of an allowance account. When an account receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

De-recognition of financial liabilities:
The Company derecognizes financial liabilities when the obligation is discharged, cancelled or expired.

Fair value of financial instruments:
Financial instruments that are measured at fair value in periods subsequent to initial recognition use a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs). As of December 31, 2015 and 2014, cash is the Company's only financial instruments that are measured at fair value on the statement of financial position. The fair value of cash is measured using level 1.

2. Significant accounting policies (continued)

(e) Cash

Cash includes cash on hand and with a Canadian chartered bank.

(f) Long-term investments

Long-term investments are designated as financial assets under the category of available-for-sale. These investments are initially recognized at fair value. Subsequent to initial recognition these investments are measured at cost as described in the available-for-sale policy above.

(g) Income taxes

Income tax on the profit or loss for the years presented 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, in which case it is recognized in equity.

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

Deferred tax is recognized in respect of taxable temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and joint ventures to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to taxable temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

(h) Flow-through shares

The Company has adopted a policy whereby proceeds from flow-through issuance are allocated between the offering of shares and the sale of tax benefits based on the difference between the quoted price of the existing shares and the amount of investor pays for the shares. A liability is recognized for this difference and is extinguished by crediting income tax recovery when the entity renounces the tax differences.

(i) Exploration and evaluation expenditures

The Company expenses exploration and evaluation expenditures as incurred in mineral properties not commercially viable and financially feasible. Exploration and evaluation expenditures include acquisition costs of mineral properties, property option payments and evaluation activities. Once a project has been established as commercially viable and technically feasible, related development expenditures are capitalized. This includes costs incurred in preparing the site for mining operations. Capitalization ceases when the mine is capable of commercial production, with the exception of development costs that give rise to a future benefit. Exploration and evaluation expenditures are capitalized if the Company can demonstrate that these expenditures meet the criteria of an identifiable intangible or tangible asset. To date, no such exploration and evaluation expenditures have been identified and capitalized.

2. Significant accounting policies (continued)

(j) Share-based payment transactions

The fair value of stock options granted to employees and non-employees is recognized as an expense over the vesting period with a corresponding increase in shareholders' equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company.

The fair value is measured at the grant date and recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest.

(k) Decommissioning liability

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the Company's exploration and evaluation activities. Discount rates using a pretax rate that reflects the risk and the time value of money are used to calculate the net present value. These costs are charged against profit or loss as exploration and evaluation expenditures and the related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation.

The Company has no restoration, rehabilitation and environment costs as at December 31, 2015 and December 31, 2014.

(l) Provision

Provisions are recognized when the Company has a present obligation (legal or constructive) that has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the obligation.

(m) Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the year. Diluted loss per share is computed similarly to basic loss per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the years. Options and warrants are anti-dilutive and, therefore, have not been taken into account in the per share calculation.

(n) Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

2. Significant accounting policies (continued)

(o) Critical accounting estimates and judgments

The preparation of the financial statements using accounting policies consistent with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. The preparation of the financial statements also requires management to exercise judgment in the process of applying the accounting policies.

i) Critical accounting estimates

Impairment of long-term investments carried at cost - when there is objective evidence the asset may be impaired as a result of one or more events that occurred after the initial recognition of the asset, management is required to estimate the impairment loss as the difference between the carrying amount of the asset and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

Share-based payments – management is required to make a number of estimates when determining the compensation expense resulting from share-based transactions, including the forfeiture rate and expected life of the instruments.

ii) Critical judgments in applying accounting policies

Income taxes – measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgments in the interpretation and application of the relevant tax laws. The actual amount of income taxes only become final upon filing and acceptance of the tax return by the relevant authorities, which occurs subsequent to the issuance of the financial statements.

Interests in other entities - as part of its process in determining the classification of the Company's 13.6% interest in Boreal, the Company applies judgments in interpreting these interests such as (i) the determination of the level of control or significant influence held by the Company (ii) the legal structure and contractual terms of the investments, and (iii) when relevant, other facts and circumstances. The Company determined that it has no significant influence or control over Boreal. As such, it is appropriate to account for the investments at cost and not under the equity method.

Going concern – The assessment of the Company’s ability to continue as a going concern involves judgment regarding future funding available for its operations and working capital requirements as discussed in note 1.

(p) Recent accounting pronouncements

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods after the Company’s year end. Many are not applicable or do not have a significant impact on the Company and so have been excluded from the list below. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

2. Significant accounting policies (continued)

(p) Recent accounting pronouncements (continued)

(i) IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 and will replace IAS 39 - Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 replaces the multiple rules in IAS 39 with a single approach to determine whether a financial asset is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having only two categories: amortized cost and fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. This standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39.

In October 2010, the IASB added requirements for financial liabilities to IFRS 9. These requirements were largely carried forward from the existing requirements in IAS 39, however, fair value changes due to credit risk for liabilities designated at fair value through profit and loss are generally recorded in other comprehensive income.

In November 2013, the IASB amended IFRS 9 to include a new general hedge accounting model. The amendment also removed the January 1, 2015 effective date.

In July 2014, the IASB issued the final version IFRS 9 that supersedes the requirements of earlier versions of the standard. The new standard will replace both IAS 39 and IFRIC 9 - Reassessment of Embedded Derivatives. The standard will retain the classification and measurements requirements and new hedge accounting model introduced by the previous versions while introducing a single forward-looking expected credit loss impairment model. The final version of this new standard is effective for annual periods beginning on or after January 1, 2018. However, an entity may elect to apply the earlier versions of this new standard to annual periods beginning before January 1, 2018 if, and only if, its initial application date is before February 1, 2015. The Company is still in the process of assessing the impact of this pronouncement.

(ii) IFRS 11 - Joint Arrangements ("IFRS 11") was amended in May 2014 to require business combination accounting to be applied to acquisitions of interests in a joint operation that constitute a business. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted. The Company is still in the process of assessing the impact of this pronouncement.

(iii) IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply. The amendments are effective for annual periods beginning on or after January 1, 2016. Earlier adoption permitted. The Company is still in the process of assessing the impact of this pronouncement.

3. Capital risk management

The Company includes equity, comprising issued share capital, reserves and deficit, in the definition of capital, which as at December 31, 2015, totaled a deficit of $646,545 (December 31, 2014 - equity of $139,640).

The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund its exploration commitments. To secure the additional capital necessary to continue with the exploration of mineral properties, the Company may attempt to raise additional funds through the issuance of debt or equity. The Company is not subject to any capital requirements imposed by a lending institution.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares and adjusting capital spending. The capital structure is reviewed by management and the Board of Directors on an ongoing basis. The Company's capital management objectives, policies and processes have remained unchanged during the year ended December 31, 2015 and 2014.

There were no changes in the Company's process, policies and approach to capital management during the year ended December 31, 2015. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than Policy 2.5 of the TSXV which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of December 31, 2015, the Company is not compliant with Policy 2.5. The impact of this violation is not known and is ultimately dependent on the discretion of the TSXV.

4. Financial instruments and risk factors

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, foreign currency risk and price risk).

(i) 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 amounts receivable. Cash is held with a Canadian chartered bank, from which management believes the risk of loss to be minimal.

Amounts receivable consists of sales tax receivable from government authorities in Canada. Amounts receivable are in good standing as of December 31, 2015. Management believes that the credit risk with respect to these amounts receivable is minimal.

(ii) Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. As at December 31, 2015, the Company had cash of $36,486 (December 31, 2014 - $177,778) to settle current liabilities of $687,212 (December 31, 2014 - $657,697). All of the Company's financial liabilities have contractual maturities of less than 90 days and are subject to normal trade terms except for the amount due to related party which bears interest at prime plus two percent and is due on demand. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as liquidity.

On May 22, 2013, the Company obtained a $400,000 loan from Greencastle. On October 29, 2014, the Company obtained an additional $200,000 loan from Greencastle. The loans bear interest at prime annual rate plus 2%, calculated on a monthly basis. The principal and unpaid interest shall become due and be paid in full on demand.

4. Financial instruments and risk factors (continued)

(ii) Liquidity risk (continued)

The Company obtained its financing through the equity market. Negative trend in the general equity market and the fall in commodity prices can adversely impact the Company's ability to obtain financing at favourable terms. If the Company cannot obtain the necessary financing to fund its operating and exploration activities, the Company might not be able to continue as a going concern entity.

There can be no assurance that additional financing or shareholder loans from Greencastle, if and when required, will be available or on terms acceptable to the Company.

(iii) Market risk

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

(a) Interest rate risk

The Company has cash balances and interest-bearing debt. The Company's current policy is to invest surplus cash in high yield savings accounts with a Canadian chartered bank with which it keeps its bank accounts. As at December 31, 2015, the Company did not have any surplus cash. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its Canadian chartered bank. The Company is exposed to interest rate risk on the amount due to related party bearing interest at prime rate plus two percent per annum.

(b) Foreign currency risk

The Company's functional and presentation currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As a result, the Company is not exposed to foreign currency risk.

(c) Price risk

The Company is exposed to price risk with respect to equity prices and commodity prices. Equity price risk is defined as the potential adverse impact on the Company’s loss due to movements in individual equity prices or general movements in the level of stock market. Commodity price risk is defined as the potential adverse impact and economic value due to commodity price movements and volatilities.

Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are reasonably possible over a twelve month period:

(i) The amount due to related party is subject to interest rate risk. The promissory notes of $400,000 and $200,000, obtained from Greencastle on May 22, 2013 and October 29, 2014, respectively, bears an annual interest of prime plus 2%. As at December 31, 2015, if interest rates had decreased/increased by 1% with all other variables held constant, it would affect the reported loss and comprehensive loss for the year ended December 31, 2015, by approximately $6,000.

(ii) The Company does not hold balances in foreign currencies to give rise to exposure to foreign exchange risk.

(Expressed in Canadian Dollars)

5. Fair value measurements

Fair value is the price that would be received to dispose of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data or other means. Level 3 inputs are unobservable (supported by little or no market activity). The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs.

(a) Assets and liabilities measured at fair value on a recurring basis:

As at December 31, 2015	**Quoted prices in active markets for identical assets (Level 1)**	**Significant other observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**	**Aggregate fair value**
Cash	$ 36,486	$ -	$ -	$ 36,486
As at December 31, 2014				
Cash	$ 177,778	$ -	$ -	$ 177,778

(b) Categories of financial instruments:

As at December 31,	**2015**	**2014**
	Carrying amount	**Carrying amount**
Financial assets:		
Cash	**$ 36,486**	$ 177,778
Amounts receivable	**2,758**	7,322
Long-term investments	**1**	600,000
	$ 39,245	$ 785,100
Financial liabilities:		
Amounts payable and other liabilities	**$ 24,861**	$ 24,026
Due to related party	**662,351**	633,671
	$ 687,212	$ 657,697

The Company has not offset financial assets with financial liabilities.

The carrying value of the Company's amounts receivable, amounts payable and other liabilities and due to related party is close to fair value due to their short-term maturity.

(Expressed in Canadian Dollars)

6. Amounts receivable and other assets

As at December 31,		2015		2014
Sales tax receivable - (Canada) (i)	**$**	**2,758**	$	7,322
Prepaids		**1,422**		12,237
	$	**4,180**	$	19,559

(i) Sales tax receivable is not past due.

7. Long-term investments

On April 4, 2013, and May 27, 2013, Deveron acquired 1,000,000 and 2,000,000 common shares respectively, for a total of 3,000,000 common shares of Boreal for $600,000. The investment represents a 13.6% interest in Boreal.

Boreal is a private company that owns and operates a carbonatite quarry near Sudbury, Ontario.

This investment has been categorized as a long-term investment under the category of available-for-sale and was originally measured at cost because there is no active market for Boreal's shares.

During the year ended December 31, 2015, management has decided to record an impairment of $599,999 and as a result the long-term investments carrying value decreased to $1 due to Boreal’s inability to advance the project and liquidity issues.

8. Amounts payable and other liabilities

Amounts payable and other liabilities of the Company are principally comprised of amounts outstanding for purchases relating to general operating activities.

As at December 31,		2015		2014
Amounts payable	**$**	**6,540**	$	3,534
Accrued liabilities		**18,321**		20,492
Total amounts payable and other liabilities	**$**	**24,861**	$	24,026

The following is an aged analysis of the amounts payable and other liabilities:

As at December 31,		2015		2014
Less than 1 month	**$**	**24,861**	$	24,026

9. Share capital

a) Authorized share capital

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

b) Common shares issued

	Number of common shares		Amount
Balance, December 31, 2013, 2014 and 2015	**11,794,505**	**$**	**640,421**

(Expressed in Canadian Dollars)

10. Stock options

On August 17, 2011, the directors of the Company adopted the stock option plan (the "Stock Option Plan"). The purpose of the Stock Option Plan is to advance the interests of the Company and its shareholders by attracting, retaining and motivating the performance of selected directors, officers, employees or consultants of the Company and to encourage and enable such persons to acquire and retain a proprietary interest in the Company through ownership of common shares.

The Stock Option Plan provides that the aggregate number of securities reserved for issuance, set aside and made available for issuance under the Stock Option Plan is 10% of the Company's issued and outstanding common shares, from time to time. The Stock Option Plan will provide that the Board may amend the Stock Option Plan without the approval of the shareholders, provided however, that the shareholders of the Company must approve any amendment to the Stock Option Plan which increases the fixed maximum percentage of common shares issuable pursuant to the Stock Option Plan. The Stock Option Plan also provides that disinterested shareholder approval will be required to amend the Stock Option Plan or an option which (i) reduces the exercise price of an option held by an insider; (ii) extends the term of an option held by an insider; (iii) permits common shares being issuable to insiders under the Stock Option Plan to exceed 10% of the outstanding common shares; or (iv) permits common shares being issuable to insiders within any one year period under the Stock Option Plan to exceed 10% of the outstanding common shares. Accordingly, for example, the Board may amend the terms of the Stock Option Plan concerning vesting terms, assignability of options, and the term and exercise price of options held by non-insiders. Unless not permitted by the applicable regulatory authorities, the Stock Option Plan will also provide that if any option may not be exercised due to a black-out period self-imposed by the Company, the term of such option may be extended to a date which expires ten (10) business days following the end of such black-out period, or alternatively, if an option may be exercised during the black-out period but the shares not resold, the period for completion of the exercise of the option may be extended for the same ten (10) business day period after the end of the black-out period.

The Stock Option Plan will be administered by the Board, which shall have full and final authority with respect to the granting of all options thereunder. Options will be granted under the Stock Option Plan to directors, officers, employees or consultants of the Company. The exercise price of any options granted under the Stock Option Plan will be determined by the Board, but in no event will the price be less than the Discounted Market Price (as that term is defined in the policies of the TSXV). The term of any options granted under the Stock Option Plan will be determined by the Board at the time of grant but, subject to earlier termination in the event of dismissal for cause, termination other than for cause or in the event of death, the term of any options granted under the Stock Option Plan will not exceed five (5) years. Options granted under the Stock Option Plan will not be transferable or assignable except as permitted by the Stock Option Plan. Subject to certain exceptions, in the event that a director or officer ceases to hold office, vested options granted to such director or officer under the Stock Option Plan will expire ninety (90) days after such director or officer ceases to hold office. Subject to certain exceptions, in the event that an employee or consultant ceases to act in that capacity in relation to the Company, vested options granted to such employee or consultant under the Stock Option Plan will expire ninety (90) days after such individual or entity ceases to act in that capacity in relation to the Company. In the event of death of an option holder, vested options granted under the Stock Option Plan will expire on the earlier of one (1) year from the date of the death of the option holder or the date of the expiration of the term otherwise applicable to the option.

The following table reflects the continuity of options for the years ended December 31, 2015 and 2014:

	Number of options	Weighted average exercise price ($)
Balance, December 31, 2013	**1,150,000**	**0.25**
Cancelled	(100,000)	0.25
Balance, December 31, 2014	**1,050,000**	**0.25**
Granted (i)	125,000	0.25
Balance, December 31, 2015	**1,175,000**	**0.25**

(Expressed in Canadian Dollars)

10. Stock options (continued)

(i) On January 12, 2015, the Company granted 125,000 stock options to a director with each option exercisable into one common share of the Company at an exercise price of $0.25 per share until November 29, 2017. A fair value of $7,138 was determined using the Black-Scholes option pricing model. The following weighted average assumptions were used: share price - $0.10; dividend yield - 0%; expected volatility (based on historical price data of the Company's common share) - 125.13%; risk-free interest rate - 0.93%; and an expected life - 2.88 years. The options vested immediately. During the year ended December 31, 2015, $7,138 was expensed to share-based payments.

(ii) The portion of the estimated fair value of options granted in the prior years and vested during the year ended December 31, 2014, amounted to $1,968.

Details of the stock options outstanding as at December 31, 2015 are as follows:

Fair value ($)	Weighted average remaining contractual life (years)	Exercisable options	Number of options	Weighted average exercise price ($)	Expiry date
10,300	0.26	50,000	50,000	0.25	April 3, 2016
235,138	1.92	1,125,000	1,125,000	0.25	November 29, 2017
245,438	1.84	1,175,000	1,175,000	0.25	

11. Warrants

The following table reflects the continuity of warrants for the years ended December 31, 2015 and 2014:

	Number of warrants	Weighted average exercise price ($)
Balance, December 31, 2013	**7,556,090**	**0.30**
Expired (i)	(300,000)	0.25
Balance, December 31, 2014 and 2015	**7,256,090**	**0.30**

(i) These are broker warrants that expired on November 23, 2014, granted in consideration for the Initial Public Offering of 3,000,000 common shares that closed on November 23, 2012.

The following table reflects the warrants issued and outstanding as of December 31, 2015:

Number of warrants outstanding	Fair value ($)	Exercise price ($)	Expiry date
7,256,090	653,048	0.30	July 31, 2016

12. Net loss per common share

The calculation of basic and diluted loss per share for the year ended December 31, 2015 was based on the loss attributable to common shareholders of $793,323 (year ended December 31, 2014 - $130,418) and the weighted average number of common shares outstanding of 11,794,505 (year ended December 31, 2014 - 11,794,505). Diluted loss per share for the years presented did not include the effect of 7,256,090 warrants (year ended December 31, 2014 - 7,256,090 warrants) and 1,175,000 stock options (year ended December 31, 2014 - 1,050,000 stock options) as they are anti-dilutive.

(Expressed in Canadian Dollars)

13. Exploration and evaluation expenditures (recovery)

The following is a detailed list of expenditures incurred on the Company's mineral properties:

	Year Ended December 31, 2015	Year Ended December 31, 2014
Nechako Property (a)		
Geochemistry costs	**$ -**	$ (5,451)
	$ -	$ (5,451)
Rockstone Property (b)		
Acquisition costs	**$ 30,000**	$ -
Claim staking, maintenance fees	**4,370**	-
	$ 34,370	$ -
Total exploration and evaluation expenditures (recovery)	**$ 34,370**	$ (5,451)

(a) Nechako Property

On January 3, 2012, the Company entered into a non-arm's length assignment and novation agreement (the "Assignment Agreement") with Greencastle providing for the assignment of all of Greencastle's right, title and interest in an option agreement dated October 9, 2010 ("Option Agreement"), between Greencastle and Derrick Strickland (the "Optionor") on the Nechako Property, in consideration of the Company issuing to Greencastle 2,431,090 units at a deemed price of $0.10 per unit and granting to Greencastle a 1% net smelter returns royalty on the Nechako Property.

Under the terms of the Option Agreement assigned to the Company by Greencastle, a 100% interest, subject to a 2% net smelter returns royalty (the "Optionor Royalty") in the Nechako Property can be acquired by completing the following:

- On execution of the Option Agreement dated October 9, 2010, paying $20,000 in cash and issuing 100,000 Greencastle common shares to the Optionor. Greencastle has paid the $20,000 and issued the 100,000 Greencastle common shares to the Optionor;
- On or before November 1, 2011, paying an additional $20,000 in cash and issuing an additional 100,000 Greencastle common shares to the Optionor and incurring $100,000 of exploration expenses on the Nechako Property on or before November 1, 2011. Greencastle has paid the $20,000, issued the 100,000 Greencastle common shares and incurred the $100,000 of exploration expenses; and
- On or before November 1, 2012, paying an additional $50,000 in cash and issuing an additional 300,000 Greencastle common shares to the Optionor and incurring an additional $250,000 of exploration expenses on the Nechako Property on or before November 1, 2012. The Company has paid the $50,000 in October 2012, issued the 300,000 Greencastle common shares (valued at $27,000) in October 2012 and incurred the $250,000 of exploration expenses.

All payments and shares required to be issued to the Optionor pursuant to the Option Agreement, before January 3, 2012, the effective date of the Assignment Agreement, were completed by Greencastle.

The Optionor will retain the Optionor Royalty, of which 1% can be purchased by the Company at any time for $1,000,000.

(Expressed in Canadian Dollars)

13. Exploration and evaluation expenditures (recovery) (continued)

(a) Nechako Property (continued)

Pursuant to a subscription agreement dated March 1, 2012, between Greencastle and the Company, the Company has acquired 300,000 Greencastle common shares in order to make the final share payment required under the Option Agreement. During the year ended December 31, 2012, the Company transferred these shares to the Optionor as part of the required payment to earn the 100% interest in Nechako Property.

On November 29, 2012, Deveron announced that it has completed the terms of its Option Agreement and has now earned a 100% interest in its Nechako Property.

(b) Rockstone Property

On October 28, 2014, the Company entered into a letter agreement ("Letter Agreement") with Greencastle relating to Greencastle's Rockstone Property located near Thunder Bay, in north-west Ontario. The Rockstone Property consists of 11 claims. On January 21, 2015, the Letter Agreement between the Company and Greencastle was amended to include 10 additional claims for a total of 21 claims in the Rockstone Property.

Under the terms of the Letter Agreement, Deveron will pay total cash considerations of $150,000 and incur $2,000,000 in exploration expenditures over a three year period to earn a 60% interest in the Rockstone Property. Deveron can elect to earn 100% interest in the Rockstone Property by incurring all expenditures required to produce a bankable feasibility study, subject to Greencastle retaining a 3% net smelter return royalty. The transaction was approved by the TSXV.

In connection with the Letter Agreement, Greencastle has also loaned Deveron $200,000, which bears interest at prime plus two percent and is due on demand. See note 15.

(c) Rok West Property

The Rok West Property consists of 2 claims located in the province of British Columbia. The Company staked these two claims during the year ended December 31, 2013 by paying total cash cost of $4,515. During the year ended December 31, 2014, the Company decided to allow the claims at the Rok West Property to expire.

14. Income tax

A reconciliation between tax expense and the product of accounting loss multiplied by the Company's domestic tax rate is as follows:

		2015		**2014**
Loss before income tax	**$**	**(793,323)**	$	(134,712)
Statutory tax rate		**26.50%**		26.50%
Tax benefit of statutory rate		**(210,231)**		(35,699)
Permanent differences		**81,391**		569
Tax benefits not recognized		**128,840**		30,836
Total tax recovery	**$**	**-**	$	(4,294)

The Company's income tax recovery is allocated as follows:

Current tax recovery	**$**	**-**	$	(4,294)

(Expressed in Canadian Dollars)

14. Income tax (continued)

The tax benefit of the following unused tax losses and deductible temporary differences have not been recognized in the financial statements as they are not probable to be recovered.

	December 31, 2015	December 31, 2014
Deductible (taxable) temporary differences		
Tax loss carry-forwards	**$ 252,844**	$ 205,686
Capital loss carry-forwards	**398**	398
Valuation of investments	**79,500**	-
Exploration and development	**101,218**	92,110
Share issue costs	**6,927**	13,854
Cumulative eligible capital	**496**	496
Deferred tax assets not recognized and impaired	**(441,383)**	(312,544)
Net deferred tax assets	**$ -**	$ -

As at December 31, 2015, the Company has the unclaimed non-capital losses that expire as follows:

Expires	2031	$ 162,000
	2032	180,000
	2033	271,000
	2034	164,000
	2035	178,000
		$ 955,000

The Company has also $3,000 of net capital losses which can be carried forward indefinitely.

15. Major shareholder and related party transactions

Major shareholder

The Company is controlled by Greencastle. At December 31, 2015, Greencastle owned and/or exercised control over 7,756,005 common shares of Deveron, representing approximately 65.8% of the issued and outstanding common shares of the Company. The Chief Executive Officer of Deveron is the president, secretary and director of Greencastle and both companies have the same Chief Financial Officer ("CFO"). The remaining 34.2% of the shares are widely held, which includes various small holdings which are owned by directors of Deveron. These holdings can change at any time at the discretion of the owner.

The Company's major shareholder does not have different voting rights than other holders of the Company's common shares.

The Company is not aware of any arrangements that may at a subsequent date result in a change in control of the Company. To the knowledge of the Company, other than Greencastle, who owns or controls, directly or indirectly, approximately 65.8% of the issued and outstanding shares of the Company, the Company is not directly or indirectly owned or controlled by another corporation, by any government or by any natural or legal person severally or jointly.

15. Major shareholder and related party transactions (continued)

Related party transactions

During the year ended December 31, 2015, the Company incurred professional fees of $34,718 (year ended December 31, 2014 - $33,540) to Marrelli Support Services Inc. (“Marrelli Support”), an organization of which Carmelo Marrelli is president. Mr. Marrelli is the CFO of Deveron. These services were incurred in the normal course of operations for general accounting and financial reporting matters. Marrelli Support also provides bookkeeping services to the Company. All services were made on terms equivalent to those that prevail with arm's length transactions. As at December 31, 2015, Marrelli Support is owed $8,650 (December 31, 2014 - $2,798) and this amount is included in amounts payable and other liabilities.

During the year ended December 31, 2015, the Company incurred professional fees of $8,438 (year ended December 31, 2014 - $8,827) to DSA Corporate Services Inc. ("DSA"), an organization of which Mr. Marrelli controls. Mr. Marrelli is also the corporate secretary and sole director of DSA. These services were incurred in the normal course of operations for corporate secretarial matters. All services were made on terms equivalent to those that prevail with arm's length transactions. As at December 31, 2015, DSA is owed $1,999 (December 31, 2014 - $735) and this amount is included in amounts payable and other liabilities.

During the year ended December 31, 2015, the Company also incurred legal fees of $13,199 (year ended December 31, 2014 - $9,840) to Irwin Lowy LLP for legal services. Chris Irwin is the controlling party of Irwin Lowy LLP and a director of Deveron. Included in the December 31, 2015 amounts payable and other liabilities is $6,321 due to Irwin Lowy LLP (December 31, 2014 - $6,592).

For the year ended December 31, 2015, consulting fees of $6,000 (year ended December 31, 2014 - $nil) were charged by a director of the Company, for performing advisory services for Deveron.

On October 28, 2014, the Company entered into a Letter Agreement with its parent company, Greencastle, which was amended on January 21, 2015, as described in note 13(b).

Greencastle loaned Deveron $400,000 on May 22, 2013 and $200,000 on October 29, 2014, which bears interest at prime plus two percent and is due on demand. As security for the loan, Deveron granted Greencastle a security interest over all assets of the Company. The carrying value of all the assets are $40,667, being the value of the investments in Boreal, cash and amounts receivable and other assets. The Company's interest in the Nechako Property and its option to earn 100% interest in the Rockstone Property is carried at $nil until such time as the project has been established as commercially viable and technically feasible. Included in due to related party as at December 31, 2015 is $662,351 due to Greencastle (December 31, 2014 - $633,671). For the year ended December 31, 2015, interest of $28,680 (year ended December 31, 2014 - $21,726) has been accrued and is included in interest expense in the statements of comprehensive loss.

16. Segmented information

The Company’s operations comprise a single reporting operating segment engaged in mineral exploration in Canada. As the operations comprise a single reporting segment, amounts disclosed in the financial statements for expenses, and loss for the years also represent segmented amounts.

All of the Company’s operations, assets and liabilities are in Canada.

17. Event after the reporting period

On February 19, 2016, Deveron entered into a definitive arm's length share exchange agreement (the "SEA") to acquire all of the issued and outstanding shares of 2487473 Ontario Inc. (operating as Eagle Scout Imaging) (“248” or "Eagle Scout"), a private company existing under the laws of the Province of Ontario. Eagle Scout uses the advanced unmanned aerial systems (“UAS”, “UAV” or, more commonly, “drones”) along with hardware, camera, sensor and software technologies to collect crop data and provide solutions to farmers.

Pursuant to the SEA, Deveron will acquire all of the issued and outstanding common shares of 248 by the issuance to the shareholders of 248 of: (i) 1,700,001 common shares in the capital of Deveron (the “Common Shares”) at a deemed price of $0.20 per Common Share; and (ii) 850,000 Common Share purchase warrants (the “Payment Warrants”) at a deemed price of $0.001 per Payment Warrant. Each Warrant entitles the holder thereof to purchase one Common Share (a “Warrant Share”) at an exercise price of $0.40 per Warrant Share at any time on or before 5:00 p.m. (Toronto time) on the date that is 24 months following the closing date of the transaction. As additional consideration, Deveron is required to issue one (1) Common Share as fully paid and non-assessable, at a deemed price of $0.20 per Common Share, for each $1.00 of gross revenue earned during each of the four fiscal years ending after the closing date of the transaction, to a maximum of 1,000,000 Common Shares in the aggregate. In due course, the Company will issue further information when available.

At present, Deveron is involved in the exploration and development of mineral exploration assets in Canada and it will terminate these activities if the transaction of acquiring 248 is successfully completed. The transaction may constitute a “Change of Business” under the policies of the TSXV and is subject to TSXV approval. The Company plans to apply to delist its common shares from the TSXV and apply for listing on the Canadian Securities Exchange ("CSE"). Delisting is subject to TSXV approval and listing on the CSE is subject to CSE approval. The Company is in the process of preparing to submit the requisite documents to the CSE. There is no assurance the CSE will provide conditional or final approval of the Company's application to list its common shares on the CSE.