

# **New Nadina Explorations Limited**

*(An Exploration Stage Company)*

**Consolidated Financial Statements**

**For the years ended August 31, 2016 and August 31, 2015**

**(Expressed in Canadian Dollars)**

## INDEPENDENT AUDITORS' REPORT

To the Shareholders of  
New Nadina Explorations Limited

We have audited the accompanying consolidated financial statements of New Nadina Explorations Limited, which comprise the consolidated statements of financial position as at August 31, 2016 and 2015 and the consolidated statements of loss and comprehensive loss, changes in equity (deficiency), and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

### *Management's Responsibility for the Consolidated Financial Statements*

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditors' Responsibility*

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

### *Opinion*

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of New Nadina Explorations Limited as at August 31, 2016 and 2015 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.



*Emphasis of Matter*

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which describes conditions and matters that indicate the existence of a material uncertainty that may cast significant doubt about New Nadina Explorations Limited's ability to continue as a going concern.

**“DAVIDSON & COMPANY LLP”**

Vancouver, Canada

Chartered Professional Accountants

December 14, 2016

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

	August 31, 2016	August 31, 2015
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ 8,241	\$ 21,689
Receivables and prepaids (Note 8)	7,618	4,524
	<u>15,859</u>	<u>26,213</u>
Reclamation deposits (Note 4)	87,500	82,500
Property and equipment (Note 5)	75,552	94,439
Exploration and evaluation assets (Note 6)	38,417	38,414
	<u>\$ 217,328</u>	<u>\$ 241,566</u>

### LIABILITIES AND EQUITY (DEFICIENCY)

#### LIABILITIES

##### CURRENT LIABILITIES

Payables and accruals	\$ 56,655	\$ 33,562
Due to Kettle River Resources Ltd. (Note 8)	-	4,000
Due to related parties - current (Note 8)	164,589	28,728
	<u>221,244</u>	<u>66,290</u>
Due to related parties - non-current (Note 8)	411,900	-
	<u>633,144</u>	<u>66,290</u>

##### EQUITY (DEFICIENCY)

Share capital (Note 7)	13,682,779	13,262,912
Reserves (Note 7(e))	2,602,732	2,602,732
Deficit	(16,701,327)	(15,690,368)
	<u>(415,816)</u>	<u>175,276</u>
	<u>\$ 217,328</u>	<u>\$ 241,566</u>

Nature and continuance of operations (Note 1)

Events after the reporting period (Note 13)

Approved by the Board of Directors and authorized for issue on December 14, 2016.

On behalf of the Board of Directors:

*"Ellen Clements"*

*"John Jewitt"*

Ellen Clements, Director

John Jewitt, Director

See accompanying notes to the consolidated financial statements

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

Years Ended August 31

2016

2015

### Exploration expenses

Assay analysis	\$	2,889	\$	3,400
Camp preparation		4,183		7,202
Depreciation (Note 5)		18,922		23,609
Drilling		-		-
General exploration and consulting		42,567		99,823
Geology		4,225		8,479
Property, assessment and taxes		20,166		8,461
Staking and maintenance costs		-		-
Technical reports		-		-
		<u>92,952</u>		<u>150,974</u>

Less: Government assistance		(36,096)		(47,201)
Less: Contribution from participants		(4,387)		(6,156)
Less: Other recoveries		(4,950)		-
Net exploration expenses (Note 6(d))		<u>47,519</u>		<u>97,617</u>

### Administration expenses

Depreciation (Note 5)		82		-
Insurance		3,377		1,686
Interest expense		5,781		-
Legal, audit and accounting		28,025		29,657
Licences, fees and other		11,166		10,738
Office rent		14,400		10,200
Printing, stationery and office		26,153		27,658
Payroll and management fees		34,950		-
Telephone		5,222		3,165
Transfer agent fees		23,552		7,644
Travel and promotion		3,451		3,253
Loss on disposal of assets		340		-
Less: Interest income and other		(3,267)		(1,815)
		<u>153,232</u>		<u>92,186</u>

Loss from operations		<u>(200,751)</u>		<u>(189,803)</u>
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Plan of Arrangement costs (Note 3)		(85,225)		-
Transaction expense (Note 3)		(724,983)		-

### Net loss and comprehensive loss for the year

\$	(1,010,959)	\$	(189,803)
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Weighted average number of common shares outstanding	10,985,001	8,448,657
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Loss per common share, basic and diluted	\$	(0.09)	\$	(0.02)
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See accompanying notes to the consolidated financial statements

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

Years Ended August 31

	2016	2015
<b>Cash provided by (used for):</b>		
<b>Operating Activities:</b>		
Net loss for the year	\$ (1,010,959)	\$ (189,803)
<b>Adjustments for items not involving cash:</b>		
Depreciation	19,004	23,609
Loss on disposal of assets	340	-
Transaction expense	724,983	-
<b>Change in non-cash working capital:</b>		
Receivables and prepaids	1,919	14,354
Payables and accruals	54,734	14,803
Due to related parties	167,560	(19,767)
Due to Kettle River Resources Ltd.	-	1,606
	<u>(42,419)</u>	<u>(155,198)</u>
<b>Investing Activities:</b>		
Cash assumed on acquisition of Kettle River	721	-
	<u>721</u>	<u>-</u>
<b>Financing Activities:</b>		
Advances from related party	28,250	-
	<u>28,250</u>	<u>-</u>
<b>Net decrease in cash</b>	<b>(13,448)</b>	<b>(155,198)</b>
<b>Cash, beginning of year</b>	<b>21,689</b>	<b>176,887</b>
<b>Cash, end of year</b>	<b>\$ 8,241</b>	<b>\$ 21,689</b>
<b>Cash paid for interest</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Cash paid for income tax</b>	<b>\$ -</b>	<b>\$ -</b>

During the year ended August 31, 2016, the Company issued 1,427,000 common shares at a fair value of \$0.10 per share to settle debt in the amount of \$142,700.

There were no other non-cash financing or investing activities during the years ended August 31, 2016 and 2015.

See accompanying notes to the consolidated financial statements

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Consolidated Statement of Changes in Equity (Deficiency)

(Expressed in Canadian Dollars)

Years Ended August 31, 2016 and 2015

	Number of shares	Share capital	Reserves	Deficit	Total Equity (Deficiency)
August 31, 2014	8,448,657	\$ 13,262,912	\$ 2,602,732	\$ (15,500,565)	\$ 365,079
Net loss for the year	-	-	-	(189,803)	(189,803)
August 31, 2015	8,448,657	13,262,912	2,602,732	(15,690,368)	175,276
Shares issued for asset acquisition	2,771,671	277,167	-	-	277,167
Shares issued for debt	1,427,000	142,700	-	-	142,700
Net loss for the year	-	-	-	(1,010,959)	(1,010,959)
<b>August 31, 2016</b>	<b>12,647,433</b>	<b>\$ 13,682,779</b>	<b>\$ 2,602,732</b>	<b>\$ (16,701,327)</b>	<b>\$ (415,816)</b>

See accompanying notes to the consolidated financial statements

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 1. NATURE AND CONTINUANCE OF OPERATIONS

New Nadina Explorations Limited ("the Company") was incorporated April 7, 1964 under the laws of British Columbia and is engaged in the exploration of mineral resources. The address of the Company's corporate office and principal place of business is 1215 Greenwood Street, Greenwood, BC V0H 1J0.

During the year ended August 31, 2016, the Company consolidated its share capital on a 10 old for 1 new basis (Note 7). Accordingly, all equity accounts have been adjusted retroactively within these consolidated financial statements (the "financial statements").

The properties of the Company are without a known economically feasible ore body. The exploration programs undertaken and proposed constitute an exploratory search. There is no assurance that the Company will be successful in its search. The business of exploring for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish ore reserves, to develop metallurgical processes, and to construct mining and processing facilities at a particular site. It is not possible to ensure that the current exploration programs planned by the Company will result in a profitable commercial mining operation.

Although the Company has taken steps to verify title to resource properties in which it has an interest in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

These financial statements have been prepared on the going concern basis, which assumes the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Several adverse conditions cast substantial doubt on the validity of this assumption. The Company has incurred operating losses over the past several fiscal years (2016 - \$1,010,959; 2015 - \$189,803), has limited financial resources, limited operating cash due to government assistance received during the year, and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its mineral property projects.

The application of the going concern concept is dependent upon the Company's ability to generate future profitable operations and receive continued financial support from its creditors and shareholders. These financial statements do not give effect to any adjustments that might be required should the Company be unable to continue as a going concern and therefore, be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts differing from those reflected in the financial statements.

Management plans to continue to pursue equity or debt financing to support operations. Management believes this plan will be sufficient to meet the Company's liabilities and commitments as they become payable over the next twelve months. There can be no assurance that management's plan will be successful. Failure to maintain the support of creditors and obtain additional external equity financing will cause the Company to curtail operations and the Company's ability to continue as a going concern will be impaired. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

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### 2. SIGNIFICANT ACCOUNTING POLICIES

#### a) Basis of presentation, statement of compliance and principles of consolidation

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These financial statements have been prepared on a historical cost basis except for certain financial instruments carried at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information. The financial statements have been presented in Canadian dollars unless otherwise noted.



# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 2. SIGNIFICANT ACCOUNTING POLICIES - continued

#### a) Basis of presentation, statement of compliance and principles of consolidation – continued

These financial statements include the financial statements of the Company and its subsidiary. Subsidiaries are entities controlled by the Company, and are included in the financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries are changed where necessary to align them with the policies adopted by the Company.

On November 6, 2015, the Company completed a Plan of Arrangement with Kettle River Resources Ltd. (“Kettle River”) whereby they obtained control of Kettle River through a share exchange transaction (Note 3). Accordingly, the accounts of Kettle River have been included in these financial statements from November 6, 2015.

#### b) Significant accounting estimates and judgments

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods if the revision affects both current and future periods.

Management considers the following areas to be those where critical accounting policies affect the significant judgments and estimates used in the preparation of the Company’s financial statements.

##### **Critical judgments**

The preparation of these financial statements requires management to make judgments regarding the going concern of the Company, as discussed in Note 1, as well as the determination of functional currency, which is defined as the primary economic environment in which an entity operates. The functional currency of the Company and its subsidiary has been determined to be the Canadian dollar.

##### **Significant Estimates**

##### ***Carrying value and recoverability of exploration and evaluation assets***

The carrying amount of the Company’s exploration and evaluation assets does not necessarily represent present or future values, and the Company’s exploration and evaluation assets have been accounted for under the assumption that the carrying amount will be recoverable. Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development and upon future profitable production or proceeds from the disposition of the mineral properties themselves. Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management’s assessment as to the overall viability of its properties or to the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company’s mineral properties.

To the extent that any of management’s assumptions change, there could be a significant impact on the Company’s future financial position, operating results and cash flows.

##### ***Fair value of stock options and warrants***

Charges for share-based compensation are based on the fair value at the date of the award. Stock options are valued using the Black-Scholes Option Pricing Model, and inputs to the model include assumptions on expected volatility, discount rates and expected term, dividend yield, and expected forfeitures. Any changes in the estimates or inputs utilized to determine fair value could result in a significant impact on the Company’s future operating results or on other components of equity. Expected volatility is a measure for variation of a price of a financial instrument over time. Expected volatility is derived from a time series of past market prices therefore may not be an accurate representation of future volatility.

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 2. SIGNIFICANT ACCOUNTING POLICIES – continued

#### b) Significant accounting estimates and judgments – continued

##### *Income taxes*

The estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and future income tax provisions or recoveries could be affected.

#### c) Exploration and evaluation expenditures

Once a permit to explore an area has been secured, expenditures on exploration and evaluation assets are expensed as incurred and charged to net loss. Costs to acquire the main property are capitalized and costs to acquire claims peripheral to the main property are expensed.

Exploration and evaluation expenditures are those related to the search for and evaluation of mineral resources incurred after the Company has obtained legal rights to explore a specific area and before the technical feasibility and commercial viability of a mineral reserve are demonstrable. Exploration and evaluation expenditures incurred prior to the determination of the feasibility of mining operations, a positive construction and production decision, and the securing of appropriate permits and financing, are expensed as incurred.

Exploration expenditures relate to the initial search for mineral deposits with economic potential and to detailed assessments of deposits or other projects that have been identified as having economic potential.

Such expenditures include any cash consideration and advance earn-in payments and the fair market value of shares issued, if any, related to the mineral property interests.

Properties acquired under option agreements, whereby payments are made at the sole discretion of the Company, are recorded in the accounts when the payments are made.

Cost recoveries, including government assistance, are recorded as a reduction of exploration expense to the extent they are not directly related to capitalized acquisition costs.

#### d) Property and equipment

Property and equipment are stated at cost less accumulated depreciation. Depreciation is recorded on the declining balance basis at the rates indicated in Note 5 and is allocated as a component of either exploration costs or general operating expenses based on the nature of the use of the underlying asset.

#### e) Impairment of non-financial assets

At each reporting period, management reviews all non-financial assets for indicators of impairment. If such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction. In assessing value in use, the estimated future cash flows are discounted to their present value. If the recoverable amount of the asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for that period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which that asset belongs.

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 2. SIGNIFICANT ACCOUNTING POLICIES – continued

#### f) Provision for closure and reclamation

Provisions for closure and reclamation obligations are recognized when a legal or constructive obligation arises. The liability is recognized at the present value of management's best estimate of the closure and reclamation obligation. The estimate is discounted to the present value using a discount rate specific to the obligation. When the liability is initially recorded the Company capitalizes the cost by increasing the carrying amount of the related long-lived assets. Over time the liability is accreted to its present value each period, and the capitalized cost is amortized on the same basis as the related asset. Upon settlement of the liability, the Company may incur a gain or loss.

#### g) Income taxes

Income tax on profit or loss for the year comprises current and deferred tax. Current tax is the expected tax paid or payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax paid or payable in respect of previous years.

The Company records deferred tax assets and liabilities when the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Deferred income tax assets also result from unused loss carry forwards, resource related pools and other deductions. A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

#### h) Flow-through shares

The Company has issued common shares as flow-through shares, whereby the investor may claim the tax deductions arising from the related resource expenditures. When flow-through shares are issued, the Company bifurcates the flow-through share into share capital and flow-through tax liability components. When resource expenditures are renounced to the investors and the Company has reasonable assurance that the expenditures will be completed, the liability is reversed, and a deferred income tax liability is recognized.

Previous unrecognized deferred tax assets may be used to reduce this liability amount, and the Company will recognize a future income tax recovery to this extent. The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the look-back rule, in accordance with the Canadian government.

#### i) Financial instruments

##### Financial assets

Financial assets are classified in the following categories: fair value through profit or loss, loans and receivables, held to maturity and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of financial assets at initial recognition.

##### i. Fair value through profit or loss

Financial assets at fair value through profit or loss ("FVTPL") are initially recognized at fair value with changes in fair value recorded through profit or loss. Cash is included in this category of financial assets.

##### ii. Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are classified as current assets or non-current assets based on their maturity date. Loans and receivables are carried at amortized cost less any impairment. Loans and receivables comprise receivables and reclamation deposits.

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 2. SIGNIFICANT ACCOUNTING POLICIES - continued

#### i) Financial instruments – continued

##### iii. Held to maturity

These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized through profit or loss. The Company currently does not have any held to maturity financial assets.

##### iv. Available-for-sale

Available-for-sale ("AFS") financial assets are non-derivatives that are either designated as available-for-sale or not classified in any of the other financial asset category. Changes in the fair value of AFS financial assets are recognized as other comprehensive income or loss and classified as a component of equity.

Management assesses the carrying value of AFS financial assets at each reporting period. Any impairment charge is removed from other comprehensive income or loss and recognized in income or loss. When financial assets classified as available-for-sale are sold, the accumulated fair value adjustments recognized in other comprehensive income are reclassified to profit and loss. The Company currently does not have any AFS financial assets.

All financial assets except for those at FVTPL are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described above.

#### Financial liabilities

Financial liabilities are classified into the following categories:

##### i. Fair value through profit or loss

This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the consolidated statement of financial position at fair value with changes in fair value recognized through profit or loss.

##### ii. Other financial liabilities

This category consists of liabilities carried at amortized cost using the effective interest method. The Company classifies its payables and accruals and amounts due to related parties as other financial liabilities.

#### j) Share-based payments

Common shares are classified as equity (deficiency). Transaction costs directly attributable to the issue of common shares and share options are recognized as a deduction from equity (deficiency), net of any tax effects. Common shares issued for consideration other than cash, are valued based on their market value at the date the shares are issued.

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The Company considers the fair value of common shares issued in a unit private placement to be the more easily measurable component and the common shares are valued at their fair value, as determined by the closing quoted bid price on the announcement date. The balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded as a component of reserves.

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 2. SIGNIFICANT ACCOUNTING POLICIES – continued

#### j) Share-based payments - continued

The Company's stock option plan allows employees and consultants to acquire shares of the Company. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods on a graded basis. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The fair value of the share-based payments is measured using the Black-Scholes Option Pricing Model. The fair value of the share-based payments is recognized as an expense with a corresponding increase in reserves. Consideration received on the exercise of stock options is recorded as share capital and the related reserves amount is transferred to share capital.

#### k) Loss per share

Basic loss per share is calculated by dividing the loss attributable to common shareholders by the weighted average number of common shares outstanding in the period. Diluted loss per share is calculated whereby; the weighted average number of common shares outstanding for the calculation of diluted loss per share assumes that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the period. Where the effects of including all outstanding options and warrants would be anti-dilutive, no dilution is calculated and the diluted loss per share is presented as the same as basic loss per share.

#### l) New accounting standards, interpretations and amendments to existing standards

During the year ended August 31, 2016, the Company adopted certain new accounting standards and amendments to existing standards, none of which had a significant impact on the financial statements.

Other accounting standards or amendments to existing accounting standards have been issued but are not yet effective are as follows:

- i) IFRS 9: New standard that replaced IAS 39 for classification and measurement of financial assets, effective for annual periods beginning on or after January 1, 2018;

The Company has not early adopted these standards and is currently assessing the impact these standards will have on its financial statements.

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### 3. PLAN OF ARRANGEMENT

On November 6, 2015, the Company acquired a 100% interest in Kettle River through completion of a Plan of Arrangement, which was previously approved by Kettle River shareholders on October 16, 2015. The Company acquired all of the issued and outstanding common shares of Kettle River in exchange for 2,771,671 common shares at a fair value of \$0.10 per share. The Company determined that the acquisition of Kettle River was an asset acquisition for accounting purposes pursuant to IFRS 2, Share-based Payment.

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

### 3. PLAN OF ARRANGEMENT - continued

The purchase consideration has been assigned based on the fair values of the assets acquired and liabilities assumed as follows:

Purchase price:		
Issuance of 2,771,671 common shares	\$	277,167
Total purchase price	\$	277,167
Purchase price allocation		
Cash	\$	721
Receivables and prepaids		5,013
Reclamation deposits		5,000
Property and equipment		421
Exploration and evaluation assets		3
Accounts payable and accrued liabilities		(24,199)
Due to related parties		(434,775)
Transaction expense		724,983
Total purchase price	\$	277,167

The Company recognized a transaction expense in the amount of \$724,983 in connection with the Plan of Arrangement, which has been reflected in the consolidated statement of loss and comprehensive loss. In addition, the Company recognized other costs associated with the Plan of Arrangement in the amount of \$85,225.

### 4. RECLAMATION DEPOSITS

Included in reclamation deposits of \$87,500 (2015 - \$82,500) are the following amounts:

Description/Property	Amount	Date of Deposit	Bond Description
Silver Queen Property, BC	\$ 5,000	Dec 10, 1999	GIC Bond (Security Agreement)
	4,500	Dec 1, 2004	Cash deposit (non-interest bearing)
	5,000	Aug 5, 2010	GIC Bond (Security Agreement)
	5,000	Aug 8, 2012	GIC Bond (Security Agreement)
	4,000	Dec 3, 2012	GIC Bond (Security Agreement)
	<b>\$ 23,500</b>		
Monument Diamond Property, NWT	\$ 18,000	Apr 5, 2005	Gov't of Northwest Territories
	41,000	Sept 26, 2012	Gov't of Northwest Territories
	<b>\$ 59,000</b>		
Greenwood Property, BC	\$ 5,000	Dec, 8, 1992	GIC Bond (Security Agreement)
	<b>\$ 5,000</b>		

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

### 5. PROPERTY AND EQUIPMENT

	Buildings	Camp Equipment	Office Equipment	Mining Equipment	Total
<b>Depreciation rate</b>	20%	20%	20%	30%	
<b>Cost</b>					
Balance as at August 31, 2014	\$ 148,032	\$ 74,959	\$ -	\$ -	\$ 222,991
Balance as at August 31, 2015	148,032	74,959	-	-	222,991
Assets acquired (Note 3)	-	-	53,972	117,557	171,529
Disposition of assets	-	-	(53,972)	(117,557)	(171,529)
<b>Balance as at August 31, 2016</b>	<b>\$ 148,032</b>	<b>\$ 74,959</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 222,991</b>
<b>Accumulated depreciation</b>					
Balance as at August 31, 2014	\$ 60,994	\$ 43,949	\$ -	\$ -	\$ 104,943
Depreciation for the year	17,408	6,201	-	-	23,609
Balance as at August 31, 2015	78,402	50,150	-	-	128,552
Assets acquired (Note 3)	-	-	53,637	117,469	171,106
Depreciation for the year	13,926	4,961	82	35	19,004
Disposition of assets	-	-	(53,719)	(117,504)	(171,223)
<b>Balance as at August 31, 2016</b>	<b>\$ 92,328</b>	<b>\$ 55,111</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 147,439</b>
<b>Net book value</b>					
Balance as at August 31, 2015	\$ 69,630	\$ 24,809	\$ -	\$ -	\$ 94,439
<b>Balance as at August 31, 2016</b>	<b>\$ 55,704</b>	<b>\$ 19,848</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 75,552</b>

### 6. EXPLORATION AND EVALUATION ASSETS

Acquisition Costs of Mineral properties	Note	2016	2015
Saskatchewan Property (100% interest)	6(a)	\$ -	\$ -
Silver Queen Property (100% interest)	6(b)	38,413	38,413
Monument Diamond Property (57.49% interest)	6(c)	1	1
Greenwood Property (100% interest)	6(d)	2	-
DHK Diamonds Inc. – NWT	6(e)	1	-
		<u>\$ 38,417</u>	<u>\$ 38,414</u>

#### (a) Saskatchewan Property, Saskatchewan

The Company holds a 100% interest in a quarry lease that expires in December 2019.

#### (b) Silver Queen Property, British Columbia

The Company has a 100% interest in the Silver Queen Property near Owen Lake. In December 2012, July and December 2013 and January 2014 the Company acquired additional tenures, all claims contiguous to the existing claim block.

# New Nadina Explorations Limited

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## Notes to the Financial Statements

(Expressed in Canadian Dollars)

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### 6. EXPLORATION AND EVALUATION ASSETS – continued

#### (c) Monument Diamond Property, Northwest Territories

In May 2002, the Company completed a Letter Agreement whereby they acquired a 57.49% interest in certain mineral claims in the Mackenzie District Mining Division, Northwest Territories. The Letter Agreement provides for a 1% gross overriding royalty payable to each of DHK Diamonds Inc., and Kennecott Canada Explorations Inc. Two other parties hold the remaining participating interest in the mineral claims.

In September 2012, the Company was issued a five-year Type “A” Land Use Permit by the Wek’eezhii Land and Water Board which expires on September 3, 2017.

#### d) Greenwood Property, British Columbia

The Company owns through its wholly owned subsidiary, Kettle River, a 100% interest in certain properties comprising approximately 10,000 hectares of mineral tenure of which a portion includes Crown Granted Mineral Claims, some with surface freehold title in the Greenwood Mining Division of British Columbia. The properties have potential for gold, silver, other base metals and industrial mineral potential. Properties include Phoenix, Bluebell (Minnie Moore) - Oro Denoro - BC Mine – Niagara (Eholt Area), Arcadia, Tremblay (Phoenix) Tailings, Tam O’Shanter, and Haas Creek.

#### e) DHK Diamonds Inc.

DHK Diamonds Inc. (“DHK”) is a private company incorporated and registered in the Northwest Territories, currently owned by Kettle River (43.37%), Dentonia Resources Ltd. (43.37%), and Cosigo Resources Ltd. (13.26%).

DHK is a partner in the WO claim block, a diamond property in the Northwest Territories. As of April 15, 2016, DHK has a 10.3165% contributing interest in the WO Joint Venture which is operated by Peregrine Diamonds Ltd. Should DHK reduce to less than a 4% participating interest, they revert to a 0.25% gross overriding royalty.

Operations and funding provisions of DHK are governed by a 1992 Shareholders’ Agreement where each shareholder appoints two directors to the board and certain activities require 75% board approval.

Through an agreement dated October 24, 2003 DHK holds a 1.0% gross overriding royalty on three leases within the Monument Diamond Property, located at Lac de Gras, Northwest Territories, explored for diamond potential, owned (57.49%) and operated by the Company (Note 6(c)).

### Exploration expenses by Property:

#### For the year ended August 31, 2016

	Saskatchewan Property Note 6(a)	Silver Queen Property Note 6(b)	Monument Diamond Property Note 6(c)	Greenwood Property Note 6(d)	DHK Diamonds Inc. Note 6(c)	Total
Assay analysis	\$ -	\$ 2,889	\$ -	\$ -	\$ -	2,889
Camp preparation	-	4,183	-	-	-	4,183
Depreciation	-	18,888	-	34	-	18,922
General exploration	817	36,381	783	4,044	542	42,567
Geology	-	4,225	-	-	-	4,225
Property, assessment and taxes	216	2,575	7,615	9,760	-	20,166
Technical reports	-	-	-	-	-	-
	1,033	69,141	8,398	13,838	542	92,952
Less: Reimbursement (Contributions) from participants	-	-	(4,387)	-	-	(4,387)
Less: Government assistance	-	(32,646)	-	(3,450)	-	(36,096)
Less: Other recoveries	-	-	(4,950)	-	-	(4,950)
Net Exploration	\$ 1,033	\$ 36,495	\$ (939)	\$ 10,388	\$ 542	\$ 47,519



# New Nadina Explorations Limited

(An Exploration Stage Company)

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(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

### 6. EXPLORATION AND EVALUATION ASSETS – continued

#### Exploration expenses by Property - continued

For the year ended August 31, 2015

	Saskatchewan Property Note 6(a)	Silver Queen Property Note 6(b)	Monument Diamond Property Note 6(c)	Total
Assay analysis	\$ -	\$ 3,400	\$ -	\$ 3,400
Camp preparation	-	7,202	-	7,202
Depreciation	-	23,609	-	23,609
General exploration	1,362	89,743	8,718	99,823
Geology	-	8,479	-	8,479
Property, assessment and taxes	208	638	7,615	8,461
	1,570	133,071	16,333	150,974
Less: Government assistance	-	(47,201)	-	(47,201)
Less: Contribution from participants	-	-	(6,156)	(6,156)
Net Exploration	\$ 1,570	\$ 85,870	\$ 10,177	\$ 97,617

### 7. SHARE CAPITAL

- Authorized: unlimited common shares without par value.
- Issued and fully paid:

There were no shares issued during the year ended August 31, 2015.

On March 4, 2016 the Board of Directors approved a share consolidation on a basis of 10 old shares for 1 new share of the Company. Approval was received from the TSX Venture Exchange, and all share and per share amounts have been retroactively adjusted to give effect to the share consolidation within these financial statements.

During the year ended August 31, 2016, 2,771,671 common shares were issued at a fair value of \$0.10 per share in connection with the Company's acquisition of a 100% ownership interest in Kettle River (Note 3).

During the year ended August 31, 2016, the Company entered into a series of shares for debt agreements with various creditors, whereby a total of 1,427,000 common shares were issued at a fair value of \$0.10 per share to settle total debt in the amount of \$142,700. There is a four month hold on the shares issued and accordingly, the shares could not be traded before October 25, 2016.

# New Nadina Explorations Limited

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## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

### 7. SHARE CAPITAL— continued

#### c) Share purchase warrants:

The continuity of share purchase warrants for the years ended August 31, 2016 and 2015 is as follows:

	2016		2015	
	Warrants	Weighted Price \$	Warrants	Weighted Price \$
Opening balance	-	-	652,674	1.40
Expired	-	-	<b>(652,674)</b>	1.40
Closing balance	-	-	-	-
Weighted average years to expiry	-	-	-	-

#### d) Stock options:

The Company has established a stock option plan whereby the Board of Directors may from time to time grant options to directors, officers, employees or consultants. Options granted must be exercised no later than ten years from date of grant or such lesser period as determined by the Company's Board of Directors. The exercise price of options is determined by the Board of Directors and shall not be lower than the allowable discounted closing market price of the shares on the business day immediately prior to the grant date. The options granted to Employees or Consultants conducting investor relations activities must vest in stages over twelve months with no more than one quarter of the options vesting in any three-month period. All other options granted vest at the discretion of the directors.

The continuity of stock options for the years ended August 31, 2016 and 2015 is as follows:

	2016		2015	
	Options	Weighted Price \$	Options	Weighted Price \$
Opening balance	<b>465,000</b>	<b>1.20</b>	<b>485,000</b>	1.20
Expired / cancelled	<b>(215,000)</b>	<b>1.50</b>	<b>(20,000)</b>	1.00
Closing balance	<b>250,000</b>	<b>1.00</b>	<b>465,000</b>	1.20
Weighted average years to expiry	<b>1.46</b>		<b>1.73</b>	

As at August 31, 2016, all of the outstanding stock options are fully vested, and are exercisable at a price of \$1.00 until February 14, 2018.

#### e) Reserves

Reserve includes items recognized as share-based compensation expense and the fair value of warrants issued until such time that the stock options and warrants are exercised, at which time the corresponding amount will be transferred to share capital.

# New Nadina Explorations Limited

(An Exploration Stage Company)

## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 8. RELATED PARTY TRANSACTIONS

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

Remuneration attributed to key management personnel can be summarized as follows:

	Years ended August 31	
	<u>2016</u>	<u>2015</u>
Charged by the President's private company for office rent	\$ 14,400	\$ 10,200
Charged by directors for general exploration and consulting services	\$ 6,800	\$ 9,300

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As at August 31, 2016 the Company owed \$164,589 (2015 - \$28,728) to directors for general exploration and consulting services, exploration management services, equipment rental and office rent. Of this amount, \$22,955 (2015 - \$24,730) is owing to the President and CEO and a company controlled by the President and CEO of the Company, while \$2,400 (2015 - \$3,998) was payable to directors of the Company. These amounts are unsecured, do not bear interest, and are due on demand.

In addition to the above balances, as at August 31, 2016, there are advances owing to the President and CEO of the Company in the amount of \$133,542 (2015 - \$nil) and accrued interest of \$5,692 (2015 - \$nil) for costs related to the Plan of Arrangement (Note 3). Terms of the advances were set by the Company's Board of Directors, who approved a non-arm's length bridge financing with the President and CEO for a principal amount of up to \$100,000 due on the earlier of a term of six months or the completion of a private placement by the Company sufficient to repay the advances made. The advances bear interest at an annual rate equal to 5.0%, to be paid in full, if not before then at the expiry of the term.

As at August 31, 2016 a loan balance of \$411,900 (for cash advances and expenses paid on behalf of the company) assumed from Kettle River, is owing to the President and CEO of the Company. The loan is unsecured, does not bear interest and is not required to be repaid within the next 12 months.

As at August 31, 2016, a total of \$5,487 (2015 - \$nil) was owing from a company with officers and directors in common and has been included in receivables and prepaids.

#### Other related party transactions:

Prior to the Company's acquisition of control of Kettle River (Note 3), the Company would often engage the services of Kettle River to manage exploration projects being carried out on the Company's properties, to perform office-related duties and for use of office space, office equipment and exploration equipment. During the year ended August 31, 2016 Kettle River charged the Company \$nil for these services (2015 - \$40,434). There are no amounts owing to Kettle River, as at August 31, 2016, as all amounts were eliminated on consolidation. As at August 31, 2015, a total of \$4,000 was owed to Kettle River.

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# New Nadina Explorations Limited

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## Notes to the Consolidated Financial Statements

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For the years ended August 31, 2016 and 2015

### 9. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2016	2015
Net loss for the year	\$ (1,010,959)	\$ (189,803)
Expected income tax expense (recovery)	(263,000)	(49,000)
Change in statutory tax rates and other	(9,000)	3,000
Permanent differences	188,000	-
Change in unrecognized deductible temporary differences	84,000	46,000
<b>Total income tax expense (recovery)</b>	<b>\$ -</b>	<b>\$ -</b>

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	2016	Expiry Date Range	2015	Expiry Date Range
<b>Temporary Differences</b>				
Exploration and evaluation assets	\$16,870,000	No expiry date	\$6,948,000	No expiry date
Investment tax credit	760,000	2025 to 2035	493,000	2025 to 2034
Property and equipment	186,000	No expiry date	129,000	No expiry date
Non-capital loss available for future periods	2,619,000	2027 to 2036	993,000	2015 to 2034

Tax attributes are subject to review, and potential adjustment, by tax authorities.

### 10. CAPITAL MANAGEMENT

The Company's objectives for the management of capital are to safeguard the Company's ability to continue as a going concern, including the preservation of capital, and to achieve reasonable returns on invested cash after satisfying the objective of preserving capital.

The Company considers its equity (deficiency) to be its manageable capital. The Company's policy is to maintain sufficient cash and deposit balances to cover operating and exploration costs over a reasonable future period. The Company accesses capital markets as necessary and may also acquire additional funds where advantageous circumstances arise.

The Company currently has no externally-imposed capital requirements. There have been no changes to the Company's approach to capital management during the year ended August 31, 2016.

### 11. FINANCIAL INSTRUMENTS

The Company's financial instruments are exposed to the following risks:

#### *Credit Risk*

The Company's primary exposure to credit risk is the risk of liquidity of cash amounting to \$8,241 at August 31, 2016 (2015 - \$21,689) and reclamation deposits amounting to \$87,500 at August 31, 2016 (2015 - \$82,500). As the Company's policy is to limit cash holdings to instruments issued by major Canadian banks, or investments of equivalent or better quality, the credit risk is considered by management to be negligible.

#### *Liquidity Risk*

Liquidity risk is the risk that the Company will not be able to pay its financial liabilities as they come due. The Company's liquidity risk from financial instruments is its need to meet accounts payable and accrued liabilities and related party balance obligations.

# New Nadina Explorations Limited

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## Notes to the Consolidated Financial Statements

(Expressed in Canadian Dollars)

For the years ended August 31, 2016 and 2015

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### 11. FINANCIAL INSTRUMENTS – continued

#### *Liquidity Risk - continued*

As at August 31, 2016, the Company has a working capital deficiency of \$205,385 (2015 – working capital deficiency of \$40,077). To continue to be able to meet its obligations as they become due, the Company will depend on management's ability to raise the funds required through future equity financing. If such funds cannot be raised, the Company would be required to postpone or curtail its operating and investing activities.

#### *Interest Rate Risk*

The Company is exposed to interest rate risk on cash as well as certain advances owing to a related party (Note 8). As at August 31, 2016 the Company maintained all of its cash balance on deposit in chequing accounts with one major Canadian banks. Interest risk is a risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

As at August 31, 2016, the Company has advances owing to its President and CEO that bear interest at the rate of 5.0% per annum. A 10% change in this rate would result in an increase/decrease of approximately \$13,000 in the Company's pre-tax profit or loss on an annualized basis.

#### *Price Risk*

The Company is not exposed to significant price risk.

#### *Foreign currency risk*

The Company conducts its business in Canada and is therefore not exposed to significant foreign currency risk.

#### *Fair Value of Financial Instruments*

The fair value of the Company's financial assets and liabilities approximates the carrying amount.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

All of the Company's financial instruments, excluding cash and reclamation deposits, have a fair value approximating their carrying value due to their short-term nature. Cash is carried at fair value and are measured using level 1 inputs.

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### 12. SEGMENTED INFORMATION

The Company operates in one reportable segment, being the acquisition and exploration of exploration and evaluation assets in Canada.

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### 13. SUBSEQUENT EVENTS

On October 19, 2016 the Company signed a Letter of Intent ("LOI") with Golden Dawn Minerals Inc. ("Golden Dawn"). Pursuant to the LOI, Golden Dawn would acquire all of the outstanding shares of Kettle River which, on closure, will include the Greenwood Property (Note 6(d)). Consideration for the acquisition would consist of a non-refundable deposit of \$80,000 on signing of the LOI (received), with an additional cash payment of \$15,000 by November 26, 2016 (received) and on closure, a final cash payment of \$905,000 for total cash consideration of \$1,000,000. Consideration would also include \$600,000 worth of common shares of Golden Dawn; the issuance price to be determined based on the 20-day closing average prior to signing of the LOI. The Greenwood Property would be subject to a 1.0% net smelter return ("NSR") royalty, of which Golden Dawn can purchase 0.5% for \$1,000,000 up to five years from close of the transaction and thereafter \$1,200,000 up to 10 years following the close. Following a 90-day due diligence period, the closing will be subject to regulatory approvals.