ANGKOR RESOURCES CORP.

(FORMERLY ANGKOR GOLD CORP.)

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED 31 JULY 2019 AND 2018

Stated in Canadian Dollars

MANAGEMENT'S RESPONSIBILITY

To the Shareholders of Angkor Resources Corp.:

Management is responsible for the preparation and presentation of the accompanying audited consolidated financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The Board of Directors and the Audit Committee are composed primarily of directors who are neither management nor employees of the Company. The Board is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving the financial information presented. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and the external auditors. The Audit Committee has the responsibility of meeting with management, and the external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Board is also responsible for recommending the appointment of the Company's external auditors.

We draw attention to Note 1 in the consolidated financial statements which indicates the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

PricewaterhouseCoopers LLP, an independent firm of Chartered Professional Accountants, is appointed by the shareholders to audit the consolidated financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with the Board of Directors, Audit Committee, and management to discuss their audit findings.

"Stephen Burega"	*"Viktoriya Griffin"*
Stephen Burega, CEO	Viktoriya Griffin, CFO

Independent auditor's report

To the Shareholders of Angkor Resources Corp.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Angkor Resources Corp. and its subsidiaries (together, the Company) as at July 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS).

What we have audited
The Company's consolidated financial statements comprise:

- the consolidated statements of financial position as at July 31, 2019 and 2018;
- the consolidated statements of loss and comprehensive loss for the years then ended;
- the consolidated statements of changes in equity for the years then ended;
- the consolidated statements of cash flows for the years then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

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

Independence
We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Material uncertainty related to going concern

We draw attention to Note 1 in the consolidated financial statements, which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

PricewaterhouseCoopers LLP
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Other information

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, 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.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Dean Larocque.

PricewaterhouseCoopers LLP

Chartered Professional Accountants

Vancouver, British Columbia
November 28, 2019

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note		**As at 31 July 2019**		As at 31 July 2018
ASSETS					
Current Assets					
Cash		**$**	**365,326**	$	645,854
Amounts receivable			**182,938**		162,508
Prepaid amounts and deposits			**11,166**		181,056
			559,430		989,418
Non-Current Assets					
Long-term prepaid amounts			**19,644**		52,788
Property and equipment	(8)		**72,290**		92,809
Oil and gas license	(10)		**98,865**		-
Exploration and evaluation assets	(9)		**5,857,371**		6,125,262
			6,048,170		6,270,859
		$	**6,607,600**	$	7,260,277
LIABILITIES					
Current Liabilities					
Accounts payable and accrued liabilities		**$**	**620,118**	$	573,611
Due to related parties	(13)		**554,592**		476,994
			1,174,710		1,050,605
Non-Current Liabilities					
Due to Hommy Resources	(9)		**378,549**		-
Convertible debenture	(11)		**989,594**		956,697
			1,368,143		956,697
EQUITY					
Share capital	(12)		**32,456,925**		32,456,925
Equity portion of convertible debenture	(12)11)		**72,742**		72,742
Contributed surplus			**3,599,132**		3,163,937
Accumulated other comprehensive income			**1,385,426**		1,278,139
Deficit			**(33,448,197)**		(31,718,768)
			4,066,028		5,252,975
Non-controlling interest ("NCI")	(12)		**(1,281)**		-
Total Equity			**4,064,747**		5,252,975
		$	**6,607,600**	$	7,260,277

Nature of operations and going concern (1) Subsequent events (17)

The consolidated financial statements were approved by the Board of Directors on 26 November 2019 and were signed on its behalf by:

"Mike Weeks"
Mike Weeks, Director

" Terry Mereniuk"
Terry Mereniuk, Director

CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

	Note	**Year Ended 31 July 2019**	Year Ended 31 July2018
EXPENSES			
Exploration and Evaluation			
Camp costs		**$ 88,934**	103,748
Geological consulting fees		**11,467**	$ 7,800
		100,401	111,548
General and Administrative			
Salaries, wages and benefits	(13)	**394,111**	527,804
Professional and consulting fees	(13)	**388,932**	392,561
Office and travel		**323,756**	386,481
Share-based compensation	(12)	**161,698**	26,000
Investor relations and other		**85,292**	191,681
Social development	(13)	**51,672**	64,325
Filing fees		**32,467**	39,986
Amortization	(8)	**28,975**	33,295
Interest and banking costs		**6,329**	7,333
		1,573,633	1,781,014
Other Expenses			
Accretion and interest expense on convertible debenture	(11)	**95,897**	15,717
Impairment of deposit		**54,528**	-
Foreign exchange loss		**6,652**	33,904
Loss on settlement of promissory note	(9)	**-**	131,026
		157,077	180,647
Net (Loss) for the Year		**(1,730,710)**	(1,961,661)
Other Comprehensive Income			
Foreign operations – foreign currency translation differences		**107,287**	368,698
Comprehensive (Loss) for the Year		**$ (1,623,423)**	$ (1,592,963)
Net (Loss) Attributed to:			
Shareholders		**(1,729,429)**	(1,961,661)
Non-controlling interest	(12)	**(1,281)**	-
		(1,730,710)	(1,961,661)
Comprehensive (Loss) Attributed to:			
Shareholders		**(1,662,142)**	(1,592,963)
Non-controlling interest	(12)	**(1,281)**	-
		(1,623,423)	(1,592,963)
Basic and Diluted Loss per Common Share		**$ (0.02)**	$ (0.02)
Weighted Average Number of Shares Outstanding		**105,980,543**	105,215,136

—The accompanying notes form an integral part of the consolidated financial statements—

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share Capital	Amount	Equity Portion of Convertible Debenture	Contributed Surplus	Accumulated Other Comprehensive Income	Deficit	Shareholder's Equity	Equity attributed to NCI	Total
	#	$	$	$	$	$			$
BALANCE AS AT 1 AUGUST 2017	103,497,793	31,812,041	-	3,078,378	909,441	(29,757,107)	6,042,753	-	6,042,753
Share-based compensation	-	-	-	26,000	-	-	26,000	-	26,000
Share issuance costs	-	(12,267)	-	320	-	-	(11,947)	-	(11,947)
Private placement	2,482,750	657,151	-	33,292	-	-	690,443	-	690,443
Equity portion of convertible debenture	-	-	72,742	-	-	-	72,742	-	72,742
Warrants issued for convertible debenture	-	-	-	25,947	-	-	25,947	-	25,947
Other comprehensive loss	-	-	-	-	368,698	-	368,698	-	368,698
Net loss for the year	-	-	-	-	-	(1,961,661)	(1,961,661)	-	(1,961,661)
BALANCE AS AT 31 JULY 2018	105,980,543	32,456,925	72,742	3,163,937	1,278,139	(31,718,768)	5,252,975	-	5,252,975
Share-based compensation	**-**	**-**	**-**	**161,698**	**-**	**-**	**161,698**	**-**	**161,698**
Proceeds on sale of shares by a subsidiary	**-**	**-**	**-**	**273,497**	**-**	**-**	**273,497**	**-**	**273,497**
Other comprehensive income	**-**	**-**	**-**	**-**	**107,287**	**-**	**107,287**		**107,287**
Net loss for the year	**-**	**-**	**-**	**-**	**-**	**(1,729,429)**	**(1,729,429)**	**(1,281)**	**(1,730,710)**
BALANCE AS AT 31 JULY 2019	**105,980,543**	**32,456,925**	**72,742**	**3,599,132**	**1,385,426**	**(33,448,197)**	**4,066,028**	**(1,281)**	**4,064,747**

—The accompanying notes form an integral part of the consolidated financial statements—

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Note	Year Ended 31 July 2019	Year Ended 31 July 2018
OPERATING ACTIVITIES			
Loss for the Year		**$ (1,730,710)**	$ (1,961,661)
Items not Affecting Cash			
Share-based compensation	(12)	**161,698**	26,000
Interest on convertible debenture	(11)	**63,000**	-
Impairment of deposit		**54,528**	-
Accretion expense	(11)	**32,897**	5,386
Amortization	(8)	**28,975**	33,295
Loss on settlement of debt	(9)	**-**	131,026
Foreign exchange (loss) income		**(1,060)**	16,893
		340,022	212,600
		(1,390,688)	(1,749,061)
Net Change in Non-cash Working Capital			
Prepaid amounts and other assets		**150,262**	(28,053)
Accounts payable and accrued liabilities, due to related parties		**122,598**	(165,364)
Amounts receivable		**(16,447)**	(103,988)
Cash (Used in) Operating Activities		**(1,134,275)**	(2,046,466)
INVESTING ACTIVITIES			
Proceeds from option agreements	(9)	**2,056,502**	1,992,760
Purchases of property and equipment	(8)	**(7,380)**	(23,107)
Purchase of oil and gas license	(10)	**(98,865)**	-
Exploration and evaluation expenditure	(9)	**(1,395,796)**	(1,704,950)
Cash Provided by Investing Activities		**554,461**	264,703
FINANCING ACTIVITIES			
Proceeds from sale of shares by a subsidiary	(12)	**273,497**	-
Issuance of shares, net of share issuance costs	(12)	**-**	678,496
Proceeds from promissory note	(9)	**-**	406,940
Proceeds from convertible debenture	(11)	**-**	1,050,000
Cash Provided by Financing Activities		**273,497**	2,135,436
Effects of currency translation on cash and cash equivalents		**25,789**	45,785
Net Increase (Decrease) in Cash		**(280,528)**	399,458
Cash position – beginning of year		**645,854**	246,396
Cash Position – End of Year		**$ 365,326**	$ 645,854
Supplementary Disclosure of Non-cash Investing and Financing Activities			
Exploration and evaluation assets included in accounts payable		**$ 319,929**	$ 384,546

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1) Nature of operations and going concern

Angkor Resources Corp. ("Angkor" or the "Company"), formerly Angkor Gold Corp., was incorporated under the laws of the Province of British Columbia, Canada on 16 October 2008. The Company, together with its subsidiaries, is principally engaged in the exploration of its mineral property interests. Currently, the Company focuses on mineral property interests located in the Kingdom of Cambodia in the provinces of Ratanakiri and Mondolkiri as well as pursuing oil and gas opportunities in Cambodia. The registered address of the Company is Box 153, Sexsmith, Alberta, T0H 3C0. The Company commenced trading as a Tier 2 mining issuer on the TSX Venture Exchange (the "Exchange") on 19 October 2011 under the trading symbol "ANK".

These consolidated financial statements (the "Financial Statements") have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company's ability to continue in operation for the foreseeable future and to realize its assets and discharge its liabilities in the normal course of operations.

There are several adverse conditions that may cast substantial doubt upon the Company's ability to continue as a going concern. The Company has negative working capital (current assets less current liabilities as shown on the table below), has incurred operating losses since inception, has no source of revenue, is unable to self-finance operations and has significant on-going cash requirements to meet its overhead requirements and maintain its mineral interests.

(rounded '000)	**31 July 2019**	31 July 2018
Working capital (deficit)	**$ (615,000)**	$ (61,000)
Accumulated deficit	**$ (33,449,000)**	$ (31,719,000)

Further, the business of mineral and oil and gas exploration involves a high degree of risk and there can be no assurance that current or future exploration programs will result in profitable operations. The recoverability of intangible exploration and evaluation assets is dependent upon several factors. These include the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of these properties, and future profitable production or proceeds from disposition of properties. For the Company to continue to operate as a going concern it must obtain additional financing; although the Company has been successful in the past at raising funds, there can be no assurance that this will continue in the future.

These factors indicate a material uncertainty that casts significant doubt over the Company's ability to continue as a going concern.

If the going concern assumption were not appropriate for these Financial Statements then adjustments would be necessary to the carrying value of assets and liabilities, the reported expenses and the Consolidated Statement of Financial Position classifications used and such adjustments could be material.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2) Basis of preparation – Statement of Compliance

These Financial Statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The Financial Statements have been prepared on a historical cost basis, except for financial instruments classified at fair value through profit and loss. In addition, these Financial Statements have been prepared using the accrual basis of accounting except for cash flow information.

The policies set out were consistently applied to all the years presented unless otherwise noted below. The preparation of the consolidated financial statements requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies.

The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, profit and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

3) Summary of significant accounting policies

a) Basis of presentation

These Financial Statements incorporate the financial statements of the Company and the entities controlled by the Company, which consist of:

- Angkor Gold Corp. (Cambodia) Co., Ltd ("AGC"), which was incorporated in the Kingdom of Cambodia, is owned 100% by the Company.
- EnerCam Exploration Ltd. ("EnerCam Exploration"), formerly Prairie Pacific Mining Corp., which was incorporated in Canada on 15 July 2008, is owned 100% by the Company.
- Liberty Mining International Pty Ltd. ("Liberty"), which was incorporated in the Kingdom of Cambodia, is owned 100% by the Company, currently inactive.
- EnerCam Resources (Singapore) Pte. Ltd. ("EnerCam Resources"), which was incorporated in Singapore on 25 January 2019, is owned 98% by EnerCam Exploration.

Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial activity of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All significant intercompany transactions and balances have been eliminated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Non-controlling interest in the net assets of consolidated subsidiaries are identified separately from the Company's equity. Non-controlling interest consists of the non-controlling interest at the date of the original business combination plus the non-controlling interest's share of changes in equity since the date of acquisition.

b) Foreign Currency

The Company's presentation currency is the Canadian dollar ("$"). The functional currency for the Company and EnerCam Exploration, being the currency of the primary economic environment in which the entity operates, is the Canadian dollar. The functional currency of AGC and EnerCam Resources is the US dollar ("US$").

Items included in the financial statements of each consolidated entity are measured using the currency of the primary economic environment in which the entity operates (the "Functional Currency"). Foreign currency transactions are translated into the Functional Currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities not denominated in the Functional Currency of an entity are recognized in profit or loss in the year in which the gain or loss arises.

Assets and liabilities of operations with a Functional Currency other than the Canadian dollar are translated at the year-end rates of exchange, and the results of its operations are translated at average rates of exchange for the year. The resulting translation adjustments are recognized in other comprehensive income. Additionally, foreign exchange gains and losses related to certain intercompany amounts that are neither planned nor likely to be settled in the foreseeable future are included in other comprehensive income.

c) Income taxes

Income tax expense consists of current and deferred tax expense. Income tax expense is recognized in the consolidated statement of comprehensive income (loss), except to the extent that it relates directly to equity.

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

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured on a non-discounted basis using the enacted or substantively enacted tax rates at the end of the year, and which are expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the year that enactment or substantive enactment occurs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

A deferred tax asset is recognized 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, the deferred tax asset is reduced.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off tax assets against tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

d) Income (Loss) per share

Basic income (loss) per share is computed by dividing the net income (loss) available to common shareholders by the weighted average number of shares outstanding during the reporting year. Diluted income (loss) per share is computed similar to basic income (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 reporting periods.

e) Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held with banks, and redeemable term deposits. Where term deposits held with banks have a maturity in excess of three months, but are redeemable without principal penalty, they will be classified as cash equivalents. There are no cash equivalents as at 31 July 2019 and 2018.

f) Financial instruments

All financial instruments are measured at initial recognition at fair value plus any transaction costs that are directly attributable to the acquisition of the financial instruments except for transaction costs related to financial instruments classified as at fair value through profit or loss (FVPL) which are expensed as incurred.

The initial classification of a financial asset depends upon the Company's business model for managing its financial assets and the contractual terms of the cash flows. There are three categories into which the Company can classify its financial assets:

(i) Amortized cost. A financial asset is measured at amortized cost if the contractual cash flows to repay the principal and interest are made at specific dates and if the Company's business model is to collect the contractual cashflows. Subsequent measurement uses the effective interest method, less any provision for impairment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(ii) Fair value through other comprehensive income (FVOCI). A financial asset is measured at FVOCI if the Company's business model is both to collect the contractual cashflows and sell assets and the contractual terms of the assets give rise on specified dates to cash flows that are solely repayments of principal and interest.

(iii) Fair value through profit or loss (FVPL). A financial asset is measured at FVPL if it cannot be measured at amortized cost or FVOCI. At initial recognition the Company may also irrevocably designate a financial asset at FVPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency. Financial assets at FVPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognized in profit or loss to the extent they are not part of a designated hedging relationship.

A financial asset is derecognized when the Company no longer has the rights to the contractual cash flows due to expiration of that right or the transfer of the risks and rewards of ownership to another party. The Company recognizes a loss allowance for expected credit losses on its financial assets using the simplified approach which permits the use of the lifetime expected loss provision for all amounts receivable. At each reporting date the Company assesses impairment of amounts receivable on a collective basis as its amounts receivable possess shared credit risk characteristics and have been grouped based on days past due. The loss allowance will be based upon the Company's historical credit loss experience over the expected life of trade receivables and contract assets, adjusted for forward looking estimates. Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

A financial liability is initially classified as measured at amortized cost or FVPL. A financial liability is classified as measured at FVPL if it is held for trading, a derivative, contingent consideration of an acquirer in a business combination, or has been designated as FVPL on initial recognition. Financial liabilities at FVPL are measured at fair value with changes in fair value, along with any interest expense, recognized in profit or loss. All other financial liabilities are initially measured at fair value less directly attributable transaction costs and are subsequently measured at amortized cost using the effective interest method. The Company's financial liabilities consist of accounts payable and accrued liabilities, due to related parties and due to Hommy Resources which have been classified as financial liabilities at amortized cost and are measured at amortized cost using the effective interest method. A financial liability is derecognized when the obligation is discharged, cancelled or expired.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

g) Property and equipment

Property and equipment are initially recorded at cost and subsequently carried at cost less any accumulated depreciation and accumulated impairment losses. Depreciation is provided on a declining balance basis, using the rates intended to amortize the cost of assets over their estimated useful lives.

Property and Equipment	Rate
Vehicles	30%
IT Equipment	55%
Mining Equipment	25%
Tools & Other	20%

An item of property and equipment is derecognized upon disposal, when held for sale, or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in the consolidated statements of comprehensive income and loss.

h) Oil and gas properties

During the year ended 31 July 2019, the Company pursued oil and gas interests in Cambodia. All exploration, development and acquisition costs for oil and gas properties and related reserves are capitalized into a single cost centre. Such costs include land acquisition costs, license fees, drilling, geological and geophysical expenses and certain general and administrative expenditures directly related to oil and gas properties.

i) Exploration and evaluation assets

Exploration and evaluation assets include activities directly related to exploration and evaluation activities such as acquisition costs, exploration drilling, trenching, sampling, and activities in relation to evaluating the technical feasibility and commercial viability of extracting a mineral resource. All other activities are expensed during the year. Subsequent to initial recognition, exploration and evaluation assets are carried at cost less any accumulated impairment losses.

The capitalized exploration and evaluation expenditures will be amortized against revenue from future production or written off if the area of interest is abandoned or sold. Costs incurred before the Company has obtained legal rights to explore the area are recognized in profit or loss.

The amounts shown for exploration and evaluation expenditures represent costs incurred to date, less recoveries, and do not necessarily reflect present or future values. The amounts are classified as intangible assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Indicators of impairment of exploration and evaluation assets are assessed at each reporting period. If an indicator of impairment exists to suggest that the technical feasibility and commercial viability of the project is in question, and facts and circumstances suggest the carrying amount exceeds the recoverable amount, the carrying value of the exploration and evaluation assets will be written down to the estimated recoverable amount.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

j) Impairment of non-financial assets

At the end of each reporting period, the carrying amounts of the Company's assets, including exploration and evaluation assets, are reviewed to determine whether there is any indication the assets are impaired. The Company uses external factors, such as changes in expected future prices, costs and other market factors to assess for indication of impairment. If any such indication exists an estimate of the asset’s recoverable amount is calculated, being the higher of fair value less direct costs to sell and the asset’s value in use.

If the carrying amount of the asset exceeds its recoverable amount, the asset is impaired, and an impairment loss is charged to the consolidated statements of comprehensive income and loss so as to reduce the carrying amount in the consolidated statements of financial position to its recoverable amount.

Fair value is determined as the amount that would be obtained from the sale of assets in an arm’s length transaction between knowledgeable and willing parties. Fair values for mineral assets are generally determined as the present value of the estimated future cash flows expected to arise from the continued use of the asset, including its eventual disposal, using assumptions that an independent market participant may take into account. These cash flows are discounted by a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset to arrive at a net present value of the asset.

Value in use is determined as the present value of the estimated future cash flows expected to arise from the continued use of the asset in its present form and in its eventual disposal. Value in use is determined by applying assumptions specific to the Company’s continued use and cannot take into account future development.

In testing for indications of impairment and performing impairment calculations, assets are considered as collective groups and referred as to cash generating units. Cash generating units are the smallest identifiable group of assets, liabilities, and associated goodwill that generate cash inflows which are largely independent of the cash inflows from other assets or groups of assets.

k) Share based payments

The fair value of share options granted to employees is recognized as an expense over the period during which the options vest with a corresponding increase in 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 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.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in profit or loss. When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of a valuation model.

l) Convertible debentures

The liability, equity and other (when applicable) components of convertible debentures are presented separately on the statement of financial position, starting from initial recognition. The Corporation determines the carrying amount of the financial liability by discounting the stream of future payments at the prevailing market rate for a similar liability of comparable credit status and substantially providing the same cash flows. Subsequently, the liability component is then increased by accretion of the discounted amounts to reach the nominal value of the convertible debenture at maturity, which is recorded in the statement of (loss) income as finance cost.

The carrying amount of other components (when applicable), such as warrants, is obtained by deducting the nominal value of the debentures and the present value of future capital payments at the prevailing market rate for a convertible debenture without warrants. The carrying amount of the equity component is calculated by deducting the carrying amount of the financial liability and the carrying amounts of any other components (when applicable) from the amount of the convertible debenture, and is presented in Equity as an equity component of convertible debenture. The equity component is not re-measured subsequent to initial recognition, except on conversion or expiry.

The transaction costs are distributed between liability, equity and other components (when applicable) on a pro-rata basis, according to their carrying amounts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4) New accounting standards

The details of the new significant accounting policies are set out in Note 3.

a) IFRS 9, Financial Instruments

On 1 August 2018, the Company adopted the new accounting standard, IFRS 9, which replaces the guidance in IAS 39 Financial Instruments: Recognition and Measurement.

IFRS 9 introduced a new classification and measurement model for financial assets and liabilities, a more forward-looking impairment model based on expected credit losses and a substantially reformed hedge accounting model.

IFRS 9 contains a new classification and measurement approach for financial assets, reflecting the business model for assets and for cash flow characteristics. The following table summarizes the classification impact of the Company's financial assets and financial liabilities upon the adoption of IFRS 9. The adoption of the new classification requirements under IFRS 9 did not result in any measurement adjustments of the Company's financial assets and liabilities

Financial Asset or Liability	Classification under IAS 39	Classification under IFRS 9
Cash	FVPL	FVPL
Amounts receivable	Loans and receivables	Amortized cost
Accounts payable and accrued liabilities	Other liabilities	Amortized cost

IFRS 9 also replaces the 'incurred loss' model in IAS 39 with an expected credit loss ("ECL") model. ECL's are a probability-weighted estimate of credit losses.

The adoption of IFRS 9 has not had an effect on the Company's consolidated financial statements, other than those related to accounting policies.

5) New accounting standards not yet effective

The following accounting standards have been issued by the IASB but are not yet effective for the Company; both the effective date and the expected impact are noted, based on the information currently available.

a) IFRS 16, Leases

IFRS 16 is a new standard that sets out the principle for recognition, measurement, presentation, and disclosure of leases including guidance for both parties to a contract, the lessee and the lessor. The new standard eliminates the classification of lease as either operating or finance lease, as is required by IAS 17 and instead introduces a single lessee accounting model that requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. IFRS 16 is applicable to annual reporting periods beginning on or after 1 January 2019. The Company is planning to adopt IFRS 16 in its consolidated financial statements for the annual period beginning on 1 August 2019. The Company has decided to apply the modified retrospective approach on transition. Accordingly, the cumulative effect of initially applying IFRS 16 will be recognized as an adjustment to the opening balance of deficit as at the date of initial application, and the comparative information will not be restated. Based on the initial assessment, the Company estimates that it will have no impact on its consolidated financial statements, since there are no leases with a term of more than 12 months as of 1 August 2019.

6) Critical accounting judgments and key sources of estimation uncertainty

In the application of the Company's accounting policies, management is required to make judgments, estimates and assumptions about the carrying amount and classification of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revisions affect only that period, or in the period of the revision and future periods, if the revisions affects both current and future periods.

The following are the critical judgments and areas involving estimates that management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amount recognized in the consolidated financial statements.

a) Critical accounting estimates:

Significant assumptions about the future that management has made and about other sources of estimation uncertainty at the financial position reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities relate to but are not limited to the following:

- The recoverability of exploration and evaluation assets presented on the consolidated statement of financial position;
- The recoverability of oil and gas acquisition license presented on the consolidated statement of financial position;
- The estimated useful lives of property and equipment which are included in the consolidated statement of financial position and the related depreciation;
- The inputs used in accounting for share-based payment transactions in the consolidated statements of comprehensive income and loss; and
- Management's determination that there is no material restoration, rehabilitation, and environmental exposure, based on the facts and circumstances that existed during the period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

b) Critical accounting judgments:

Significant judgments about the future that management has made and about other sources of judgment uncertainty at the financial position reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities relate to but are not limited to:

- Functional currency: The determination of the functional currency of AGC and EnerCam Resources as the US dollar and the functional currency of the Company and other subsidiaries as the Canadian dollar.
- Going concern: The Company's ability to execute its strategy by funding future working capital requirements requires judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, such as expectations of future events that are believed to be reasonable under the circumstances.
- Indications of impairment: Management assesses at least once per period whether the facts and circumstances surrounding the oil and gas and exploration and evaluation asset indicate that the carrying value of the properties exceed the recoverable amount. As the operating environment is still in exploration stage, the Company is reliant on management's industry expertise to consider various factors including, but not limited to, financial and human resources available, exploration budgets planned, importance and results of exploration work done previously, industry and economic trends, as well as the price of minerals.

7) Financial instruments and risk management

a) Financial instrument classification and measurement

Financial instruments of the Company carried on the Consolidated Statement of Financial Position are carried at amortized cost with the exception of cash, which is carried at fair value. There are no significant differences between the carrying value of financial instruments and their estimated fair values as at 31 July 2019, due to the immediate or short-term maturities of the financial instruments.

The fair value of the Company's cash is quoted in active markets. The Company classifies the fair value of these transactions according to the following hierarchy:

Level 1 – quoted prices in active markets for identical financial instruments.

Level 2 – quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs and significant and significant value drivers are observable in active markets.

Level 3 – valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

b) Fair values of financial assets and liabilities

The Company's financial instruments include cash, restricted investments, amounts receivable, and accounts payable and accrued liabilities, due to related parties and due to Hommy Resources. As at 31 July 2019, the carrying value of cash is fair value. The remaining financial instruments approximate their fair value due to their short-term nature.

c) Other risk

Market risk is the risk that changes in market prices will affect the Company's earnings or the value of its financial instruments. Market risk is comprised of other price risk, currency risk, and interest rate risk. The objective of market risk management is to manage and control exposures within acceptable limits, while maximizing returns. These market risks are evaluated by monitoring changes in key economic indicators and market information on an on-going basis, adjusting operations and budgets accordingly.

d) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Credit risk for the Company is associated with cash, amounts receivable and promissory note receivable. Cash is held with reputable financial institutions.

The amounts receivable, which represent financial assets include accounts receivable from third parties. Based on currently available information, the Company anticipates full recoverability of amounts due on account.

The Company has procedures in place to minimize its exposure to credit risk. Management evaluates credit risk on an ongoing basis including counterparty credit rating and activities related to accounts receivable and promissory note receivable and other counterparty concentrations as measured by amount and percentage.

e) Liquidity risk

Liquidity risk is the risk that the Company will not be able to settle or manage its obligations associated with financial liabilities. In the management of liquidity risk, the Company maintains a balance between continuity of funding and the flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations. The Company is dependent on external financing and will be required to raise additional capital in the future to fund its operations (Note 1).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

The contractual undiscounted future cash flows of the Company's significant non-derivative financial liabilities are as follows:

		31 July 2019		31 July 2019
Accounts payable and accrued liabilities	**$**	**620,118**	$	573,611
Due to related parties		**554,592**		476,994
Due to Hommy Resources		**378,549**		-

f) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company is exposed to cash flow interest rate risk on the variable rate of interest earned on its cash. The cash flow interest rate risk on cash is insignificant since deposits are either short term or pay interest at rates of 1.2% or less. The Company does not hold any other financial assets or liabilities which incur interest. The fair value interest rate risk on the Company's other assets and liabilities are deemed to be insignificant.

The Company has not entered into any derivative instruments to manage interest rate fluctuations; however, management closely monitors interest rate exposure, and the risk exposure is limited.

g) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company's major operating expenses and acquisition costs are denominated in U.S. dollars, and a portion of the expenses of the Company are in Canadian dollars. The Company's corporate office is based in Canada, and the exposure to exchange rate fluctuations arises mainly on foreign currencies, which are the U.S. dollar.

The Company is exposed to foreign exchange risk. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations; however, management monitors foreign exchange exposure, and if rates continue to fall, management will look at entering into derivative contracts. Should the US dollar and Canadian dollar exchange rate have changed by 5% at the year end the impact to profit or loss would be +/- $15,000. The Company's monetary assets and liabilities denominated in U.S. dollars are shown here in Canadian dollars:

(rounded '000)		**31 July 2019**		31 July 2018
Cash	**$**	**333,000**	$	612,000
Accounts payable	**$**	**(45,000)**	$	(310,000)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8) Property and equipment

	Vehicles	IT Equipment	Mining Equipment	Tools & Other	Total
COST					
Balance as at 1 August 2017	$ 229,232	$ 34,823	$ 217,468	$ -	$ 481,523
FX adjustment	9,767	1,484	8,468	799	20,518
Additions	-	3,724	984	18,399	23,107
Balance as at 31 July 2018	$ 238,999	$ 40,031	$ 226,920	$ 19,198	$ 525,148
FX adjustment	**2,406**	**356**	**2,281**	**193**	**5,236**
Additions	**-**	**7,036**	**344**	**-**	**7,380**
Balance as at 31 July 2019	**$ 241,405**	**$ 47,423**	**$ 229,545**	**$ 19,391**	**$ 537,764**
AMORTIZATION					
Balance as at 1 August 2017	$ 178,765	$ 28,961	$ 174,425	$ -	$ 382,151
FX adjustment	7,906	1,305	7,539	143	16,893
Amortization	15,750	3,861	10,233	3,451	33,295
Balance as at 31 July 2018	$ 202,421	$ 34,127	$ 192,197	$ 3,594	$ 432,339
FX adjustment	**1,964**	**305**	**1,876**	**15**	**4,160**
Amortization	**11,157**	**5,823**	**8,822**	**3,173**	**28,975**
Balance as at 31 July 2019	**$ 215,542**	**$ 40,255**	**$ 202,895**	**$ 6,782**	**$ 465,474**
CARRYING AMOUNTS					
As at 31 July 2018	$ 36,578	$ 5,904	$ 34,723	$ 15,604	$ 92,809
As at 31 July 2019	**$ 25,862**	**$ 7,168**	**$ 26,650**	**$ 12,609**	**$ 72,290**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9) Exploration and evaluation assets

The Company has interests in five mineral properties as at 31 July 2019 and 2018:

	Oyadao South (OYS)	Oyadao (OY)	Banlung (BLS)	Koan Nheak (KHN)	Andong Meas (ADM)	Total
Balance as at 1 August 2017	$ 2,015,783	$ 667,246	$ 2,011,733	$ 902,048	$ 527,463	$ 6,124,273
Additions	1,293,927	7,683	330,631	54,614	18,095	1,704,950
Funds received under option agreements	(1,924,001)	-	-	(68,760)	-	(1,992,761)
Adjustment on currency translation	68,569	33,397	115,904	43,935	26,995	288,800
Balance as at 31 July 2018	$ 1,454,278	$ 708,326	$ 2,458,268	$ 931,837	$ 572,553	$ 6,125,262
Additions	**476,219**	**8,924**	**800,980**	**7,731**	**37,325**	**1,331,179**
Funds received under option agreements	**(678,463)**	**-**	**(999,490)**	**-**	**-**	**(1,677,953)**
Adjustments on currency translation	**17,091**	**9,791**	**30,848**	**12,826**	**8,327**	**78,883**
Balance as at 31 July 2019	**$ 1,269,125**	**$ 727,041**	**$ 2,290,606**	**$ 952,394**	**$ 618,205**	**$ 5,857,371**

On 16 March 2017, the Company announced it had successfully renewed five exploration licenses for an initial three-year term, with the option to extend a further four years. The exploration licenses include: Oyadao South (OYS), Oyadao (OY), Banlung (BLS), Koan Nheak (KHN), and Andong Meas (ADM). The Company continues to explore and develop its five exploration licenses in Cambodia.

a) Oyadao South (OYS)

Mesco Gold (Cambodia) Ltd. ("Mesco") Agreement:

On 20 February 2013 and further on 11 November 2013, the Company sold to Mesco Gold (Cambodia) Ltd. ("Mesco") the rights to develop and mine the Company's Phum Syarung and Blue Lizard prospects located within its Oyadao South Concession in Ratanakiri Province, Cambodia. As per the Definitive Agreement and amendment, the Company was to receive a 2-7.5% sliding scale Net Smelter Return ("NSR") (the "Mesco Return") based on the gold price, from all future production at the Phum Syarung prospect. Mesco paid the Company US$1,900,000 (US$1,200,000 in cash and a US$500,000 promissory note) for the prospect in staged payments through 2013-2015.

During the year ended 31 July 2018, the Company renegotiated a final payment of $406,940 (US$317,500) for the promissory note, of which $38,451 (US$30,000) was received on 22 November 2017, and $368,489 (US$287,500) was received on 29 December 2017. The remaining balance of $131,026 (US$102,500) was written off as part of the final settlement.

Japan Oil, Gas and Metals National Corporation ("JOGMEC") Agreement:

On 14 June 2016, the Company entered into a joint exploration agreement with JOGMEC to explore the Company's Oyadao South license. This agreement was for separate properties than those sold to Mesco. The agreement gave JOGMEC the option to acquire 51% of the Oyadao South license, for a total investment of US$3 million in exploration expenditures over a three-year period, subject to meeting a minimum expenditure of US$1 million at the end of each of 31 March 2018, 2019 and 2020. In addition, a condition of the agreement was that the Company acquire a renewal or a new license, with a minimum three-year term. JOGMEC had the right to accelerate its earn-in period by meeting the minimum expenditure of US$3 million at any time prior to 31 March 2019.

On 7 March 2017, the Company renewed the license for an initial three-year term, with the option to extend a further four years.

As at 31 July 2018, the Company had received a total of $1,924,001 in funds over the life of the license and had incurred exploration expenses in excess of funds received in the amount of $1,317,140 relating to the Oyadao South property. JOGMEC, having completed its first earn-in period, was required to fund an additional US$1 million prior to 31 March 2019 for its second earn-in period. The Company was the operator under the Joint Exploration Agreement ("JEA") with JOGMEC.

During the year ended 31 July 2019, JOGMEC decided not to proceed with additional exploration. Under the Joint Exploration Agreement, JOGMEC surrendered its option right to acquire up to 51% of Angkor's Oyadao South license; the Oyadao South license was returned to Angkor as a 100% wholly owned exploration license.

b) Banlung (BLS)

Hommy 5 Resources Inc. ("Hommy Resources") Agreement:

On 19 September 2018, the Company entered into an Earn-In Agreement (the "Agreement") with Canadian-based private company, Hommy Resources, on Angkor's wholly owned Banlung property in north-eastern Cambodia. The Agreement was later revised on 11 April 2019.

The terms of the Agreement included a total investment by Hommy Resources of US$3.3 million in exploration and development expenditures plus cash payments to Angkor of US$350,000 over a 3-year period for Hommy Resources to acquire a 51% participating interest in the Banlung license. Angkor granted to Hommy Resources the sole and exclusive right and option to acquire up to an 80% participating interest in Angkor's Banlung license through the exercise of three milestones. After that, Angkor may maintain a 20% participating interest in the property through to production, or at Angkor's discretion, can convert to a 3.5% Net Smelter Return ("NSR") on all metals. Angkor is the operator on the project until Hommy Resources acquires a 51% participating interest in the Banlung license.

On 31 January 2019, Hommy Resources earned a 20% participating interest after the completion of the First Option since it had spent a total of US$500,000 in exploration and development expenses within one year on the Banlung license and a cash payment to Angkor of US$150,000.

The Second Option would give Hommy Resources the right to acquire an additional 31% for a combined total of 51% participating interest, by incurring exploration and development expenditures in the amount of US$2,800,000 over specified milestones plus an additional US$200,000 cash payment to Angkor. Such exploration and development expenditures by Hommy Resources must be completed no later than the following schedule after the earning of the First Option:

Date		Amount
31 July 2019 or 180 days following the First Option (31 January 2019)	US$	800,000
180 days after the first payment above	US$	1,000,000
360 days after the first payment above	US$	500,000
540 days after the first payment above	US$	500,000

As of the date of these Financial Statements, the first milestone of US$800,000 in exploration and development expenditures towards the Second Option by 31 July 2019 has not been completed, and Angkor and Hommy Resources are studying the results of the technical data. Either Hommy Resources or Angkor may choose to trigger the conversion to common shares further described below.

After Hommy Resources has earned the First and Second Options, Hommy Resources can elect to acquire an additional 29% Participating Interest by completing a Definitive Feasibility Study on the property before 7 March 2022.

If Angkor chooses to hold its 20% participating interest, Hommy Resources is required to fund Angkor's share of the cost of exploration and development, of which Angkor has agreed to repay from future revenue from the property.

Either Hommy Resources or Angkor may choose to convert all of Hommy Resources' monies paid on account of acquiring a participating interest to common shares in Angkor at a fixed conversion price of $0.25 per share. The conversion into shares must be for the full amount paid by Hommy Resources and may only be done once for the full amount. After the conversion, Hommy Resources shall have no further participating interest.

As at 31 July 2019, the Company had received a total of $1,378,039 (US$1,050,000) (31 July 2018 - $Nil) from Hommy Resources, of which $999,490 was recorded against the exploration and evaluation asset base for Banlung property. The remaining $378,549 received was recorded as a liability, since the funds have not been spent on property expenditures as at year end.

c) Koan Nheak (KHN)

Emerald Resources NL ("Emerald") and Renaissance Minerals (Cambodia) Ltd. ("Renaissance") Agreement:

On 12 July 2017, the Company entered into a Definitive Earn-In-Agreement with Australian based gold company, Emerald on the Company's wholly owned Koan Nheak property in North-Eastern Cambodia.

On 20 September 2017, the Company received the approval of the Cambodian Ministry of Mines and Energy to proceed with its joint project with Renaissance on the Koan Nheak property. This approval allows Angkor and Renaissance to proceed with their joint exploration plans of Koan Nheak under their Definitive Earn-In Agreement dated 12 July 2017.

The agreement was later amended on 1 May 2018, primarily extending the terms of the agreement. Under the Agreement, Renaissance will spend a total of US$2 million in exploration and development expenditures plus a US$255,000 cash payment to the Company for Renaissance to acquire a 51% participating interest in the Koan Nheak license through First and Second Option.

The First Option requires US$445,000 exploration and development expenditures to be incurred by Renaissance no later than 7 February 2020 and US$55,000 cash payment made to the Company. Exercising the First Option gives Renaissance a 0% participating interest. As at 31 July 2019, Renaissance has incurred a total of US$221,000 in exploration and development expenditures.

After completion of the First Option, Renaissance can use its Second Option to acquire a 51% participating interest by incurring US$1,500,000 exploration and development expenditures and with an additional US$200,000 cash payment to the Company, no later than 1 March 2021.

Upon completion of the initial earn in First and Second Options, Renaissance has the right to acquire an additional 29% participating interest by completing a definitive feasibility study no later than 7 March 2022, and Renaissance will then hold an 80% participating interest. After that, the Company may maintain a 20% participating interest in the property, or at the Company's discretion, can convert it to a 3.5% Net Smelter Return on all metals.

The Company received $68,760 (US$52,823) from Renaissance with the remaining US$202,177 to be received no later than 1 March 2021. The payment has been recorded against the exploration and evaluation asset base for the Koan Nheak property.

10) Oil and gas License

During the year ended 31 July 2019, the government of Cambodia approved Angkor's application for the exploration and development of Petroleum Block VIII through its subsidiary, EnerCam Resources.

During the year ended 31 July 2019, the Company contributed to upcoming license fees for the oil and gas license in the amount of $98,865 (US$75,000).

11) Convertible debenture

During the year ended 31 July 2018, the Company closed a financing transaction for a total of $1,050,000. The Company issued convertible notes of $550,000 and 2,200,000 warrants in connection with the first tranche, then in a second tranche, issued convertible notes of $50,000 and 200,000 warrants, and finally, in a third tranche, issued convertible notes of $450,000 and 1,800,000 warrants.

The convertible debentures ("Debentures") have a three-year term and bear interest at the rate of six percent (6.00%) per annum if paid in cash or ten percent (10%) per annum if paid by common shares. They mature on 29 April 2021 (the "term"). At the option of the Debenture holder, interest payments may be made in cash or in the form of common shares at an issue price equal to the market price at the time of settlement. At the end of the term, the holders will have the option to convert the principal amount into common shares in the capital of the Company at a conversion price of $0.25 per share, or the Company will repay the outstanding principal in cash. The Debentures also consist of a detachable warrant, exercisable for a common share in the Company at $0.30 for a period of 3 years from the issue dates: 29 April 2018, 22 May 2018, and 12 July 2018. The debt is a direct unsecured obligation with no specified claim on assets.

The carrying amount of warrants is obtained by deducting the nominal value of the debentures and the present value of future capital payments at the prevailing market rate for a convertible debenture without warrants. See Note 12 for more details.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

ALLOCATION OF FAIR VALUE		Amount
Initial Fair Value of Debt Component	$	951,311
Equity value of conversion rights		72,742
Fair value of warrants issued		25,947
	$	1,050,000
Initial Fair Value of Debt Component	$	951,311
2018 Accretion Expense		5,386
Convertible Debenture as at 31 July 2018		956,697
2019 Accretion expense		32,897
Convertible Debenture as at 31 July 2019	$	989,594

For the year ended 31 July 2019:

DEBENTURE INTEREST AND ACCRETION EXPENSE		Principal Amount		Interest Expense		Accretion Expense		Total
By Tranche								
29 April 2018	$	550,000	$	33,000	$	17,231	$	50,231
22 May 2018		50,000		3,000		1,566		4,566
13 July 2018		450,000		27,000		14,100		41,100
Total	$	1,050,000	$	63,000	$	32,897	$	95,897

12) Share capital

a) Authorized:

Unlimited common shares without par value.

b) Issued or allotted and fully paid:

See Consolidated Statements of Changes in Equity (Statement 3) for further detail.

	Number of Shares		Amount
Balance as at 1 August 2017	103,497,793	$	31,812,041
Private placement - net of share issuance costs	2,482,750		644,884
Balance as at 31 July 2019 and 2018	105,980,543	$	32,456,925

During the year ended 31 July 2018:

On 3 October 2017, the Company closed a non-brokered private placement for 1,900,000 Units at $0.30 per unit for gross proceeds of $570,000. Each Unit consisted of one common share, and one full non-transferable share purchase warrant. Each full warrant entitled the holder to acquire one common share at an exercise price of $0.35 for a period of 24 months from the closing date of the private placement. The Company incurred $8,375 in in share issuance costs, of which $320 was attributed to the 20,000 finder's warrants. The value of $29,400 ascribed to the warrants was determined on a residual value basis. Of the total, 273,340 Units were purchased by management. Total quantity of Units issued in lieu of cash payment was 81,000 with a value of $24,300.

On 1 May 2018, the Company closed a private placement of 582,750 Units each at a price of $0.20 per Unit for gross proceeds of $116,550. Each Unit consists of one common share in the capital of the Company and one transferable warrant, with each warrant entitling the holder to purchase one additional Common Share at a price of $0.25 per common share for a period of two years, and the placement is subject to an acceleration clause. A fair value of $3,982 was ascribed to the warrants using the Black-Scholes method.

c) Summary of stock option activity

The Company has adopted an incentive stock option plan (the "Plan"). The essential elements of the Plan provide that the aggregate number of common shares of the Company's capital stock issuable pursuant to options granted under the Plan may not exceed 10% of the number of issued shares of the Company at the time of granting of the options. Options granted under the Plan will have a maximum term of ten years. The exercise price of options granted under the Plan will be fixed by the Board of Directors at the time the option is granted, provided however that the exercise price complies with the requirements of the Exchange. According to the 2010 stock option plan, the vesting periods of options granted under the Plan may vary at the discretion of the Board of Directors, subject to regulatory approval.

Stock option activities during the year ended 31 July 2019 and 2018 are as follows:

STOCK OPTION ACTIVITY	**31 July 2019**		**Weighted Average Exercise Price**	31 July 2018		Weighted Average Exercise Price
Balance – beginning of year	**9,947,000**	**$**	**0.34**	7,047,000	$	0.39
Granted	**1,100,000**		**0.17**	3,385,000		0.25
Expired	**-**		**0.32**	(485,000)		0.41
Cancelled	**(650,000)**		**-**	-		-
Balance – end of year	**10,397,000**	**$**	**0.37**	9,947,000	$	0.34

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Details of stock options outstanding as at 31 July 2019 and 2018 are as follows:

Date of Grant	Expiry Date		Exercise Price	**31 July 2019 Exercisable**	**31 July 2019 Outstanding**	31 July 2018 Outstanding
13 April 2015	13 April 2020	$	0.45	**272,000**	**272,000**	272,000
14 June 2016	14 June 2021	$	0.45	**1,850,000**	**1,850,000**	2,000,000
11 April 2017	11 April 2022	$	0.38	**2,990,000**	**2,990,000**	2,990,000
18 July 2017	18 July 2022	$	0.30	**1,000,000**	**1,000,000**	1,000,000
18 July 2017	18 July 2022	$	0.30	**-**	**-**	300,000
6 February 2018	6 February 2023	$	0.25	**-**	**3,185,000**	3,385,000
1 March 2019	1 March 2024	$	0.17	**1,100,000**	**1,100,000**	-
		$	0.39	**7,212,000**	**10,397,000**	9,947,000

The outstanding options have a weighted average remaining life of 2.98 years (31 July 2018 – 3.42 years).

d) Warrants

Warrant activities during the year ended 31 July 2019 and 2018 are as follows:

WARRANTS	**Outstanding as at 31 July 2019**		**Weighted Average Exercise Price**	Outstanding as at 31 July 2018		Weighted Average Exercise Price
Balance – beginning of year	**8,265,750**	**$**	**0.35**	1,563,000	$	0.50
Issued	**-**		**-**	6,702,750		0.31
Balance – end of year	**8,265,750**	**$**	**0.35**	8,265,750	$	0.35

<u>During the year ended 31 July 2018:</u>

On 3 October 2017, the Company closed a non-brokered private placement issuing 1,920,000 warrants that entitled the holder to acquire one common share at an exercise price of $0.35 for a period of 24 months from the closing date of the private placement.

On 1 May 2018, the Company closed a non-brokered private placement issuing 582,750 warrants that entitled the holder to acquire one common share at an exercise price of $0.25 for a period of 24 months from the closing date of the private placement.

On 9 May 2018, the company issued a convertible note for $550,000 and 2,200,000 warrants in connection with this first tranche. On 16 July 2018, the Company issued the second tranche of the convertible notes for $50,000 along with the 20,000 warrants, and finally, in a third tranche, issued convertible notes of $450,000 and 1,800,000 warrants. The warrants are exercisable at $0.30 for a period of 3 years from the issue date.

On 21 July 2018, the Company announced that the expiry date for the 1,563,000 common share warrants previously extended to expire on 1 July 2018 were extended to 29 July 2020. The warrants have been revalued with $nil being recognized in the current period. All other terms and conditions of the warrants remain unchanged.

The fair value of the warrants recognized has been estimated using the Black-Scholes Model with the following weighted-average assumptions:

	First Tranche	Second Tranche[(i)]
Risk free interest rate	2.07%	2.03%
Expected dividend yield	0.00%	0.00%
Stock price	$ 0.30	$ 0.30
Expected stock price volatility (calculated monthly)	39%	33%
Expected warrant life in years	3 years	3 years
Forfeiture rate	0%	0%

[(i)] Warrants for the second tranche of the convertible note and warrants for the third tranche of the convertible notes were issued together.

e) Share-based payments

During the year ended 31 July 2019, the Company granted 1,100,000 incentive stock options to its directors, officers, and consultants of the Company. The options granted are issued pursuant to the Company's Stock Option Plan and are exercisable at an exercise price of $0.17 per share for a period of five years from the date of the grant. During the year ended 31 July 2019, the Company recognized $161,698 (31 July 2018 - $26,000) in share-based payments.

On 6 February 2018, the Company granted 3,385,000 incentive stock options to directors, officers and consultants of the Company. The options granted are exercisable at an exercise price of $0.25 for a period of five years from the date of the grant. In addition, these options will vest after two years from the date of the grant.

	31 July 2019	31 July 2018
Total Options Granted	**1,100,000**	3,385,000
Average exercise price	**$ 0.17**	$ 0.25
Estimated fair value of compensation	**$ 50,000**	$ 151,000
Estimated fair value per option	**$ 0.05**	$ 0.04

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

During the year ended 31 July 2019, the Company vested 1,110,000 incentive stock options to its directors, officers, and consultants (31 July 2018 – 300,000) and recognized share-based payments on vested options as follows:

		31 July 2019		31 July 2018
Total Options Vested		**1,110,000**		300,000
Average exercise price	**$**	**0.17**	$	0.35
Estimated fair value of compensation	**$**	**50,000**	$	26,000
Estimated fair value per option	**$**	**0.05**	$	0.09

The fair value of the stock-based compensation of options recognized in the accounts has been estimated using the Black-Scholes Model with the following weighted-average assumptions:

		1,110,000 Options Vested		3,385,000 Options Vested over 2 Years
Risk free interest rate		1.79%		1.94%
Expected dividend yield		0.00%		0.00%
Stock price	$	0.17	$	0.20
Expected stock price volatility (calculated monthly)		29%		31%
Expected option life in years		5 years		5 years
Forfeiture rate		0%		0%

The Black-Scholes Option Pricing Model was created for use in estimating the fair value of freely tradable, fully transferable options. Volatility was determined using historical stock prices. The Company's employee stock options have characteristics significantly different from those of traded options, and because changes in the highly subjective input assumptions can materially affect the calculated values, management believes that the accepted Black-Scholes model does not necessarily provide a reliable measure of the fair value of the Company's stock option awards.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

f) Non-controlling interest

On 25 January 2019, the Company incorporated EnerCam Resources, a private company, in Singapore. On 24 June 2019, the Company transferred its 100% ownership in EnerCam Resources to EnerCam Explorations, a wholly owned subsidiary in Canada. EnerCam Exploration raised $273,524 (US$207,800) through a private sale of 207,800 shares, representing 2%, of EnerCam Resources to various international accredited investors. In connection with this transaction, EnerCam Exploration maintained a 98% ownership of EnerCam Resources and recognized the difference between the value of the NCI, which was at a nominal value, and the fair value of consideration received in the amount of $273,497 (US$207,800) (Note 17) as contributed surplus as at 31 July 2019.

The value attributed to the non-controlling interest as at 31 July 2019 is an accumulated deficit of $1,281 representing the activity in EnerCam Exploration. Net loss and comprehensive loss of $1,281 has been attributed to the non-controlling interest in these Financial Statements.

Changes in the non-controlling interest after the year ended 31 July 2019 further described in Note 17.

13) 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. 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. Transactions and balances with related parties are as follows:

RELATED PARTY DISCLOSURE – KEY MANAGEMENT PERSONNEL

Principal Position	Year		Remuneration or fees[i] [ii]		Share based payments[i]		Amounts Payable[i]
Executive Chairman	**2019**	**$**	**60,000**	**$**	**16,094**	**$**	**376,218**
	2018	$	70,000	$	-	$	815,004
VP of Social Development	**2019**	**$**	**63,238**	**$**	**21,044**	**$**	**110,726**
	2018	$	61,620	$	-	$	66,416
Clearline CPA, a company of which the former CFO was a director	**2019**	**$**	**22,500**	**$**	**-**	**$**	**-**
	2018	$	54,000	$	26,000	$	7,560
President	**2019**	**$**	**-**	**$**	**24,344**	**$**	**10,246**
	2018	$	103,421	$	-	$	33,014
CEO	**2019**	**$**	**84,000**	**$**	**24,344**	**$**	**38,152**
	2018	$	91,000	$	-	$	5,000
CFO	**2019**	**$**	**49,000**	**$**	**2,727**	**$**	**19,250**
	2018	$	-	$	-	$	-
Director	**2019**	**$**	**-**	**$**	**495**	**$**	**-**
	2018	$	-	$	-	$	-
Director	**2019**	**$**	**-**	**$**	**2,727**	**$**	**-**
	2018	$	-	$	-	$	-
Director	**2019**	**$**	**-**	**$**	**3,923**	**$**	**-**
	2018	$	-	$	-	$	-
Director	**2019**	**$**	**-**	**$**	**3,923**	**$**	**-**
	2018	$	-	$	-	$	-
Director	**2019**	**$**	**-**	**$**	**3,923**	**$**	**-**
	2018	$	-	$	-	$	-

(i) For the years ended 31 July 2019 and 2018.

(ii) Amounts disclosed were paid or accrued to the related party.

The total key management personnel compensation during the year ended 31 July 2019 was $339,891 (2018 - $406,041), represented by fees of $251,338 (2018 - $380,041), and $88,553 (2018 - $26,000) in share-based payments. These fees have been recorded in professional and consulting fees, salaries, wages and benefits, and social development in the consolidated statements of loss and comprehensive loss.

On 23 September 2017, the Company received a non-interest bearing loan in the amount of $55,000 from the Company's Executive Chairman. The loan was repaid during the year ended 31 July 2018.

On 13 July 2018, the Company received a convertible note totaling $450,000 from the Company's Executive Chairman. The notes have a three-year term and bear interest at the rate of six percent per annum if paid in cash or ten percent per annum if paid by common shares. At the option of the holder, at any time prior to the end of the three-year term, the convertible notes and unpaid interest can be converted to common shares in the capital of the Company at $0.25 per share. The notes also consist of 1,800,000 detachable warrants, each warrant can be exercised for common a share at $0.30 for a period of three years from the issue date.

The transactions with related parties were in the normal course of operations, which is the amount of consideration established and agreed to by the related parties. There are no set terms of repayment for the balances owed to the related parties.

14) Income tax

A reconciliation of income taxes at statutory rates with reported taxes is as follows:

	31 July 2019	**31 July 2018**
Loss for the year	**$ (1,730,710)**	$ (1,961,661)
Expected income tax recovery at statutory rate of 27% (2018 - 26%)	**$ (467,292)**	$ (511,601)
Non-deductible share-based payments	**50,571**	4,116
Share issuance costs booked to equity	**-**	(2,453)
Permanent differences, changes in estimates and other	**-**	2,790
Changes and differences in tax rates	**(19,930)**	(34,569)
Tax benefit not recognized	**436,651**	541,717
Total income tax expense (recovery)	**$ -**	$ -

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

a) Recognized deferred tax liabilities:

Certain expenditures capitalized for accounting purposes are considered current year expenses for tax purposes and form part of the Company's tax loss carry forward. Due to uncertainty in realizing the tax benefit of these tax loss carry forwards, the Company has not recognized the corresponding tax asset.

b) Unrecognized deferred tax assets

Management has not recognized deferred tax assets in any of the jurisdictions in which it currently operates due to the fact that it is not probable that these assets will be realized in the foreseeable future. The following represents deferred tax assets by jurisdiction using an estimated future tax rate of 27%.

	Canada	Cambodia	2019	2018
Share issuance costs	$ **10,981**	$ -	$ **10,981**	$ 15,245
Non-capital loss carry forwards	**3,646,186**	-	**3,646,186**	3,203,001
Charitable donations	-	-	-	2,270
Mineral properties	-	**1,245,802**	**1,245,802**	1,245,802
	$ **3,657,167**	$ **1,245,802**	$ **4,902,969**	$ 4,466,318

c) Loss carry-forward by year of expiry:

	Canada	Cambodia	Total
2029	2,569,878	-	2,569,878
2030	1,179,925	-	1,179,925
2031	250,118	-	250,118
2032	1,620,320	-	1,620,320
2033	1,747,423	-	1,747,423
2034	1,046,262	-	1,046,262
2035	337,633	-	337,633
2036	1,196,320	-	1,196,320
2037	817,196	-	817,196
2038	1,474,413	-	1,474,413
2039	507,019	-	507,019
2040	840,512	-	840,512
	$ 13,587,019	-	13,587,019

15) Capital management

The Company's objectives are to safeguard its ability to continue as a going concern in order to support the Company's normal operating requirements, to continue the development and exploration of its resource properties and to maintain a flexible capital structure which optimizes the cost of capital at an acceptable risk (Note 1).

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents.

As at 31 July 2019, the Company's capital structure consists of the share capital and convertible debenture of the Company. The Company is not subject to any externally imposed capital requirements. In order to maximize ongoing development efforts, the Company does not pay dividends. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the size of the Company, is reasonable.

During the year ended 31 July 2019, there were no significant changes in the processes used by the Company or in the Company's objectives and policies for managing its capital.

16) Segmented information

The Company operates in one operating segment, which is the acquisition, exploration, and development of exploration property interests. The following table provides segmented disclosure on assets and liabilities as reviewed by management regularly:

(Rounded to 000's)	Canada	Cambodia	Singapore	Total
31 July 2019				
Current assets	**$ 215,000**	**$ 342,000**	**$ 2,000**	**$ 559,000**
Oil and gas costs	**$ 99,000**	**$ -**	**$ -**	**$ 99,000**
Current liabilities	**$ (1,077,000)**	**$ (91,000)**	**$ (7,000)**	**$ (1,175,000)**
Exploration and evaluation assets	**$ -**	**$ 5,857,000**	**$ -**	**$ 5,857,000**
General and administrative expense	**$ 909,000**	**$ 600,000**	**$ 65,000**	**$ 1,574,000**
31 July 2018				
Current assets	$ 727,000	$ 262,000	$ -	$ 989,000
Current liabilities	$ (687,000)	$ (364,000)	$ -	$ (1,051,000)
Exploration and evaluation assets	$ -	$ 6,125,000	$ -	$ 6,125,000
General and administrative expense	$ 1,030,000	$ 751,000	$ -	$ 1,781,000

17) Subsequent events

On 3 October 2019, TSX Venture Exchange has consented to the extension in the expiry date of 1,900,000 warrants issued pursuant to a private placement of 1,900,000 shares. The new expiry date of warrants is 3 October 2020. All other terms and conditions of the warrants remain unchanged.

Subsequent to the year ended 31 July 2019, Angkor's Canadian subsidiary, EnerCam Exploration, has raised USD $793,000 to advance Angkor's new Cambodian oil and gas license (Block VIII) through the private sale of shares of EnerCam Resources to various international accredited investors. As a result of this transaction, EnerCam Exploration has a remaining 90% ownership of EnerCam Resources.