
Zadar Ventures Ltd.

(an Exploration Stage Enterprise)

Interim Financial Statements

(Unaudited – Prepared by Management)

Nine Months Ended April 30, 2016

Notice to Readers

Under National Instrument 51-102, Part 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 financial statements of Zadar Ventures Ltd. for the Nine Months ended April 30, 2016 have been prepared in accordance with International Accounting Standard 34 for Interim Financial Reporting under International Financial Reporting Standards. These interim financial statements are the responsibility of the Company's management and have been approved by the Board of Directors. The Company's independent auditors have not performed an audit or review of these interim financial statements.

Zadar Ventures Ltd.

(an Exploration Stage Enterprise)

Interim Financial Statements

(Unaudited – Prepared by Management)

Nine Months Ended April 30, 2016

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Zadar Ventures Ltd.

(an Exploration Stage Enterprise)

Interim Balance Sheets

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

	April 30 2016	July 31 2015
Assets		
Current		
Cash	\$ 404,654	\$ 7,495
Investment (Note 3)	80,654	175,827
Goods and services tax recoverable	45,430	36,685
Due from related parties (Note 8)	31,665	29,206
Prepaid expenses	3,000	3,000
	<u>565,403</u>	<u>252,213</u>
Exploration advances	6,154	6,154
Exploration and evaluation assets (Note 4)	279,982	40,000
	<u>\$ 851,539</u>	<u>\$ 298,367</u>
Liabilities		
Current		
Accounts payable and accrued liabilities (Note 8)	\$ 363,450	\$ 252,579
Due to related parties (Note 8)	70,865	112,721
	<u>434,315</u>	<u>365,300</u>
Shareholders' Equity		
Share capital (Note 5)	5,714,878	4,488,483
Subscriptions received in advance	-	20,100
Subscriptions receivable	(141,240)	(31,840)
Contributed surplus	410,098	193,709
Deficit	(5,566,512)	(4,737,385)
	<u>417,224</u>	<u>(66,933)</u>
	<u>\$ 851,539</u>	<u>\$ 298,367</u>

Nature of operations and Going Concern (Note 1)

On behalf of the board:

"Mark Tommasi"

_____, Director

"Yana Bobrovskaya"

_____, Director

Zadar Ventures Ltd.

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Interim Statements of Operations and Deficit

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

	Three Months Ended		Nine Months Ended	
	April 30		April 30	
	2016	2015	2016	2015
Administrative expenses				
Accounting and audit	\$ 5,000	\$ 8,000	\$ 8,095	\$ 34,800
Bank charges and interest	649	44	798	213
Consulting	313,216	-	333,008	10,275
Legal	-	-	301	855
Listing and filing fees	15,239	6,379	20,893	12,382
Management fees	20,500	4,500	29,500	19,500
Office and sundry	21,211	14,441	56,521	41,656
Promotion and shareholder communication	54,323	1,336	63,903	5,841
Stock based compensation	216,389	-	216,389	-
	<u>646,527</u>	<u>34,700</u>	<u>729,408</u>	<u>125,522</u>
Other items				
Unrealized gain (loss) on investment (Note 3)	23,269	(171,044)	(95,173)	(234,280)
Foreign exchange loss	<u>(4,546)</u>	<u>-</u>	<u>(4,546)</u>	<u>-</u>
Net loss and comprehensive loss	\$ <u>(627,804)</u>	\$ <u>(205,744)</u>	\$ <u>(829,127)</u>	\$ <u>(359,802)</u>
Basic and diluted loss per share	\$ <u>(0.01)</u>	\$ <u>(0.01)</u>	\$ <u>(0.02)</u>	\$ <u>(0.01)</u>
Basic and diluted weighted average shares outstanding	<u>51,400,455</u>	<u>26,352,300</u>	<u>35,035,273</u>	<u>26,352,300</u>

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Interim Statement of Changes in Equity

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

	Shares of common stock	Share capital	Subscriptions received in advance	Subscriptions receivable	Contributed surplus	Deficit	Total
July 31, 2014	26,352,300	\$ 4,488,483	\$ -	\$ (43,680)	\$ 193,709	\$ (2,322,635)	\$ 2,315,877
Issued for cash	-	-	20,100	11,840	-	-	31,940
Net loss	-	-	-	-	-	(2,414,750)	(2,414,750)
July 31, 2015	26,352,300	4,488,483	20,100	(31,840)	193,709	(4,737,385)	(66,933)
Issued for cash	33,498,215	916,395	(20,100)	(109,400)	-	-	786,895
Issued for property	1,000,000	80,000	-	-	-	-	80,000
Issued for exercise of warrants	4,600,000	230,000	-	-	-	-	230,000
Fair value of options granted	-	-	-	-	216,389	-	216,389
Net loss	-	-	-	-	-	(829,127)	(829,127)
April 30, 2016	65,450,515	\$ 5,714,878	\$ -	\$ (141,240)	\$ 410,098	\$ (5,566,512)	\$ 417,224

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

Zadar Ventures Ltd.

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Interim Statements of Cash Flows

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

Nine Months Ended April 30	2016	2015
Cash flows from operating activities		
Net loss	\$ (829,127)	\$ (359,802)
Adjustments for:		
Unrealized loss on investment	95,173	234,280
Stock based compensation	216,389	-
Changes in non-cash working capital		
Goods and services tax recoverable	(8,745)	(4,886)
Advances to related parties	(2,459)	16,416
Prepaid expenses	-	1,870
Accounts payable and accrued liabilities	110,871	73,659
	<u>(417,898)</u>	<u>(38,463)</u>
Cash flows from investing activities		
Exploration and evaluation expenditures	<u>(159,982)</u>	<u>-</u>
Cash flows from financing activities		
Proceeds from issuance of common stock, net of issue costs	1,016,895	-
Advances (to) from related parties	<u>(41,856)</u>	<u>12,000</u>
	<u>975,039</u>	<u>12,000</u>
Increase (decrease) in cash	397,159	(26,463)
Cash at beginning of the period	<u>7,495</u>	<u>27,016</u>
Cash at end of the period	<u>\$ 404,654</u>	<u>\$ 553</u>
Supplemental disclosure with respect to cash flows		
Interest paid	\$ -	\$ -
Income taxes paid	\$ -	\$ -
Non cash investing and financing activities		
Shares issued for exploration and evaluation expenditures	<u>\$ 80,000</u>	<u>\$ -</u>

Zadar Ventures Ltd.

(an Exploration Stage Enterprise)

Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2016

1. Nature of Operations

Zadar Ventures Ltd. (“Zadar” or the “Company”) was incorporated on August 6, 2008 under the Business Corporations Act of British Columbia and its principal activity is the exploration of mineral properties. Zadar is a public company with shares listed on the TSX Venture Exchange. The head office, principal address and records office of the Company are located at Suite 1100 – 888 Dunsmuir Street, Vancouver, British Columbia, Canada, V6C 3K4.

Going concern of operations

These financial statements have been prepared assuming the Company will continue on a going-concern basis. The Company has incurred \$4,938,708 of losses since its inception and the ability of the Company to continue as going-concern depends on its ability to raise adequate financing and to develop profitable operations. This creates a material uncertainty and raises significant doubt about the Company’s ability to continue as a going concern.

Management is actively targeting sources of additional financing. Although the Company has been successful in past financings, there is no assurance that future financings will be successful. As the Company is in the exploration and evaluation stage, the Company has not identified a known body of commercial grade mineral on any of its properties. The ability of the Company to realize the costs it has incurred to date on these properties is dependent upon the Company identifying a commercial mineral body, to finance its development costs and to resolve any environmental, regulatory or other constraints which may hinder the successful development of the property.

2. Basis of Preparation

These interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The interim financial statements should be read in conjunction with the annual financial statements for the year ended July 31, 2015, which have been prepared in accordance with IFRS as issued by the IASB.

The accounting policies adopted are consistent with those of the previous financial year. The interim financial statements were approved by the Board of Directors on July 5, 2016.

All dollar amounts are presented in Canadian dollars unless otherwise specified.

3. Investment

	April 30 2016	July 31 2015
Cost	\$ 1,248,000	\$ 1,248,000
Fair value adjustments	<u>(1,167,346)</u>	<u>(1,072,173)</u>
Total	<u>\$ 80,654</u>	<u>\$ 175,827</u>

Zadar Ventures Ltd.

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Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2016

3. Investment (continued)

On January 21, 2014, the Company acquired 676,129 shares of Global Resources Investment Trust (“GRIT”) valued at £1.00 each, in consideration for 4,160,000 shares of the Company valued at \$0.30 each. The GRIT shares trade through the facilities of the London Stock Exchange.

On acquisition, the GRIT shares were valued at \$1,248,000. The GRIT shares have been designated as held for trading and are recorded at fair value, with unrealized gains and losses recognized in profit or loss. At April 30, 2016, the fair value of the GRIT shares is \$80,654.

The fair value of GRIT has been determined by reference to published price quotations in an active market.

While the Company will seek to maximize the proceeds it receives from the sale of its GRIT Shares on the London Stock Exchange, there is no assurance as to the timing of disposition or the amount that will be realized. Funds realized from the sale of the GRIT Shares will be used by the Company for working capital and general corporate purposes.

4. Exploration and Evaluation Assets

Whiskey Gap

The Company entered into an option agreement with 1177129 Alberta Ltd., (the “Optionor”), a company controlled by a company having an officer in common with Zadar, in April 2010, subsequently amended May 30, 2011, September 30, 2011, June 1, 2012 and November 19, 2014, to acquire up to a 100% interest in certain mineral interests located in Alberta, known as the Whiskey Gap Project.

To earn a 60% interest, the Company must make payments and issue shares as follows:

- a) \$12,500 (paid) and issue and allot to the Optionor 100,000 shares of the Company (issued);
- b) on or before the first anniversary of the execution of the Agreement, a further \$12,500 (paid) and issue and allot to the Optionor a further 200,000 shares (issued);
- c) on or before the second anniversary of the execution of the Agreement, a further \$25,000 (paid) and issue and allot to the Optionor a further 300,000 shares (issued);
- d) on or before September 30, 2010, the Company shall expend not less than \$100,000 on Exploration Expenditures on the Property; (incurred)
- e) on or before June 30, 2012, the Company shall pay \$100,000 to the Optionor (paid);
- f) on or before December 31, 2012, the Company shall pay a further \$50,000 (paid) and issue and allot to the Optionor a further 500,000 shares (issued).

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Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2016

4. Exploration and Evaluation Assets (continued)

The Company has a further option to acquire the remaining 40% interest in the Property by paying the Optionor \$100,000 and by issuing the Optionor an additional 1,000,000 shares (issued, fair value of \$250,000) on or before September 30, 2015, which was extended by the Optionor until September 30, 2016.

Upon earning a 60% interest by making the cash payments, issuing the shares, and incurring the exploration expenditures as set out above and electing not to acquire any further interests after earning 60%, the Company and the Optionor will form a joint venture with standard dilution clauses.

At July 31, 2015, management has decided to write the costs accumulated on the property down to \$10,000 as an asset impairment. While management still believes that the property is of merit and warrants continued development, lack of activity due to market conditions, and difficulty obtaining financing, necessitates a write down at this time in line with the Company's accounting policy for exploration and evaluation assets.

Bullrun Uranium Project

On April 12, 2013, the Company entered into a purchase agreement with an arm's length vendor to acquire a 100% interest in the Bullrun uranium project, located in the southwestern Athabasca Basin in Saskatchewan, Canada.

To earn the 100% interest, the Company must make payments and issue shares as follows:

- a) \$5,000 non-refundable due diligence deposit (paid);
- b) \$10,000 cash payment (paid) and issue 100,000 shares (issued, fair value of \$26,000) by May 20, 2013;
- c) Issue 200,000 shares (issued, fair value of \$28,000) by April 12, 2014;
- d) Issue 250,000 shares by April 12, 2015; and
- e) \$250,000 cash payment by the earlier of April 12, 2019 or upon receipt of a NI 43-101 report indicating resources of a minimum 250,000 lbs of uranium deposits on the property.
- f) The Company is to incur no less than \$50,000 of exploration expenditures on the claims on or before July 2015 and \$100,000 exploration expenditures on or before July 2016.

The Vendor will retain a 1% NSR, of which 0.5% can be purchased by the Company for a cash payment of \$1,000,000 less any amount previously paid by the Company to the Vendor as NSR payments.

A finder's fee comprising \$1,500 in cash and 10,000 shares (fair value of \$3,000) was paid/issued.

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4. Exploration and Evaluation Assets (continued)

During the year ended July 31, 2015, the Company returned the Bullrun property to the vendor without penalty and the capitalized costs have been written off.

Bullrun Blocks D and E

On May 10, 2013, pursuant to a purchase agreement with an unrelated party, the Company acquired a 100% interest in certain mineral claims known as the Bullrun Blocks D and E properties, in exchange for issuance of 250,000 common shares of the Company (issued, fair value of \$75,000), and reservation to the vendor of a 2% net smelter revenue royalty. A finder's fee of 25,000 shares was issued (fair value of \$7,500).

During the year ended July 31, 2015, the Company abandoned Bullrun Blocks D and E and wrote off the capitalized costs.

Upper Poulton Lake

On April 10, 2013 and as amended on October 10, 2013 and April 15, 2014, the Company entered into an option agreement with an arm's length vendor (the "Vendor"), whereby the Company can earn a 100% interest in the Upper Poulton Lake Property located in the Athabasca Basin in Saskatchewan, Canada.

To earn a 100% interest, the Company must make payments, issue shares and incur exploration expenditures as follows:

- a) \$10,000 non-refundable due diligence deposit (paid);
- b) \$40,000 cash payment (paid) and issuance of 100,000 shares (issued, fair value of \$28,000) by April 20, 2013;
- c) \$50,000 cash payment (\$32,760 paid) by January 18, 2014;
- d) issuance of 550,000 shares (issued, fair value of \$66,000) by April 10, 2014;
- e) \$75,000 cash payment by April 10, 2015;
- f) \$50,000 cash payment and issuance of 250,000 shares by April 10, 2016;
- g) \$1,000,000 cash payment by April 10, 2017; and
- h) No less than \$2,000,000 in exploration expenditures by April 10, 2017.

The Vendor will retain a 1% NSR, of which 0.5% can be purchased by the Company for a cash payment of \$1,000,000 less any amount previously paid by the Company to the Vendor as NSR payments.

A finder's fee of \$10,000 and 10,000 shares (fair value of \$2,500) was paid/issued.

During the year ended July 31, 2015, the Company allowed its interest in the Upper Poulton Lake property to lapse and is negotiating a settlement with the Vendor, and the capitalized costs have been written off.

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Notes to the Financial Statements

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April 30, 2016

4. Exploration and Evaluation Assets (continued)

Pasfield Lake Project

On September 25, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada, for consideration comprising \$25,000 in cash (paid) and issuance of 1,745,000 shares of the Company (issued, fair value of \$436,250).

During 2014 a fee of \$50,000 was paid to extend the option period and a finder's fee of \$6,000 was paid in 2013.

The vendor will retain a NSR of 2%, of which 1% may be purchased the Company for \$1,000,000.

At July 31, 2015, management has decided to write the costs accumulated on the Pasfield Lake property down to \$10,000 as an asset impairment. While management still believes that the property is of merit and warrants continued development, lack of activity due to market conditions, and difficulty obtaining financing, necessitates a write down at this time in line with the Company's accounting policy for exploration and evaluation assets.

Patterson Northeast

The Company entered into an option agreement with Basin Minerals Ltd. ("Basin"), on May 31, 2013 and as amended on July 9, 2013 and February 8, 2014 to acquire a 100% interest in certain mineral interests located in Saskatchewan, known as the Patterson Northeast Property.

To earn a 100% interest, the Company must make payments, issue shares and incur exploration expenditures as follows:

- a) \$5,000 non-refundable due diligence deposit (paid);
- b) \$125,000 cash payment 160 days after signing (paid), of which \$100,000 will be invested in the private placement being undertaken by the Company (subscription received);
- c) \$25,000 cash payment by December 22, 2014;
- d) \$75,000 cash payment by May 1, 2015;
- e) \$150,000 cash payment by November 1, 2015;
- f) \$150,000 cash payment by May 1, 2016;
- g) \$1,000,000 cash payment by November 1, 2016;
- h) \$1,500,000 cash payment by May 9, 2017; and
- i) \$2,000,000 in exploration expenditures by May 31, 2017.

During the year ended July 31, 2015, the Company abandoned the Patterson Northeast property and has returned it without penalty to Basin and the capitalized costs have been written off.

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Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2016

4. Exploration and Evaluation Assets (continued)

Highrock/Riverlake Project

On November 21, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada known as the Highrock and Riverlake Projects, in exchange for issuance of 330,000 common shares of the Company (issued, fair value of \$82,500).

The vendor will retain a NSR of 2%, of which 1% may be purchased the Company for \$1,000,000.

At July 31, 2015, management decided to write the costs accumulated on the Riverlake property down to \$10,000 as an asset impairment. While management still believes that the property is of merit and warrants continued development, lack of activity due to market conditions, and difficulty obtaining financing, necessitates a write down at this time in line with the Company's accounting policy for exploration and evaluation assets.

During the year ended July 31, 2015 the Company allowed the Highrock claims to lapse.

Stony Road Project

On November 21, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada known as the Stony Road Project, in exchange for issuance of 40,000 common shares of the Company (issued, fair value of \$12,800).

The vendor will retain a NSR of 2%, of which 1% may be purchased the Company for \$1,000,000.

During the 2014 fiscal year the Company decided to write off all costs associated with the property to net profit or loss as the claims have lapsed.

West Carswell Project

On December 17, 2013, the Company entered into an agreement to acquire a 100% interest in certain mineral claims located in the Athabasca Basin, Saskatchewan, Canada known as the West Carswell Project, in exchange for issuance of 385,000 common shares of the Company (issued, fair value of \$103,950).

The vendor will retain a NSR of 2%, of which 1% may be purchased the Company for \$1,000,000.

At July 31, 2015, management has decided to write the costs accumulated on the West Carswell property down to \$10,000 as an asset impairment. While management still believes that the property is of merit and warrants continued development, lack of activity due to market conditions, and difficulty obtaining financing, necessitates a write down at this time in line with the Company's accounting policy for exploration and evaluation assets.

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Notes to the Financial Statements

(Unaudited – Prepared by Management)

April 30, 2016

4. Exploration and Evaluation Assets (continued)

WSP/CR Claims

On March 3, 2016 the Company entered into an option agreement with GeoXplor Corp. (“GeoXplor”) to acquire a 100% interest in two prospective lithium projects in Nevada, USA, known as the WSP and CR claims.

In order to exercise the option to earn the 100% interest, Zadar must issue 5,000,000 of its common shares and pay US\$450,000 in cash payments to GeoXplor as follows:

- US\$50,000 on the effective date (paid);
- 1,000,000 common shares on TSX.V approval (issued);
- US\$50,000 on or before March 25, 2016 (paid);
- 1,000,000 common shares on each of the first four anniversaries of the effective date;
- US\$75,000 on each of the first and second anniversaries of the effective date; and
- US\$100,000 on each of the third and fourth anniversaries of the effective date.

Zadar will be required to make exploration expenditures of US\$200,000 in year one, a further US\$300,000 in year two, a further US\$1,000,000 in year three and a further US\$1,000,000 in year four. On the fifth anniversary of the Effective Date, and annually thereafter, Zadar shall pay minimum advanced annual royalties payments of US\$100,000.

Upon completion of an inferred resource calculation that confirms either of the properties having a minimum presence of 100,000 tons lithium carbonate equivalent grading at no lower than 28 parts per million lithium grade average, Zadar shall pay GeoXplor US\$1,000,000 in cash or Zadar Shares, or a combination thereof at Zadar’s election.

Upon Completion of an Economic Study on either of the properties on or before the 10th anniversary of the effective date, Zadar shall pay to GeoXplor US\$2,000,000 in cash or Zadar Shares, or a combination thereof at GeoXplor’s election.

GeoXplor will maintain 3% gross value Royalty return of which 2% can be purchased by Zadar at any time for US\$5,000,000.

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April 30, 2016

Exploration and Evaluation Expenditures

Nine Months Ended April 30	Acquisition Costs 2016	Exploration Costs 2016	Total 2016	Total 2015
Whisky Gap				
Acquisition costs - cash	\$ 8,000	\$ -	\$ 8,000	\$ -
Mineral property costs for the period	8,000	-	8,000	-
Balance, beginning of period	10,000	-	10,000	754,128
Balance, end of period	18,000	-	18,000	754,128
BullRun				
Balance, beginning of period	-	-	-	156,000
Balance, end of period	-	-	-	156,000
Upper Poulton Lake				
Balance, beginning of period	-	-	-	191,260
Balance, end of period	-	-	-	191,260
Pasfield Lake				
Balance, beginning of period	10,000	-	10,000	527,408
Balance, end of period	10,000	-	10,000	527,408
Patterson Northeast				
Balance, beginning of period	-	-	-	221,168
Balance, end of period	-	-	-	221,168
Riverlake				
Balance, beginning of period	10,000	-	10,000	82,500
Balance, end of period	10,000	-	10,000	82,500
West Carswell				
Balance, beginning of period	10,000	-	10,000	103,950
Balance, end of period	10,000	-	10,000	103,950
WSP/CR Claims				
Acquisition costs - cash	147,764	-	147,764	-
Acquisition costs - shares	80,000	-	80,000	-
Geological consulting	-	4,218	4,218	-
Mineral property costs for the period	227,764	4,218	231,982	-
Balance, beginning of period	-	-	-	-
Balance, end of period	227,764	4,218	231,982	-
Total	\$ 275,764	\$ 4,218	\$ 279,982	\$ 2,036,414

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5. Share Capital

(a) Authorized share capital

Unlimited common shares without par value

(b) Escrow shares

Currently 834,150 common shares are held in escrow.

(c) Share purchase options

The Company has an incentive stock option plan (the "Plan"), whereby the Company may grant stock options to directors, officers, employees or consultants. Under the Plan, options are exercisable up to a maximum of 10 years as determined by the Board of Directors and are required to have an exercise price no less than the closing market price of the Company's shares on the trading day immediately preceding the day on which the Company announces the grant of options. The Plan provides for the issuance of up to 10% of the Company's issued common shares at the date of the grant.

	Number of options	Weighted average exercise price \$
Options outstanding at July 31, 2015	1,300,000	0.25
Granted	2,500,000	0.15
Expired	(700,000)	0.25
Options outstanding at April 30, 2016	3,100,000	0.17

Expiry date	Remaining contractual life (years)	Options outstanding and exercisable	Exercise Price \$
May 30, 2017	1.08	600,000	0.25
April 19, 2018	1.97	2,500,000	0.15
		3,100,000	

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April 30, 2016

5. Share Capital (continued)

The Company has granted options to employees, consultants, directors and officers of the Company as follows:

Grant Date	April 19, 2016
Number of options	2,500,000
Exercise price	\$ 0.15
Expected dividend yield	0%
Expected stock price volatility	100%
Risk-free interest rate	1.06%
Expected life of options	2 years
Fair value	\$ 216,389

Option pricing models require the input of highly subjective assumptions, particularly the expected stock price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

(d) Share purchase warrants

	Number of warrants	Weighted average exercise price \$
Warrants outstanding at July 31, 2015	-	-
Issued in private placements	33,498,215	0.08
Exercised	(4,600,000)	0.05
Warrants outstanding at April 30, 2016	28,898,215	0.08

Expiry date	Number of warrants	Exercise Price \$
December 23, 2018	18,900,000	0.05
April 25, 2017	9,998,215	0.15
	28,898,215	0.08

6. Financial Instruments and Risk Management

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company's cash and due from related parties are subject to credit risk. The Company manages credit risk by placing cash with major Canadian financial institutions. Management believes that credit risk related to these amounts is nominal.

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6. Financial Instruments and Risk Management (continued)

Liquidity risk

Liquidity risk arises from the excess of financial obligations over available financial assets due at any point in time. The Company's approach to managing liquidity risk is to try to have sufficient liquidity to meet liabilities when due. As at April 30, 2016, the Company had a cash balance of \$404,654 to settle current liabilities of \$434,315. All of the Company's accounts payable and accrued liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms. To maintain liquidity, the Company is currently investigating financing opportunities. Management intends to continue to finance its activities by raising funds by private equity investments. While the Company has been successful in obtaining its required funding in the past there is no assurance that this financing will be extended or that any additional future financing will be available. The Company is exposed to risk that it will encounter difficulty in satisfying its liabilities. The Company may mitigate this risk by selling its investment to cover its current liabilities.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk is not material.

Foreign currency risk

Foreign currency risk is the risk that the future cash flows or fair value of the Company's financial instruments that are denominated in a currency that is not the Company's functional currency will fluctuate due to the change in foreign exchange rate.

The functional currency of the Company is the Canadian dollar. The Company does not conduct business outside of Canada. However, the Company holds an investment that is denominated in British Pounds. As such, it is subject to fluctuations in the exchange rates for the Canadian dollar and British Pound. As at April 30, 2016, the Company has a held for trading investment with a fair value of \$80,654. Each 10% change in the Canadian dollar versus the British Pound will result in a gain/loss of approximately \$8,000.

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6. Financial Instruments and Risk Management (continued)

Other price risk

Other price risk is the risk that changes in market prices including commodity or equity prices will have an effect on the fair value or future cash flows associated with financial instruments. The equity price risk associated with the Company's current held for trading investment primarily relates to the change in the market prices of the investments in the portfolio. As at April 30, 2016, the Company owns 676,129 GRIT common shares with each common share valued at £0.0425 or \$0.08. Management believes there is price risk related to this investment.

7. Capital Management

The Company includes cash and equity, comprising issued common shares, contributed surplus and deficit in the definition of capital.

The Company manages its capital to ensure it will be able to continue as a going concern largely through equity financing. These stock issues depend on numerous factors including a positive mineral exploration environment, positive stock market conditions, a company's track record, and the experience of management. The Company is not exposed to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the period ended April 30, 2016.

8. Related Party Transactions

Certain of the Company's officers and directors render services to the Company through companies in which they are an officer or director.

Party	Transactions
622738 BC Ltd.	Consulting and management fees
Bua Capital Management Ltd.	Finder's fee, management fees and stock based compensation
Paul Gray Geological Consultants Ltd.	Management fees
1177129 Alberta Ltd.	Consulting and management fees and stock based compensation
GRW Inc.	Consulting and management fees

The Company incurred the following fees and expenses in the normal course of operations with related parties.

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8. Related Party Transactions (continued)

Nine months ended Ended April 30	2016	2015
Management fees	\$ 29,500	\$ 19,500
Office and administration fees	<u>36,900</u>	<u>36,900</u>
	<u>\$ 66,400</u>	<u>\$ 56,400</u>

Amounts due from related parties comprise \$31,665 in advances to companies controlled by officers and directors. Such amounts are unsecured, non-interest bearing and without specific repayment terms.

Amounts due to related parties comprise \$70,865 in advances from companies with common management.

9. Subsequent Events

Subsequent to April 30, 2016 the Company issued 547,021 shares pursuant to exercise of warrants.