Acme Resources Inc.

Condensed Interim Financial Statements

Three Months Ended September 30, 2016

(Unaudited – Prepared by Management)

(Expressed in Canadian Dollars)

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed financial statements have been prepared by and are the responsibility of the management.

The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

Acme Resources Inc.
Condensed Interim Statements of Financial Position
(Unaudited – Prepared by Management)
(Expressed in Canadian Dollars)

	Note	September 30, 2016	June 30, 2016
ASSETS			
Current assets			
Cash		$ 6,327	$ 6,424
Marketable securities	4	510	353
Receivable	5	1,392	3,380
Prepaid expenses and deposits		1,459	6,096
		9,688	16,253
Non-current assets			
Equipment	6	948	998
Exploration and evaluation assets	8	418,939	418,939
		419,887	419,937
TOTAL ASSETS		**$ 429,575**	**$ 436,190**
LIABILITIES			
Current Liabilities			
Trade payables and accrued liabilities	9	$ 50,030	$ 41,870
Promissory notes	10	6,629	-
TOTAL LIABILITIES		**56,659**	**41,870**
SHAREHOLDERS' EQUITY			
Share capital	12	17,433,815	17,433,815
Reserves	13	954,557	954,400
Deficit		(18,015,456)	(17,993,895)
TOTAL SHAREHOLDERS' EQUITY		**372,916**	**394,320**
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$ 429,575**	**$ 436,190**

NATURE AND CONTINUANCE OF OPERATIONS (Note 1)
SUBSEQUENT EVENT (Note 16)

Approved on Behalf of the Board:

/s/ “John Mirko”
John Mirko, Director

/s/ “Shaun Maskerine”
Shaun Maskerine, Director

Acme Resources Inc.

Condensed Interim Statements of Comprehensive Loss

(Unaudited – Prepared by Management)

(Expressed in Canadian Dollars)

		Three Months Ended	
	Note	September 30, 2016	September 30, 2015
Expenses			
Amortization	6	$ 50	$ 80
Consulting fees	14	3,750	3,750
Interest	10	25	4,334
Office and miscellaneous		6,442	10,150
Professional fees		10,144	4,372
Transfer agent and filing fees		1,150	419
Net loss		**(21,561)**	**(23,105)**
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Unrealized gain on short-term investments		157	157
Total comprehensive loss		**$ (21,404)**	**$ (22,948)**
Loss per share - basic and diluted		**$ (0.001)**	**$ (0.002)**

Acme Resources Inc.
Condensed Interim Statements of Changes in Equity
(Unaudited – Prepared by Management)
(Expressed in Canadian Dollars)

		Share Capital		Reserves			
	Note	Number of shares	Amount	Stock option reserve	Investment revaluation reserve	Deficit	Total
Balance at June 30, 2015		**11,324,855**	**$ 17,161,236**	**$ 954,400**	**$ (10,326)**	**$ (17,879,227)**	**$ 226,086**
Net loss		-	-	-	-	(23,105)	(23,105)
Unrealized loss on marketable securities		-	-	-	157	-	157
Balance at September 30, 2015		**11,324,855**	**$ 17,161,236**	**$ 954,400**	**$ (10,169)**	**$ (17,902,332)**	**$ 203,135**
Balance at June 30, 2016		**16,776,435**	**$ 17,433,815**	**$ 954,400**	**$ -**	**$ (17,993,895)**	**$ 394,320**
Net loss		-	-	-	-	(21,561)	(21,561)
Unrealized gain on marketable securities		-	-	-	157	-	157
Balance at September 30, 2016		**16,776,435**	**$ 17,433,815**	**$ 954,400**	**$ 157**	**$ (18,015,456)**	**$ 372,916**

Acme Resources Inc.
Condensed Interim Statements of Cash Flows
(Unaudited – Prepared by Management)
(Expressed in Canadian Dollars)

	Three Months Ended	
	September 30, 2016	**September 30, 2016**
Operating activities		
Net loss	$ (21,561)	$ (23,105)
Adjustments for:		
Accrued loan interest	25	4,334
Amortization	50	80
Changes in non-cash working capital items:		
Receivables	1,988	(76)
Prepaid expenses and deposits	4,637	(5,376)
Trade payables and accrued liabilities	8,160	5,456
Net cash flows used in operating activities	**(6,701)**	**(18,687)**
Financing activities		
Proceeds from promissory notes	6,604	20,000
Net cash flows from financing activities	**6,604**	**20,000**
Increase (decrease) in cash	(97)	1,313
Cash, beginning	6,424	6,537
Cash, ending	**$ 6,327**	**$ 7,850**

1. Nature and continuance of operations

Acme Resources Inc. (the "Company") was incorporated on July 10, 1978, under the laws of the province of British Columbia, Canada, and its principal activity is the acquisition and exploration of mineral properties in Canada. The Company's shares are listed on the TSX Venture Exchange ("TSX-V") under the symbol "ARI.V".

The head office, principal address and records office of the Company are located at 595 Burrard Street, Suite 3123, Vancouver, British Columbia, Canada, V7X 1J1. The Company's registered address is Robson Court, 840 Howe Street, Suite 1000, Vancouver, British Columbia, Canada, V6Z 2M1.

These financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at September 30, 2016, the Company had not advanced its exploration and evaluation assets to commercial production and is not able to finance day to day activities through operations. The Company's continuation as a going concern is dependent upon the successful results from its exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These factors may cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with cash on hand, loans from directors and companies controlled by directors and or private placement of common shares.

2. Significant accounting policies and basis of presentation

The financial statements were authorized for issue on November 25, 2016 by the directors of the Company.

Statement of compliance

The condensed interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These condensed interim financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting ("IAS 34").

These interim unaudited condensed financial statements do not include all of the information required for full annual financial statements and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this unaudited condensed interim financial report be read in conjunction with the annual financial statements of the Company for the year ended June 30, 2016. The effects of the adoption of new and amended IFRS pronouncements have been disclosed in Note 3 of these condensed interim financial statements.

The accounting policies and methods of application applied by the Company in these condensed interim financial statements are the same as those applied in the Company's most recent annual financial statements for the year ended June 30, 2016, except for those policies which have changed as a result of the adoption of new and amended IFRS pronouncements effective July 1, 2016.

Basis of presentation

The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted.

These financial statements include an equity interest in Golden Harp Resources Inc. ("Golden Harp"), a company listed on NEX board the TSX-V. The Company's ownership interest in Golden Harp was 29.7% at

September 30, 2016 (June 30, 2016 – 29.7%). The carrying value of the Company's investment in Golden Harp was reduced to $NIL as of June 30, 2013.

The Company's ownership interest in Golden Harp is accounted for using the equity method, however, the Company has suspended applying the equity method as the Company's share of cumulative losses and impairments exceeds its investment and the Company has no obligation or intention to fund Golden Harp's losses.

Investments

Investments in which the Company has a significant influence are accounted for by the equity method, whereby the Company records its proportionate share of the investee's income or loss. When the Company's equity investee issues its own shares to outside interests, a dilution gain or loss arises as a result of the difference between the Company's proportionate share of the proceeds and the carrying value of the underlying equity.

When the Company's share of cumulative losses equals its investment and the Company has no obligation or intention to fund such additional losses, the Company suspends applying the equity method. The Company will not be able to record any equity in income with respect to an entity until its share of future profits is sufficient to recover any cumulative losses that have not previously been recorded.

3. Adoption of New and Amended IFRS Pronouncements

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods beginning July 1, 2017 or later periods.

New standard IFRS 9 "Financial Instruments"

This new standard is a partial replacement of IAS 39 "Financial Instruments: Recognition and Measurement". IFRS 9 introduces new requirements for the classification and measurement of financial assets, additional changes relating to financial liabilities, a new general hedge accounting standard which will align hedge accounting more closely with risk management. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted.

The Company has not early adopted this standard and is currently assessing the impact that this standard will have on its financial statements.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

4. Marketable securities

Marketable securities consist of shares of unrelated listed companies.

5. Receivable

Receivable consists of GST recoverable.

(Expressed in Canadian Dollars)

6. Equipment

	Computer equipment	Computer software	Office equipment	Total
Cost:				
At June 30, 2015	$ 18,236	$ 2,327	$ 13,964	$ 34,527
Disposals	(150)	-	-	(150)
At June 30, 2016	18,086	2,327	13,964	34,377
At September 30, 2016	18,086	2,327	13,964	34,377
Amortization:				
At June 30, 2015	17,982	2,325	12,753	33,060
Charge for the year	76	1	242	319
At June 30, 2016	18,058	2,326	12,995	33,379
Charge for the year	2	-	48	50
At September 30, 2016	18,060	2,326	13,043	33,429
Net book value:				
At June 30, 2016	$ 28	$ 1	$ 969	$ 998
At September 30, 2016	$ 26	$ 1	$ 921	$ 948

7. Investment in Golden Harp

At September 30, 2016 and June 30, 2016, the Company owned 1,000,000 shares of Golden Harp representing a 29.7% (2016: 29.7%) interest in Golden Harp. The Company, through its shareholding in Golden Harp, exercises significant influence over that company, and as a result, the investment in Golden Harp is accounted for using the equity method. The Company has suspended applying the equity method as the Company's share of cumulative losses and impairments exceeds its investment and the Company has no obligation or intention to fund Golden Harp's losses.

The investment in Golden Harp balance was $NIL for the three months ended September 30, 2016 and year ended June 30, 2016.

Summarized financial information of Golden Harp for the three months ended September 30, 2016 and year ended June 30, 2016 is as follows:

	September 30, 2016	June 30, 2016
Assets	$ 291,556	$ 309,011
Liabilities	$ 307,800	$ 297,493
Revenues	$ -	$ -
Net loss	$ 16,882	$ 122,601

As at September 30, 2016, the Company's investment in Golden Harp had a quoted market value of $190,000 (June 30, 2016 – $120,000).

(Expressed in Canadian Dollars)

8. Exploration and evaluation assets

	Balance September 30, 2016	Current Expenditures	Balance June 30, 2016	2016 Expenditures	Balance June 30, 2015
Nor Property, Yukon					
Property acquisition costs	$ 422,080	$ -	$ 422,080	$ -	$ 422,080
Impairment	(122,675)	-	(122,675)	-	(122,675)
	299,405	-	299,405	-	299,405
Exploration and evaluation costs					
Accommodation and meals	342,890	-	342,890	-	342,890
Assay and soil sampling	68,787	-	68,787	-	68,787
Diamond drilling	850,848	-	850,848	-	850,848
Drafting	15,234	-	15,234	-	15,234
Fuel	368,699	-	368,699	-	368,699
Geologist	526,111	-	526,111	-	526,111
Geophysics	281,283	-	281,283	-	281,283
Helicopter	1,516,526	-	1,516,526	-	1,516,526
Housing	28,900	-	28,900	-	28,900
Licenses	33,299	-	33,299	-	33,299
Line cutting	109,794	-	109,794	-	109,794
Supervision	94,305	-	94,305	-	94,305
Supplies and miscellaneous	148,613	-	148,613	-	148,613
Support wages	337,260	-	337,260	-	337,260
Surveys	86,568	-	86,568	-	86,568
Travel and transport	119,611	-	119,611	-	119,611
Mineral exploration tax credits	(595,129)	-	(595,129)	-	(595,129)
Impairment	(4,264,660)	-	(4,264,660)	-	(4,264,660)
	68,939	-	68,939	-	68,939
Total Nor Property, Yukon	368,344	-	368,344	-	368,344
Bear River, BC					
Property acquisition costs	10,389	-	10,389	-	10,389
Exploration and evaluation costs					
Assays	326	-	326	-	326
License and recording fees	15,126	-	15,126	-	15,126
Supervision	13,750	-	13,750	-	13,750
Supplies and miscellaneous	224	-	224	-	224
	29,426	-	29,426	-	29,426
Total Bear River, BC	39,815	-	39,815	-	39,815
Carswell, Saskatchewan					
Property acquisition costs	-	-	-	-	-
Exploration and evaluation costs					
Supervision	10,750	-	10,750	-	10,750
Supplies and miscellaneous	30	-	30	-	30
	10,780	-	10,780	-	10,780
Total Carswell, Saskatchewan	10,780	-	10,780	-	10,780
Total	$ 418,939	$ -	$ 418,939	$ -	$ 418,939

(Expressed in Canadian Dollars)

8. Exploration and evaluation assets (continued)

The following is a description of the Company's exploration and evaluation assets and the related spending commitments:

(a) Nor Property, Yukon Territory

The Nor Property consists of mineral claims in the Dawson Mining District, Yukon Territory.

Certain claims are subject to a 2% Net Smelter Royalty ("NSR"). The Company has the right to purchase 50% of the NSR for a purchase price of $2,000,000 and the right of first refusal on the remaining 50%.

(b) Bear River Property, British Columbia

The Bear River Property consists of mineral claims in the Skeena Mining Division, British Columbia. One of these claims is subject to a 3.5% NSR.

(c) Carswell Property, Saskatchewan

During October 2004, the Company staked a mineral claim in the Athabasca Basin, Saskatchewan.

Pursuant to an Option Agreement dated March 2, 2005, the Company granted an option to a third party to earn a 50% interest in the Carswell Property. To earn this interest the optionee paid $25,000 cash, issued 200,000 of its shares and incurred $100,000 in exploration expenditures. During fiscal 2009 the third party company met the terms of the Option Agreement and has a 50% interest in the property.

Pursuant to a Joint Venture Agreement dated July 24, 2008, the Company granted the third party a further 30% interest in the claim, resulting in the third party having a 80% undivided interest in the property, subject to the delivery by the third party of a bankable feasibility study. The Company will retain a carried interest until the feasibility study is delivered, at which time the Company will have the choice to take on a 20% participating interest in a new company to operate the production facility or take on a 2% NSR for all uranium mineral products and a 2% NSR for all other metals.

The third party will return all the Company's interest in any of the claims upon a decision by the third party to terminate work thereon.

9. Trade payables and accrued liabilities

	September 30, 2016	June 30, 2016
Trade payables (Note 14)	$ 38,780	$ 32,870
Accrued liabilities	11,250	9,000
	$ 50,030	$ 41,870

10. Promissory notes

One promissory note of $6,604 is payable to a relative of a director of the Company (June 30, 2016 – $NIL). The note is due September 16, 2016 or earlier upon a default by the Company. The promissory notes bear interest at the rate of 10% per annum payable quarterly. The interest rate is fixed until the maturity date of the promissory note (Note 14).

On April 21, 2016, one promissory note of $100,000, five of $20,000 each, and one of $30,000 totaling $230,000 were settled with the issuance of 5,451,580 shares to a relative of a director of the Company for a fair value of $272,579, which included $42,579 of interest (Note 12). The notes were due August 7, 2016, July 16, 2016, November 19, 2016, February 11, 2017, August 4, 2016, March 3, 2017 and November 25, 2016 respectively, or earlier upon a default by the Company. The promissory notes bore interest at the rate of 10% per annum payable quarterly. The interest rate was fixed until the maturity date of the promissory note (Note 14).

10. Promissory notes (continued)

During the three months ended September 30, 2016, the Company recorded accrued interest of $25 (2016 - $4,334) on the promissory notes (Note 14).

11. Restoration and environmental obligations

The Company did not provide for any possible restoration and environmental obligations as management believes that no liability exists. It is not currently possible to estimate the impact on operating results, if any, of future legislative or regulatory developments regarding restoration and environmental obligations.

12. Share capital

Authorized share capital

Unlimited number of common shares without par value.

Issued share capital

At September 30, 2016 there were 16,775,435 (June 30, 2016 – 16,776,435) issued and fully paid common shares.

Share Issuances

During the three months ended September 30, 2016 the Company did not issue any common shares.

During the year ended June 30, 2016 the Company issued 5,451,580 shares with a fair value of $272,579 to a relative of a director in order to settle debt of $272,579 (Note 10).

Basic and diluted loss per share

The calculation of basic and diluted loss per share for the three months ended September 30, 2016 was based on the net loss attributable to common shareholders of $21,561 (September 30, 2016 – $23,105) and the weighted average number of common shares outstanding of 16,776,465 (September 30, 2016 – 11,324,885).

Diluted loss per share did not include the effect of NIL (September 30, 2016 – 350,000) stock options as the effect would be anti-dilutive.

Stock options

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the TSX-V requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable stock options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the Company's issued and outstanding common shares. The maximum discount allowed varies with share price, with a maximum of 25% and a minimum price of $0.10. Options may be exercised no later than 90 days following cessation of the optionee's position with the Company or thirty days following cessation of an optionee conducting investor relations activities' position. Pursuant to the stock option plan, options granted in respect of investor relations activities are subject to vesting in stages over one year from the grant date with a maximum of one-quarter of the options vesting in any three month period. Vesting restrictions may also be applied to other options grants, at the discretion of the Board of Directors.

(Expressed in Canadian Dollars)

12. Share capital (continued)

Stock options (continued)

The following table summarizes the continuity of the Company's stock options:

	September 30, 2016			June 30, 2016		
	Number of options		Weighted average exercise price	Number of options		Weighted average exercise price
Options outstanding, beginning	-	$	-	350,000	$	0.24
Options expired	-		-	(350,000)		0.24
Options cancelled	-		-	-		-
Options outstanding, ending	-	$	-	-	$	-
Options exercisable, ending	-	$	-	-	$	-

13. Reserves

Stock option reserve

The stock option reserve records items recognized as stock-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital.

Investment revaluation reserve

The investment revaluation reserve records unrealized gains and losses arising on available-for-sale financial assets, except for impairment losses.

14. Related party transactions

The Company incurred the following related party transactions with companies that are controlled by a relative of a director of the Company.

	Three Months Ended			
	September 30, 2016			September 30, 2016
Interest expense – relative of a director of the Company	$	25	$	4,334

Key management personnel compensation

	Three Months Ended			
	September 30, 2016			September 30, 2016
Consulting fees - payments made to officers	$	3,750	$	3,750

Related party balances

One promissory note totaling $6,604 (June 30, 2016 – $NIL) and accrued interest of $25 June 30, 2016 – $NIL) are payable to a relative of a director of the Company (Note 10).

Included in trade payables and accrued liabilities at September 30, 2016 is $35,438 (June 30, 2016 – $31,500) owed to an officer of the Company for accrued consulting fees (Note 9).

15. Segmented information

Operating segments

The Company operates in a single reportable operating segment – the acquisition, exploration and development of mineral properties.

Geographic segments

At September 30, 2016 and June 30, 2016 all of the Company's assets are located in Canada.

16. Subsequent event

Subsequent to September 30, 2016, the Company has declared a special dividend in specie of an aggregate of 950,000 shares of Golden Harp, or one Golden Harp common shares for every approximately 18 common shares held by the Company, to the holders' of the Company's common shares.

On November 9, 2016 the Company announced that it had sold the Bear River property to American Creek Ltd. for total consideration of 800,000 American Creek common shares.

In October 2016, the Company entered into a loan agreement whereby the Company received a loan of $17,000 bearing interest at 10% per annum and due on October 31, 2017.