



**INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE THREE AND SIX MONTHS ENDED**

**MARCH 31, 2016**

**(UNAUDITED – PREPARED BY MANAGEMENT)**

# **TINTINA RESOURCES INC.**

## **NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS**

Under National Instrument 51-102, Part 4, subsection 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 interim condensed consolidated financial statements of the Company have been prepared by management and approved by the Audit Committee and Board of Directors of the Company.

May 17, 2016

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**TINTINA RESOURCES INC.****INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION****AS AT MARCH 31, 2016 AND SEPTEMBER 30, 2015**(Unaudited - Expressed in Canadian Dollars)

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	<b>March 31, 2016</b>	<b>September 30, 2015</b>
<b>ASSETS</b>		
Current		
Cash and cash equivalents	\$ 4,819,175	\$ 8,721,266
Amounts receivable	49,436	48,216
Prepaid expenses and other assets	72,548	136,018
	<hr/> 4,941,159	<hr/> 8,905,500
Non-current		
Property, plant and equipment (Note 3)	12,570	13,483
Resource properties (Note 4)	2,830,229	2,881,723
	<hr/> 2,842,799	<hr/> 2,895,206
<b>Total assets</b>	<hr/> <b>\$ 7,783,958</b>	<hr/> <b>\$ 11,800,706</b>

**LIABILITIES**

Current

Accounts payable and accrued liabilities (Note 5)	\$ 365,307	\$ 1,130,844
	<hr/> 365,307	<hr/> 1,130,844

**SHAREHOLDERS' EQUITY**

Share capital (Note 6)	68,439,819	68,439,819
Warrants reserve (Note 6)	5,600,000	5,600,000
Share-based payment reserve	7,916,533	7,868,909
Foreign currency reserve	186,568	381,581
Accumulated deficit	(74,724,269)	(71,620,447)
	<hr/> 7,418,651	<hr/> 10,669,862
<b>Total equity and liabilities</b>	<hr/> <b>\$ 7,783,958</b>	<hr/> <b>\$ 11,800,706</b>

COMMITMENTS (Note 10)

Approved by the Board on May 17, 2016

*"Bruce Hooper"*  
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Director

*"Eric Vincent"*  
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Director

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**TINTINA RESOURCES INC.****INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS****FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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	<b>Three Months Ended March 31,</b>		<b>Six Months Ended March 31,</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
<b>EXPENSES</b>				
Advertising, promotion and investor relations \$	49,542 \$	52,388 \$	72,673 \$	70,987 \$
Director and management fees	119,375	138,735	258,700	263,067
Depreciation	1,259	2,144	2,563	4,518
Salary and wages	69,220	116,200	152,424	204,815
Exploration and evaluation costs (Note 4)	1,061,615	1,671,346	2,401,089	3,328,868
Foreign exchange gain	(150,551)	(346,494)	(12,064)	(724,747)
Office, administration and miscellaneous	58,232	93,235	109,208	194,762
Professional fees	28,500	74,700	78,314	121,327
Share-based payments (Note 7)	14,334	36,426	47,624	71,772
Loss from operations	(1,251,526)	(1,838,680)	(3,110,531)	(3,535,369)
<b>OTHER ITEMS</b>				
Interest income	2,319	25,346	6,709	67,627
Other income	-	15,240	-	38,104
Loss for the period	(1,249,207)	(1,798,094)	(3,103,822)	(3,429,638)
<b>Other comprehensive income</b>				
Currency translation adjustments gain (loss)	(554,535)	97,522	(195,013)	(129,314)
<b>COMPREHENSIVE LOSS FOR THE PERIOD \$</b>	<b>(1,803,742) \$</b>	<b>(1,700,572) \$</b>	<b>(3,298,835) \$</b>	<b>(3,558,952) \$</b>
<hr/>				
<b>BASIC AND DILUTED LOSS PER SHARE \$</b>	<b>(0.01) \$</b>	<b>(0.01) \$</b>	<b>(0.01) \$</b>	<b>(0.02) \$</b>
<hr/>				
<b>WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING</b>	<b>222,492,510</b>	<b>222,492,510</b>	<b>222,492,510</b>	<b>222,492,510</b>

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**TINTINA RESOURCES INC.****INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY****FOR THE SIX MONTHS ENDED MARCH 31, 2016 AND 2015**(Unaudited - Expressed in Canadian Dollars)

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	Common Shares			Share-based	Foreign	Accumulated	Total
	Number of	Amount	Warrants	Payment	Currency	Deficit	
	Shares	\$	Reserve	Reserve	Reserve	\$	\$
			\$	\$	\$		
Balance at October 1, 2014	222,492,510	68,439,819	5,600,000	7,723,442	(982,934)	(61,753,518)	19,026,809
Loss for the period	-	-	-	-	-	(3,429,638)	(3,429,638)
Other comprehensive income	-	-	-	-	(129,314)	-	(129,314)
Share-based payments	-	-	-	71,772	-	-	71,772
Balance at March 31, 2015	222,492,510	68,439,819	5,600,000	7,795,214	(1,112,248)	(65,183,156)	15,539,629
Balance at October 1, 2015	222,492,510	68,439,819	5,600,000	7,868,909	381,581	(71,620,447)	10,669,862
Loss for the period	-	-	-	-	-	(3,103,822)	(3,103,822)
Other comprehensive income	-	-	-	-	(195,013)	-	(195,013)
Share-based payments	-	-	-	47,624	-	-	47,624
Balance at March 31, 2016	222,492,510	68,439,819	5,600,000	7,916,533	186,568	(74,724,269)	7,418,651

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**TINTINA RESOURCES INC.****INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS****FOR THE SIX MONTHS ENDED MARCH 31, 2016 AND 2015**(Unaudited - Expressed in Canadian Dollars)

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	<b>Six Months Ended March 31,</b>	
	<b>2016</b>	<b>2015</b>
<b>CASH PROVIDED BY (USED IN):</b>		
<b>OPERATING ACTIVITIES</b>		
Loss for the period	\$ (3,103,822)	\$ (3,429,638)
Items not involving cash		
Depreciation	2,563	4,518
Share-based payments	47,624	71,772
	<u>(3,053,635)</u>	<u>(3,353,348)</u>
Working capital adjustments:		
Amounts receivable	(7,929)	(117,155)
Prepaid expenses and other assets	63,470	(130,263)
Accounts payable and accrued liabilities	(765,537)	598,011
Interest received	6,709	67,627
Cash provided by (used in) operating activities	<u>(3,756,922)</u>	<u>(2,935,128)</u>
<b>INVESTING ACTIVITIES</b>		
Purchase of equipment, net	(1,650)	-
Resource properties	(27,682)	(120,994)
Cash provided by (used in) investing activities	<u>(29,332)</u>	<u>(120,994)</u>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS DURING THE PERIOD</b>	<b>(3,786,254)</b>	<b>(3,056,122)</b>
<b>EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS</b>	<b>(115,837)</b>	<b>(358,258)</b>
<b>CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD</b>	<b>8,721,266</b>	<b>17,639,546</b>
<b>CASH AND CASH EQUIVALENTS, END OF PERIOD</b>	<b>\$ 4,819,175</b>	<b>\$ 14,225,166</b>

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**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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**1. NATURE OF OPERATIONS AND GOING CONCERN**

Tintina Resources Inc. (the "Company") was incorporated (TSX.V TAU.V) on July 30, 1998 under the laws of British Columbia and is a mining exploration and development company. The address of the Company's corporate office is Suite 1110, 1111 West Georgia Street, Vancouver, British Columbia, V6E 4M3, Canada.

The Company is in the process of evaluating its resource properties and has not yet determined whether these properties contain ore reserves that are economically recoverable. The recoverability of amounts shown for resource properties and related exploration and evaluation costs is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production or proceeds from the disposition thereof.

Management has determined that the Company will be able to continue as a going concern for a reasonable period of time and realize its assets and discharge its liabilities and commitments in the normal course of business, and therefore, these financial statements are prepared on a going concern basis and do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern. The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon obtaining additional financing or maintaining continued support from its shareholders and creditors, and generating profitable operations in the future.

**2. SIGNIFICANT ACCOUNTING POLICIES****a) Statement of compliance**

These interim condensed consolidated financial statements are unaudited and have been prepared in compliance with International Financial Reporting Standards ("IFRS"), including IAS 34 - Interim Financial Reporting ("IAS 34"). For these purposes, IFRS comprise the standards issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). These interim condensed consolidated financial statements do not contain all of the information required for full annual financial statements and should be read in conjunction with the Company's consolidated financial statements for the year ended September 30, 2015.

On January 29, 2016, the Company filed Notice of Change of Financial Year-end on SEDAR to provide notice that it intends to change its financial year end from September 30 to June 30 to coincide the Company's annual reporting as a public company with its majority corporate shareholder. Refer to section 10. *Change of Financial Year-End* in the Management Discussion and Analysis for the Six Months ended March 31, 2016 for the length and ending date of the periods, including the comparative periods, of each interim financial report and the annual financial statements to be filed for the Company's transition year and its new financial year.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

b) Basis of preparation

*Subsidiaries*

These interim condensed financial statements include the accounts of the Company and its wholly owned US subsidiaries. All intercompany balances and transactions have been eliminated on consolidation. The Company consolidates subsidiaries where it has the ability to exercise control. Control of an investee is defined to exist when the investor is exposed, or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Particularly, the Company controls investees, if and only if, the Company has all of the following: power over the investee; exposure, or rights to variable returns from its involvement with the investee; and the ability to use its power over the investee to affect its returns.

c) New and amended accounting standards

The Company is not aware of any changes to IFRS and IFRIC effective October 1, 2015 that impact the Company's financial statements.

d) New standards and interpretations not yet effective

Standards issued, but not yet effective, up to the date of issuance of the Company's financial statements are listed below. This listing of standards and interpretations issued are those that the Company reasonably expects to have an impact on disclosures, financial position or performance when applied at a future date. The Company intends to adopt these standards when they become effective.

New accounting standards effective for annual periods on or after October 1, 2016:

*IAS 1 – Presentation of Financial Statements*

In December 2014, amendments to IAS 1 were issued to address perceived impediments to preparers exercising their judgement in presenting their financial statements. The amendments clarify the definition of materiality, the presentation of items on the statement of financial position and statement of profit or loss and other comprehensive income, and ordering of notes in the financial statements.

*IFRS 10 – Consolidated Financial Statements*

In September 2014, amendments to IFRS 10 were issued to provide guidance on recognising gains and losses from the loss in control of a subsidiary in the parent's profit or loss. In December 2014, further amendments to IFRS 10 were issued to address issues that have arisen in the context of applying the consolidation exception for investment entities.



NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015

(Unaudited - Expressed in Canadian Dollars)

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2. SIGNIFICANT ACCOUNTING POLICIES (continued)

d) New standards and interpretations not yet adopted (continued)

IFRS 11 – *Joint Arrangements*

In May 2014, an amendment to IFRS 11 was issued addressing guidance on how to account for the acquisition of an interest in a joint operation that constitutes a business. The amendment now specifies the appropriate accounting treatment for such acquisitions and requires applying the principles in IFRS 3 – *Business Combinations*, when acquiring an interest in a joint operation that constitutes a business.

New accounting standards effective for annual periods on or after October 1, 2017:

IAS 7 – *Statement of Cash Flows*

In January 2016, amendments to IAS 7 were issued to clarify that entities shall provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities.

IAS 12 – *Income Taxes*

In January 2016, amendments to IAS 12 were issued to clarify the recognition of deferred tax assets for unrealized losses. The amendments address aspects related to the deductible temporary differences, future taxable profits, and deferred tax asset.

New accounting standards effective for annual periods on or after October 1, 2018:

IFRS 9 – *Financial Instruments*

In November 2009, as part of the IASB project to replace IAS 39 Financial Instruments: Recognition and Measurement, the IASB issued the first phase of IFRS 9 Financial Instruments, that introduces new requirements for the classification and measurement of financial assets. The standard was revised in October 2010 to include requirements regarding classification and measurement of financial liabilities. In November 2013, new general hedging requirements were added to the standard. In July 2014, the final version of IFRS 9 was issued and adds a new expected loss impairment model and amends the classification and measurement model for financial assets by adding a new fair value through other comprehensive income category for certain debt instruments and additional guidance on how to apply the business model and contractual cash flow characteristics.

IFRS 15 – *Revenue from Contracts with Customers*

In May 2014, IFRS 15 was issued and replaces IAS 11 – *Construction Contracts*, IAS 18 – *Revenue*, IFRIC 13 – *Customer Loyalty Programmes*, IFRIC 15 – *Agreements for the Construction of Real Estate*, IFRIC 18 – *Transfers of Assets from Customers* and SIC-31 – *Revenue – Barter Transactions Involving Advertising Services*. IFRS 15 establishes a single five-step model framework for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer.

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**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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**2. SIGNIFICANT ACCOUNTING POLICIES (continued)****d) New standards and interpretations not yet adopted (continued)**

New accounting standard effective for annual periods on or after October 1, 2019:

**IFRS 16 – Leases**

In January 2016, IFRS 16 was issued, specifying how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value.

The Company is currently still assessing the impact of the new standards. Therefore, the extent of the impact of adoption of these standards and interpretations on the financial statements of the Company has not been determined.

**3. PROPERTY, PLANT AND EQUIPMENT**

<b>Cost</b>	<b>Computer Equipment</b>	<b>Computer Software</b>	<b>Total</b>
As at October 1, 2014	\$ 89,710	\$ 72,349	\$ 162,059
Additions	2,303	-	2,303
Disposals	(50,390)	-	(50,390)
As at September 30, 2015	\$ 41,623	\$ 72,349	\$ 113,972
Additions	1,650	-	1,650
As at March 31, 2016	\$ 43,273	\$ 72,349	\$ 115,622

<b>Accumulated Depreciation</b>	<b>Computer Equipment</b>	<b>Computer Software</b>	<b>Total</b>
As at October 1, 2014	\$ 73,699	\$ 63,811	\$ 137,510
Depreciation	5,643	2,854	8,497
Disposals	(45,518)	-	(45,518)
As at September 30, 2015	\$ 33,824	\$ 66,665	\$ 100,489
Depreciation	1,517	1,046	2,563
As at March 31, 2016	\$ 35,341	\$ 67,711	\$ 103,052

<b>Net book value</b>	<b>Computer Equipment</b>	<b>Computer Software</b>	<b>Total</b>
As at September 30, 2015	\$ 7,799	\$ 5,684	\$ 13,483
As at March 31, 2016	\$ 7,932	\$ 4,638	\$ 12,570

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**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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**4. RESOURCE PROPERTIES**

Expenditures as at March 31, 2016 and September 30, 2015:

Resource property	October 1, 2015	Acquisition costs for the six month period	Currency translation	March 31, 2016
Black Butte Copper	\$ 2,881,723	\$ 27,682	\$ (79,176)	\$ 2,830,229
Total	\$ 2,881,723	\$ 27,682	\$ (79,176)	\$ 2,830,229

Resource property	October 1, 2014	Acquisition costs for the year	Currency translation	September 30, 2015
Black Butte Copper	\$ 1,664,241	\$ 840,676	\$ 376,806	\$ 2,881,723
Total	\$ 1,664,241	\$ 840,676	\$ 376,806	\$ 2,881,723

Exploration and evaluation costs	Exploration and evaluation costs for the six months ended March 31, 2016	March 31, 2015
Black Butte Copper	\$ 2,401,089	\$ 3,328,560
Other	-	308
Total	\$ 2,401,089	\$ 3,328,868

**Black Butte Copper****i) Black Butte Copper 2010 Leases**

On May 2, 2010, the Company, through its wholly-owned subsidiary, Tintina Montana Inc. ("TMI"), entered into mining lease agreements and a surface use agreement (collectively, the "Black Butte Agreements") with the owners of the Black Butte copper-cobalt-silver property in central Montana, United States. This portion of the Black Butte property consists of approximately 7,684 acres of fee-simple lands and 4,541 acres in 239 Federal unpatented lode mining claims in central Montana.

The Black Butte Agreements provide the Company, through TMI, with exclusive use and occupancy of any part of the property that is necessary for exploration and mining activities for an initial term of 30 years, which can be extended by the Company for additional periods of 10 years by giving prior notice within the time specified in the agreements. The Black Butte Agreements also provide for surface lease payments and advance minimum royalty payments to be paid to the lessors, in total of US\$12,200,000 in cash (schedule Payments 1), and a Net Smelter Returns ("NSR") royalty of 5% after commencement of commercial production, if any. At any time after completion of a feasibility study, the Company has the right to buydown the maximum 5% NSR to 2% by making payments to the lessors in total of US\$10,000,000.

On December 19, 2014, the Company, through TMI, entered into a mining lease agreement with one of the lessors of the Black Butte Copper property to supplant in part and continue in part the Black Butte Agreements. An annual surface rent payment of US\$10,000 in cash is payable to the lessor on or before May 2, 2015 to May 2, 2040.

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**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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**4. RESOURCE PROPERTIES (continued)**

The following is an updated schedule of payments, translated to Canadian dollars, as at March 31, 2016:

**Payments 1**

\$ 1,525,280	Total paid from May 2, 2010 to May 2, 2015
14,272,800	\$570,912 annually on May 2 from 2016 to 2040
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\$ 15,798,080	Total lease payments, excluding buydown of NSR royalty of 5%

**ii) Black Butte Copper 2011 Leases**

During the year ended September 30, 2011, the Company, through TMI, staked additional claims on federal lands and entered into mining lease agreements.

The additional mining lease agreements were entered under similar terms as the Black Butte Agreements as described above. The Company was granted the sole and exclusive use and occupancy of any part of the property that is necessary for exploration and mining activities for an initial term of 30 years, which can be extended by the Company for additional periods of 10 years by giving prior notice within the time specified in the agreements. The additional Black Butte Agreements provide for prior to commercial production, advance minimum royalty payments to be paid to the lessors, in total of US\$1,250,000 in cash (schedule Payments 2), and a NSR royalty of 5% after commencement of commercial production, if any. At any time after completion of a feasibility study, the Company has the right to buydown the maximum 5% NSR to 2% by making payments to the lessors in total of US\$5,000,000.

The following is an updated schedule of payments, translated to Canadian dollars, as at March 31, 2016:

**Payments 2**

\$ 118,987	Total paid from June 10, 2011 to June 10, 2015
32,468	On June 10, 2016
116,883	On June 10, 2017, on June 10, 2018, and on June 10, 2019 (\$38,961 each year)
136,365	On June 10, 2020, on June 10, 2021, and on June 10, 2022 (\$45,455 each year)
155,844	On June 10, 2023, on June 10, 2024, and on June 10, 2025 (\$51,948 each year)
1,038,960	\$64,935 annually on June 10 from 2026 to 2041
<hr/>	
\$ 1,599,507	Total lease payments, excluding buydown of NSR royalty of 5%

**iii) Lease and Water Use Agreement**

On October 15, 2015, the Company, through TMI, entered into a Lease and Water Use Agreement to lease the water rights to certain locations in Meagher County, Montana. The Company shall pay the owner the sum of US\$20,000 per year for 30 years, in total of US\$600,000 in cash (schedule Payments 3). Upon actual mining and production of minerals at the Black Butte Copper property, the annual payment shall be increased to US \$100,000.

**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS****FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

## 4. RESOURCE PROPERTIES (continued)

The following is an updated schedule of payments, translated to Canadian dollars, as at March 31, 2016:

**Payments 3**

\$ 27,682	Paid on October 15, 2015
753,246	\$25,974 annually on October 15 from 2016 to 2044
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\$ 780,928	Total lease payments prior to actual mining and production of minerals

## 5. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2016	September 30, 2015
Trade payables	\$ 122,138	\$ 792,121
Accrued liabilities and other	243,169	338,723
	<hr/> \$ 365,307	<hr/> \$ 1,130,844

## 6. SHARE CAPITAL

- a) Authorized: The Company is authorized to issue an unlimited number of common shares without par value.
- b) Issued and outstanding 222,492,510 (September 30, 2015 – 222,492,510) common shares. See Condensed Consolidated Statements of Changes in Equity for details.

**Warrants**

Exercise Price	Balance at October 1, 2015	Issued	Exercised	Expired	Balance at March 31, 2016	Expiry Date
\$0.28 <sup>1</sup>	20,000,000	-	-	-	20,000,000	September 12, 2016
\$0.32 <sup>2</sup>	20,000,000	-	-	-	20,000,000	September 12, 2017
\$0.40 <sup>3</sup>	40,000,000	-	-	-	40,000,000	September 12, 2019
	<hr/> 80,000,000	<hr/> -	<hr/> -	<hr/> -	<hr/> 80,000,000	

<sup>1</sup> Class A Warrants<sup>2</sup> Class B Warrants<sup>3</sup> Class C Warrants

Exercise Price	Balance at October 1, 2014	Issued	Exercised	Expired	Balance at September 30, 2015	Expiry Date
\$0.28 <sup>1</sup>	20,000,000	-	-	-	20,000,000	September 12, 2016
\$0.32 <sup>2</sup>	20,000,000	-	-	-	20,000,000	September 12, 2017
\$0.40 <sup>3</sup>	40,000,000	-	-	-	40,000,000	September 12, 2019
	<hr/> 80,000,000	<hr/> -	<hr/> -	<hr/> -	<hr/> 80,000,000	

<sup>1</sup> Class A Warrants<sup>2</sup> Class B Warrants<sup>3</sup> Class C Warrants

**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS****FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

**7. STOCK OPTION PLAN AND SHARE-BASED PAYMENTS**

The Company adopted a rolling stock option plan (the "Plan") to grant options to directors, senior officers, employees, independent contractors and consultants of the Company. The Plan reserves for issuance up to 10% of the issued and outstanding share capital of the Company from time to time, and provides that it is solely within the discretion of the Board or, if the Board so elects, by a committee consisting of not less than two of its members appointed by the Board, to determine who should receive options and in what amounts. Options granted under the Plan are for a term not to exceed 10 years from the date of their grant and are exercisable at a price not less than the discounted market price (which is the market price less a discount of 25% for a closing price of up to \$0.50, a discount of 20% for a closing price of \$0.51 to \$2.00, and a discount of 15% for a closing price above \$2.00, subject to a minimum of \$0.10).

On December 15, 2014, the Company granted to directors, officers, and employees a total of 2,760,000 stock options under the Company's Stock Option Plan. The options have a five year term and are exercisable at a price of \$0.15 per share, and vest 1/3 one year after date of grant, 1/3 two years after date of grant and the remaining 1/3 three years after date of grant. The Company's closing share price on December 15, 2014 was \$0.095.

Stock option transactions are summarized as follows:

	Number of options	Weighted average exercise price
Balance, September 30, 2014	15,440,332	\$0.40
Granted	2,760,000	\$0.15
Cancelled	(6,666)	\$0.17
Expired	(1,866,667)	\$0.51
Balance, September 30, 2015	16,326,999	\$0.35
Expired	(2,189,999)	\$0.90
Balance, March 31, 2016	14,137,000	\$0.25

The following table summarizes stock options outstanding and exercisable at March 31, 2016:

Options Outstanding				Options Exercisable		
Exercise Price \$	Number of Options	Weighted Average Remaining Contractual Life (years)	Weighted Average Exercise Price \$	Number Exercisable	Average Exercise Price \$	Weighted
0.15	2,760,000	3.71	0.15	919,996	0.15	
0.165	2,000,000	3.45	0.165	2,000,000	0.165	
0.17	1,015,000	2.72	0.17	1,015,000	0.17	
0.22	2,000,000	3.45	0.22	2,000,000	0.22	
0.30	4,792,000	1.57	0.30	4,792,000	0.30	
0.50	1,420,000	0.88	0.50	1,420,000	0.50	
0.61	150,000	0.38	0.61	150,000	0.61	
	14,137,000	2.52	0.25	12,296,996	0.27	

The Company did not grant any stock options during the six months ended March 31, 2016. Stock options outstanding at March 31, 2016 will expire between August 16, 2016 and December 15, 2019.

**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS****FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

**8. RELATED PARTY TRANSACTIONS AND BALANCES**

As at March 31, 2016, the Company did not have any related party transactions other than remuneration of key management personnel.

Key management personnel compensation:

The remuneration of directors and other members of key management is as follows:

		<b>Six months ended March 31,</b>	
		<b>2016</b>	<b>2015</b>
Short-term benefits	\$	743,418	\$ 570,195
Share-based payments		32,080	40,908
<b>Total remuneration</b>	<b>\$</b>	<b>775,498</b>	<b>\$ 611,103</b>

**9. SEGMENT INFORMATION**

The Company's operations are limited to a single industry segment being the acquisition, exploration and development of resource properties. The resource properties are located in the State of Montana in the United States.

**As at March 31, 2016**

	<b>Canada</b>		<b>United States</b>		<b>Total</b>
Other Assets	\$	751,085	\$	4,202,644	\$ 4,953,729
Resource properties		-		2,830,229	2,830,229
<b>Total Assets</b>	<b>\$</b>	<b>751,085</b>	<b>\$</b>	<b>7,032,873</b>	<b>\$ 7,783,958</b>
<b>Total Liabilities</b>	<b>\$</b>	<b>81,603</b>	<b>\$</b>	<b>283,704</b>	<b>\$ 365,307</b>

**As at September 30, 2015**

	<b>Canada</b>		<b>United States</b>		<b>Total</b>
Other Assets	\$	968,509	\$	7,950,474	\$ 8,918,984
Resource properties		-		2,881,723	2,881,722
<b>Total Assets</b>	<b>\$</b>	<b>968,509</b>	<b>\$</b>	<b>10,832,197</b>	<b>\$ 11,800,706</b>
<b>Total Liabilities</b>	<b>\$</b>	<b>152,540</b>	<b>\$</b>	<b>978,304</b>	<b>\$ 1,130,844</b>

	<b>Canada</b>		<b>United States</b>		<b>Total</b>
Loss for the six months ended March 31, 2016	\$	(662,758)	\$	(2,441,064)	\$ (3,103,822)
Loss for the six months ended March 31, 2015	\$	(733,857)	\$	(2,695,781)	\$ (3,429,638)

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**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS****FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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**10. COMMITMENTS**

- a) In August 2015, the Company entered into a sublease agreement for the Vancouver office premises at a rate of \$1,400 per month. The agreement expires on August 31, 2016 and can then be renewed on a month-to-month or six-month term basis. As at March 31, 2016, future payments committed are \$7,000.
- b) In October 2015, the Company entered into a Lease and Water Use Agreement to pay US\$20,000 per year for 30 years. Upon actual mining and production of minerals at the Black Butte Copper property, the annual payment shall be increased to US\$100,000. The Company has commitments to incur exploration and evaluation costs as disclosed in Note 4.

**11. FINANCIAL INSTRUMENTS**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy has three levels to classify the inputs to valuation techniques used to measure fair value.

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 inputs are for the asset or liabilities that are not based on observable market data (unobservable inputs).

As at March 31, 2016, the carrying value of cash and cash equivalents, amounts receivable and accounts payable approximates their fair value due to their short terms to maturity. The Company's financial assets and liabilities are classified as Level 1.

**Liquidity Risk**

The Company manages liquidity risk by maintaining an adequate cash balance. The Company continuously monitors and reviews both actual and forecasted cash flows, and also matches the maturity profile of financial assets and liabilities.

**Interest Rate Risk**

The Company's cash and cash equivalents are subject to interest rate price risk. The Company's interest rate risk management policy is to purchase highly liquid investments with a term to maturity of one year or less on the date of purchase. The Company does not engage in any hedging activity. The Company earned \$6,709 in interest income during the six months ended March 31, 2016.

**Credit Risk**

The Company maintains substantially all of its cash with major financial institutions. Deposits held with these institutions may exceed the amount of insurance provided on such deposits.

**Commodity Price Risk**

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities may be subject to risks associated with fluctuations in the market price of commodities.



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**TINTINA RESOURCES INC.****NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE THREE AND SIX MONTHS ENDED MARCH 31, 2016 AND 2015**

(Unaudited - Expressed in Canadian Dollars)

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**11. FINANCIAL INSTRUMENTS (continued)****Foreign Currency Risk**

As the Company operates on an international basis, currency risk exposures arise from transactions and balances denominated in foreign currencies. The Company's foreign exchange risk arises primarily with respect to the U.S. dollar. A significant portion of the Company's cash and cash equivalents, accounts payable, and expenses are denominated in U.S. dollars. Fluctuations in the exchange rates between these currencies and the Canadian dollar could have a material effect on the Company's business, financial condition and results of operations. The Company does not engage in any hedging activity.

There have been no changes in the Company's objectives and policies for managing the above mentioned risks and there has been no significant change in the Company's exposure to each risk during the six months ended March 31, 2016.

The Company is exposed to currency risk through following assets and liabilities denominated in U.S. dollars:

	March 31, 2016	September 30, 2015
Cash and cash equivalent	\$ 3,099,006	\$ 4,854,147
Accounts payable and accrued liabilities	(259,902)	(721,896)
<b>Total</b>	<b>\$ 2,839,104</b>	<b>\$ 4,132,251</b>

Based on the above net exposure as at March 31, 2016, a 10% change in U.S. dollar against Canadian dollar would result in a \$0.3 million (September 30, 2015 - \$0.4 million) decrease or increase in the Company's net earnings.