

**Probity Mining 2019 Short Duration Flow-Through Limited
Partnership**

Financial Statements
June 30, 2020
(Unaudited)

Probity Mining 2019 Short Duration Flow-Through Limited Partnership

Statement of Financial Position

As at June 30, 2020 and December 31, 2019

(Unaudited)

ASSETS	2020	2019
Current assets		
Cash	\$ 2,022,382	\$ 1,222,185
Investments - at fair value (Note 5)	1,386,544	4,378,398
	<u>3,408,926</u>	<u>5,600,583</u>
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities	37,106	42,700
	<u>37,106</u>	<u>42,700</u>
Class net assets attributable to partners	<u>\$ 3,371,820</u>	<u>\$ 5,557,883</u>
Net Assets attributable to partners		
Class A - National Class	\$ 1,491,392	\$ 2,513,063
Class A - British Columbia	250,289	442,387
Class A - Quebec	441,459	630,566
Class F - National Class	1,019,240	1,717,465
Class F - British Columbia	36,632	64,747
Class F - Quebec	132,719	189,572
Class P	10	10
General Partner	79	73
	<u>\$ 3,371,820</u>	<u>\$ 5,557,883</u>
Partnership units outstanding (Note 4)		
Class A - National Class	292,255	292,255
Class A - British Columbia	56,920	56,920
Class A - Quebec	74,000	74,000
Class F - National Class	190,700	190,700
Class F - British Columbia	8,000	8,000
Class F - Quebec	21,200	21,200
Class P	1	1
General Partner	1	1
Net assets per unit attributable to Limited Partners (Note 4)		
Class A - National Class	\$ 5.10	\$ 8.60
Class A - British Columbia	4.40	7.77
Class A - Quebec	5.97	8.52
Class F - National Class	5.34	9.01
Class F - British Columbia	4.58	8.09
Class F - Quebec	6.26	8.94
Class P	10.00	10.00
General Partner	79.15	73.00

Approved on behalf of the Board of Directors

(signed) "Peter Christiansen"

Peter Christiansen, Director

(signed) "Brent Larkan"

Brent Larkan, Director

Probity Mining 2019 Short Duration Flow-Through Limited Partnership

Statement of Comprehensive Income

For the six months ended June 30, 2020 and for the period from commencement of operations on February 22, 2019 to June 30, 2019

(Unaudited)

	2020	2019
Income		
Unrealized depreciation of investments	\$ (350,512)	\$ (320,294)
Gain on sale of investments	348,337	-
Interest income	639	-
	<u>(1,535)</u>	<u>(320,294)</u>
Expenses		
Accounting	42,888	25,250
Administrative fees	1,533	13,858
Audit	13,313	13,625
Legal fees	18,889	7,486
Custodial fees	11,305	3,139
Unitholder recordkeeping fees	9,462	1,572
Transaction costs	20,818	-
Other operating costs	2,975	-
Independent review committee fees	2,000	-
Bank charges	120	120
Issue costs	-	757,015
	<u>123,303</u>	<u>822,065</u>
Decrease in net assets attributable to partners from operations	\$ (124,838)	\$ (1,142,359)
(Decrease) increase in net assets attributable to partners from operations per Class		
Class A - National Class	\$ (143,180)	\$ (448,838)
Class A - British Columbia	(20,459)	(34,334)
Class A - Quebec	107,363	(346,848)
Class F - National Class	(97,851)	(216,769)
Class F - British Columbia	(2,994)	(1,730)
Class F - Quebec	32,277	(93,840)
General Partner	6	-
	<u>\$ (124,838)</u>	<u>\$ (1,142,359)</u>
(Decrease) increase in net assets attributable to partners from operations per unit (Note 8)		
Class A - National Class	\$ (0.49)	\$ (1.54)
Class A - British Columbia	(0.36)	(0.60)
Class A - Quebec	1.45	(4.69)
Class F - National Class	(0.51)	(1.14)
Class F - British Columbia	(0.37)	(0.22)
Class F - Quebec	1.52	(4.43)
General Partner	6	-

Probity Mining 2019 Short Duration Flow-Through Limited Partnership

Statement of Changes in Net Assets Attributable to Partners

For the six month period ended June 30, 2020 and the period from commencement of operations on February 22, 2019 to June 30, 2019

(Unaudited)

	Net assets attributable to partners, beginning of period	Proceeds from issuance of units	(Decrease) increase in net assets attributable to partners from operations	Distributions during the period	Issue costs associated with issuance of units	Issue costs reclassified to income statement	Net assets attributable to partners, end of period
June 30, 2020							
Class A - National Class	\$ 2,513,063	\$ -	\$ (143,180)	\$ (878,491)	\$ -	\$ -	\$ 1,491,392
Class A - British Columbia	442,387	-	(20,459)	(171,640)	-	-	250,289
Class A - Quebec	630,566	-	107,363	(296,472)	-	-	441,459
Class F - National Class	1,717,465	-	(97,851)	(600,377)	-	-	1,019,240
Class F - British Columbia	64,747	-	(2,994)	(25,125)	-	-	36,632
Class F - Quebec	189,572	-	32,277	(89,135)	-	-	132,719
Class P	10	-	-	-	-	-	10
General Partner	73	-	6	-	-	-	79
	<u>\$ 5,557,883</u>	<u>\$ -</u>	<u>\$ (124,838)</u>	<u>\$ (2,061,240)</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3,371,820</u>

	Net assets attributable to partners, beginning of period	Proceeds from issuance of units	(Decrease) increase in net assets attributable to partners from operations	Distributions during the period	Issue costs associated with issuance of units	Issue costs reclassified to income statement	Net assets attributable to partners, end of period
June 30, 2019							
Class A - National Class	\$ -	\$ 2,922,550	\$ (448,838)	-	\$ (385,365)	385,365	2,088,347
Class A - British Columbia	-	569,200	(34,334)	-	(72,478)	72,478	462,388
Class A - Quebec	-	740,000	(346,848)	-	(99,085)	99,085	294,067
Class F - National Class	-	1,907,000	(216,769)	-	(173,399)	173,399	1,516,832
Class F - British Columbia	-	80,000	(1,730)	-	(7,312)	7,312	70,958
Class F - Quebec	-	212,000	(93,840)	-	(19,376)	19,376	98,784
Class P	-	10	-	-	-	-	10
General Partner	-	10	-	-	-	-	10
	<u>\$ -</u>	<u>\$ 6,430,770</u>	<u>\$ (1,142,359)</u>	<u>\$ -</u>	<u>\$ (757,015)</u>	<u>\$ 757,015</u>	<u>\$ 4,531,396</u>

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

Probity Mining 2019 Short Duration Flow-Through Limited Partnership

Statement of Cash Flows

For the six month period ended June 30, 2020 and the period from commencement of operations on February 22, 2019 to June 30, 2019

(Unaudited)

Cash provided by (used in):	2020	2019
Operating Activities		
Decrease in net assets attributable to partners from operations	\$ (124,838)	\$ (1,142,359)
Adjustments for non-cash items		
Unrealized depreciation of investments	350,512	320,294
Realised gain of disposal of financial assets	(348,337)	–
Change in non-cash balances		
Accounts payable and accrued liabilities	(5,588)	76,519
Purchase of investments	(390,625)	(5,205,000)
Sale of investments	3,380,632	–
Cash used in operating activities	2,861,437	(5,950,546)
Financing Activities		
Proceeds from issuance of units	–	6,430,770
Distribution paid in cash	(2,061,240)	–
Cash provided by financing activities	(2,061,240)	6,430,770
Increase in cash during the period	800,197	480,224
Cash, beginning of period	1,222,185	–
Cash, end of period	\$ 2,022,382	\$ 480,224

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

Probity Mining 2019 Short Duration Flow-Through Limited Partnership

Schedule of Investment Portfolio

As at June 30, 2020

(Unaudited)

	Number of shares	Average cost \$	Fair value \$	Net assets %
Canadian equities				
Mining				
Aben Resources Ltd.	666,667	160,000	73,333	2.17
Braveheart Resources Inc.	871,177	148,100	95,829	2.84
Crystal Lake Mining Corp.	567,000	161,491	93,555	2.77
Engold Mines Ltd	2,007,091	220,780	100,355	2.98
Frontier Lithium Inc.	525,000	210,000	99,750	2.96
Imperial Mining Group Ltd.	1,622,223	146,000	89,222	2.65
Sassy Resource Corp	37,823	9,456	9,456	0.28
Sirios Resources Inc.	600,000	192,000	93,000	2.76
VR Resources Ltd.	1,094,334	164,150	333,772	9.90
Wallbridge Mining Company Ltd	355,000	400,000	394,050	11.69
Total equities		1,811,977	1,382,322	41.00
Canadian warrants				
Mining				
Frontier Lithium Inc. (expiry 15 May 2021; strike price \$0.50)	312,500	–	4,222	0.13
Total warrants			4,222	0.13
Total portfolio investments		1,811,977	1,386,544	41.13
Cash			2,022,382	59.98
Other net liabilities			(37,106)	(1.11)
Net assets attributable to partners		\$	3,371,820	100.00

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

Probity Mining 2019 Short Duration Flow-Through Limited Partnership
Notes to Financial Statements

June 30, 2020

(Unaudited)

1. Formation and purpose of the Partnership

Probity Mining 2019 Short Duration Flow-Through Limited Partnership (the “Partnership”) was formed on December 12, 2018 as a limited partnership under the laws of the Province of British Columbia, Canada and commenced operations on February 22, 2019. The address of the Partnership’s registered office is Suite 530, 355 Burrard Street, Vancouver, British Columbia V6C 2G8. The general partner of the Partnership is Probity 2019 Mining Flow-Through Management Corp. (the “General Partner”) whose ultimate parent is Probity Capital Corporation. The Partnership consists of seven classes of limited partnership units, National Class (“NC”) A and F; British Columbia (“BC”) Class A and F; Quebec Class (“QC”) A and F; and Class P (collectively, the “Units”). The NC A and F Units, the BC Class A and F Units, and QC A and F Units are identical to each other, except for the fees applicable to each class. Each class of units is a separate non-redeemable investment fund for securities laws purposes and will have its own investment portfolio (“Portfolio”) and investment objectives. One Class P unit is issued to the General Partner for income allocations if certain conditions are met. The principal purpose of the Partnership is to provide Limited Partners with a tax-assisted investment in a portfolio of flow-through shares of resource issuers for capital appreciation and profits. Management’s intention is that an investment in the Partnership will provide all classes of A and F Limited Partners exposure to a portfolio comprising primarily shares of resource issuers that qualify as “flow-through shares” for the purposes of the Income Tax Act (Canada) (the “ITA”) pursuant to which the resource issuer agrees to incur and renounce to the Partnership “Canadian exploration expense” (as defined in the ITA) (“CEE”).

The General Partner delegates certain investment advisory responsibilities to Qwest Investment Fund Management Ltd. (the “Manager”).

Under the limited partnership agreement (the “Partnership Agreement”) between the General Partner and each of the Limited Partners (together, the “Partners”), dated December 10, 2018, for each Portfolio, ordinary income is allocated among the Partners on the following basis:

- (a) firstly, pro-rata to the holders of the National, BC, or Quebec Class Units (as the case may be) to the extent that ordinary losses in respect of the particular Portfolio allocated to the holders of the National, BC, or Quebec Class Units (as the case may be) in prior fiscal years exceeds ordinary income in respect of the particular Portfolio to the holders of such Units;
- (b) secondly, to the General Partner 0.01% of the remaining unallocated ordinary income;
- (c) thirdly, to the holders of the National, BC, or Quebec Class Units, pro rata in accordance with the proportion of such Units held by the partner to all such Units issued by the Partnership, up to an aggregate cumulative maximum (including prior year allocations and allocations pursuant to paragraph (a) above) not exceeding the gross proceeds of the offering in respect of such Units;

1 Formation and purpose of the Partnership (Cont'd)

- (d) fourthly, the balance of the unallocated ordinary income in respect of the particular Portfolio shall be allocated as follows:
- (i) 30% to the holders of the Class P Units pro rata in accordance with the proportion of the Class P Units held by the partner to the Class P Units issued by the Partnership;
 - (ii) 70% to the holders of the National, BC, or Québec Class Units (as the case may be) pro rata in accordance with the proportion of such Units held by the partner to such Units issued by the Partnership.

100% of ordinary losses and any resource expenditures which qualify as CEE, which are renounced to the Partnership ("Eligible Expenditures"), will be allocated pro rata to the Limited Partners. Taxable income and taxable losses of the Partnership are allocated in the same proportions as ordinary income and ordinary losses, respectively.

Upon dissolution, Limited Partners are entitled to cash distributions on the following basis:

- (i) firstly, pro rata to holders of Class A Units and Class F Units to an aggregate cumulative maximum (including prior distributions) not exceeding gross proceeds of the offering;
- (ii) secondly, pro rata to the holders of Class A Units, Class F Units, and Class P Units as determined after the distribution of cash pursuant to paragraph (b).

In order to provide Limited Partners with enhanced liquidity, the General Partner intends, if all necessary approvals are obtained, to implement a Liquidity Alternative. The General Partner intends to implement the Liquidity Alternative before March 1, 2020, provided that the dissolution of the Partnership will not occur prior to April 1, 2019. with the exact timing to be determined based primarily on the Investment Advisor and Manager's equity market trend outlook during that time. The General Partner intends that the Liquidity Alternative will be the sale of the Partnership's assets for cash, whereupon the proceeds shall be distributed to Limited Partners, pro rata, up to and upon the dissolution of the Partnership.

These financial statements were authorized for issue by the Board of Directors of the General Partner on August 21, 2020.

Probity Mining 2019 Short Duration Flow-Through Limited Partnership
Notes to Financial Statements (continued)

June 30, 2020

(Unaudited)

2. Significant accounting policies:

(a) Basis of preparation and statement of compliance:

These financial statements have been prepared in compliance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and interpretations of the IFRS Interpretations Committee (“IFRIC”).

(b) Basis of measurement:

These financial statements have been prepared on a historical cost basis except for investments in securities which are measured at fair value.

The following is a summary of significant accounting policies used by the Partnership:

(c) Functional currency and presentation currency:

The statement of financial position is presented in Canadian dollars, which is the Partnership’s functional and presentation currency.

(d) Financial instruments:

(i) Recognition and measurement:

Financial instruments are required to be classified into one of the following categories: amortized cost, fair value through other comprehensive income (“FVOCI”) or fair value through profit or loss (“FVTPL”). All financial instruments are measured at fair value on initial recognition. Measurement in subsequent periods depends on the classification of the financial instrument. Transaction costs are included in the initial carrying amount of financial instruments except for financial instruments classified as FVTPL in which case transaction costs are expensed as incurred.

Financial assets and financial liabilities are recognized initially on the trade date, which is the date on which the Partnership becomes a party to the contractual provisions of the instrument. The Partnership derecognizes a financial liability when its contractual obligations are discharged, cancelled or expire.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position only when the Partnership has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

A financial asset is measured at amortized cost if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal interest on the principal amount outstanding.

A financial asset is measured at FVOCI if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal interest on the principal amount outstanding.

2. Significant accounting policies (continued):

(d) Financial instruments (continued):

(i) Recognition and measurement: (continued)

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. On initial recognition the Partnership may irrevocably elect to measure financial assets that otherwise meet the requirements to be measured at amortized cost or at FVOCI as at FVTPL when doing so eliminates or significantly reduces a measurement or recognition inconsistency.

(ii) Fair value through profit and loss:

Financial assets are not reclassified subsequent to their initial recognition, unless the Partnership changes its business model for managing financial assets, in which cases all affected financial assets are reclassified on the first day of the first reporting period following the change in business model.

The Partnership has not classified any of its financial assets as FVOCI.

A financial liability is generally measured at amortized cost, with exceptions that may allow for classification as FVTPL. These exceptions include financial liabilities that are mandatorily measured at fair value through profit or loss, such as derivatives liabilities. The Partnership may also, at initial recognition, irrevocably designate a financial liability as measured at FVTPL when doing so results in more relevant information.

The Partnership classifies investments as FVTPL. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and marketable securities) are based on quoted market prices at the close of trading on the reporting date. The Partnership uses the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, the Manager determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. The Partnership's policy is to recognize transfers into and out of the fair value hierarchy levels as of the beginning of the period of the transfer.

The fair value of financial assets and liabilities that are not traded in an active market, including non-publicly traded derivative instruments, is determined using valuation techniques. Valuation techniques also include the use of comparable recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and others commonly used by market participants and which make the maximum use of observable inputs. Should the value of the financial asset or liability, in the opinion of the Manager, be inaccurate, unreliable or not readily available, the fair value is estimated on the basis of the most recently reported information of a similar financial asset or liability.

Probity Mining 2019 Short Duration Flow-Through Limited Partnership
Notes to Financial Statements (continued)

June 30, 2020

(Unaudited)

2. Significant accounting policies (continued):

(d) Financial instruments (continued):

(iii) Amortized cost:

Financial assets and liabilities classified as amortized cost are recognized initially at fair value plus any directly attributable transaction costs. Subsequent measurement is at amortized cost using the effective interest method, less any impairment losses.

The Partnership classifies cash, accounts payable and accrued liabilities as amortized cost.

The effective interest method is a method of calculating the amortized cost of a financial asset or liability and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash payments through the expected life of the financial asset or liability, or where appropriate, a shorter period.

The Partnership recognizes financial instruments at fair value upon initial recognition, plus transaction costs in the case of financial instruments measured at amortized cost. Regular way purchases and sales of financial assets are recognized on the trade date.

(e) Income recognition:

Realized gains and losses on disposal of financial assets at fair value through profit or loss and unrealized gains and losses in the value of financial assets at fair value through profit or loss are reflected in the statement of comprehensive income and calculated on an average cost basis. Upon disposal of an investment, previously recognized unrealized gains and losses are reversed, so as to recognize the full realized gain or loss in the period of disposition. Interest is recorded on an accrual basis. All costs directly attributable to operating activities are expenses as incurred.

(f) Allocation of income and expenses and realized and unrealized capital gains and losses:

Income and expenses incurred in connection with the Partnership's operations and realized and unrealized gains or losses that are not directly attributable to a particular class of units are allocated between Class A - National Class, Class A - British Columbia, Class A – Quebec, Class F - National Class, Class F - British Columbia, Class F – Quebec units in accordance with the Partnership Agreement dated December 10, 2018 and as outlined in note 1.

(g) Income taxes:

Since the Partnership is an unincorporated business, the liability for income taxes is that of the partners and not the Partnership. Accordingly, no provision for income taxes for the Partnership has been made in these financial statements. These financial statements do not include the Limited Partners' information.

For income tax purposes, the adjusted cost base of flow-through shares is reduced by the amount of Eligible Expenditures renounced to the Partnership. Upon disposition of such shares, a capital gain will result and be allocated to the Limited Partners based upon their proportionate share of the Partnership.

June 30, 2020

(Unaudited)

2. Significant accounting policies (continued):

(h) Net assets attributable to partners:

The Partnership Agreement between the General Partner and each of the Limited Partners dated December 10, 2018 imposes a contractual obligation for the Partnership to deliver a pro rata share of its net assets to the partners on termination of the Partnership. Based on the terms of the Partnership Agreement, the General Partner and Limited Partners are both considered to have an interest in the residual net assets of the Partnership; however, they are not considered to have identical contractual obligations. Consequently, the net assets attributable to Limited Partners and General Partner are classified as liabilities in the financial statements.

The Partnership's obligation for net assets attributable to partners is presented at the redemption amount, which is the residual amount of assets of the Partnership after deducting all of its liabilities.

(i) Increase in net assets attributable to partners from operations per Partnership unit:

Increase in net assets attributable to limited partners from operations per Partnership unit is determined by dividing the net increase in net assets attributable to limited partners from operations by the weighted average number of limited partnership units outstanding during the reporting period.

(j) Critical accounting estimates and judgments:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses during the reporting period. Actual results could differ from those reported and the differences could be material. The following paragraphs discuss the most significant accounting estimates and judgments that the Partnership has made in preparing its financial statements:

(i) Fair value measurement of securities not quoted in an active market:

The fair value of warrants is determined using a valuation model such as the Black-Scholes model. Key estimates underlying this model include implied volatility and time value factors. The fair value determined may not equal the eventual settlement amount.

(ii) Classification and measurement of investments and application of the fair value option:

In classifying and measuring financial instruments held by the Partnership, the Investment Manager is required to make significant judgments about whether or not the business of the Partnership is to manage its portfolio of investments and evaluate performance on a fair value basis and that the portfolio of investments is neither held to collect contractual cash flows nor held both to collect contractual cash flows and to sell financial assets. The most significant judgments made include assessing and determining the appropriate business model that enables the decision that the Partnership's investments are classified as FVTPL.

3 Expenses of the Partnership:

(a) Issue costs:

Issue costs are expenses of the offering of the Units of the Partnership which include the costs of creating and organizing the Partnership. Issue costs include certain costs as outlined in the offering memorandum such as agents' fee, legal, audit, regulatory filing and printing. Issue costs are presented as an expense in the Statement of Comprehensive Income. There were no issue costs incurred during the period.

(b) Operating expenses:

The Partnership pays all of the expenses of the operations and carrying on of its business, including legal and audit fees, interest, administrative costs relating to the cost of financial and other reports, and compliance with all applicable laws, regulations and policies. The General Partner is reimbursed for all reasonable out-of-pocket costs and expenses that are incurred by the General Partner on behalf of the Partnership in the ordinary course of business or other costs and expenses incidental to acting as general partner so long as the General Partner is not in default of its obligations.

4 Partners' interest:

The interest of the Limited Partners in the Partnership is divided into an unlimited number of Units. The Partnership is authorized to issue a maximum of 3,000,000 Units.

All the limited partnership Units have equal rights and privileges, including equal participation in any distribution made by each respective class and the right to one vote at any meeting of the Limited Partners.

Issued and outstanding

The Partnership completed its final offering on February 28, 2019 and issued 643,077 Partnership Units (292,255 units of Class A - National Class, 56,920 units of Class A - British Columbia, 74,000 units of Class A – Quebec, 190,700 units of Class F - National Class, 8,000 units of Class F - British Columbia, 21,200 of Class F – Quebec, 1 unit of Class P and 1 unit of General Partner) at a subscription price of \$10 per Unit for a total of \$6,430,770. All Units issued were outstanding as at June 30, 2020.

Pursuant to the Partnership Agreement, the General Partner contributed \$10 to the capital of the Partnership.

Probity Mining 2019 Short Duration Flow-Through Limited Partnership
Notes to Financial Statements (continued)
June 30, 2020
(Unaudited)

5 Fair value measurement:

The following table illustrates the classification of the Partnership's investments within the fair value hierarchy as at June 30, 2020. The three levels of the fair value hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 - Inputs that are not based on observable market data.

There were no financial instruments that were transferred between levels of the fair value hierarchy during the period ended June 30, 2020.

June 30, 2020				
	Level 1	Level 2	Level 3	Total
Assets				
Equities	1,382,322 \$	- \$	- \$	1,382,322
Warrants	-	4,222	-	4,222
	1,382,322 \$	4,222 \$	- \$	1,386,544
December 31, 2019				
	Level 1	Level 2	Level 3	Total
Assets				
Equities	4,092,148 \$	- \$	- \$	4,092,148
Warrants	-	286,250	-	286,250
	4,092,148 \$	286,250 \$	- \$	4,378,398

All fair value measurements above are recurring. The carrying values of other financial instruments approximate their fair values due to their short-term nature.

The Manager is responsible for performing the fair value measurements included in the financial statements of the Partnership, including Level 3 measurements. The Manager has engaged SGGG Fund Services Inc. ("SGGG") to value the net assets of the Partnership on a weekly basis including pricing of Level 1 and Level 2 investments. SGGG obtains pricing from a third party pricing vendor. The Partnership's overall market positions are monitored on a weekly basis by the Manager. The Manager ensures the accuracy of the NAV calculation, prepared by SGGG, by reviewing the NAV on a weekly basis.

The Partnership's equity positions are classified as Level 1 when the security is actively traded and reliable prices are observable. Certain equities do not trade frequently or have resale restrictions and therefore observable prices may not be available. In such cases, fair value is determined using an observable market date (e.g., transactions for similar securities of the same issuer) and the fair value is classified as Level 2, unless the determination of fair value requires significant unobservable data, in which case the measurement is classified as Level 3.

As at June 30, 2020 the level 2 warrants of \$4,222 (2019: \$286,250) relates solely to Frontier Lithium (2019: Tudor Gold Corp & Frontier Lithium) and has been valued using the Black-Scholes valuation method.

6 Financial instruments risk management:

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

The Partnership's overall risk management strategy focuses on the unpredictability of performance of early stage public resource investments and seeks to minimize potential adverse effects on the Partnership's financial performance.

(a) Market risk:

Price risk

The Partnership's investments are exposed to market price risk due to changing market conditions for equities as well as specific industry changes in the mining sector, such as changes in commodity prices and the level of market demand as well as any changes to the tax environment in which the investee entities operate. All investments in equity securities have an inherent risk of loss of capital. The maximum risk resulting from investments is determined by the fair value of the financial instruments. The Manager seeks to manage market risks by careful selection of securities prior to making an investment in an early stage company and by regular ongoing monitoring of the investment performance of the individual investee companies. The Manager also sets thresholds on individual investments to mitigate the risk of exposure to any one investment. The Partnership's overall market positions are monitored on a w basis by the Partnership's Manager.

The Partnership's overall exposure is managed by investment restrictions which include a requirement for investments to be invested in resource issuers that are listed on a stock exchange.

As at June 30, 2020, the Partnership's market risk is impacted directly by changes in equity prices and indirectly by changes in minerals and other commodity prices. The immediate impact on equities of a 10% increase or decrease in the fair value of financial assets at fair value through profit or loss would be approximately \$138,232

Interest rate risk

The monetary financial assets and liabilities of the Partnership are non-interest bearing. Consequently, the Partnership has no significant direct exposure to interest rate risk.

Currency risk

The monetary financial assets and liabilities of the Partnership are all denominated in Canadian dollars. Consequently, the Partnership has no significant direct exposure to currency risk.

6 Financial instruments risk management (Cont'd):

(b) Credit risk:

The Partnership has exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due.

Credit risk associated with cash is minimized by ensuring that these balances are held by high-quality financial institutions.

The Partnership is exposed to counterparty risk from the potential failure of the issuer of the warrants to settle its exercised warrants. The maximum risk of loss from counterparty risk to the Partnership is the fair value of the contracts. The Partnership considers the effects of counterparty risk when determining the fair value of its investments in warrants.

When the Partnership trades in listed or unlisted securities which are settled upon delivery, the risk of default is considered minimal since delivery of securities is only made once the broker has received payment. Payment is made on a purchase once the securities have been received by the broker. The Partnership only transacts with reputable brokers with a high credit rating.

The Manager monitors the Partnership's credit position regularly, and the board of directors of the General Partner reviews it on a periodic basis.

(c) Concentration risk:

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, product type, industry sector or counterparty type. The Partnership's investments are entirely in Canadian companies involved in the mining sector, and as a result, the Partnership is exposed to a concentration of risk related to these holdings.

(d) Liquidity risk:

The Partnership is a closed-end partnership and therefore it does not have exposure to early redemptions of Partnership units. There is no market for units of the Partnership and it is unlikely that any public market will develop through which units may be sold. The Partnership holds sufficient cash to cover operating expenses and issue costs due in this period. The General Partner intends to implement a liquidity alternative. It is anticipated that this will be the sale of the Partnership's assets for cash whereupon the proceeds shall be distributed to Limited Partners, pro rata, up to and upon the dissolution of the Partnership.

At June 30, 2020, all of the Partnership's financial liabilities were due within 30 days of the statement of financial position date, with the exception of net assets attributable to partners which mature at the end of the life of the Partnership or at the liquidation date.

The Partnership manages liquidity risk by maintaining sufficient liquid cash resources and investing the Partnership's assets in investments which are traded in an active market and can be readily disposed of when liabilities become due.

Probity Mining 2019 Short Duration Flow-Through Limited Partnership
Notes to Financial Statements (continued)

June 30, 2020

(Unaudited)

7 Capital risk management:

Units issued and outstanding are considered to be capital of the Partnership. The Partnership does not have any specific capital requirements on the subscriptions of units, other than certain minimum subscriptions requirements of 1,500 units total across all classes, except for Class P units.

8 (Decrease) increase in net assets attributable to partners

The (decrease) increase in net assets attributable to Limited Partners per Partnership Unit for the period ended June 30, 2020.

June 30, 2020	Decrease in net assets attributable to partners from operations	Weighted average of units outstanding during the period	Decrease in net assets attributable to partners from operations per unit
Class A - National Class	\$ (143,180)	\$ 292,255	\$ (0.49)
Class A - British Columbia	(20,459)	56,920	(0.36)
Class A - Quebec	107,363	74,000	1.45
Class F - National Class	(97,851)	190,700	(0.51)
Class F - British Columbia	(2,994)	8,000	(0.37)
Class F - Quebec	32,277	21,200	1.52

June 30, 2019	Decrease in net assets attributable to partners from operations	Weighted average of units outstanding during the period	Decrease in net assets attributable to partners from operations per unit
Class A - National Class	\$ (448,838)	\$ 292,255	\$ (1.54)
Class A - British Columbia	(34,334)	56,920	(0.60)
Class A - Quebec	(346,848)	74,000	(4.69)
Class F - National Class	(216,769)	190,700	(1.14)
Class F - British Columbia	(1,730)	8,000	(0.22)
Class F - Quebec	(93,840)	21,200	(4.43)

No amounts were allocated to Class P in accordance with the ordinary income and ordinary loss allocation policy as defined by the Partnership Agreement dated December 10, 2018 and as outlined in note 1.

Probity Mining 2019 Short Duration Flow-Through Limited Partnership
Notes to Financial Statements (continued)

June 30, 2020

(Unaudited)

9 Comparison of IFRS Net Assets per Unit and Transactional NAV per Unit

The table below provides a comparison of Net Assets per Unit under IFRS and Transactional NAV per Unit. IFRS Net Assets includes Black-Scholes adjustments to the value of warrants held, whereas the Transactional NAV does not require such adjustments.

June 30, 2020	Transactional NAV	Adjustment	IFRS NAV
Class A - National Class	\$ 5.09	\$ 0.01	\$ 5.10
Class A - British Columbia	4.40	-	4.40
Class A - Quebec	5.97	-	5.97
Class F - National Class	5.34	-	5.34
Class F - British Columbia	4.58	-	4.58
Class F - Quebec	6.26	-	6.26

December 31, 2019	Transactional NAV	Adjustment	IFRS NAV
Class A - National Class	\$ 8.60	\$ (0.09)	\$ 8.51
Class A - British Columbia	7.77	(0.08)	7.69
Class A - Quebec	8.52	(0.09)	8.43
Class F - National Class	9.01	(0.10)	8.91
Class F - British Columbia	8.09	(0.09)	8.00
Class F - Quebec	8.94	(0.10)	8.84
Class P	10	(0.11)	9.89