



**GTA RESOURCES AND MINING INC.**

**Condensed Interim Financial Statements**

**June 30, 2013**

**(Unaudited)**

(Expressed in Canadian Dollars)

*These condensed interim financial statements have not been reviewed by the Company's auditors.*

---

**GTA RESOURCES AND MINING INC.**  
**(Unaudited)**  
(Expressed in Canadian Dollars)

**Table of Contents**  
*June 30, 2013 and 2012*

---

	<b>Page</b>
<b>Condensed Interim Financial Statements</b>	
Condensed Interim Statements of Financial Position	2
Condensed Interim Statements of Operations and Comprehensive Loss	3
Condensed Interim Statement of Changes in Equity	4 – 5
Condensed Interim Statements of Cash Flows	6
Notes to Condensed Interim Financial Statements	7 - 16

**GTA RESOURCES AND MINING INC.**  
**CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION**

(Unaudited)

(Expressed in Canadian Dollars)

As at	June 30, 2013	March 31, 2013
<b>Assets</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ 3,524,135	\$ 4,084,031
Sundry receivables	65,925	52,970
Prepaid expenses	3,634	6,649
	3,593,694	4,143,650
Property and equipment (Note 4)	17,058	19,276
Exploration and evaluation assets (Note 5)	4,131,822	3,844,986
	\$ 7,742,574	\$ 8,007,912
<b>Liabilities</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	\$ 130,573	\$ 226,392
Premium on flow-through shares	174,998	239,573
	305,571	465,965
<b>Shareholders' equity</b>		
Share capital (Note 6)	8,635,550	8,635,550
Contributed surplus (Note 6)	1,630,655	1,630,655
Deficit	(2,829,202)	(2,724,258)
	7,437,003	7,541,947
	\$ 7,742,574	\$ 8,007,912

Approved by the Board of Directors

"Wayne Reid"

Director

"Brian Crawford"

Director

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

**GTA RESOURCES AND MINING INC.**  
**CONDENSED INTERIM STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30th	2013	2012
<b>Operating expenses</b>		
Filing and transfer agent fees	\$ 1,822	\$ 8,832
General and administration costs	156,094	165,626
Professional fees	9,385	4,394
Share-based compensation	-	27,600
Depreciation	2,218	1,480
	<b>169,519</b>	<b>207,992</b>
<b>Loss before income taxes</b>	169,519	207,992
Deferred tax benefit	(64,575)	(127,742)
<b>Net loss and comprehensive loss</b>	<b>\$ 104,944</b>	<b>\$ 80,250</b>
<b>Basic and diluted loss per share</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>
<b>Weighted average number of shares outstanding</b>	<b>25,685,006</b>	<b>24,341,521</b>

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

**GTA RESOURCES AND MINING INC.**  
**CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY**  
(Unaudited)  
(Expressed in Canadian Dollars)

	Number of Shares	Common Shares Issued and Fully Paid	Contributed Surplus	Accumulated Deficit	Total
<b>Balance, June 30, 2011</b>	12,946,357	\$ 2,198,865	\$ 175,180	\$ (715,320)	\$ 1,658,725
Stock options exercised	50,000				
Shares issued for exploration and evaluation assets	1,000,000	205,000	-	-	205,000
Private placements	6,408,166	6,080,698	-	-	6,080,698
Share issue costs		(547,095)			(547,095)
Broker warrants issued		(196,678)	196,678	-	-
Options exercised	647,000	129,400	-	-	129,400
Transfer of contributed surplus on exercise of options		78,409	(78,409)	-	-
Warrants exercised	3,181,732	964,356			964,356
Flow-through share premium		(699,883)			(699,883)
Loss and comprehensive loss				(1,479,883)	(1,479,883)
Share based compensation			1,159,305		1,159,305
<b>Balance March 31, 2012</b>	24,233,255	8,213,072	1,452,754	(2,195,203)	7,470,623
Stock options exercised	50,000				
Stock based compensation			27,660		27,660
Exercise of options	140,000	28,000			28,000
Exercise of warrants	408,600	128,510			128,510
Transfer of contributed surplus on exercise of options		20,981	(20,981)		-
Loss for the period				(80,250)	(80,250)

**GTA RESOURCES AND MINING INC.**  
**CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY**

(Expressed in Canadian Dollars)

(Unaudited)

	<b>Number of Shares</b>	<b>Common Shares Issued and Fully Paid</b>	<b>Contributed Surplus</b>	<b>Accumulated Deficit</b>	<b>Total</b>
<b>Balance, June 30, 2012</b>	24,831,855	8,390,563	1,459,433	(2,275,453)	7,574,543
Stock options exercised	50,000				
Shares issued for exploration and evaluation assets	700,000	210,000			210,000
Options exercised	100,000	20,000			20,000
Transfer of contributed surplus on exercise of options		14,987	(14,987)		
Stock based compensation			186,209		186,209
Loss for the period				(448,805)	(448,805)
<b>Balance, March 31, 2013</b>	25,681,855	8,635,550	1,630,655	(2,724,258)	7,541,947
Stock options exercised	50,000				
Loss for the period				(104,944)	(104,944)
<b>Balance, June 30, 2013</b>	25,731,855	\$ 8,635,550	\$ 1,630,655	\$ (2,829,202)	\$ (7,437,003)

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

**GTA RESOURCES AND MINING INC.**  
**CONDENSED INTERIM STATEMENTS OF CASH FLOWS**  
(Expressed in Canadian Dollars)  
(Unaudited)

Three months ended June 30th	2013	2012
<b>Operating activities</b>		
Net loss and comprehensive loss for the period	\$ (104,944)	\$ (80,250)
Items not affecting cash and cash equivalents		
Deferred income tax	(64,575)	(127,742)
Depreciation	2,218	1,480
Share-based compensation	-	27,660
Change in non-cash working capital:		
Sundry receivables	(12,955)	48,114
Prepaid expenses	3,015	15,253
Accounts payable and accrued liabilities	(95,819)	(21,515)
<b>Net cash used in operating activities</b>	<b>(273,060)</b>	<b>(137,000)</b>
<b>Financing activities</b>		
Issuance of common shares, net of issue costs	-	156,510
<b>Net cash provided by financing activities</b>	<b>-</b>	<b>156,150</b>
<b>Investing activities</b>		
Investment in and expenditure on exploration and evaluation assets	(286,836)	(519,969)
<b>Net cash used in investing activities</b>	<b>(286,836)</b>	<b>(510,969)</b>
<b>Net change in cash and cash equivalents</b>	<b>(559,896)</b>	<b>(491,459)</b>
<b>Cash and cash equivalents, beginning of period</b>	<b>4,084,031</b>	<b>6,258,609</b>
<b>Cash and cash equivalents, end of period</b>	<b>\$ 3,524,135</b>	<b>\$ 5,767,150</b>

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

## **GTA RESOURCES AND MINING INC.**

### **NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

---

#### **1. NATURE OF OPERATIONS**

GTA Resources and Mining Inc. (the "Company") was incorporated pursuant to the provisions of the Business Corporations Act (Ontario) on August 9, 2006. The address of the Company's registered office is 855 Brant Street, Burlington, Ontario L7R 2J6.

The Company is primarily engaged in the acquisition and exploration of mineral properties. To date, the Company has not earned significant revenues and is considered to be in the development stage.

These condensed interim financial statements were approved by the board of directors on August 27, 2013.

#### **2. SIGNIFICANT ACCOUNTING POLICIES**

##### **Statement of Compliance**

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

##### **Basis of Presentation**

These unaudited condensed interim financial statements have been prepared on the basis of accounting policies consistent with those applied in the Company's March 31, 2013 annual financial statements.

The preparation of condensed interim financial statements in conformity with IAS 34 requires management to make judgments, estimates and assumptions that affect the applications of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. These condensed interim financial statements do not include all of the information required for full annual financial statements.

These condensed interim financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation.

The condensed interim financial statements have been prepared on a historical cost basis.

#### **3. RISK MANAGEMENT, CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS**

The Company manages its capital structure and makes adjustments to it based on the funds available to the Company in order to support future business opportunities. The Company defines its capital as shareholders' equity. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to manage its capital to be able to sustain the future development of the Company's business.

The Company currently has no source of revenues, and therefore is dependent upon external financings to fund activities. In order to carry future projects and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the period ended June 30, 2013. The Company is not subject to externally imposed capital requirements.



**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

---

**3. RISK MANAGEMENT, CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS - continued**

The Company classified its cash and cash equivalents and sundry receivables as loans and receivables; and accounts payable and accrued liabilities as other financial liabilities. The carrying values of cash, accounts receivable, accounts payable and accrued liabilities, approximate their fair values due to the expected maturity of these financial instruments. The fair value of amounts due to related parties has not been disclosed as their fair values cannot be reliably measured since the parties are not at arm's length.

The Company's risk exposure and the impact on the Company's financial instruments are summarized below:

(a) Credit risk

Concentration of credit risk exists with respect to the Company's cash as all amounts are held at a single major Canadian financial institution.

The Company's concentration of credit risk and maximum exposure is as follows:

	<b>June 30, 2013</b>	<b>March 31, 2013</b>
Cash and cash equivalents	\$ 3,524,135	\$ 4,084,031

The credit risk associated with cash is minimized by ensuring it is placed with a major Canadian financial institution with a strong investment-grade rating issued by a primary ratings agency.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they fall due. The Company's approach to managing liquidity risk is to provide reasonable assurance that it will have sufficient funds to meet liabilities when due. The Company manages its liquidity risk by forecasting cash flows required for operations and anticipated investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments.

The business of mining and exploration involves a high degree of risk and there can be no assurance that exploration programs will result in profitable mining operations. The Company has significant cash to meet its requirements for administrative overhead, to conduct due diligence on mineral property acquisition targets, and to conduct exploration of its mineral properties and mineral properties that may be acquired.

The Company does not generate cash flows from operations to fund its activities and therefore relies principally upon the issuance of securities for financing. Future capital requirements will depend on many factors including the Company's ability to execute its business plan. The Company intends to continue relying upon the issuance of securities to finance its future activities but there can be no assurance that such financing will be available on a timely basis under terms acceptable to the Company.

(c) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk.

i. Interest rate risk

The Company's cash and cash equivalents consist primarily of cash held in bank accounts and term deposits with banks. Due to the short-term nature of this financial instrument, fluctuations in market rates do not have a

**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

**3. RISK MANAGEMENT, CAPITAL MANAGEMENT AND FINANCIAL INSTRUMENTS - continued**

significant impact on estimated fair value as of June 30, 2013. The Company manages interest rate risk by maintaining an investment policy that focuses primarily on preservation of capital and liquidity. Accordingly, the Company is not subject to interest rate risk.

ii. Foreign currency risk

During the period ended June 30, 2013, the Company was not exposed to material foreign currency risk.

iii. Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk, foreign currency risk or commodity price risk. The Company has no financial instruments exposed to other price risk.

**4. PROPERTY AND EQUIPMENT**

	Computer Software	Equipment	Total
<b>Cost</b>			
Balance June 30, 2011	\$ 1,350	\$ -	\$ 1,350
Additions		17,000	17,000
Balance March 31, 2012	1,350	17,000	18,350
Additions	-	-	-
Balance June 30, 2012	1,350	17,000	18,350
Additions	-	9,229	9,229
Balance March 31, 2013	1,350	26,229	27,579
Additions	-	-	-
Balance June 30, 2013	\$ 1,350	\$ 26,229	\$ 27,579

**Accumulated depreciation**

Balance June 30, 2011	\$ 506	-	\$ 506
Depreciation expense	338	-	338
Balance March 31, 2012	844	-	844
Depreciation expense	63	1,417	1,480
Balance June 30, 2012	907	1,417	2,324
Depreciation expense	190	5,789	5,979
Balance March 31, 2013	1,097	7,206	8,303
Depreciation expense	32	2,186	2,218
Balance June 30, 2013	\$ 1,129	\$ 9,392	\$ 10,521

**Carrying amounts:**

At March 31, 2012	\$ 506	\$ 17,000	\$ 17,506
At June 30, 2012	\$ 443	\$ 15,583	\$ 16,026
At March 31, 2013	\$ 253	\$ 19,023	\$ 19,276
At June 30, 2013	\$ 221	\$ 6,837	\$ 17,058

**GTA RESOURCES AND MINING INC.****NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

**5. EXPLORATION AND EVALUATION ASSETS**

	Northshore Property	Squid East Property	Auden Property	Total
<b>Balance, June 30, 2011</b>	\$ -	\$ -	\$ 1,229,257	\$ 1,229,257
Acquisition costs	215,000	-	-	215,000
Deferred exploration costs	522,294	-	(525)	521,769
<b>Balance March 31, 2012</b>	737,294	-	1,228,732	1,966,026
Acquisition costs	-	-	-	-
Deferred exploration costs	510,969	-	-	510,969
<b>Balance, June 30, 2012</b>	1,248,263	-	1,228,732	2,476,995
Acquisition costs	200,700	50,000	-	250,700
Deferred exploration costs	1,105,493	9,691	2,107	1,117,291
<b>Balance March 31, 2013</b>	2,554,456	59,691	1,230,839	3,844,986
Acquisition costs	-	-	-	-
Deferred exploration costs	252,736	28,537	5,563	286,836
<b>Balance, June 30, 2013</b>	\$ 2,807,192	\$ 88,228	\$ 1,236,402	\$ 4,131,822

**Northshore**

On July 27, 2011 the Company and Balmoral Resources Ltd. entered into an Option Agreement whereby the Company has been granted the right to acquire up to a 70% interest in Balmoral's interest in the Northshore Property.

Under the terms of the Option Agreement, the Company may earn an initial 51% interest ("First Option") in the Northshore Property by making cash payments to Balmoral of \$50,000, issuing in favour of Balmoral 2,500,000 common shares of GTA and incurring a minimum of \$2,500,000 in eligible exploration expenditures on the Property over a three-year period from receipt of regulatory approval. A cash payment of \$10,000, issuance of 1,000,000 shares and a year one exploration expenditure of \$350,000 (including the production of a 43-101 technical report) are firm commitments by GTA under the Option Agreement. The initial cash payment of \$10,000 and the issuance of 1,000,000 common shares were recorded during the year ended March 31, 2012. In addition the Company has incurred exploration expenditures of \$522,294 and \$492,789 to March 31, 2012 and June 30, 2012 respectively.

Upon exercise of the First Option outlined above, the Company will have the right to elect to proceed with a Second Option, under which the Company would have the ability to earn an additional 19% interest in the Northshore Property by making an additional cash payment of \$100,000, issuing an additional 1,000,000 shares in favour of Balmoral upon exercising its right and incurring additional exploration expenditures totalling \$3,000,000 over an additional 24 month time frame.

A portion of the property is subject to a variable (2% to 5%) net smelter return royalty on gold production from the claims.

The Company and Balmoral after the exercise of either the first or second options will form a joint venture for future development of the property.

**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

---

**5. EXPLORATION AND EVALUATION ASSETS - continued**

**Squid East**

On February 27, 2013 the Company and Metals Creek Resources Corp. entered into a Letter Agreement whereby the Company has been granted the right to acquire up to a 70% interest in Metals Creek's interest in the Squid East Property.

Under the terms of the Letter Agreement, the Company may earn an initial 51% interest ("First Option") in the Squid East Property by making cash payments to Metals Creek of \$60,000, issuing in favour of Metals Creek 2,000,000 common shares of GTA and incurring a minimum of \$2,000,000 in eligible exploration expenditures on the Property over a three-year period from receipt of regulatory approval. A cash payment of \$20,000, issuance of 200,000 shares and a year one exploration expenditure of \$500,000 are firm commitments by GTA under the Letter Agreement. The initial cash payment of \$20,000 and the issuance of 200,000 common shares were recorded during the year.

Upon exercise of the First Option outlined above, the Company will have the right to elect to proceed with a Second Option, under which the Company would have the ability to earn an additional 19% interest in the Squid East Property by making an additional cash payment of \$100,000, issuing an additional 1,000,000 shares in favour of Metals Creek upon exercising its right and incurring additional exploration expenditures totalling \$1,000,000 over an additional 24 month time frame.

**Auden**

On June 21, 2010, the Company completed the acquisition of the Auden property located in Northern Ontario from 1518164 Ontario Inc., an unrelated party. Pursuant to the terms of the Acquisition Agreement, the Company acquired a 100% interest in and to the Auden Property in consideration for the issuance of 5,074,855 common shares. The acquisition of the Auden Property constituted the Company's Qualifying transaction, as that term is defined in the TSX Venture Exchange policies.

The Auden property is subject to a 3% net smelter return and a 10% gross overriding in royalty in favour of the shareholders of the previous owner of the claims. The Company may purchase one-half of each royalty for an aggregate amount of \$2,000,000 at any time.

The Auden property consists of 107 unpatented mining claims comprising 1,596 claim units covering 24,799 hectares in a largely contiguous block. The Company is required by the Ministry of Northern Development and Mines to incur annual qualifying exploration and development expenditures in order to maintain its unpatented claims in good standing. As at June 30, 2013, the Company believes it has incurred the required amount of expenditures.

On a quarterly basis, management of the Company review exploration costs to ensure mining property interests include only costs and projects that are eligible for capitalization.

**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

**6. SHARE CAPITAL**

Authorized

Unlimited number of common shares

Issued

	Number of Shares	Share Capital	Contributed Surplus
<b>Balance June 30, 2011</b>	12,946,357	\$ 2,198,865	\$ 175,180
Proceeds from share issuance	6,408,166	6,080,698	
Stock options exercised	50,000		
Shares issued for exploration and evaluation assets	1,000,000	205,000	
Share-based payments			1,159,305
Options exercised	647,000	129,400	
Warrants exercised	3,181,732	964,356	
Transfer of contributed surplus on exercise of options		78,409	(78,409)
Finders warrants		(196,678)	196,678
Share issue costs		(547,095)	
Flow-through share premium		(699,883)	
<b>Balance March 31, 2012</b>	<b>24,233,255</b>	<b>8,213,072</b>	<b>1,452,754</b>
Options exercised	50,000		
Share based payments			27,660
Options exercised	140,000	28,000	
Warrants exercised	408,600	128,510	
Transfer of contributed surplus on exercise of options		20,981	(20,981)
<b>Balance June 30, 2012</b>	<b>24,831,855</b>	<b>8,390,563</b>	<b>1,459,433</b>
Stock options exercised	50,000		
Options exercised	100,000	20,000	
Shares issued for exploration and evaluation assets	700,000	210,000	
Transfer of contributed surplus on exercise of options		14,987	(14,987)
Share- based payments			186,209
<b>Balance March 31, 2013</b>	<b>25,681,855</b>	<b>8,635,550</b>	<b>1,630,655</b>
Stock option exercised	50,000		
<b>Balance June 30, 2013</b>	<b>25,731,855</b>	<b>\$ 8,635,550</b>	<b>\$ 1,630,655</b>

**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

**7. WARRANTS**

The following common share purchase warrants entitle the holders thereof the right to purchase one common share for each common share purchase warrant. Warrants transactions are summarized as follows:

	Number of Warrants		Weighted Average Exercise Price
<b>Balance, June 30, 2011</b>	3,387,000	\$	0.30
Issue of warrants	2,419,023	\$	1.08
Warrants expired	(12,000)	\$	0.30
Warrants exercised	(3,181,732)	\$	0.30
<b>Balance March 31, 2012</b>	2,612,291	\$	1.02
Warrants exercised	(408,600)	\$	0.30
Warrants expired	(100,000)	\$	0.30
<b>Balance June 30, 2012</b>	2,103,691	\$	1.19
Issue of warrants	-	\$	-
<b>Balance March 31, 2013</b>	2,103,691	\$	1.19
Warrants exercised	-	\$	-
<b>Balance June 30, 2013</b>	2,103,091	\$	1.19

The weighted average remaining contractual life of warrants outstanding at June 30, 2013 was 0.21 years.

As at June 30, 2013 the Company had outstanding warrants as follows:

Expiry Date	Number of Warrants	Exercise Price
September 12, 2013	349,526	\$0.90
September 12, 2013	1,754,166	\$1.25

**8. SHARE-BASED PAYMENTS**

The Company has a formal stock option plan in accordance with the policies of the TSX Venture Exchange (the "Exchange") under which it is authorized to grant options to directors, officers, employees and consultants to purchase common shares of the Company. The stock option plan is a rolling plan and the maximum number of authorized but unissued shares available to be granted shall not exceed 10% of its issued and outstanding common shares. Each stock option granted is for a term not exceeding five years unless otherwise specified. Outstanding options vest immediately at date of grant. Options granted to investor relations personnel vest in accordance with Exchange regulations.

**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

**8. SHARE-BASED PAYMENTS - continued**

A summary of the status of the stock option plan and changes are presented below:

	Number of Options		Weighted Average Exercise Price
<b>Balance June 30, 2011</b>	1,117,000	\$	0.20
Grant of options	1,950,000	\$	0.93
Options exercised	787,000	\$	0.20
<b>Balance March 31, 2012</b>	2,220,000	\$	0.77
Grant of option	60,000	\$	0.20
<b>Balance, June 30, 2012</b>	2,280,000	\$	0.83
Grant of option	275,000	\$	0.93
Options exercised	100,000	\$	0.20
<b>Balance March 31, 2013</b>	2,455,000	\$	0.93
Grant of option	-	-	-
Options exercised	-	-	-
<b>Balance, June 30, 2013</b>	2,455,000	\$	0.82

The weighted average remaining contractual life of options outstanding at June 30, 2013 was 3.39 years.

A summary of the status of the stock option plan and changes are presented below:

Expiry Date	Exercise Price	June 30, 2013		March 31, 2013		
		Number of Options	Exercisable at Period-End	Exercise Price	Number of Options	Exercisable at Year-End
June 21, 2015	\$ 0.20	840,000	330,000	\$ 0.20	230,000	470,000
February 23, 2017	\$ 1.00	325,000	325,000	\$ 0.20	325,000	325,000
March 22, 2017	\$ 0.90	1,425,000	1,425,000	\$ 0.90	1,425,000	1,425,000
April 19, 2014	\$ 1.05	200,000	50,000	\$ 1.05	200,000	200,000
September 18, 2017	\$ 0.50	75,000	75,000	\$ 0.50	75,000	75,000
December 1, 2017	\$ 0.50	200,000	200,000	\$ 0.50	200,000	200,000
		2,455,000	2,455,000		2,455,000	2,455,000

The Company applies the fair value method in accounting for its stock options using the Black-Scholes option pricing model. During the three months ended June 30, 2013, the Company issued a total of nil (2012- 200,000) incentive stock options to investor relations consultants of the Company resulting in stock-based compensation of \$nil (2011- \$27,660).

As at June 30, 2013 there was no amount (June 30, 2012: \$nil) of total unrecognized compensation cost related to unvested share-based compensation.

Total expenses arising from the share-based payment transactions that were capitalized during the period as part of exploration and evaluation asset acquisition costs were \$nil (June 30, 2012: \$nil).

**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

---

**9. RELATED PARTY TRANSACTIONS**

Related parties include the Board of Directors and officers, close family members and enterprises that are controlled by these individuals as well as certain consultants performing similar functions.

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties).

The Company had the following transactions in the normal course of operations with related parties:

	<b>June 30, 2013</b>	<b>June 30, 2012</b>
Management fees (i)	\$ 97,500	\$ 60,000
Mineral property-exploration expenditures (i), (ii)	\$ 50,608	\$ 76,955
Office rent, supplies and admin. expense (iii)	\$ 20,686	\$ 9,600

(i) The Company paid \$37,500 (2012 - \$30,000) in management fees to the President of the Company; \$30,000 (2012 - \$30,000) to the CFO of the Company; \$30,000 to the Executive VP of the Company (2012 - \$nil) and \$48,000 (2012 - \$48,000) in mineral property exploration consulting costs to the VP of Exploration.

(ii) The Company paid \$nil (2012 - \$28,955) to directors of the Company for mineral property exploration consulting fees.

(iii) The Company paid \$20,686 (2012 - \$9,600) for rent, supplies and administrative expenses to private companies controlled by directors and officers of the Company.

Accounts payable and accrued liabilities include \$38,168 (2012 - \$28,955) due to related parties. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

**10. COMMITMENTS AND CONTINGENCIES**

On issuance, the Company bifurcates the flow-through share into i) a flow-through share premium, equal to the estimated premium if any, investors pay for the flow-through feature, which is recognized as a liability, and ii) share capital. Upon expenses being incurred, the Company derecognizes the liability and recognizes a deferred tax liability for the amount of tax reduction renounced to the shareholders. The premium is recognized as other income and the related deferred tax is recognized as a tax provision. Other liabilities include the liability portion (the premium) of the flow-through shares issued for the amount of the premium on flow-through funds that at June 30, 2013 have not been used to incur qualifying exploration expenditures. The following is a continuity schedule of the liability portion of the flow-through shares issuances.



**GTA RESOURCES AND MINING INC.**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**

(Unaudited)

(Expressed in Canadian Dollars)

Three months ended June 30, 2013 and 2012

---

**10. COMMITMENTS AND CONTINGENCIES - continued**

**Flow-through Shares**

<b>Balance at June 30, 2011</b>	<b>\$</b>	<b>149,200</b>
Liability incurred on flow-through shares issued December 2011 and March 2012		2,816,200
Settlement of flow-through share liability on incurring expenditures		(899,508)
<b>Balance at June 30, 2012</b>		<b>2,065,892</b>
Settlement of flow-through liability on incurring expenditures		(1,365,900)
<b>Balance at June 30, 2013</b>	<b>\$</b>	<b>699,992</b>

As at June 30, 2013, the Company had fulfilled an additional \$1,365,900 of its commitment to incur exploration expenditures in relation to flow-through share financing in March 2012. The remaining commitment to incur exploration expenditures relates to the flow-through financing of March 2012.

**11. SUBSEQUENT EVENTS**

Subsequent to the period end, the Company acquired by staking, 122 claim units contiguous to its Auden Property at a cost of approximately \$35,000.