



**CONDENSED INTERIM FINANCIAL STATEMENTS**

**FOR THE THREE MONTHS ENDED**

**MARCH 31, 2017**

**(UNAUDITED – EXPRESSED IN CANADIAN DOLLARS)**

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Notice to Reader

These interim financial statements of Resinco Capital Partner Inc. have been prepared by management and approved by the audit committee of the Board of Directors of the Company. In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its external auditors have not reviewed these interim financial statements, notes to financial statements and the related quarterly Management Discussion and Analysis.

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**RESINCO CAPITAL PARTNERS INC.**  
**STATEMENTS OF FINANCIAL POSITION**  
**(UNAUDITED – EXPRESSED IN CANADIAN DOLLARS)**

	<i>Note</i>	<b>March 31, 2017</b>	<b>December 31, 2016</b>
<b>ASSETS</b>			
Cash	4	\$ 25,352	\$ 23,189
Prepaid expenses		-	3,000
Investments at fair value	5	790,225	801,936
		<b>\$ 815,577</b>	<b>\$ 828,125</b>

**LIABILITIES AND SHAREHOLDERS' EQUITY**

**Liabilities**

Trade and other payables		\$ 20,222	\$ 25,242
Due to related parties	6	95,250	95,250
		<b>115,472</b>	<b>120,492</b>

**Shareholders' equity**

Share capital		40,132,099	40,132,099
Share-based reserve		8,752,136	8,752,136
Deficit		(48,184,130)	(48,176,602)
		<b>700,105</b>	<b>707,633</b>
		<b>\$ 815,577</b>	<b>\$ 828,125</b>

Nature of operations	<i>1</i>
Subsequent events	<i>9</i>

These interim financial statements were approved for issue by the Audit Committee of the Board of Directors of the Company on May 9, 2017.

They are signed on the Company's behalf by:

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*"Hein Poulus"* Director      \_\_\_\_\_  
*"Ronald Shorr"* Director

- See accompanying notes to the interim financial statements -

**RESINCO CAPITAL PARTNERS INC.**  
**STATEMENTS OF NET INCOME (LOSS) AND COMPREHENSIVE INCOME (LOSS)**  
**FOR THE THREE MONTHED ENDED MARCH 31**  
**(UNAUDITED – EXPRESSED IN CANADIAN DOLLARS)**

	<i>Note</i>	<b>2017</b>	<b>2016</b>
<b>REVENUES</b>			
Net realized loss on disposal of investments	5	\$ (233,808)	\$ (375,350)
Net change in unrealized gain on investments		257,654	435,981
		23,846	60,631
<b>EXPENSES</b>			
Consulting fees	6	18,900	18,900
Insurance		3,000	3,000
Office and miscellaneous		1,740	1,785
Professional fees		462	1,263
Regulatory and transfer agent fees		6,957	9,309
Transaction costs		315	678
		(31,374)	(34,935)
<b>Net income (loss) and comprehensive income (loss) for the period</b>		<b>\$ (7,528)</b>	<b>\$ 25,696</b>
<b>Basic and diluted income (loss) per share</b>		<b>\$ (0.00)</b>	<b>\$ 0.00</b>
<b>Weighted average number of common shares outstanding</b>		<b>123,019,885</b>	<b>123,019,885</b>

- See accompanying notes to the interim financial statements -

**RESINCO CAPITAL PARTNERS INC.**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE THREE MONTHED ENDED MARCH 31**  
**(UNAUDITED – EXPRESSED IN CANADIAN DOLLARS)**

	<b>2017</b>	<b>2016</b>
<b>CASH FLOWS USED IN OPERATING ACTIVITIES</b>		
Net income (loss) for the period	\$ (7,528)	\$ 25,696
Items not affecting cash:		
Net realized loss on disposal of investments	233,808	375,350
Net change in unrealized gain on investments	(257,654)	(435,981)
Changes in non-cash working capital items:		
Prepaid expenses	3,000	3,000
Trade and other payables	(5,020)	(3,857)
	(33,394)	(35,792)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds on disposal of investments	35,557	48,848
	35,557	48,848
<b>Increase in cash during the period</b>	<b>2,163</b>	<b>13,056</b>
<b>Cash, beginning of period</b>	<b>23,189</b>	<b>23,839</b>
<b>Cash, end of period</b>	<b>\$ 25,352</b>	<b>\$ 36,895</b>
<b>Supplementary information</b>		
Interest paid	\$ -	\$ -
Income taxes paid	-	-

- See accompanying notes to the interim financial statements -

**RESINCO CAPITAL PARTNERS INC.**  
**STATEMENTS OF CHANGES IN EQUITY**  
**(UNAUDITED – EXPRESSED IN CANADIAN DOLLARS)**

	Number of shares	Share capital	Share-based reserve	Deficit	Total Shareholders' Equity
<b>Balance, December 31, 2016</b>	123,019,885	\$ 40,132,099	\$ 8,752,136	\$ (48,176,602)	\$ 707,633
Loss and comprehensive loss for the period	-	-	-	(7,528)	(7,528)
<b>Balance, March 31, 2017</b>	123,019,885	\$ 40,132,099	\$ 8,752,136	\$ (48,184,130)	\$ 700,105

	Number of shares	Share capital	Share-based reserve	Deficit	Total Shareholders' Equity
<b>Balance, December 31, 2015</b>	123,019,885	\$ 40,132,099	\$ 8,752,136	\$ (47,966,079)	\$ 918,156
Net income and comprehensive income for the period	-	-	-	25,696	25,696
<b>Balance, March 31, 2016</b>	123,019,885	\$ 40,132,099	\$ 8,752,136	\$ (47,940,383)	\$ 943,852

- See accompanying notes to the interim financial statements -

**RESINCO CAPITAL PARTNERS INC.  
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS  
FOR THE THREE MONTHS ENDED MARCH 31, 2017  
(UNAUDITED – EXPRESSED IN CANADIAN DOLLARS)**

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**1. NATURE OF OPERATIONS**

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Resinco Capital Partners Inc. (“Resinco” or the “Company”) was incorporated under the laws of British Columbia on May 25, 2004. The Company’s shares are listed for trading on the TSX Venture Exchange under the ticker symbol “RIN”. The registered office of the Company is Unit 1 – 15782 Marine Drive, White Rock, British Columbia, Canada, V4B 1E6.

Resinco is a global investment company which specializes in providing early-stage financing to private and public exploration and mining companies in the hard rock minerals, precious metals, rare-earth minerals, oil, gas, water and renewable energy markets.

**2. BASIS OF PRESENTATION**

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**Statement of compliance**

These condensed interim financial statements have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting (“IAS 34”) as issued by the International Accounting Standards Board (“IASB”). The policies applied in these interim financial statements are based on International Financial Reporting Standards (“IFRS”) issued and outstanding as at the date the Board of Directors approved these interim financial statements for issue.

These interim financial statements do not include all of the information and disclosures required by IFRS for annual financial statements and therefore should be read in conjunction with the Company’s annual financial statements for the year ended December 31, 2016.

**Basis of presentation**

These financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

**Functional and presentation currency**

These financial statements are presented in Canadian dollars, which is the Company’s functional and presentation currency.

**Use of estimates and judgments**

The preparation of the financial statements in conformity with IFRS requires management to make estimates, judgments 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.

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.

Critical accounting estimates are estimates, judgments and assumptions made by management that may result in a material adjustment to the carrying amount of assets and liabilities within the next financial year and are, but are not limited to, the following:

**RESINCO CAPITAL PARTNERS INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
**FOR THE THREE MONTHS ENDED MARCH 31, 2017**  
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**2. BASIS OF PRESENTATION (continued)**

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Fair value of private company investments – Where the fair values of investments in private companies recorded on the statement of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques. The inputs to these models are derived from observable market data where possible, but where observable market data is not available, judgment is required to establish fair value and this value may not be indicative of recoverable value.

Fair value of financial derivatives – Investments in options and warrants which are not traded on a recognized securities exchange do not have a readily available market value. When there are sufficient and reliable observable market inputs, a valuation technique is used; if no such market inputs are available, the warrants are valued at intrinsic value.

Share-based payments – The fair value of stock options issued are subject to the limitation of the Black-Scholes option pricing model which incorporates market data and which involves uncertainty and subjectivity in estimates used by management in the assumptions. Because the Black-Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share price, changes in the subjective input assumptions can materially affect the fair value estimate.

Recovery of deferred tax assets – Judgment is required in determining whether deferred tax assets are recognized in the statement of financial position. Deferred tax assets, including those arising from unutilized tax losses, require management to assess the likelihood that the Company will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the date of the statement of financial position could be impacted.

Additionally, future changes in tax laws could limit the ability of the Company to obtain tax deductions in future periods.

The Company has not recorded any deferred tax assets.

**3. SIGNIFICANT ACCOUNTING POLICIES**

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The accounting policies applied by the Company in these condensed interim financial statements are the same as those applied by the Company as at and for the year ended December 31, 2016.

**New standards, interpretations and amendments not yet effective**

Certain new standards, amendments to standards and interpretations are not yet effective as of March 31, 2017, and have not been applied in preparing these financial statements.

Effective for annual periods beginning on or after January 1, 2018:

- New standard IFRS 9, Financial Instruments

Partial replacement of IAS 39, Financial Instruments: Recognition and Measurement. This standard simplifies the current measurement model for financial instruments under IFRS and establishes two measurement categories for financial assets: amortized cost, and fair value. The existing IAS 39 categories of loans and receivables, held to maturity investments, and available for sale financial assets will be eliminated.



**RESINCO CAPITAL PARTNERS INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
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**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**New standards, interpretations and amendments not yet effective (continued)**

Effective for annual periods beginning on or after January 1, 2019:

- **New standard IFRS 16, Leases**  
 All leases result in the lessee obtaining the right to use an asset at the start of the lease and, if lease payments are made over time, also obtaining financing. Accordingly, from the perspective of the lessee, IFRS 16 eliminates the classification of leases as either operating leases or finance leases as is required by IAS 17 Leases and, instead, introduces a single lessee accounting model. When applying that model, a lessee is required to recognize assets and liabilities. A lessor continues to classify its leases as operating leases or finance leases, and accounts for those two types of leases differently.

The Company has not early adopted these new standards and these standards are not expected to have a material effect on the financial statements.

**4. CASH**

	<b>March 31, 2017</b>	<b>December 31, 2016</b>
Canadian dollar denominated deposits in bank	\$ 3,270	\$ 21,728
US dollar denominated deposits in bank	1,410	1,460
Canadian dollar denominated deposits held with broker	20,672	1
<b>Total</b>	<b>\$ 25,352</b>	<b>\$ 23,189</b>

**5. INVESTMENTS AT FAIR VALUE**

At March 31, 2017, the Company held the following investments:

<b>Investee</b>	<b>Shares</b>	<b>Cost</b>	<b>Fair Value</b>
<b>Public Companies</b>			
Almonty Industries Inc.	1,301,993	\$ 2,761,515	\$ 345,028
Ardiden Ltd.	700,000	93,986	13,300
BriaCell Therapeutics Corp.	123,076	159,817	24,615
Lions Gate Metals Inc.	286,933	5,020,527	54,517
Mesa Exploration Corp.	233,500	50,761	17,513
Total of 4 other public company investments, each valued under \$15,000		260,515	15,252
		8,347,121	470,225
<b>Private Companies</b>			
Pembroke Mining Corp.	320,000	452,000	320,000
		\$ 8,799,121	\$ 790,225

During the three months ended March 31, 2017, the Company sold 127,000 shares of Almonty Industries Inc. for gross proceeds of \$35,557.

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**FOR THE THREE MONTHS ENDED MARCH 31, 2017**  
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**6. RELATED PARTY TRANSACTIONS**

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During the three months ended March 31, 2017, the Company paid or accrued \$18,900 (2016 - \$18,900) to Golden Oak Corporate Services Ltd. (“Golden Oak”). Golden Oak is a consulting company controlled by the Corporate Secretary of the Company. Golden Oak provides the services of a Chief Financial Officer, a Corporate Secretary, and accounting and administrative staff to the Company. The Chief Financial Officer and the Corporate Secretary are employees of Golden Oak and are not paid directly by the Company.

As at March 31, 2017, there was \$95,250 (December 31, 2016 – \$95,250) due to current and former directors of the Company.

**7. SEGMENTED INFORMATION**

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The Company operates in one business segment being the financing of private and public exploration and mining companies in the hard rock minerals, precious metals, rare-earth minerals, oil, gas, water and renewable energy markets. The majority of the Company’s public company investments are traded on Canadian exchanges.

**8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

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**Financial instruments**

The Company’s financial instruments consist of cash, investments, trade and other payables, and due to related parties. The fair value of trade and other payables and due to related parties approximates their fair value due to the short-term nature. Cash is recorded at fair value using Level 1 of the fair value hierarchy. Investments are recorded at fair value using Level 1 to 3 of the fair value hierarchy.

The Company’s financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

- Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.
- Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.
- Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The following table presents the Company’s investments, measured at fair value on the statements of financial position and categorized into levels of the fair value hierarchy:

	Level 1	Level 2	Level 3	Total
<b>March 31, 2017</b>	\$ 470,225	\$ -	\$ 320,000	\$ 790,225
<b>December 31, 2016</b>	\$ 481,936	\$ -	\$ 320,000	\$ 801,936

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**FOR THE THREE MONTHS ENDED MARCH 31, 2017**  
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**8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)**

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**Financial instruments (continued)**

The Company holds private company investments that are considered Level 3. The fair value of investments in Level 3 is determined by referring to the most recent equity financing the investee undertook during the period or by taking a weighted average of the net assets of the private company and the value of its historical share issuance transactions.

The following table reconciles the Company's Level 3 fair value investments:

<b>Level 3</b>	<b>Three months ended March 31, 2017</b>	<b>Year ended December 31, 2016</b>
Balance, beginning of period	\$ 320,000	\$ 400,000
Unrealized loss	-	(80,000)
Balance, end of period	\$ 320,000	\$ 320,000

**Risk management**

The Company's risk management objectives and policies are consistent with those disclosed by the Company for the year ended December 31, 2016.

**9. SUBSEQUENT EVENTS**

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In April 2017, the Company sold 100,000 shares of Almonty Industries Inc. for gross proceeds of \$26,350.