



GTA RESOURCES AND MINING INC.

Condensed Interim Financial Statements

September 30, 2015

(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)

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September 30, 2015 and 2014

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

(Expressed in Canadian Dollars)

(Unaudited)

| As at | September 30, 2015 | March 31, 2015 |
|--|---------------------|---------------------|
| Assets | | |
| Current assets | | |
| Cash and cash equivalents | \$ 492,658 | \$ 812,656 |
| Miscellaneous receivables | 24,592 | 41,802 |
| Prepaid expenses | 26,479 | 7,204 |
| | 543,729 | 861,662 |
| Property and equipment (Note 4) | - | 1,597 |
| Exploration and evaluation assets (Note 5) | 6,155,624 | 6,011,127 |
| | \$ 6,699,353 | \$ 6,874,386 |
| Liabilities | | |
| Current liabilities | | |
| Accounts payable and accrued liabilities | \$ 154,974 | \$ 94,271 |
| Liability for flow-through shares | - | 3,305 |
| | 154,974 | 97,576 |
| Shareholders' equity | | |
| Share capital (Note 6) | 9,650,818 | 9,580,818 |
| Contributed surplus (Note 6) | 588,204 | 588,204 |
| Deficit | (3,694,643) | (3,392,212) |
| | 6,544,379 | 6,776,810 |
| | \$ 6,699,353 | \$ 6,874,386 |

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
(Expressed in Canadian Dollars)
(Unaudited)

| | Three Months Ended September 30 | | Six Months Ended September 30 | |
|--|--|-------------------|--|-------------------|
| | 2015 | 2014 | 2015 | 2014 |
| Operating expenses | | | | |
| Filing and transfer agent fees | \$ 4,532 | \$ 10,454 | \$ 7,377 | \$ 14,377 |
| General and administration costs | 100,124 | 112,768 | 197,057 | 226,019 |
| Professional fees | 8,455 | 7,836 | 14,705 | 19,081 |
| Depreciation | 820 | 2,202 | 1,597 | 4,404 |
| | 113,931 | 133,260 | 220,736 | 263,881 |
| Loss before other income (expenses) | 113,931 | 133,260 | 220,736 | 263,881 |
| Write down of exploration and evaluation assets | 85,000 | - | 85,000 | - |
| Loss before income taxes | 198,931 | 133,260 | 305,736 | 263,881 |
| Deferred tax benefit | - | (13,284) | (3,305) | (13,284) |
| Net loss and comprehensive loss | \$ 198,931 | \$ 119,976 | \$ 302,431 | \$ 250,597 |
| Basic and diluted loss per share | \$ (0.01) | \$ (0.00) | \$ (0.01) | \$ (0.01) |
| Weighted average number of shares outstanding | 33,306,855 | 29,559,029 | 32,862,046 | 28,264,095 |

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
(Expressed in Canadian Dollars)
(Unaudited)

| | Number of Shares | Common Shares Issued and Fully Paid | Contributed Surplus | Accumulated Deficit | Total |
|--|------------------|--|------------------------|------------------------|-----------|
| Balance, March 31, 2014 | 26,831,855 | 9,212,076 | 656,239 | (3,012,148) | 6,856,167 |
| Shares issued for exploration and evaluation assets | - 200,000 | - 19,000 | - - | - - | 19,000 |
| Private placement | 3,875,000 | 387,500 | - | - | 387,500 |
| Broker warrants issued | - | (7,306) | 7,306 | - | - |
| Share issue costs | - | (22,327) | - | - | (22,327) |
| Flow through share premium | - | (58,125) | - | - | (58,125) |
| Loss for the period | - | - | - | (250,597) | (250,597) |
| Balance, September 30, 2014 | 30,906,855 | 9,530,818 | 663,545 | (3,262,745) | 6,931,618 |
| Stock based compensation | - | - | 85,417 | - | 85,417 |
| Private placement | 1,000,000 | 50,000 | - | - | 50,000 |
| Adjust for expiration of IR options | - | - | (160,758) | 160,758 | - |
| Loss for the period | - | - | - | (290,225) | (290,225) |
| Balance, March 31, 2015 | 31,906,855 | 9,580,818 | 588,204 | (3,392,212) | 6,776,810 |
| Shares issued for exploration evaluation assets | 1,400,000 | 70,000 | - | - | 70,000 |
| Loss for the period | - | - | - | (302,431) | (302,431) |
| Balance, September 30, 2015 | 33,306,855 | 9,650,818 | 588,204 | (3,694,643) | 6,544,379 |

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

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

| Six months ended September 30th | 2015 | 2014 |
|--|-------------------|---------------------|
| Operating activities | | |
| Net loss and comprehensive loss for the period | \$ (302,431) | \$ (250,597) |
| Items not affecting cash and cash equivalents | | |
| Deferred income tax | (3,305) | (13,284) |
| Depreciation | 1,597 | 4,404 |
| Change in non-cash working capital: | | |
| Miscellaneous receivables | 17,210 | 58,175 |
| Prepaid expenses | (19,275) | (13,465) |
| Accounts payable and accrued liabilities | 60,703 | (159,687) |
| Net cash used in operating activities | (245,501) | (374,454) |
| Financing Activities | | |
| Issuance of common shares, net of issue costs | - | 365,173 |
| Net cash provided by financing activities | - | 365,173 |
| Investing activities | | |
| Investment in and expenditure on exploration and evaluation assets | (74,497) | (218,783) |
| Net cash used in investing activities | (74,497) | (218,783) |
| Net change in cash and cash equivalents | (319,998) | (228,064) |
| Cash and cash equivalents, beginning of period | 812,656 | 1,555,645 |
| Cash and cash equivalents, end of period | \$ 492,658 | \$ 1,327,581 |
| Supplemental schedule of non-cash transactions: | | |
| Mineral property acquisition-shares issued | \$ 70,000 | \$ - |

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

(Expressed in Canadian Dollars)

(Unaudited)

Six Months ended September 30, 2015 and 2014

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 November 26, 2015.

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 IFRS 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, 2015 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 September 30, 2015. The Company is not subject to externally imposed capital requirements.

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

(Expressed in Canadian Dollars)

(Unaudited)

Six Months ended September 30, 2015 and 2014

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:

| | September 30, 2015 | March 31, 2015 |
|---------------------------|---------------------------|-----------------------|
| Cash and cash equivalents | \$ 492,658 | \$ 812,656 |

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

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

significant impact on estimated fair value as of September 30, 2014. 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 September 30, 2015, 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, PLANT AND EQUIPMENT

| | Computer Software | Equipment | Total |
|----------------------------|----------------------|-----------|-----------|
| Cost | 1,350 | 26,229 | 18,350 |
| Balance March 31, 2014 | \$ 1,350 | \$ 26,229 | \$ 27,579 |
| Additions | - | - | - |
| Balance September 30, 2014 | \$ 1,350 | \$ 26,229 | \$ 27,579 |
| Additions | - | - | - |
| Balance March 31, 2015 | \$ 1,350 | \$ 26,229 | \$ 27,579 |
| Additions | - | - | - |
| Balance September 30, 2015 | \$ 1,350 | \$ 26,229 | \$ 27,579 |

Accumulated depreciation

| | | | |
|----------------------------|----------|-----------|-----------|
| Balance March 31, 2014 | \$ 1,224 | \$ 15,950 | \$ 17,174 |
| Depreciation expense | 32 | 4,372 | 4,404 |
| Balance September 30, 2014 | \$ 1,254 | \$ 20,322 | \$ 21,578 |
| Depreciation expense | 34 | 4,372 | 4,404 |
| Balance March 31, 2015 | \$ 1,288 | \$ 24,694 | \$ 25,982 |
| Depreciation expense | 62 | 1,535 | 1,597 |
| Balance September 30, 2015 | \$ 1,350 | \$ 26,229 | \$ 27,579 |

Carrying amounts:

| | | | |
|-----------------------|--------|-----------|-----------|
| At September 30, 2013 | \$ 189 | \$ 14,651 | \$ 14,840 |
| At March 31, 2014 | \$ 126 | \$ 10,279 | \$ 10,405 |
| At September 30, 2014 | \$ 94 | \$ 5,907 | \$ 6,001 |
| At March 31, 2015 | \$ 62 | \$ 1,535 | \$ 1,597 |
| At September 30, 2015 | \$ - | \$ - | \$ - |

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

(Expressed in Canadian Dollars)

(Unaudited)

Six Months ended September 30, 2015 and 2014

5. EXPLORATION AND EVALUATION ASSETS

| | Auden Property | Northshore Property | Burnt Pond Property | Ivanhoe Property | Total |
|-----------------------------------|-------------------|------------------------|------------------------|---------------------|--------------|
| Balance March 31, 2014 | \$ 2,211,971 | \$ 3,264,844 | \$ - | \$ - | \$ 5,476,815 |
| Acquisition costs | 864 | - | - | 64,050 | 64,914 |
| Deferred exploration costs | 47,467 | 52,606 | - | 72,796 | 172,869 |
| Balance September 30, 2014 | 2,260,302 | 3,317,450 | - | 136,846 | 5,714,598 |
| Acquisition costs | - | 1,721 | 900 | 26,740 | 29,361 |
| Deferred exploration costs | 27,548 | 16,895 | - | 222,725 | 267,168 |
| Balance March 31, 2015 | 2,287,850 | 3,336,066 | 900 | 386,311 | 6,011,127 |
| Acquisition costs | - | - | 63,055 | 72,000 | 135,055 |
| Deferred exploration costs | 9,537 | 21,218 | 16,271 | 47,416 | 94,442 |
| Write-downs | (85,000) | - | - | - | (85,000) |
| Balance September 30, 2015 | \$ 2,212,387 | \$ 3,357,284 | \$ 80,226 | \$ 505,727 | \$ 6,155,624 |

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 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.

As at September 30, 2015, the Auden property consisted of 109 unpatented mining claims comprising 1,626 claim units covering 26,015 hectares in a largely contiguous block.

The Company has incurred exploration expenditures of \$1,054,999 and \$1,092,983 to September 30, 2014 and to September 30, 2015 respectively.

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 September 30, 2015, the Company has incurred the required amount of expenditures.

Northshore

On July 27, 2011 the Company and Balmoral Resources Ltd. ("Balmoral") 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.

GTA RESOURCES AND MINING INC.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

(Unaudited)

Six Months ended September 30, 2015 and 2014

5. EXPLORATION AND EVALUATION ASSETS - continued

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 Company has made cash payments of \$70,000 and issued 2,500,000 common shares under the terms of the Option Agreement (1,000,000 common shares (\$195,000) during the year (Note 6). In addition the Company has incurred exploration expenditures of \$2,609,144 and \$2,699,864 to September 30, 2014 and to September 30, 2015, 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.

On July 14, 2014 the Company, pursuant to the Northshore Option Agreement, delivered to Balmoral the Exercise Notice to vest the Company's initial 51% interest in the Northshore Property and subsequently advised Balmoral that it has elected to form a 51/49 joint venture on the Property with Balmoral. The Company will be the initial joint venture operator.

Ivanhoe

On April 25, 2014 the Company entered into an Option Agreement with an individual and a private company to acquire a 100% interest in mining claims comprising the Ivanhoe Property in Northeastern Ontario.

Under the terms of the Option Agreement, GTA can earn a 100% interest in the Ivanhoe Property by making staged cash payments totaling \$260,000 and share issuances totaling 1,000,000 common shares over a 5 year period, and incurring minimum exploration expenditures of \$250,000 over a two year period. The Company may elect to accelerate some or all of the cash and share payments in order to exercise the Option at an earlier time.

The vendors will retain a 3% Net Smelter Royalty, half of which can be purchased for \$1,500,000.

During the period ended March 31, 2015 GTA commenced a program of prospecting and drill core sampling on the Ivanhoe Property and incurred exploration and evaluation expenditures of \$338,708 to September 30, 2015.

Burnt Pond

On January 16, 2015 the Company staked 15 claim units of a mineral property known as the Burnt Pond Property in Central Newfoundland.

In May 2015, the Company acquired a 100% interest in the Burnt Pond Zn-Cu Property in central Newfoundland. The property consists of six separate claim licences (103 units), located in the Tally Pond volcanic belt which hosts Teck Resources Ltd's Duck Pond Mine and a number of other Cu-Zn-Ag-Au massive sulphide deposits.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

(Unaudited)

Six Months ended September 30, 2015 and 2014

5. EXPLORATION AND EVALUATION ASSETS - continued

The core claims were staked by GTA in March, 2015. Two other licences (47 claim units) were recently purchased from an arm's length vendor. The closing on the latter two licences is subject to regulatory approval. Burnt Pond allows GTA to diversify into a zinc-copper project, in a producing belt with excellent infrastructure and a mining friendly jurisdiction.

6. SHARE CAPITAL

Authorized

Unlimited number of common shares

Issued

| | Number of Shares | Share Capital | Contributed Surplus |
|---|-------------------|---------------------|---------------------|
| Balance March 31, 2014 | 26,831,855 | \$ 9,212,076 | \$ 656,239 |
| Shares issued for exploration and evaluation assets | 200,000 | 19,000 | - |
| Private placements | 3,875,000 | 387,500 | - |
| Flow-through share premium | - | (58,125) | - |
| Share issue costs | - | (22,327) | - |
| Broker warrants issued | - | (7,306) | 7,306 |
| Balance, September 30, 2014 | 30,906,855 | 9,169,292 | 663,545 |
| Stock based compensation | | | 85,417 |
| Private placement | 1,000,000 | 50,000 | - |
| Adjust for expiration of IR options | - | - | (160,758) |
| Balance March 31, 2015 | 31,906,855 | 9,580,818 | 588,204 |
| Shares issued for exploration and evaluation assets | 1,400,000 | 70,000 | - |
| Balance September 30, 2015 | 33,306,855 | 9,650,818 | 588,204 |

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 |
|-----------------------------------|--------------------|-----------|---------------------------------|
| Balance September 30, 2013 | - | \$ | - |
| Issue of warrants | 3,875,000 | \$ | 0.15 |
| Issue of warrants | 160,000 | \$ | 0.10 |
| Balance September 30, 2014 | 4,035,000 | \$ | 0.15 |
| Issue of warrants | 1,000,000 | \$ | 0.14 |
| Expiration of warrants | (160,000) | \$ | 0.14 |
| Balance September 30, 2015 | 4,875,000 | \$ | 0.14 |

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
(Unaudited)
Six Months ended September 30, 2015 and 2014

8. SHARE-BASED PAYMENTS

The Company has established a stock option plan whereby the Board of Directors may grant options to directors, officers 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.

Options granted to consultants not engaged in investor relations activities are granted for past services and vest immediately.

A summary of the status of the stock option plan and changes for the period ended September 30, 2015 are presented below:

| | | <u>During the year</u> | | | | | | |
|---------------------------------|--------------------|------------------------|------------------------|----------------|------------------|----------------|------------------------|-------------------------------|
| <u>Grant date</u> | <u>Expiry date</u> | <u>Exercise Price</u> | <u>Opening Balance</u> | <u>Granted</u> | <u>Exercised</u> | <u>Expired</u> | <u>Closing Balance</u> | <u>Vested and Exercisable</u> |
| February 23, 2012 | February 23, 2017 | \$1.00 | 10,000 | - | - | - | 10,000 | 10,000 |
| March 22, 2012 | March 22, 2017 | \$0.90 | 870,000 | - | - | - | 870,000 | 870,000 |
| September 18, 2012 | September 18, 2017 | \$0.50 | 37,500 | - | - | - | 37,500 | 37,500 |
| December 1, 2012 | December 1, 2017 | \$0.50 | 100,000 | - | - | - | 100,000 | 100,000 |
| November 6, 2013 | November 6, 2018 | \$0.20 | 265,000 | - | - | - | 265,000 | 265,000 |
| November 12, 2014 | November 12, 2019 | \$0.07 | 1,280,000 | - | - | - | 1,280,000 | 1,280,000 |
| | | | 2,562,500 | - | - | - | 2,562,500 | 2,562,500 |
| Weighted average exercise price | | | \$0.39 | \$0.00 | \$0.00 | \$0.00 | \$0.39 | \$0.39 |

The weighted average remaining contractual life of options outstanding at September 30, 2015 was 3.00 years.

A summary of the status of the stock option plan and changes for the period ended September 30, 2014 are presented below:

| | | <u>During the year</u> | | | | | | |
|---------------------------------|--------------------|------------------------|------------------------|----------------|------------------|----------------|------------------------|-------------------------------|
| <u>Grant date</u> | <u>Expiry date</u> | <u>Exercise Price</u> | <u>Opening Balance</u> | <u>Granted</u> | <u>Exercised</u> | <u>Expired</u> | <u>Closing Balance</u> | <u>Vested and Exercisable</u> |
| June 21, 2010 | June 21, 2015 | \$0.20 | 180,000 | - | - | - | 180,000 | 180,000 |
| February 23, 2012 | February 23, 2017 | \$1.00 | 10,000 | - | - | - | 10,000 | 10,000 |
| March 22, 2012 | March 22, 2017 | \$0.90 | 870,000 | - | - | - | 870,000 | 870,000 |
| September 18, 2012 | September 18, 2017 | \$0.50 | 37,500 | - | - | - | 37,500 | 37,500 |
| December 1, 2012 | December 1, 2017 | \$0.50 | 100,000 | - | - | - | 100,000 | 100,000 |
| November 6, 2013 | November 6, 2018 | \$0.20 | 265,000 | - | - | - | 265,000 | 265,000 |
| | | | 1,462,500 | - | - | - | 1,462,500 | 1,462,500 |
| Weighted average exercise price | | | \$0.65 | \$0.00 | \$0.00 | \$0.00 | \$0.65 | \$0.65 |

GTA RESOURCES AND MINING INC.
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)
(Unaudited)
Six Months ended September 30, 2015 and 2014

8. SHARE-BASED PAYMENTS - continued

The weighted average remaining contractual life of options outstanding at September 30, 2014 was 1.87 years.

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 September 30, 2015, the Company issued a total of nil (2014 - nil) incentive stock options to investor relations consultants of the Company resulting in stock-based compensation of \$nil (2014- \$nil).

As at September 30, 2015 there was no amount (September 30, 2014: \$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 (September 30, 2014: \$nil).

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:

| | September 30, 2015 | September 30, 2014 |
|---|---------------------------|---------------------------|
| Management fees (i) | \$ 123,000 | \$ 162,000 |
| Mineral property-exploration expenditures (i) | \$ 49,200 | \$ 74,400 |
| Office rent and supplies (ii) | \$ 21,000 | \$ 27,000 |

(i) The Company paid \$48,000 (2014 - \$72,000) in management fees to the President of the Company; \$30,000 (2014 - \$45,000) to the CFO of the Company; \$45,000 paid to the Executive VP (2014 - \$45,000); and \$49,200 (2014 - \$74,400) in mineral property exploration consulting costs to the VP of Exploration.

(ii) The Company paid \$21,000 (2014 - \$27,000) for rent, supplies and administrative expenses to private companies controlled by the CEO, CFO and VP Exploration of the Company.

Accounts payable and accrued liabilities include \$84,195 (2014 - \$60,907) due to officers of the Company. 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

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10. COMMITMENTS AND CONTINGENCIES – continued

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 September 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.

Flow-through Shares

| | | |
|--|-----------|----------------|
| Balance at September 30, 2014 | \$ | 294,974 |
| Settlement of flow-through share liability on incurring expenditures | | (294,974) |
| Balance at September 30, 2015 | \$ | - |

As at June 30, 2015, the Company had fulfilled its commitment to incur exploration expenditures in relation to flow-through share financing in August 2014.