

Relentless Resources Ltd.

Condensed Interim Financial Statements

(Unaudited)

For the three and nine months ended

September 30, 2017 and 2016

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL RESULTS

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor. The accompanying unaudited condensed interim financial statements of the Company as at, and for the three and nine months ended September 30, 2017 and 2016, have been prepared in accordance with IFRS and are the responsibility of the Company's management. The interim financial statements and related financial reporting matters have been reviewed and approved by the Audit Committee. The Company's independent auditor has not performed a review of these unaudited condensed interim financial statements as at and for the three and nine months ended September 30, 2017 and 2016 in accordance with the standards established by the Canadian Institute of Chartered Professional Accountants for a review of interim financial statements by an entity's auditor.

Relentless Resources Ltd.

Condensed Interim Statements of Financial Position

As at

(Unaudited)

	Note	September 30, 2017	December 31, 2016
Assets			
Current			
Accounts receivable		\$ 254,609	\$ 386,613
Prepaid expenses and deposits		46,278	20,315
		300,887	406,928
Property, plant and equipment	5	10,824,233	11,426,285
		\$ 11,125,120	\$ 11,653,213
Liabilities and Shareholders' Equity			
Current liabilities			
Accounts payable and accrued liabilities		\$ 489,628	\$ 2,070,616
Bank debt	6	2,749,994	2,392,030
Current portion of decommissioning obligations	7	133,109	133,109
		3,372,731	4,595,755
Decommissioning obligations	7	3,759,212	4,039,952
		7,131,943	8,635,707
Shareholders' equity			
Share capital	8	14,940,681	13,969,981
Contributed surplus	11	1,474,236	1,474,236
Deficit		(12,421,740)	(12,426,711)
		3,993,177	3,017,506
		\$ 11,125,120	\$ 11,653,213

See note 15 – Subsequent event

SIGNED ON BEHALF OF THE BOARD

"Dan Wilson"
Director

"Murray Frame"
Director

The accompanying notes are an integral part of the Condensed Interim Financial Statements.

Relentless Resources Ltd.

Condensed Interim Statements of Comprehensive Income (Loss) For the three and nine months ended September 30, (Unaudited)

	Note	Three months ended September 30, 2017	Three months ended September 30, 2016	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Revenue					
Oil and natural gas sales	14	\$ 600,368	\$ 465,381	\$ 2,293,202	\$ 1,423,622
Royalties		(65,320)	(57,532)	(235,553)	(117,347)
Net revenue		535,048	407,849	2,057,649	1,306,275
Expenses					
Production, operating and transportation		195,007	196,061	812,879	701,384
General and administrative		127,938	117,095	394,391	372,990
Finance expense		36,468	40,491	88,787	148,955
Depletion and depreciation	5	173,236	217,640	638,786	683,912
Impairment	5	-	16,557	117,835	155,775
		532,649	587,844	2,052,678	2,063,016
Comprehensive income (loss) for the period		\$ 2,399	\$ (179,995)	\$ 4,971	\$ (756,741)
Comprehensive income (loss) per share, basic and diluted	12	\$ 0.00	\$ (0.00)	\$ 0.00	\$ (0.01)

The accompanying notes are an integral part of the Condensed Interim Financial Statements.

Relentless Resources Ltd.

Condensed Interim Statements of Changes in Shareholders' Equity (Unaudited)

	Note	Nine months ended September 30, 2017 Number	Amount	Nine months ended September 30, 2016 Number	Amount
Share capital					
Balance, beginning of period		70,061,595	\$ 13,969,981	70,061,595	\$ 13,969,981
Issuance of common shares	8	18,888,889	1,000,000		
Share issuance costs	8	-	(29,300)	-	(15,000)
Share capital, end of period		88,950,484	14,940,681	70,061,595	13,954,981
Warrants					
Balance, beginning of period		2,142,856	-	2,142,856	-
Warrants issued	9	18,888,889	-		-
Warrants, end of period		21,031,745	-	2,142,856	-
Contributed surplus					
Balance, beginning of period		-	1,474,236	-	1,474,236
Contributed surplus, end of period		-	1,474,236	-	1,474,236
Deficit					
Balance, beginning of period		-	(12,426,711)	-	(12,181,817)
Comprehensive income (loss) for the period		-	4,971	-	(756,741)
Balance, end of period		-	(12,421,740)	-	(12,938,558)
Total Shareholders' equity, end of period		-	\$ 3,993,177	-	\$ 3,184,520

The accompanying notes are an integral part of the Condensed Interim Financial Statements.

Relentless Resources Ltd.

Condensed Interim Statements of Cash Flows
For the three and nine months ended September 30,
(Unaudited)

Note	Three months ended September 30, 2017	Three months ended September 30, 2016	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Cash provided by (used in) operating activities:				
Comprehensive income (loss) for the period	\$ 2,399	\$ (179,995)	\$ 4,971	\$ (756,741)
Adjustments for:				
Depletion and depreciation	5 173,236	217,640	638,786	683,912
Impairment	5 -	16,557	117,835	155,755
Accretion	7 1,653	13,332	4,851	43,882
Change in non-cash working capital	13 (30,387)	50,212	(996,387)	113,506
Cash provided by (used in) operating activities	146,901	117,746	(229,944)	240,334
Cash provided by (used in) investing activities:				
Additions to property, plant and equipment	5 (123,752)	(28,310)	(620,160)	(114,286)
Change in non-cash working capital	13 (10,512)	4,177	(478,560)	10,998
Cash used in investing activities	(134,264)	(24,133)	(1,098,720)	(103,288)
Cash provided by (used in) financing activities:				
Proceeds from (repayment of) bank debt	6 (12,637)	(93,613)	357,964	(722,046)
Issuance of common shares, net	8 -	-	970,700	(15,000)
Cash provided by (used in) financing activities	(12,637)	(93,613)	1,328,664	(737,046)
Change in cash	-	-	-	(600,000)
Cash, beginning of period	-	-	-	600,000
Cash, end of period	\$ -	\$ -	\$ -	\$ -
Interest paid	\$ 34,815	\$ 40,491	\$ 83,936	\$ 105,073

The accompanying notes are an integral part of the Condensed Interim Financial Statements.

Relentless Resources Ltd.

Notes to Condensed Interim Financial Statements
Three and nine months ended September 30, 2017 and 2016
(Unaudited)

1. Reporting entity

Relentless Resources Ltd. (“Relentless” or the “Company”) is an Alberta incorporated TSX Venture Exchange listed oil and natural gas exploration and production company whose business activities are focused in Alberta, Canada. The Company has no subsidiaries. The Company’s head office address is Suite 320, 700-4th Avenue SW, Calgary, Alberta T2P 3J4.

2. Basis of preparation

(a) Statement of compliance:

These condensed interim financial statements have been prepared by management and reported in Canadian dollars in accordance with International Accounting Standard (“IAS”) 34, “Interim Financial Reporting”. These condensed interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the audited financial statements and notes thereto in the Company’s December 31, 2016 Annual Report available on SEDAR at www.sedar.com.

These condensed interim financial statements were approved by the Company’s Board of Directors on November 22, 2017.

The financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue operation in the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations.

The ability of the Company to continue as a going concern is dependent on achieving future profitable operations and obtaining additional financing to continue the development of the Company’s properties to meet current and future obligations. If, for any reason, the Company is unable to continue as a going concern, it could impact the Company’s ability to realize assets at their recognized values and to meet its liabilities in the ordinary course of business at the amounts stated in the financial statements.

(b) Estimates and judgements:

The timely preparation of the condensed interim financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the reported amounts of revenue and expenses during the period. Actual results may differ from these estimates.

In preparing these condensed interim financial statements, the significant judgments made by management in applying the Company’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial statements as at and for the year ended December 31, 2016.

3. Significant accounting policies

The condensed interim financial statements have been prepared, for all periods presented, following the same accounting policies and methods of computation as described in Note 3 to the financial statements for the year ended December 31, 2016.

4. Financial risk management

The main financial risks affecting the Company are as follows:

(a) Credit risk:

Credit risk is the risk of financial loss if a customer, partner or counterparty to a financial instrument fails to meet its contractual obligations. Receivables from petroleum and natural gas marketers are normally collected on the 25th day of the month following production and the Company could be at risk for up to 55 days of production from any marketer. The Company sells its production to one petroleum marketer and

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Notes to Condensed Interim Financial Statements
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one natural gas marketer so that the exposure to any one entity is minimized. Oil and NGL sales make up 83% of the Company's revenue and natural gas makes up the remaining 17% of revenue. The Company historically has not experienced any collection issues with its petroleum and natural gas marketers. Joint arrangement receivables are typically collected within one month of the joint arrangement bill being issued to the partner. The Company attempts to mitigate the risk from joint arrangement receivables by obtaining partner approval of significant capital expenditures prior to expenditure. The Company does not typically obtain collateral from joint arrangement partners; it may cash call a partner in advance of the work being performed. The Company establishes an allowance for doubtful accounts as determined by management based on their assessment of collection.

The maximum exposure to credit risk at the financial position date was equal to the carrying value of accounts receivable. As at September 30, 2017 and 2016, all receivables were current and there were no receivables provided for or written off during the period.

(b) Market risk:

Market risk consists of commodity price, foreign currency and interest rate risks.

(i) Commodity price risk:

Commodity price risk is the risk that future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for petroleum and natural gas are impacted by world economic events that dictate the levels of supply and demand, as well as the relationship between the Canadian and US dollar.

The Company is exposed to the risk of declining prices for production resulting in a corresponding reduction in projected cash flow. Reduced cash flow may result in lower levels of capital being available for field activity, thus compromising the Company's capacity to grow production while at the same time replacing continuous production declines from existing properties. Bank financing available to the Company is in the form of a production loan, which is reviewed quarterly, and which is based on future cash flows and commodity price forecasts. Changes to commodity prices will have an effect on credit available to the Company under its banking agreement.

(ii) Foreign currency exchange risk:

Foreign currency exchange rate risk is the risk that future cash flows will fluctuate as a result of changes in foreign exchange rates. Although substantially all of the Company's petroleum and natural gas sales are denominated in Canadian dollars, the underlying market prices in Canada for petroleum and natural gas are impacted by changes in the exchange rate between the Canadian and United States dollar. The Company had no forward exchange rate contracts or foreign denominated assets or liabilities in place as at or during the periods ended September 30, 2017 and 2016.

(iii) Interest rate risk:

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company is exposed to interest rate fluctuations on its bank debt which bears a floating rate of interest.

(c) Fair value measurements:

The carrying value of cash is measured using level 1 inputs, accounts receivable, accounts payable and accrued liabilities included on the statement of financial position approximate their fair values due to the short-term nature of those instruments.

- Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

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- Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.
- Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

5. Property, plant and equipment (“PP&E”)

		PP&E Assets
Assets		
Balance at December 31, 2015	\$	18,910,831
Additions		1,611,522
Change in decommissioning obligations		53,465
Balance at December 31, 2016		20,575,818
Additions		620,160
Change in decommissioning obligations		(285,591)
Balance at September 30, 2017	\$	20,910,387
Depletion, depreciation and impairment		
Balance at December 31, 2015	\$	(8,413,089)
Impairment		(96,725)
Depletion and depreciation		(819,719)
Balance at December 31, 2016		(9,329,533)
Impairment		(117,835)
Depletion and depreciation		(638,786)
Balance at September 30, 2017	\$	(10,086,154)
Net book value		
Balance at December 31, 2015	\$	10,497,742
Balance at December 31, 2016		11,246,285
Balance at September 30, 2017	\$	10,824,233

(a) Collateral:

At September 30, 2017, all of the Company's oil and natural gas properties are pledged as collateral for the bank debt.

(b) Depletion:

At September 30, 2017, estimated future costs to develop the proved plus probable reserves of \$7,411,000 (September 30, 2016 - \$5,008,800) were added to property, plant and equipment for depletion and depreciation purposes.

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(c) Impairments:

At December 31, 2016, the Company evaluated its PP&E assets for impairment and recorded an impairment of \$96,725 on the Gordondale, Peace River Arch and Willesden Green CGU's. The impairment was based on the difference between the net book value of the assets and the recoverable amount. The recoverable amount was determined based on discounted cash flows of proved plus probable reserves using forecast future prices and a discount rate of 15%. The PP&E assets were written down to their recoverable amount based on the future value of cash flows less costs of disposal.

At March 31, 2017, the Company evaluated its PP&E assets for impairment and recorded an impairment of \$117,835 on the Niton and Gordondale CGU's. The impairment was based on the difference between the net book value of the assets and the recoverable amount. The recoverable amount was determined based on discounted cash flows of proved plus probable reserves using forecast future prices and a discount rate of 15%. The CGU's were written down to their recoverable amount based on the future value of cash flows less costs of disposal.

6. Demand operating facilities

As at September 30, 2017, the Company had a \$3,000,000 demand operating loan facility, subject to the banks' annual review of the Company's petroleum and natural gas properties. The facility is available until May 31, 2018, at which time it may be extended, at the lenders option. Interest payable on amounts drawn under the facility is at the lenders' prime rate plus 2.0 percent. The credit facility is secured by a general security agreement and a first ranking charge on all lands of the Company. Under the terms of the facility, the Company is required to maintain a working capital ratio of not less than 1:1. The working capital ratio is calculated as accounts receivable plus prepaid expenses and the undrawn balance of the loan facility, divided by accounts payable. The Company's working capital ratio at September 30, 2017 was 1.1:1. As at September 30, 2017, the Company had drawn \$2,749,994 (2016 - \$2,554,485) on this loan facility.

7. Decommissioning obligations

A reconciliation of the decommissioning obligations is provided below:

	<u>Nine months ended</u> <u>September 30, 2017</u>	<u>Year ended</u> <u>December 31, 2016</u>
Balance, beginning of period	\$4,173,061	\$4,164,419
Additions	-	273,451
Dispositions	(204,020)	(167,087)
Change in estimate	(81,571)	(152,403)
Accretion	4,851	54,681
Balance, end of period	<u>3,892,321</u>	<u>4,173,061</u>
Less current portion of decommissioning obligations	(133,109)	(133,109)
Non-current decommissioning obligations	<u>\$3,759,212</u>	<u>\$4,039,952</u>

The Company's decommissioning obligations result from its ownership interest in oil and natural gas assets including well sites, facilities and gathering systems. The total decommissioning obligation is estimated based on the Company's net ownership interest in all wells and facilities, estimated costs to reclaim and abandon these wells and facilities and the estimated timing of the costs to be incurred in future years. An average risk-free rate of 1.85% (December 31, 2016 – 1.29%) and an inflation rate of 2.00% (December 31, 2016 – 2.00%) were used to calculate the net present value of the decommissioning obligations. Accretion expense is included in finance expense on the statement of comprehensive loss.

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8. Share capital

(a) Authorized

The authorized share capital of the Company is comprised of an unlimited number of voting common shares and preferred shares.

The holders of common shares are entitled to receive dividends as declared by the Company and are entitled to one vote per share. All common shares are of the same class with equal rights and privileges.

(b) Issued

	Nine months ended September 30, 2017		Nine months ended September 30, 2016	
	Shares	Amount	Shares	Amount
Balance, beginning of period	70,061,595	\$13,969,981	70,061,595	\$13,969,981
Issuance of common shares	18,888,889	1,000,000	-	-
Share issuance costs	-	(29,300)	-	(15,000)
Balance, end of period	88,950,484	\$14,940,681	70,061,595	\$13,954,981

On January 10, 2017, Relentless completed two private placements.

In connection with the first private placement, the Company issued 10 million units at a price of five cents per unit for gross proceeds of \$500,000. Each unit consists of one common share of the Company and one common share purchase warrant. Each warrant gives the holder the option, exercisable for a period of one year, to purchase one common share for 5.5 cents per common share.

In connection with the second private placement, the Company issued 8,888,889 units at a price of 5.625 cents per unit for gross proceeds of \$500,000. Each unit consists of one common share of the Company and one common share purchase warrant. Each warrant issued under the second private placement gives the holder the option, exercisable for a period of one year, to purchase one common share for 7.5 cents per common share.

9. Warrants

	Nine months ended September 30, 2017		Nine months ended September 30, 2016	
	Warrants	Amount	Warrants	Amount
Balance, beginning of period	2,142,856	-	2,142,856	-
Warrants issued	18,888,889	-	-	-
Balance, end of period	21,031,745	-	2,142,856	-

As at September 30, 2017, 21,031,745 warrants (2016 – 2,142,856) were outstanding.

10. Share based compensation

Stock options

The Company has a stock option plan (the "Plan") for its officers, directors, employees and consultants. Under the Plan, the Company may grant options for up to 10% of the outstanding common shares. The options have a five year term and vest immediately. The exercise price of each option granted equals the

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market price of the Company's stock immediately preceding the date of grant. The policies of the TSXV require "rolling" stock option plans to be approved on an annual basis by the shareholders of a listed issuer. The number and weighted average exercise prices of share options for the nine months ended September 30, 2017 and December 31, 2016 are as follows:

	Nine months ended September 30, 2017		Nine months ended September 30, 2016	
	Options	Weighted average exercise price	Options	Weighted average exercise price
Outstanding, beginning of period	-	-	5,698,410	\$0.22
Cancelled	-	-	(5,698,410)	\$0.22
Outstanding and exercisable, end of period	-	-	-	-

On February 4, 2016, the Company cancelled a total of 5,698,410 incentive stock options, granted under the Company's stock option plan to certain officers, directors, employees and consultants of the Company. The cancelled options were voluntarily surrendered by the holders thereof for no consideration. The exercise prices of the cancelled options ranged from 14 cents to 30 cents per common share. Following the cancellation of the options, the Company has no options outstanding.

11. Contributed surplus

	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Balance, beginning of period	\$1,474,236	\$1,474,236
Balance, end of period	\$1,474,236	\$1,474,236

12. Income (Loss) per share

	Three months ended September 30, 2017	Three months ended September 30, 2016
Net and comprehensive income (loss) for the period	\$2,399	(\$198,687)
Net and comprehensive income (loss) per share, basic and diluted	\$0.00	(\$0.00)
Weighted average shares outstanding	88,950,484	70,061,595

	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Net and comprehensive income (loss) for the period	\$4,971	(\$576,746)
Net and comprehensive income (loss) per share, basic and diluted	\$0.00	(\$0.01)
Weighted average shares outstanding	88,327,773	70,061,595

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13. Supplemental cash flow information

	Three months ended September 30, 2017	Three months ended September 30, 2016
Change in non-cash working capital items:		
Accounts receivable	\$41,356	\$22,470
Prepaid expenses and deposits	19,661	34,989
Accounts payable and accrued liabilities	(101,916)	(3,070)
	(\$40,899)	\$54,389
Amount related to operating activities	(\$30,387)	\$50,212
Amount related to investing activities	(10,512)	4,177
	(\$40,899)	\$54,389
	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Change in non-cash working capital items:		
Accounts receivable	\$132,004	\$378,480
Prepaid expenses and deposits	(25,963)	(21,358)
Accounts payable and accrued liabilities	(1,580,988)	(232,618)
	(\$1,474,947)	\$124,504
Amount related to operating activities	(\$996,387)	\$113,506
Amount related to investing activities	(478,560)	10,998
	(\$1,474,947)	\$124,504

14. Revenue by product

	Three months ended September 30, 2017	Three months ended September 30, 2016
Oil and NGL revenue	\$551,617	\$381,558
Natural gas revenue	48,751	83,823
Total revenue	\$600,368	\$465,381
	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Oil and NGL revenue	\$1,893,682	\$1,147,873
Natural gas revenue	399,520	275,749
Total revenue	\$2,293,202	\$1,423,622

15. Subsequent event

On October 27, 2017 Relentless sold 4½ sections of undeveloped non-core acreage for proceeds of \$375,000 to a third party.