KWG RESOURCES INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

UNAUDITED

THREE AND NINE-MONTH PERIODS ENDED

SEPTEMBER 30, 2016 AND 2015

NOTICE TO READERS OF THE UNAUDITED CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS:

The accompanying unaudited condensed interim consolidated financial statements of KWG Resources Inc. have been prepared by and are the responsibility of the Company's management.

In accordance with National Instrument 51-102, Continuous Disclosure Obligations of the Canadian Securities Administrators, the Company herewith discloses that its independent auditor has not performed a review of these unaudited condensed interim consolidated financial statements.

DOUGLAS FLETT, Director

THOMAS E. MASTERS, Chief Financial Officer

Toronto, Ontario
November 29, 2016

KWG RESOURCES INC.
Condensed Interim Consolidated Balance Sheets
(Unaudited)

(in Canadian dollars)	Notes	As at September 30, 2016	As at December 31, 2015
ASSETS			
Current assets			
Cash and cash equivalents	5	230,354	37,247
Receivables	6	178,513	139,812
Marketable securities	7	201,605	75,568
Prepaid expenses		18,014	16,334
Total current assets		**628,486**	**268,961**
Non-current assets			
Property and equipment	8	22,017	46,029
Exploration and evaluation projects	9	39,562,495	39,281,279
Intangible assets	10	4,274,383	4,190,093
Total non-current assets		**43,858,895**	**43,517,401**
Total assets		**44,487,381**	**43,786,362**
LIABILITIES AND EQUITY			
Current liabilities			
Trade and other payables and provisions	11,19(i)	5,615,476	5,868,038
Total liabilities		**5,615,476**	**5,868,038**
Equity			
Share capital	12	30,195,632	29,030,362
Warrants	13	3,972,258	3,434,517
Contributed surplus		14,632,035	14,382,040
Accumulated other comprehensive gain (loss)		75,550	(50,487)
(Deficit)		(9,975,366)	(8,862,392)
		38,900,109	37,934,040
Non-controlling interest	15	(28,204)	(15,716)
Total equity		**38,871,905**	**37,918,324**
Total liabilities and equity		**44,487,381**	**43,786,362**

Nature of operations (Note 1)
Commitments and contingencies (Notes 9 and 19)
Subsequent events (Note 24)

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

Approved by the Board of Directors

Douglas Flett
Director

Frank Smeenk
Director

KWG RESOURCES INC.
Condensed Interim Consolidated Statements of Operations and Statements of Comprehensive Loss
(Unaudited)

Condensed Interim Consolidated Statements of Operations

		Three-month periods ended September 30		Nine-month periods ended September 30	
(in Canadian dollars)	**Notes**	**2016**	**2015**	**2016**	**2015**
Expenses					
General and administrative	16	(212,161)	(469,273)	(974,886)	(1,615,254)
Amortization of property and equipment	8	(8,004)	(8,004)	(24,012)	(22,405)
Stock-based compensation	15	(42,321)	(130,939)	(126,964)	(240,139)
Gain (loss) on foreign exchange		53	5,248	(1,944)	6,307
Loss before the undernoted		**(262,433)**	**(602,968)**	**(1,127,806)**	**(1,871,491)**
Other income (expenses)					
Finance income (expense)	17	-	(33,728)	-	5,395
Other income		782	782	2,344	2,344
Gain on conversion of receivable	4	-	-	-	60,973
Gain on disposal of marketable securities	7	-	-	-	1,873
		782	**(32,946)**	**2,344**	**70,585**
Net loss for the period		**(261,651)**	**(635,914)**	**(1,125,462)**	**(1,800,906)**
Net loss attributable to non-controlling Interest	12	**4,940**	**3,438**	**12,488**	**11,781**
Net loss attributable to equity holders of KWG Resources Inc.		**(256,711)**	**(632,476)**	**(1,112,974)**	**(1,789,125)**
Loss per share (basic and diluted)		**(0.00)**	**(0.00)**	**(0.00)**	**(0.00)**
Weighted average number of outstanding shares		**955,563,281**	**835,648,075**	**916,375,529**	**808,222,587**

Consolidated Statements of Comprehensive Loss

		Three-month periods ended September 30		Nine-month periods ended September 30	
(in Canadian dollars)	**Notes**	**2016**	**2015**	**2016**	**2015**
Net loss for the period		(261,651)	(635,914)	(1,125,462)	(1,800,906)
Other comprehensive loss ("OCL")					
Items that will subsequently be reclassified to net income:					
Net change in fair value of available for sale assets	7	73,158	(429)	126,037	40,905
Transferred to income upon realization	7	-	-	-	(14,555)
Total comprehensive loss for the period		**(188,493)**	**(636,343)**	**(999,425)**	**(1,774,556)**
Portion attributable to non-controlling interest		**4,940**	**3,438**	**12,488**	**11,781**
Net comprehensive loss for the period		**(183,553)**	**(632,905)**	**(986,937)**	**(1,762,775)**

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

KWG RESOURCES INC.
Condensed Interim Consolidated Statements of Changes in Equity
(Unaudited)

(in Canadian dollars)	Notes	Share capital	Warrants	Contributed surplus	(Deficit)	Accumu-lated other compreh-ensive (loss)	Non-controlling Interests	Total
Balance, December 31, 2014		**27,383,180**	**3,414,317**	**14,057,030**	**(1,433,027)**	**(66,876)**	**-**	**43,354,624**
Net loss for the period		-	-	-	(1,789,125)	-	(11,781)	(1,800,906)
Other comprehensive loss for the period	7	-	-	-	-	26,350	-	26,350
Issued for exploration and evaluation projects	9	800,000	-	-	-	-	-	800,000
Issued for intangible assets	10	375,000	50,000	-	-	-	-	425,000
Issued for services rendered	12	90,683	-	-	-	-	-	90,683
Stock based compensation	14	-	-	240,139	-	-	-	240,139
Expired warrants	13	-	(8,800)	8,800	-	-	-	-
Transferred to treasury	4	(143,926)	(21,000)	-	-	-	-	(164,926)
Balance, September 30, 2015		**28,504,937**	**3,434,517**	**14,305,969**	**(3,222,152)**	**(40,526)**	**(11,781)**	**42,970,964**
Net loss for the period		-	-	-	(5,640,240)	-	(3,935)	(5,644,175)
Other comprehensive loss for the period	7	-	-	-	-	(9,961)	-	(9,961)
Issued for exploration and evaluation projects	9	500,000	-	-	-	-	-	500,000
Issued for intangible assets	10	-	-	-	-	-	-	-
Issued for services rendered	12	25,425	-	-	-	-	-	25,425
Expired warrants	13	-	-	-	-	-	-	-
Stock-based compensation	14	-	-	76,071	-	-	-	76,071
Balance, December 31, 2015		**29,030,362**	**3,434,517**	**14,382,040**	**(8,862,392)**	**(50,487)**	**(15,716)**	**37,918,324**
Net loss for the period		-	-	-	(1,112,974)	-	(12,488)	(1,125,462)
Other comprehensive income for the period	7	-	-	-	-	126,037	-	126,037
Issue of shares and warrants under private placement	12	662,910	424,263	-	-	-	-	1,087,173
Issue of shares and warrants for liabilities	12	171,049	109,471	-	-	-	-	280,520
Issue of shares and warrants for services rendered	12	201,352	128,865	-	-	-	-	330,217
Issue of shares and warrants for finders' fees	12	31,762	20,328	-	-	-	-	52,090
Share and warrant issue costs	12	(34,616)	(22,155)	-	-	-	-	(56,771)
Stock-based compensation	14	-	-	126,964	-	-	-	126,964
Issue of shares for services rendered	12	48,025	-	-	-	-	-	48,025
Transferred from treasury	4	84,788	-	-	-	-	-	84,788
Expired warrants	13	-	(123,031)	123,031				-
Balance, September 30, 2016		**30,195,632**	**3,972,258**	**14,632,035**	**(9,975,366)**	**75,550**	**(28,204)**	**38,871,905**

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

KWG RESOURCES INC.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)

		Nine-month periods ended September 30	
(in Canadian dollars)	**Notes**	**2016**	**2015**
Cash flows from operating activities			
Net loss for the period		(1,125,462)	(1,800,906)
Adjustments for			
Amortization of property and equipment	8	24,012	22,405
Stock-based compensation costs	14	126,964	240,139
Shares and warrants issued for services	12	378,242	90,683
Gain on conversion of receivables	4	-	(60,973)
Loss on disposal of marketable securities	7	-	(1,873)
Fair value changes in financial assets classified as fair value through profit & loss ("FVTPL")	7	-	(1,500)
Net change in non-cash working capital balances		44,122	234,591
Net cash used by operating activities		**(552,122)**	**(1,277,434)**
Cash flows from financing activities			
Proceeds from issuance of treasury shares	12	84,788	-
Proceeds from issuance of shares and warrants	12	1,087,173	-
Share and warrant issue costs	12	(4,681)	-
Net cash provided by financing activities		**1,167,280**	**-**
Cash flows from investing activities			
Expenditures on exploration and evaluation projects	9	(291,075)	(4,050)
Expenditures on intangible assets	10	(130,976)	(79,063)
Proceeds from sales of marketable securities	7	-	20,049
Cash acquired through acquisition of Debut Diamonds Inc.	4	-	36,580
Net cash used by investing activities		**(422,051)**	**(26,484)**
Net change in cash and cash equivalents during the period		**193,107**	**(1,303,918)**
Cash and cash equivalents – Beginning of the period		37,247	1,388,369
Cash and cash equivalents – End of the period		**230,354**	**84,451**
Change in non-cash working capital balances comprises:			
Receivables		(38,701)	(28,421)
Prepaid expenses		(1,680)	(10,808)
Trade and other payables		84,503	273,820
Net change in non-cash working capital balances		**44,122**	**234,591**
Additional information - non-cash transactions			
Issuance of shares/warrants for exploration and evaluation projects	9	-	800,000
Issuance of shares/warrants for intangible assets	12	-	425,000
Expired warrants included in contributed surplus	12	123,031	8,800
Additions to exploration and evaluation projects included in accounts payable	11	-	9,859
Additions to intangible assets included in accounts payable	11	40,814	53,456

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

1 NATURE OF OPERATIONS

KWG Resources Inc. ("KWG" or the "Company") is an incorporated entity domiciled in Canada. The Company's registered office is located at 141 Adelaide Street West, Suite 420, Toronto, Ontario, M5H 3L5. KWG is involved in the exploration and evaluation of base and precious metals and in the development of a transportation link to access the remote areas where these are located. It has interests in properties located in Canada. It also has interests in certain technology relating to the production of chromium iron alloys. It was incorporated under the laws of Quebec on August 21, 1937. It was continued under the Canada Business Corporations Act in 2016.

The Company's shares are listed for trading on the Canadian Securities Exchange ("CSE") under the symbol "KWG".

The Company is in the process of exploring its exploration and evaluation projects and has not yet determined whether its exploration and evaluation projects contain mineral deposits that are economically recoverable. The Company will periodically have to raise additional funds to continue its exploration activities and, while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future.

Until it is determined that properties contain mineral reserves or resources that can be economically mined, they are classified as exploration and evaluation properties. The recoverability of exploration and evaluation project expenditures is dependent upon: the discovery of economically recoverable reserves and resources; securing and maintaining title and beneficial interest in the properties; the ability to obtain necessary financing to complete exploration, development and construction of mining and processing facilities; obtaining certain government approvals; and attaining profitable production.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. The holding of mineral rights does not provide full rights to the surface of the lands over those mineral rights – such surface rights may be held or acquired by third parties. Property title may be subject to government licensing requirements or regulations, social licensing requirements, unregistered prior agreements, unregistered claims, aboriginal claims, failure to complete assessment work and file reports in respect thereof and non-compliance with regulatory and environmental requirements. Furthermore, there is no assurance that the interest of the Company in any of its properties may not be challenged or impugned.

The Company has a need for equity capital and financing for working capital and exploration and evaluation of its properties. Because of continuing operating losses and a working capital deficit the Company's continuance as a going concern is dependent upon its ability to obtain adequate financing and to reach profitable levels of operation. These conditions indicate the existence of a material uncertainty that casts significant doubt about the Company's ability to continue as a going concern. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations.

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying consolidated financial statements. Such adjustments could be material.

2 BASIS OF PREPARATION

(a) Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") *IAS 34 – Interim Financial Reporting* and should be read in conjunction with the annual financial statements for the year ended December 31, 2015 which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). This is considered generally accepted accounting principles for Canadian public companies.

The management of KWG prepare these unaudited condensed interim consolidated financial statements which are then reviewed by the Audit Committee and the Board of Directors. These unaudited condensed interim consolidated financial statements were approved by the Board of Directors for issue on November 29, 2016.

(b) Basis of Measurement

The condensed interim consolidated financial statements have been prepared under the historic cost convention, except for investments in equity securities and derivatives, including warrants, which are measured at fair value.

(c) Basis of Consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries: Canada Chrome Corporation, SMD Mining Corporation, Canada Chrome Mining Corporation, Muketi Metallurgical General Partner Inc. and Muketi Metallurgical KWG-Limited Partner Inc. as well as the accounts of its 70% owned subsidiary, Debut Diamonds Inc. ("DDI"). All of the Company's subsidiaries are incorporated in Canada.

Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

(d) Foreign Currency

(i) Functional and presentation currency

Items included in the financial statements of each consolidated entity in the KWG group are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of KWG and all of its subsidiaries is the Canadian dollar.

(ii) Transactions and balances

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 foreign currency transactions and from the translation at exchange rates of monetary assets and liabilities denominated in currencies other than an entities' functional currency are recognized in the consolidated statements of operations in "gain(loss) on foreign exchange".

(e) Critical Accounting Estimated and Judgments
The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

It is reasonably possible that, on the basis of existing knowledge, outcomes in the next financial year that are different from the assumptions used could require a material adjustment to the carrying amount of the asset or liability affected.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Management has made a number of significant estimates and valuation assumptions based on present conditions and management's planned course of action as well as assumptions about future business and economic conditions which include, but are not limited to, the following:

Capitalization of exploration and evaluation costs
Management has determined that exploration and evaluation costs incurred during the year have future economic benefits and are economically recoverable. In making this judgement, management has assessed various sources of information including but not limited to the geologic and metallurgic information, history of conversion of mineral deposits to proven and probably mineral reserves, scoping and feasibility studies, proximity of operating facilities, operating management expertise and existing permits. See Note 9 for details of capitalized exploration and evaluation costs.

Impairment of exploration and evaluation projects
While assessing whether any indications of impairment exist for exploration and evaluation projects, consideration is given to both external and internal sources of information. Information the Company considers includes changes in the market, economic and legal environment in which the Company operates that are not within its control that could affect the recoverable amount of exploration and evaluation projects. Internal sources of information include the manner in which exploration and evaluation projects are being used or are expected to be used and indications of expected economic performance of the assets. Estimates include but are not limited to estimates of the discounted future after-tax cash flows expected to be derived from the Company's exploration and evaluation projects, costs to sell the properties and the appropriate discount rate. Reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable mineral reserves and mineral resources and/or adverse current economics can result in a write-down of the carrying amounts of the Company's exploration and evaluation projects.

Income taxes and recoverability of potential deferred tax assets
In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In

making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible, and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

Share-based payments

Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviours and corporate performance. Such judgements and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Contingencies and commitments

Refer to Note 19.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the Company are set out in Note 3 to the 2015 audited consolidated financial statements, as updated under New Accounting Policies below. Such policies have been applied consistently to all periods presented in these financial statements.

(a) New Accounting Policies

The IASB issued a number of new and revised International Accounting Standards which are effective for the Company's financial year beginning January 1, 2016. For the purpose of preparing and presenting the financial information for the relevant periods, the Company has consistently adopted all these new standards for the relevant reporting periods.

(b) New Standards and Interpretations Not Yet Adopted

Since the issuance of the Company's 2015 audited consolidated financial statements, the IASB and International Financial Reporting Interpretations Committee ("IFRIC") have issued no additional new and revised standards and interpretations which are applicable to the Company. Refer to Note 3 of those statements.

4 ACQUISITION OF DEBUT DIAMONDS INC.

On January 27, 2015, the Company acquired an additional 144,464,000 common shares in the capital of DDI through a private placement from treasury at a rate of $0.01 per share in settlement of all of the debt owed by DDI to KWG, including accrued interest thereon. As a result of this transaction, KWG now owns 144,630,000 common shares representing 70.81% of the issued and outstanding common shares of DDI.

(Unaudited) (in Canadian dollars)

This transaction has been treated as an asset acquisition as DDI does not meet the definition of a business in accordance with IFRS 3. The fair value of the DDI shares acquired was $722,320 based on the market value of DDI on the date of the transaction, which was $0.005 per share. The book value of the DDI debt on that date was $661,347; therefore, the Company recorded a gain of $60,973 on the acquisition of these shares.

In addition to owning 166,000 common shares just prior to this transaction, the Company also owned 7,000,000 DDI warrants (Note 7(iii)) with a fair value of $63,000 on January 27, 2015. The total fair value of the DDI securities held by KWG on the transaction date was $786,150. This was allocated to DDI's identifiable assets and liabilities as follows:

Cash and cash equivalents	36,579
Receivables	6,347
Marketable securities:	
178,000 common shares of Renforth Resources Inc.	4,450
5,757,000 common shares of KWG Resources Inc.	143,926
21,000,000 warrants of KWG Resources Inc.	21,000
Exploration and evaluation project:	
MacFadyen Kimberlites	604,442
Trade and other payables	(30,594)
	786,150

The KWG common shares and warrants were transferred to treasury upon their acquisition by the Company. During the first quarter of 2016, DDI sold the KWG common shares it owned for cash proceeds of $84,788.

5 CASH AND CASH EQUIVALENTS

	As at September 30, 2016	**As at December 31, 2015**
Bank balances	230,354	37,247
Cash and cash equivalents	**230,354**	**37,247**

6 RECEIVABLES

	As at September 30, 2016	**As at December 31, 2015**
Sales taxes receivable	92,237	71,945
Other receivables	86,276	67,867
Receivables	178,513	139,812

(Unaudited) (in Canadian dollars)

7 MARKETABLE SECURITIES

	As at September 30, 2016	As at December 31, 2015
AFS:		
GoldTrain Resources Inc. ("GoldTrain") (i)		
534,750 common shares (10,695,000 in 2015)	106,950	53,475
Eloro Resources Ltd. ("Eloro") (ii)		
216,558 common shares	93,120	21,656
Cliffs Natural Resources Inc. (iii)		
200 common shares	1,535	437
Total AFS	**201,605**	**75,568**
Marketable securities	**201,605**	**75,568**

(i) On June 9, 2011, KWG acquired 7,000,000 common shares and 7,000,000 warrants (each warrant entitling the holder to purchase one common share for $0.10 on or before June 9, 2013) in GoldTrain in exchange for the settlement of a debt owed by GoldTrain to KWG. On June 9, 2011, the market value of the GoldTrain shares was $280,000. The warrants were valued at $151,200 on the date of acquisition. The 7,000,000 warrants expired unexercised. On March 5, 2014, KWG acquired 3,350,000 common shares in GoldTrain at a price of $0.02 per share in settlement of $67,000 of debt owed by GoldTrain to KWG. In addition to these transactions, the Company has acquired an additional 345,000 common shares through purchases on the open market. KWG's holdings represent approximately 18% of the issued and outstanding common shares of GoldTrain. On April 29, 2016, GoldTrain consolidated its shares on a one for twenty basis.

(ii) On December 21, 2011, KWG acquired 3,080,580 common shares, 3,080,580 premium warrants and 1,540,290 regular warrants of Eloro in exchange for 100% of the issued and outstanding common shares of 6949541 Canada Inc ("6949541"), a wholly-owned subsidiary of KWG. Each premium warrant entitles the holder to purchase one common share of Eloro for $1.00 on or before November 18, 2016. If the closing price of the common shares of Eloro is over $1.50 per share for 20 consecutive trading days following the expiry of the 4-month hold period, the premium warrants must be exercised within 10 business days of Eloro providing written notice, or they will be cancelled. The premium warrants were valued at $71,187 on the acquisition date. Each regular warrant entitled the holder to purchase one common share for $0.24 on or before May 18, 2013. The regular warrants expired unexercised. On September 30, 2014, Eloro consolidated its common shares on a 1 for 10 basis. During 2015, the Company sold 91,500 Eloro shares on the open market for cash proceeds of $15,221. A gain of $1,496 was recognized on these dispositions.

(iii) On June 25, 2014, KWG acquired 200 common shares of Cliffs Natural Resources Inc. on the open market for a total cash cost of $3,082.

(iv) During 2015, DDI sold 178,000 common shares of Renforth Resources Inc. ("Renforth") on the open market for cash proceeds of $4,828. A gain of $377 was recorded on these transactions.

(Unaudited) (in Canadian dollars)

Warrants
The financial assets at FVTPL consist of warrants which are not publicly-traded. However, their valuation can be obtained through the use of a valuation model, the inputs for which are readily determinable. Any change in fair value after initial recognition, is recorded through the consolidated statements of operations as a component of finance income (loss). The fair value of the warrants did not change during the first three quarters of 2016.

The following table summarizes the inputs that were used to calculate the fair value of the warrants as at September 30, 2016:

	Eloro Premium
Expiry date	Nov 18/16
Average dividend per share	Nil
Estimated volatility	97.94%
Risk-free interest rate	0.56%
Expected life of the options granted	49 days
Calculated value per warrant	$0.000

Sensitivity Analysis - Equity Price Risk
All of the Company's financial assets classified as available for sale are listed on public stock exchanges. For such investments, a 10% increase in the equity prices at the reporting date would have increased equity by approximately $20,000 (as at December 31, 2015 - an increase of $8,000), an equal change in the opposite direction would have had the equal but opposite effect on the amounts shown above.

For financial assets classified at FVTPL, the impact on operations of a 10% increase in the fair value of these warrants at the reporting date would not have had any impact ($nil as at December 31, 2015). An equal change in the opposite direction would have had the equal but opposite effect on the amounts shown above.

(Unaudited) (in Canadian dollars)

8 PROPERTY AND EQUIPMENT

	Automobiles	Computer Equipment	Office Equipment	Leasehold Improvements	Totals
Balance, December 31, 2014					
Cost	83,254	46,418	44,991	27,307	201,970
Accumulated amortization	(48,159)	(31,901)	(32,274)	(13,198)	(125,532)
Net book value	**35,095**	**14,517**	**12,717**	**14,109**	**76,438**
Fully amortized assets removed from books	-	(22,227)	-	-	(22,227)
Amortization reversed on removal of fully amortized assets	-	22,227	-	-	22,227
Amortization	(11,698)	(7,918)	(5,332)	(5,461)	(30,409)
Balance, December 31, 2015					
Cost	83,254	24,191	44,991	27,307	179,743
Accumulated amortization	(59,857)	(17,592)	(37,606)	(18,659)	(133,714)
Net book value	**23,397**	**6,599**	**7,385**	**8,648**	**46,029**
Additions (disposals)	-	-	-	-	-
Amortization	(10,529)	(5,938)	(3,449)	(4,096)	(24,012)
Balance, September 30, 2016					
Cost	83,254	24,191	44,991	27,307	179,743
Accumulated amortization	(70,386)	(23,530)	(41,055)	(22,755)	(157,726)
Net book value	**12,868**	**661**	**3,936**	**4,552**	**22,017**

(Unaudited) (in Canadian dollars)

9 EXPLORATION AND EVALUATION PROJECTS

Cumulative costs relating to the acquisition of and expenditures on exploration and evaluation projects have been incurred as follows:

	Balance as at January 1, 2015	**Current Expend-itures**	**Write Downs**	**Balance as at December 31, 2015**
Canada – Ontario				
Spider No. 3 / McFaulds Lake (i)	4,188,377	-	-	4,188,377
Big Daddy (ii)	10,234,703	-	-	10,234,703
Diagnos (i)	178,014	-	-	178,014
Railroute Corridor (iii)	16,350,167	5,298	-	16,355,465
The Temagami Iron L.P. (iv)	118,000	-	(118,000)	-
Black Horse Project ((v) and Note 24(i)(ii))	6,389,426	1,204,369	-	7,593,795
MacFadyen Kimberlites ((vi) and Note 4)	-	630,925	-	630,925
Hornby Property ((vii) and Note 12 (i))	-	100,000	-	100,000
	37,458,687	1,940,592	(118,000)	39,281,279

	Balance as at January 1, 2016	**Current Expend-itures**	**Write Downs**	**Balance as at September 30, 2016**
Canada – Ontario				
Spider No. 3 / McFaulds Lake (i)	4,188,377	-	-	4,188,377
Big Daddy (ii)	10,234,703	-	-	10,234,703
Diagnos (i)	178,014	-	-	178,014
Railroute Corridor (iii)	16,355,465	4,079	-	16,359,544
Black Horse Project ((v) and Note 24(i)(ii))	7,593,795	273,820	-	7,867,615
MacFadyen Kimberlites ((vi and Note 4))	630,925	3,317	-	634,242
Hornby Property ((vii and Note 12(i))	100,000	-	-	100,000
	39,281,279	281,216	-	39,562,495

(i) On May 15, 2006, the Company and Cliffs Chromite Far North Inc. ("Cliffs"), formerly Spider Resources Inc., agreed to amend and revise their joint venture agreement. The companies agreed to treat each project in their joint venture as a separate joint venture, to enable each company to either increase or decrease its interest in a project based upon their respective strategic objectives. The Company and Cliffs agreed to have their respective initial interest established at 50% in all the current projects of the joint venture.

Each party's interest is diluted by not contributing further to the other party's exploration program until its interest has reached 33 1/3%. At that level, a party's interest in a project may be maintained by contribution to subsequent programs, or suffer further dilution. When an interest has been reduced to less than 10%, it will be automatically converted to a 0.5% Net Smelter Royalty ("NSR") in base metals and a 1% NSR in precious metals and diamonds. As of December 31, 2015 the Company held a 50% interest in these projects.

(ii) The Company owns a 30% interest in certain mining property claims contiguous to McFauld's Lake in Ontario.

(iii) During 2009, the Company commenced efforts to explore and develop a transportation link to the Company's properties in Northern Ontario in order to increase the economic viability of these properties. These operations entailed a detailed analysis of railroad route alternatives, preliminary soils analysis and claim staking. Concurrent with this activity the Company is performing exploration activities on these claims.

(iv) On June 1, 2012 the Company purchased, for $100,000 in cash, 2,000,000 units (representing 7.5% of the outstanding units) and 2,000,000 warrants of The Temagami Iron Limited Partnership ("Temagami"). The warrants may be exercised to acquire additional partnership units at $0.05 each at any time within 90 days after the receipt of a compilation report on the property. These funds were used by Temagami to update studies and provide KWG with an opportunity to review and participate further, if appropriate. In April of 2013 the Company exercised 300,000 of these warrants for a cash consideration of $15,000. The Company now owns 2,300,000 units (representing 8.6% of the outstanding units) of the partnership. This project was written down to a nominal amount during 2015.

(v) On March 4, 2013, the Company signed an agreement with Bold Ventures Inc. ("Bold") to fund Bold as the Operator to drill the Black Horse chromite discovery. The intent of the program is to determine whether this chromite mineralization occurs in sufficient quantity and quality to demonstrate the feasibility of mining it. Bold entered into an option agreement (the "Fancamp Option") to acquire the Black Horse claims from Fancamp Exploration Ltd. ("Fancamp"). Under the Fancamp Option, Bold can earn up to a 100% working interest in the Black Horse property through a four-stage process. Bold can earn a 50% interest under the first stage by making option payments totalling $1,500,000 and incurring exploration expenditures of at least $8,000,000 over a 3 year period. The second stage provides for a further 10% interest that may be earned by Bold at any time by delivery of a positive feasibility study and by making a payment of $700,000 in cash and/or stock, at the option of Bold. Under the third stage Bold can earn a further 20% interest by agreeing to pay Fancamp $15,000,000, payable in equal instalments, over three years with half of the amount payable in cash and the balance payable, at Bold's option, through the issuance of common shares of Bold, or its assignee, at the market price at the time the shares are issued. If the option under the third stage is exercised, the fourth stage would provide Bold with the option to acquire Fancamp's remaining 20% interest in exchange for a gross metal royalty. Fancamp would then be entitled to be paid 2% of the total revenue from the sale of all metals and mineral products from the property from the commencement of commercial production. Once all of the capital costs to bring the project to the production stage have been repaid entirely, the gross metal royalty may be scaled up to a maximum of 4% of the total revenue from the sale of all metals and mineral products from the property depending upon the price of product sold. The options under stages three and four must be exercised within 90 days following the date that Bold earns its 60% interest.

Under the terms of the agreement between KWG and Bold, KWG can acquire up to 80% of Bold's interest in the Fancamp Option, in respect of chromite only, by funding 100% of Bold's option payments and programs under the four stages listed above. For nickel and other non-chromite minerals identified during the exploration programs, the parties have agreed to form a joint venture in which KWG has a 20% working interest. KWG will have a right of first refusal to purchase all ores or concentrates produced by such joint venture whenever its joint venture interest exceeds 50%. Payments under the first stage in respect of the earn-in option total of $1,500,000 are to be made as follows: funding of $300,000 for a first program, $500,000 by February 7, 2014 and $700,000 by February 7, 2015 and in respect of the exploration expenditures totalling a minimum of $8,000,000 are to be made as follows: $3,000,000 payable upon closing, $2,000,000 by March 31, 2014 and

$3,000,000 by March 31, 2015. The first option payment in the amount of $300,000 was paid in cash. The Company has the option of making future option payments by way of either cash or stock of the Company. On September 30, 2013, the Company served Bold with written notice that it intended to fund the remaining commitments under stage one, totalling $6,200,000, as required by this agreement. On February 7, 2014, the Company issued 10,000,000 common shares in satisfaction of the second option payment. On March 17, 2015, the Company issued 35,000,000 common shares to Fancamp in satisfaction of the third option payment. At March 31, 2015, the Company had incurred exploration expenditures of $5,882,000 towards the $8,000,000 required under the option agreement. In consideration of a cash payment of $5,000, Bold agreed to extend the deadline by which the Company must incur the remaining $2,118,000 in exploration expenditures to September 30, 2015. On October 29, 2015, an agreement was reached with Bold and Fancamp to extend the deadline for a further one year to September 30, 2016 in exchange for KWG issuing 25,000,000 common shares to Fancamp at a deemed value of $500,000, of which $300,000 will be credited as a reduction of the exploration expenditures under the agreements (Note 24(i)(ii)).

(vi) The MacFadyen Kimberlites project consists of certain claims on the south shore of the Attawapiskat River west of James Bay. MacFadyen Kimberlites is a joint project between DDI and Cliffs. DDI is the operator of the joint project and currently has a 58.35% interest in the joint project. Ashton Mining Canada Ltd., ("Ashton"), a previous owner, holds a 25% clawback entitlement to any kimberlite found or developed by DDI and/or Cliffs on the MacFadyen Kimberlites property. Ashton can execute the clawback by paying DDI and Cliffs an amount equal to 300% of all exploration expenditures on the property.

(vii) On August 21, 2015, the Company issued 4,000,000 common shares to MacDonald Mines Exploration Ltd. ("MacDonald") to acquire the Hornby Property claims. These claims constitute an extensive holding adjoining the southerly boundary of the Big Daddy property. The property is also adjacent to the Koper Lake property, which lies to the west of it. The shares were valued at the market value on that date of $0.025 per share, for a total consideration of $100,000. Under the terms of the agreement, MacDonald will retain a 2% NSR, half of which may be purchased by KWG for $1,000,000 at any time prior to production from the property. KWG will also have the first right to buy the balance of the NSR at any time the holder proposes to sell it.

10 INTANGIBLE ASSETS

On April 21, 2014, the Company signed an agreement to acquire 50% of the ownership rights in two United States provisional patent applications relating to the production of chromium iron alloys directly from chromite ore, and the production of low carbon chromium iron alloys directly from chromite concentrates (the "Chromium IP Transaction"). The Chromium IP Transaction includes the right to use these provisional patent applications as the basis for filing additional patent applications in the United States, Canada and elsewhere worldwide and includes a fifty-percent interest in any of the vendor's associated intellectual property (the "Chromium IP").

The parties' interests in the Chromium IP are held through a limited partnership (the "LP") established by the vendor and KWG for purposes of completing the Chromium IP Transaction and developing and exploiting the Chromium IP. The limited partners of the LP are a wholly-owned subsidiary of KWG and a corporation beneficially owned by the vendor. The general partner of the LP, which will manage the business of the LP, is another wholly-owned subsidiary of KWG.

(Unaudited) (in Canadian dollars)

The vendor assigned its fifty-percent interest in the Chromium IP to the LP in exchange for 25,000,000 units of KWG (each a “Unit”) with each Unit comprising one common share and one common share purchase warrant exercisable at a price of $0.10 for five years.

On June 25, 2015, the vendor assigned its remaining fifty-percent interest in the Chromium IP to the LP in exchange for 25,000,000 units of KWG with each unit comprising one common share and one common share purchase warrant exercisable at a price of $0.10 for five years. (Note 12(vi)).

All costs associated with this acquisition have been capitalized.

As of September 30, 2016, these patents were still pending and were not ready for use; therefore, no amortization has been recorded in these financial statements.

11 TRADE AND OTHER PAYABLES AND PROVISIONS

	Notes	September 30, 2016	December 31, 2015
Trade payables			
Exploration and evaluation projects	9	-	34,649
Intangible assets	10	40,814	87,500
Non-project related		503,192	489,238
Accrued liabilities			
Intangible assets	10	-	-
Non-project related		122,595	300,145
Part XII.6 penalties and interest	19(i)	1,103,180	1,103,180
Flow-through indemnification provision	19(i)	3,837,217	3,837,217
Lease inducement	19(ii)	8,478	16,109
		5,615,476	5,868,038

(Unaudited) (in Canadian dollars)

12 SHARE CAPITAL

Authorized

An unlimited number of no par value common shares

Issued

Changes in the Company's share capital were as follows:

	Nine months ended September 30, 2016	Year ended December 31, 2015
Issued	**Number of shares**	**Number of shares**
Balance – beginning of period	871,418,968	777,842,468
Issued under a private placement (i)	54,358,650	-
Issued for liabilities (i)	14,026,036	
Issued for finders' fees (i)	2,604,500	
Issued for exploration and evaluation projects (ii)(iv)(vii)	-	64,000,000
Issued for intangible assets (vi)	-	25,000,000
Issued for services rendered (i)(iii)(v)(viii)(ix)	18,912,127	4,576,500
Balance – end of period	**961,320,281**	**871,418,968**
Number included above held in treasury - end of period (Note 4)	**-**	**5,757,000**

(i) On April 29, 2016, the Company completed a non-brokered private placement of 84,895,563 units with each unit comprising one common share and one common share purchase warrant exercisable at a price of $0.05 for five years. This private placement included 54,358,650 units issued at $0.02 per unit for total cash consideration of $1,087,173, 14,026,036 units issued to satisfy accounts payable of $280,520 ($263,460 of which was owed to directors and officers of the Company) and 16,510,877 units issued for services rendered at $0.02 per unit for a total consideration of $330,217 ($200,606 of which was to directors and officers of the Company for directors' fees, salaries and consulting fees). The warrants were valued at $679,165 using a valuation model based on the following assumptions: market value of $0.025 per share, expected dividend yield of 0%, expected volatility of 100.79%, risk-free rate of return of 1.18% and a life of five years.

Finders' fees of 2,604,500 units were paid in relation to this placement for a total consideration of $52,090. Each unit consists of one common share and one common share purchase warrant exercisable at a price of $0.05 for five years. The warrants were valued at $20,836 using a valuation model based on the following assumptions: market value of $0.025 per share, expected dividend yield of 0%, expected volatility of 100.79%, risk-free rate of return of 1.18% and a life of five years.

(ii) On December 8, 2015, the Company issued 25,000,000 common shares in satisfaction of the option payment due under the Bold Ventures project (Note 9(v)). These were valued at the market value on that date of $0.02 per share, for a total cost of $500,000.

(iii) On December 8, 2015, the Company issued 1,130,000 common shares to Maureen O'Mahoney for services rendered. These were valued at the market value on that date of $0.02 per share, for a total cost of $22,600.

(iv) On August 21, 2015, the Company issued 4,000,000 common shares to MacDonald Mines Exploration Ltd. to acquire the Hornby Property (Note 9(vii)). These were valued at the market value on that date of $0.025 per share, for a total cost of $100,000.

(v) On August 21, 2015, the Company issued 904,000 common shares to Agora Internet Relations Corp. and 1,356,000 common shares to JDBailey Productions for services rendered by these companies. These were valued at the market value on that date of $0.025 per share, for a total cost of $56,500. On April 29, 2016, the Company issued 2,260,000 common shares to Agora Internet Relations Corp. for services rendered. These were valued at the market value on that date of $0.02 per share, for a total cost of $45,200.

(vi) On June 25, 2015, the Company issued 25,000,000 units in conjunction with the Chromium IP Transaction (Note 10), with each unit comprising one common share and one common share purchase warrant exercisable at a price of $0.10 for five years. The shares were valued at the market value on that date of $0.015 per share, for a total value of $375,000. The warrants were valued at $50,000 using the Black-Scholes valuation model based on the following assumptions: market value of $0.015 per share, expected dividend yield of 0%, expected volatility of 62%, risk-free rate of return of 0.80% and a life of five years.

(vii) On March 17, 2015, the Company issued 35,000,000 common shares in satisfaction of the option payment due under the Bold Ventures project (Note 9(v)). These were valued at the market value on that date of $0.02 per share, for a total cost of $700,000.

(viii) On January 22, 2015, 141,250 common shares were issued to AGORA at a market value of $0.05 per share for a total consideration of $7,063. This was the final payment made under a shares-for-service contract signed on October 7, 2013.

(ix) On January 27, 2015, 180,800 common shares were issued to RBL Communications Inc. ("RBL") at a market value of $0.05 per share for a total consideration of $9,040. On May 28, 2015, 361,600 common shares were issued to RBL at a market value of $0.025 per share for a total consideration of $9,040. On August 21, 2015, 361,600 common shares were issued to RBL at a market value of $0.025 per share for a total consideration of $9,040. On December 8, 2015, 141,250 common shares were issued to RBL at a market value of $0.02 per share for a total consideration of $2,825. On April 29, 2016, the Company issued 141,250 common shares to RBL at a market value of $0.02 per share for a total consideration of $2,825 as a final payment under a shares-for-services contract signed on January 21, 2015.

(Unaudited) (in Canadian dollars)

13 WARRANTS AND COMPENSATION OPTIONS (Note 24(iii))

Changes in the Company's outstanding common share purchase warrants and compensation options were as follows:

	Nine months ended September 30, 2016		Year ended December 31, 2015	
Issued	**Warrants**	**Compensation options**	**Warrants**	**Compensation Options**
Balance – beginning of period	122,170,000	352,000	99,370,000	352,000
Issued under a private placement (Note 12(i))	54,358,650	-	-	-
Issued for liabilities (Note 12(i))	14,026,036	-	-	-
Issued for services rendered (Note 12(i))	16,510,877	-	-	-
Issued for finders' fees (Note 12(i))	-	2,604,500	-	-
Issued for intangible assets (Note 12(vi))	-	-	25,000,000	-
Expired	(32,000,000)	-	(2,200,000)	-
Balance – end of period	**175,065,563**	**2,956,500**	**122,170,000**	**352,000**
Number included above held in treasury - end of period	**-**	**-**	**-**	**-**

Outstanding common share purchase warrants and compensation options entitle their holders to subscribe for an equivalent number of common shares.

A summary of the Company's outstanding warrants and compensation options as at September 30, 2016 is presented below:

Number of warrants	**Number of compensation options**	**Exercise price $**	**Expiry date**
4,760,000	-	0.10	October 2016
27,200,000	-	0.10	November 2016
-	332,000	0.05	November 2016
2,310,000	-	0.10	December 2016
200,000	-	0.10	January 2017
1,700,000	-	0.10	February 2017
1,000,000	-	0.10	March 2017
-	20,000	0.05	March 2017
3,000,000	-	0.12	March 2017
25,000,000	-	0.10	May 2019
25,000,000	-	0.10	June 2020
84,895,563	2,604,500	0.05	April 2021
175,065,563	**2,956,500**	**0.06**	

14 STOCK OPTION PLAN

The Company maintains a stock option plan (the "Plan") whereby the Board of Directors may from time to time grant to employees, officers, directors and consultants of the Company or any subsidiary thereof options to acquire common shares as may be determined by the Board, provided that the exercise price may not be lower than the market price of the common shares at the time of the grant of the options.

As at September 30, 2016, the Plan provides (i) that the maximum number of common shares that may be reserved for issuance under the Plan shall be equal to 10% of the number of issued and outstanding common shares; and (ii) that the maximum number of common shares which may be reserved for issuance to any one optionee pursuant to a share option may not exceed 5% of the common shares outstanding at the time of the grant.

(Unaudited) (in Canadian dollars)

Options vest over an 18-month period: 25% at the date of the grant and 12.5% in each of the following six quarters. Options granted must be exercised over a period no longer than five years after the date of grant, and they are not transferable.

A summary of changes in the Company's stock options outstanding is presented below:

Options

	Nine months ended September 30, 2016		Year ended December 31, 2015	
	Number of shares	**Average exercise price**	**Number of shares**	**Average exercise price**
Balance – beginning of period	86,350,000	0.069	69,181,000	0.111
Granted	-	-	54,214,000	0.050
Expired	(3,500,000)	0.115	(37,045,000)	0.118
Balance – end of period	**82,850,000**	**0.067**	**86,350,000**	**0.069**

The following table summarizes information about options outstanding and exercisable as at September 30, 2016:

		Outstanding options	Exercisable options
Exercise price	**Number of options**	**Average contractual life (in years)**	
0.050	54,214,000	3.98	45,749,750
0.100	28,636,000	1.55	28,636,000
0.067	**82,850,000**	**3.14**	**74,385,750**

Total stock-based compensation costs for the nine months ended September 30, 2016 amounted to $129,964 (2015 – $240,139).

(Unaudited) (in Canadian dollars)

The fair value of the options granted in 2015 was estimated using the Black-Scholes option pricing model based on the following assumptions:

	December 2015	**August 2015**
Market value per share	$0.020	$0.015
Expected dividend per share	Nil	Nil
Expected volatility	85.73%	70.59%
Risk-free interest rate	0.74%	0.53%
Life of the options granted	5 years	5 years
Weighted average of estimated fair value of each option granted	$0.010	$0.005

15 NON-CONTROLLING INTEREST

The amount shown for non-controlling interest on the consolidated balance sheets is in relation to a non-controlling interest ownership (29.19%) in the shares of DDI. Non-controlling interests' share of DDI expenses are reflected in the consolidated statements of operations and are charged as a reduction to the non-controlling interest account on the consolidated balance sheets.

16 GENERAL AND ADMINISTRATIVE EXPENSES

The Company's general and administrative expenses consist of the following:

	Three-month periods ended September 30		**Nine-month periods ended September 30**	
	2016	**2015**	**2016**	**2015**
Advertising and promotion	(1,938)	60,571	77,808	116,487
Consultants' fees	23,080	55,715	152,306	225,344
Directors' fees and insurance	-	4,032	25,728	44,834
Filing fees	8,423	3,753	22,576	32,738
Investor relations fees	21,424	10,923	56,571	52,170
Professional fees	28,941	34,913	168,860	201,534
Office overheads	118,014	153,004	287,554	340,413
Salaries and benefits	2,549	138,888	161,715	575,158
Travel and accommodation	11,668	7,474	21,768	26,576
	212,161	469,273	974,886	1,615,254

17 FINANCE INCOME

	Three-month periods ended September 30		**Nine-month periods ended September 30**	
	2016	**2015**	**2016**	**2015**
Interest income	-	172	-	3,895
Net change in financial assets at FVTPL	-	(33,900)	-	1,500
Finance income / (expense)	-	(33,728)	-	5,395

18 RELATED PARTY TRANSACTIONS

The Company defines its officers (CEO, CFO and corporate secretary) and directors as Key Management Personnel ("KMP"). During the first three quarters of 2016, officers and companies controlled by officers and directors charged consulting fees of $81,086 ($143,405 in 2015) and salaries and bonuses in the amount of $73,846 ($208,846 in 2015) of which $78,003 remained payable at September 30, 2016 ($50,915 in 2015). The consulting fees were for services performed by the corporate secretary and the CFO as well as for general accounting services. Directors' fees charged in the first three quarters of 2016 totalled $22,750 ($32,801 in 2015). KMP received no stock options in the first three quarters of 2016 (24,414,000 in 2015). In the first three quarters of 2016, stock compensation expenses totalled $85,151 for KMP ($166,676 in 2015). (Note 12(i))

Debut Diamonds Inc.

The Company shares management, administrative assistance and facilities and other technical personnel with DDI in an arrangement not covered by a written agreement. Prior to 2014, the costs charged to DDI were equal to the costs incurred by the Company. Since 2013, the Company has not charged DDI for overhead and personnel charges. At December 31, 2014, the receivable balance was $1,444,442 including interest of $134,291. The entire receivable balance was subject to a loan agreement dated January 1, 2013. Under the loan agreement, interest was charged at 5% per annum compounded annually and the loan was to mature on January 2, 2016. Due to the uncertainty of collection, this interest had not been accrued in the financial statements. The agreement also contained a conversion provision whereby KWG could convert the amount of the loan outstanding including any accrued but unpaid interest thereon, or any portion thereof, into common shares of DDI at a rate of $0.05 per common share. This debt was secured by a general security agreement over the assets of DDI. On January 27, 2015, the debt was settled in exchange for 144,464,000 common shares of DDI at a rate of $0.01 per share (Note 4).

19 COMMITMENTS AND CONTINGENCIES

(i) The Company has incurred approximately $13 million of expenditures which have been passed through to shareholders as eligible expenditures for their purposes under flow-through agreements. As noted in Note 3 to the 2015 audited consolidated financial statements, there is a risk that some or all of these claims may be disallowed. To the extent that the costs are disallowed as deductions to shareholders, additional tax attributes would be created for the Company which would be considered for recognition at that time. Additional costs may be incurred. The Company has indemnified the subscribers of current and previous flow-through share offerings against any tax related amounts that become payable by the shareholders as a result of the Company not meeting its expenditure commitments.

The Canada Revenue Agency ("CRA") recently conducted an audit of the Company's flow-through expenditures for the calendar years 2010 through 2013. As a result of the audit, CRA has proposed an adjustment to the amount of qualifying expenditures that were renounced to the subscribers aggregating approximately $6,700,000. In addition, CRA has assessed additional Part XII.6 tax of approximately $1,103,180, including penalties and interest. The Company has made a provision for the entire amount of the estimated Part XII.6 tax, penalties and interest. Additionally, a provision in the amount of $3,837,217 has been set up for the estimated subscriber indemnification costs based on the highest personal income tax rates in the Province of Ontario at the time these expenditures were renounced to the subscribers plus the Federal and Ontario investment tax credits available at the time. The Company has reviewed CRA's proposals and it disagrees with certain positions taken by CRA. The Company has filed formal objections to dispute the assessments.

Certain tax-related conditions may exist at the date the financial statements are issued which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company does not record any liability for such future events until such time as the events are probable and reasonably determinable.

(ii) The Company has signed an operating lease for its premises located at 141 Adelaide St. W., Suite 420, Toronto, On, M5H 3L5. The lease is a net lease with a term of five years commencing on August 1, 2012. Monthly minimum rental payments are $5,326 for October 1, 2012 through July 31, 2014 and $5,568 for August 1, 2014 through July 31, 2017. There were no payments due for August and September 2012. The Company is also responsible for its proportionate share of the operating costs in relation to this space. In addition to waiving the first two months rental payments, the landlord reimbursed the Company for the amount of $28,002 in relation to leasehold improvements and moving costs. The total amount of these inducements will be amortized over the life of the lease (Note 11).

(iii) Under the terms of an employment agreement with the Company's CEO dated October 8, 2008, in the event of a change in control of the Company and the CEO's employment is involuntarily terminated within three years following the change in control, the Company shall pay the CEO an amount equal to three times his then-current base salary and three times his annual bonus most recently paid or accrued along with any unpaid salary and vacation pay. The contract requires payments totaling $1,140,000 for the change of control and $570,000 for the termination clause. As the triggering events have not taken place, the contingent payments have not been reflected in these consolidated financial statements.

(iv) The Company's exploration and evaluation activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

20 FINANCIAL INSTRUMENTS AND FAIR VALUES

The Company has exposure to the following risks from its use of financial instruments: credit risk; liquidity risk; and market risk.

A complete description of the Company's financial risk management is included in Note 23 to the 2015 audited consolidated financial statements. This note updates information about the Company's exposure to each of the above risks where there have been material or noteworthy changes. Further quantitative disclosures are included throughout these financial statements.

21 DETERMINATION OF FAIR VALUES

There have been no changes in how the Company determines fair value for both financial and non-financial assets and liabilities from the descriptions included in Note 24 to the Company's 2015 audited consolidated financial statements. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

22 CAPITAL MANAGEMENT DISCLOSURES

The Company's objective when managing capital is to safeguard its accumulated capital in order to provide an adequate return to shareholders by maintaining a sufficient level of funds to support continued project development and corporate activities. Capital is defined by the Company as the aggregate of its shareholders' equity. Shareholders' equity totalled $38,871,905 at September 30, 2016 and $37,918,324 at December 31, 2015.

The Company manages its capital structure and makes adjustments to it based on the level of funds available to the Company to manage its operations. In order to maintain or adjust the capital structure, the Company expects that it will be able to obtain equity, long-term debt, equipment-based financing and/or project-based financing sufficient to maintain and expand its operations. There are no assurances that these initiatives will be successful. In order to achieve these objectives, the Company invests its unexpended cash in highly-liquid, rated financial instruments. There were no changes in the Company's approach to capital management during the first three quarters of 2016. The Company is not subject to externally imposed capital requirements.

23 SEGMENTED INFORMATION

Operating segments are reported in a manner consistent with the way in which the Company's executive officers review business performance on a quarterly basis. The Company's operations comprise a single reporting operating segment engaged principally in mineral exploration in Canada. As the operations comprise a single reporting segment, amounts disclosed in the consolidated financial statements also represent segment amounts.

24 SUBSEQUENT EVENTS

(i) On October 24, 2016, the Company announced that Fancamp confirmed that KWG and Bold had met all of the conditions of the various agreements between the parties to vest a 50% interest and establish a joint venture for the Koper Lake Project under the terms of the option agreement with Fancamp. The parties agreed that the project will be renamed the Black Horse Project. Bold is carried through the exploration stage for a 20% interest in KWG's interest in respect of chromite. Accordingly, of the 50% vested interest, KWG has 40% and Bold has 10%. The option rights continue.

(ii) On October 24, 2016, the Company issued to Bold a convertible debenture of $267,858 and 5,000,000 treasury shares in settlement of operator's fees owed to Bold under the earn-in option agreement between the parties on the Black Horse Project. The debenture bears interest at 5% compounded annually until payment, is due on January 15th, 2019, and may be converted by Bold at any time, in whole or in part, into KWG treasury shares at $0.05 per share. The debenture must be repaid by KWG from any debt or equity issue proceeds of more than $1,500,000 in any six-month period.

(iii) November 11, 2016, the Company announced that it had received approval from the CSE to extend to June 14, 2018 as the expiry date for warrants issued in the private placement of units which originally had an expiration date from June 14, 2013 until November 18, 2013. A total of 15,760,000 of these warrants had expired prior to the application to CSE. For each holder of the remaining 27,532,000 warrants, the time within which they may be exercised will be extended to June 14, 2018 upon their allocating two of each five such warrants to the earlier subscribers to the placement.