

MARGAUX RESOURCES LTD.

CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED JUNE 30, 2016 AND 2015

EXPRESSED IN CANADIAN DOLLARS

(UNAUDITED)

Refer to accompanying notes to the interim condensed financial statements

Under National Instrument 51-102, Part 4, subsection 4.3(3)9(a), if an auditor has not performed a review of the interim condensed financial statements, they must be accompanied by a notice indicating that the condensed interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of Margaux Resources Ltd. as of June 30, 2016, have been compiled by management and approved by the Audit Committee and the Board of Directors of the Corporation.

The Corporation's independent auditors have not performed a review of these interim condensed financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim condensed financial statements by an entity's auditors.

MARGAUX RESOURCES LTD.
Interim Condensed Statements of Financial Position
(unaudited)

As at	June 30, 2016 $	September 30, 2015 $
ASSETS		
CURRENT		
Cash	**827,139**	3,157
Trade receivables	**3,996**	24,755
Prepaids	**5,814**	2,763
Deposit	**24,000**	20,000
TOTAL CURRENT ASSETS	**860,949**	50,675
NON-CURRENT		
PROPERTY AND EQUIPMENT (Note 5)	**9,571**	13,015
EXPLORATION AND EVALUATION ASSETS (Note 6)	**1,774,943**	1,702,474
TOTAL NON-CURRENT ASSETS	**1,784,515**	1,715,489
TOTAL ASSETS	**2,645,463**	1,766,164
LIABILITIES		
CURRENT		
Trade and other payables	**193,422**	298,585
Loan (Note 8)	**-**	50,000
Note Payable (Note 9)	**30,000**	**-**
TOTAL CURRENT LIABILITIES	**223,422**	348,585
TOTAL LIABILITIES	**223,422**	348,585
SHAREHOLDERS' EQUITY		
SHARE CAPITAL (Note 10)	**6,914,696**	5,648,978
CONTRIBUTED SURPLUS (Note 10)	**4,428,845**	4,407,378
DEFICIT	**(8,921,499)**	(8,638,777)
TOTAL SHAREHOLDERS' EQUITY	**2,422,041**	1,417,579
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**2,645,463**	1,766,164

Approved by the Board of Directors:

"H. Tyler Rice"
H. Tyler Rice, Director

"James Letwin"
James Letwin, Director

Refer to accompanying notes to the interim condensed financial statements

MARGAUX RESOURCES LTD.

Interim Condensed Statements of Operations and Comprehensive Loss (unaudited)

For the periods ended June 30,

	For the three months ended June 30,		For the nine months ended June 30,	
	2016	2015	**2016**	2015
Revenues				
Petroleum and natural gas sales	-	-	-	203
Royalties	-	-	-	(981)
	-	-	-	(778)
Expenses				
Operating and production	**86,890**	21,296	**90,602**	120,818
General and administrative	**(8,383)**	122,711	**247,208**	350,757
Share-based payments (Note 10)	**17,288**	3,135	**21,468**	17,767
Depreciation and depletion (Note 5)	**1,148**	6,079	**3,444**	9,525
Foreign exchange gain/loss	-	-	-	18
Asset Retirement Obligation Loss	-	-	-	15,911
Total expenses	**96,943**	153,221	**362,722**	514,796
Loss before other items	**(96,943)**	(153,221)	**(362,722)**	(515,574)
Other Income (Note 15)	**80,000**	-	**80,000**	
Flow through share premium	-	-	-	50,441
Net Loss from operations	**(16,943)**	(153,221)	**(282,722)**	(465,133)
Net loss and comprehensive loss attributable to shareholders	**(16,943)**	(153,221)	**(282,722)**	(465,133)
Basic and diluted loss per common share (Note 13)	**(0.00)**	(0.01)	**(0.01)**	(0.02)

Refer to accompanying notes to the interim condensed financial statements

MARGAUX RESOURCES LTD.
Interim Condensed Statements Changes in Shareholders' Equity
For the periods ended June 30, 2016 and 2015
(unaudited)

(Canadian Dollars)

	Note	Share Capital $	Contributed surplus $	Deficit $	Total $
Balance as at September 30, 2015		5,648,978	4,407,378	(8,638,777)	1,417,579
Net loss and comprehensive loss		-	-	(282,723)	(271,610)
Common Shares Issued net costs	10	1,265,719	-	-	1,265,719
Share-based payments	10	-	21,468	-	10,356
Balance as at June 30, 2016		**6,914,696**	**4,4428,845**	**(8,921,500)**	**2,422,041**
Balance as at September 30, 2014		5,063,121	4,386,475	(8,243,624)	1,205,972
Net loss and comprehensive loss		-	-	(465,133)	(465,133)
Common Shares Issued net costs	10	291,231	-	-	291,231
Share-based payments	10	-	17,767	-	17,767
Convertible Debentures Exercised		-	10,858	-	10,858
Balance as at June 30, 2016		5,354,352	4,415,100	(8,708,757)	1,060,695

Refer to accompanying notes to the interim condensed financial statements

MARGAUX RESOURCES LTD.
Interim Condensed Statements of Cash Flows
For the periods ended June 30,
(unaudited)

	For the three months ended June 30,		For the nine months ended June 30,	
	2016	2015	**2016**	2015
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss	**(16,943)**	(153,221)	**(282,723)**	(465,133)
Items not affecting cash:				
Share-based payments	**17,288**	3,135	**21,468**	17,767
Depreciation and depletion (Note 5)	**1,148**	6,079	**3,444**	9,525
Accretion (Note 7)	**-**	-	**-**	(27,589)
Retained Earnings	**-**	-	**-**	(390)
Change in non-cash working capital				
Trade and other receivables	**(3,996)**	4,424	**20,759**	8,148
Prepaids	**3,465**	21,129	**(3,051)**	63,388
Deposits	**(4,000)**	-	**(4,000)**	30,100
Trade and other payables	**(117,478)**	113,046	**(105,165)**	105,734
Net Cash (used in) operating Activities	**(120,516)**	(5,408)	**(349,267)**	(258,450)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from share and warrant issuance (net)	**981,000**	291,231	**1,265,719**	291,231
Proceeds on convertible debt	**-**	(290,094)	**-**	(287,861)
Flow Through Share Premium	**-**	-	**-**	(50,441)
Proceeds from note payable	**15,000**	-	**30,000**	-
Loan	**(12,000)**	5,670	**(50,000)**	365,670
Net cash generated from financing activities	**984,000**	6,807	**1,245,719**	318,599
CASH FLOWS FROM INVESTING ACTIVITIES				
Property and equipment	**-**	-	**-**	(600)
Exploration and evaluation	**(62,469)**	-	**(72,469)**	(865,668)
Net cash generated (used in) investing activities	**(62,469)**	-	**(72,469)**	(866,268)
INCREASE (DECREASE) IN CASH FOR THE PERIOD	**801,015**	1,399	**823,982**	(806,119)
CASH – BEGINNING OF PERIOD	**26,124**	1,417	**3,157**	808,935
CASH – END OF PERIOD	**827,139**	2,816	**827,139**	2,816

Refer to accompanying notes to the interim condensed financial statements

1. CORPORATE INFORMATION

Margaux Resources Ltd. (the "Corporation") was incorporated under the Alberta Business Corporations Act on August 5, 2009 and was a Capital Pool Company under Policy 2.4 of the TSX Venture Exchange (the "Exchange"). In January 2011, the Corporation completed an initial public offering ("IPO") and currently trades on the TSX Venture Exchange under the trading symbol "MRL". The registered address of the Corporation is 1600, 510 – 5th Street SW, Calgary, Alberta, T2P 3S2.

2. GOING CONCERN

These condensed interim financial statements have been prepared on a going concern basis which contemplates the realization of assets and the payment of liabilities in the ordinary course of business. Should the Corporation be unable to continue as a going concern, it may be unable to realize the carrying value of its assets and to meet its liabilities as they become due.

The Corporation is in the process of acquiring and exploring mineral properties in British Columbia. The recoverability of the amounts shown for exploration and evaluation assets is dependent upon the existence of economically recoverable reserves, the ability of the Corporation to obtain financing to secure and maintain title and beneficial interest in its properties, to complete the development of the properties, and future profitable production from or proceeds from the sale of properties.

The Corporation's ability to continue as a going concern is dependent upon its ability to attain profitable operations and generate sufficient cash from operating and financing activities to meet the Corporation's needs. However, certain conditions exist that may cast significant doubt on the validity of this assumption. As at June 30,2016, the Corporation had a deficit of $8,921,499 (September 30, 2015 - $8,638,777). Additionally, the Corporation incurred a net loss and comprehensive loss of $16,943 and $282,722 (June 30, 2015 – net loss $153,221 and $465,133) for the three and nine months ended June 30, 2016. As at June 30, 2016, the Corporation had a working capital of $637,527 (September 30, 2015 – working capital deficiency of $297,910). These condensed interim financial statements do not reflect the adjustments or reclassification of assets and liabilities which would be necessary if the Corporation were unable to continue as a going concern and therefore be required to realize its assets and liabilities in other than the normal course of business and potentially at amounts significantly different from those recorded in these condensed interim financial statements. The Corporation intends to raise the required funds through the issuance of equity, by securing strategic partners or assuming debt.

3. BASIS OF PREPARATION

(a) **Statement of compliance** These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by International Accounting Standards Board ("IASB").

These condensed interim financial statements for three and nine months ended June 30, 2016 and the June 30, 2015 comparative period were authorized for issue in accordance with the resolution of the Board of Directors on August 29, 2016.

(b) **Basis of measurement** These condensed interim financial statements have been prepared on the historical cost basis with the exception of the convertible debt derivative, which is measured at fair value. In addition, these condensed interim financial statements have been prepared on an accrual basis of accounting, except for cash flow information.

(c) **Functional and presentation currency** These condensed interim financial statements are presented in Canadian dollars, which is the Corporation's functional currency.

(d) **Jointly controlled operations** The Corporation enters into joint arrangements with one or more parties whereby economic activity and decision-making are shared. These arrangements may take the form of joint operations or joint ventures. When making this assessment, management considers the structure of the arrangements, the legal form of any separate vehicles, the contractual terms of the arrangements and other facts and circumstances. A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. The Corporation accounts for its interest in joint operations by recognizing its share of assets, liabilities, revenues and expenses of the joint operation.

(e) **Use of estimates and judgements** The preparation of condensed interim financial statements requires management to make estimates and use judgment regarding the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities as at the date of the statement of financial position and the reported amounts of revenues and expenses during the year. By their nature, estimates are subject to measurement uncertainty and changes in such estimates in future periods could require a material change in the condensed interim financial statements. Accordingly, actual results may differ from the estimated amounts as future confirming events occur. Adjustments are recorded in the current period as they become known.

Estimates
Amounts recorded for depletion and depreciation and amounts used for impairment calculations are based on estimates of petroleum and natural gas reserves. By their nature, the estimates of reserves, including the estimates of future prices, costs, discount rates and the related future cash flows, are subject to measurement uncertainty. Accordingly, the impact to the condensed interim financial statements in future periods could be material.

Amounts recorded for decommissioning provisions and the related accretion expense requires the use of estimates with respect to the amount and timing of decommissioning expenditures. Other provisions are recognized in the period when it becomes probable that there will be a future cash outflow.

Share-based payments require the estimation of the ultimate payout using the Black-Scholes model which is based on significant assumptions such as volatility, forfeiture, dividend yield and expected term.

Tax interpretations, regulations and legislation in the various jurisdictions in which the Corporation operates are subject to change. As such, income taxes are subject to measurement uncertainty.

The unrealized fair value of the convertible debt derivative liability and the valuation of the convertible debt are subject to assumptions. The valuation of the convertible debt derivative liability is valued using pricing models such as the Black-Scholes valuation model. The valuation model requires the input of highly subjective assumptions including the expected stock price volatility. Because the convertible debt derivative liability has characteristics significantly different from those of traded options and because the subjective input assumptions can materially affect the calculated fair value, such value is subject to measurement uncertainty. By their nature, these estimates are subject to measurement uncertainty and the effect on the condensed interim financial statements of changes in estimates in future periods could be significant. The determination of the fair value of the liability component of the convertible debt requires management to make estimates regarding the interest rate that the Corporation would have obtained a similar unsecured loan without a conversion feature. Management takes into consideration the valuation of both components, historical data regarding issuances of warrants and the proceeds received upon issuance of the convertible debt to determine the inputs used in the valuation models and the resulting fair value for each instrument.

Judgments
The collectability of trade receivables requires judgment which by its very nature creates measurement uncertainty.

The Corporation is required to make significant judgements regarding the capitalization of exploration and evaluation properties expenditures. The Corporation is also required to make significant judgements on the ongoing feasibility of mineral exploration, and whether there are indicators that the right to explore the specific area has or will expire, that further exploration and evaluation plans have changed, or whether development of a specific area is unlikely to recover existing exploration and evaluation property costs. If any of these indicators are present, management would need to assess whether the exploration and evaluation properties should be impaired.

The determination of whether deferred tax assets are probable to be realized and related recognition of deferred tax assets, and requires judgment by management about the future profitability of the Corporation, and the ability to offset deferred tax assets with deferred tax liabilities reversing at the same time period.

4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these condensed interim financial statements.

(a) **Financial instruments** Financial instruments are recognized when the Corporation becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Corporation has transferred substantially all risks and rewards of ownership. Non-derivative financial instruments are recognized initially at fair value plus, for instruments not at fair value through profit or loss, any directly attributable transaction costs. Derivative financial instruments are recognized at fair value.

At initial recognition, all financial instruments are classified in one of the following categories depending on the purpose for which the instruments were acquired:

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss ("FVTPL") are financial assets held for trading or that are designated as such by management. Such assets are held for trading if it is acquired principally for the purpose of selling in the short-term. These assets are initially recognized, and subsequently carried, at fair value, with changes recognized in the statement of comprehensive loss. Transaction costs are expensed. The Corporation has no FVTPL financial assets.

Loans and receivables
Loans and receivables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method, less any impairment losses, with interest expense recognized on an effective yield basis. Assets in this category include cash, trade receivables and deposits.

Available for sale
Available for sale financial assets are measured at fair value, and are subsequently measured at fair value, with gains or losses, net of tax, included in other comprehensive income until the instruments are derecognized or impaired, at which time the gains or losses are included in net income. The Corporation has no available-for-sale financial assets.

Held-to-maturity
Held to maturity financial assets are initially measured at fair value, and are subsequently measured at amortized cost using the effective interest method. The Corporation has no held-to-maturity financial assets.

Other financial liabilities
Other financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis. Liabilities in this category include trade and other payables and convertible debt.

Financial liabilities through FVTPL
Financial liabilities classified as FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Fair value changes on financial liabilities classified as FVTPL are recognized in profit and loss. Derivatives, including separated embedded derivatives are also classified as held for trading and recognized at fair value with changes in fair value recognized in earnings unless they are designated as effective hedging instruments. The Corporation's convertible debt derivative liability has been classified as FVTPL.

(b) **Exploration and evaluation expenditures**

Oil and Gas

Pre-licence costs are recognized in the statement of comprehensive loss as incurred. Costs associated with acquiring an exploration licence, including costs to acquire acreage and exploration rights, legal and other professional fees and land brokerage fees are capitalized as exploration and evaluation ("E&E") assets. Geological, geophysical and seismic costs associated with assessing exploration licences are also capitalized to E&E. Land acquisition costs and expenditures directly associated with exploratory wells are capitalized as E&E assets and remain capitalized until the Corporation has made a determination of reserves or has chosen to discontinue all exploration activities in the associated area. E&E assets are not subject to depreciation and depletion.

Proved reserves are determined to exist when the technical feasibility and commercial viability of extracting a mineral resource can be reasonably ascertained. At least annually a review of each exploration area is carried out to identify whether proved reserves have been discovered. Upon determination of proved reserves, E&E assets, including land acquisition costs, related seismic and costs directly associated with exploratory wells attributable to those reserves are first tested for impairment and then reclassified from E&E assets to property and equipment. E&E assets are assessed for

impairment if (i) sufficient data exists to determine the lack of technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. For purposes of impairment testing, E&E assets are allocated to cash-generating units ("CGU's"), which are the smallest group of assets capable of generating largely independent cash inflows.

If no reserves are identified, the capitalized exploration costs and relevant dry hole costs are charged to the statement of comprehensive loss as impairment.

Mineral rights, property and acquisition costs

Mineral property acquisition costs and exploration costs directly related to specific properties are deferred, commencing on the date that the Corporation acquires legal rights to explore a mineral property, until technical and economical feasibility of extracting a mineral resource is demonstrable, or until the properties are sold or abandoned. All other costs, including administrative overhead are expensed as incurred. If the properties are put into commercial production, the acquisition and exploration expenditures will be depleted using the units of production basis based upon the proven reserves available. If the properties are sold or abandoned, these expenditures will be written off.

Mineral interests are reviewed for impairment whenever events or changes in circumstances indicate that their carrying amounts may exceed the recoverable amount. Where there is evidence of impairment, the net carrying amount of the asset will be written down to its recoverable amount. Impairment losses are not reversed even if circumstances change and the net recoverable amount subsequently increases.

Title to resource properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyance history characteristic of many resource properties. The Corporation has investigated title to all of its mineral properties and to the best of its knowledge, title to all of its properties are in good standing.

(c) **Property and equipment** Property and equipment include petroleum and natural gas assets and computer equipment.

Petroleum and natural gas assets
Development and production costs, including E&E transfers, proved property acquisitions, seismic and geological analysis of proved reserves, drilling, completion, equipping and tying in of development wells, facility and road construction, and decommissioning costs related to oil and gas reserves which have reached technical feasibility and commercial viability are capitalized within property and equipment.

Costs incurred subsequent to the determination of technical feasibility and commercial viability and the costs of replacing parts of property and equipment are recognized as petroleum and natural gas assets only when they increase the future economic benefits embodied in the specific asset to which they relate. All other expenditures are recognized in the statement of comprehensive loss as incurred. Such capitalized subsequent petroleum and natural gas assets generally represent costs incurred in developing proved and/or probable reserves and bringing in or enhancing production from such reserves, and are accumulated on a field or geotechnical area basis.

Repairs, maintenance and the day-to-day servicing of the items of property and equipment are expensed as incurred. The carrying amount of any replaced or sold component is derecognized and any gains or losses from the divestiture of property and equipment are recognized in the statement of comprehensive loss.

Petroleum and natural gas assets are measured at cost less accumulated depletion and depreciation and accumulated impairment losses. Petroleum and natural gas assets are depleted using the unit-of-production method over their reserve life based on proved plus probable reserve volumes, unless the useful life of the asset is less than the reserve life, in which case the asset is depreciated over its estimated useful life using the straight-line method. Future development costs are included in costs subject to depletion. Reserves and estimated future development costs are determined annually by qualified independent reserve engineers. Changes in factors such as estimates of reserves that affect unit-of-production calculations are dealt with on a prospective basis.

Proved and probable reserves are estimated using independent reserves reports and represent the estimated quantities of crude oil, natural gas and natural gas liquids which geological, geophysical and engineering data demonstrate with a specified degree of certainty to be recoverable in future years from known reservoirs and which are considered commercially viable.

Such reserves may be considered commercially viable if management has the intention of developing and producing them and such intention is based upon:

(a) a reasonable assessment of the future economics of such production,
(b) a reasonable expectation that there is a market for all or substantially all the expected oil and natural gas production, and
(c) evidence that the necessary production, transmission and transportation facilities are available or can be made available.

Reserves may only be considered proved and probable if their ability to be produced is supported by either actual production or a conclusive formation test.

Petroleum and natural gas assets are derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on derecognition of the asset, calculated as the difference between the proceeds on disposal, if any, and the carrying value of the asset, is recognized in the statement of comprehensive loss in the period of derecognition.

Computer equipment
Computer equipment is carried at cost less accumulated depreciation. Depreciation is charged so as to write-off the cost of these assets less residual value using the declining balance method at 45% per year.

(d) **Leased assets** Operating leases are not recognized on the Corporation's statement of financial position. Payments made under operating leases are recognized in the statement of comprehensive loss on a straight-line basis over the term of the lease.

(e) **Impairment of long-lived assets** The Corporation assesses at each reporting date whether there are indications of impairment of the CGU's it has identified. If indications of impairment exist, the Corporation estimates the asset's recoverable amount, which is the higher of an asset's or CGU's fair value less costs of disposal and its value-in-use.

Fair value less costs of disposal represents the value for which an asset could be sold in an arm's length transaction, and is presented as a function of the future cash flows of the proved and probable reserves. Value in use is estimated as the discounted present value of the future cash flows expected to arise from the continued use of the asset or CGU. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and the impairment loss is charged to the statement of comprehensive loss.

For impairment losses recognized in prior periods, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. Previously recognized impairment loss reversals are limited to the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior periods. Impairment reversals are recognized as an impairment recovery in the statement of comprehensive loss.

(f) **Provisions and decommissioning liabilities** Provisions are recognized when the Corporation has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is presented in earnings net of any reimbursement.

Decommissioning liabilities include an estimate of the future costs associated with the abandonment and reclamation of a long lived asset that results from the acquisition, construction or development or normal operation of a long lived asset, discounted to its present value, and is capitalized as part of the cost of that asset. The estimated costs are based on the present value of the expenditure expected to be incurred. Changes in the discount rate, estimated timing of decommissioning, or cost estimates are dealt with prospectively by recording a change in estimate, and a corresponding adjustment to the long lived asset. The accretion on the decommissioning provision is included in the statement of comprehensive loss.

Actual expenditures incurred are charged against the decommissioning liability.

(g) **Revenue** Revenue from the sale of oil and natural gas is recorded when the significant risks and rewards of ownership of the product is transferred to the buyer which is usually when legal title passes to the external party and collection is reasonably assured. Revenue is presented both before and after royalties payable to the Crown and others.

(h) **Finance income** Interest income is recognized as it accrues in the statement of comprehensive loss, using the effective interest rate method.

(i) **Income tax** Income tax expense comprises current and deferred tax. Income tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized on the initial recognition of assets or liabilities in a transaction that is not a business combination. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference 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.

(j) **Loss per share** Basic loss per share is calculated by dividing the profit or loss attributable to shareholders of the Corporation by the weighted average number of common shares outstanding during the period. The Corporation uses the treasury stock method to determine the dilutive effect of issued instruments such as options and warrants. This method assumes that proceeds received from the exercise of in-the-money instruments are used to repurchase common shares at the average market price for the period. These instruments are not included in the per share calculation if the effect of their inclusion is antidilutive.

(k) **Flow-through shares** Expenditure deductions for income tax purposes related to exploratory activities funded by flow-through equity instruments are renounced to investors in accordance with income tax legislation. The proceeds from issuance are allocated between the offering of shares and the transfer of tax deductions. The allocation is made based on the difference between the quoted price of the existing shares and the amount the investor pays for the shares. A liability is recognized for this difference. The liability is reversed when tax benefits are renounced and a deferred tax liability is recognized at that time. Income tax expense is the difference between the amount of the deferred tax liability and the liability recognized on issuance.

(l) **Share-based payment transactions** The Corporation operates an equity-settled compensation plan under which it receives services from employees, directors, officers, and contractors as consideration for equity instruments of the Corporation.

The Corporation uses the Black-Scholes pricing model to estimate the fair value of equity-settled awards at the grant date. The expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are satisfied. For awards with graded vesting, the fair value of each tranche is recognized over its respective vesting period.

When recognizing the fair value of each tranche over its respective vesting period, the Corporation incorporates an estimate of the number of options expected to vest and revises that estimate when subsequent information indicates that the number of options expected to vest differs from previous estimates.

No expense is recognized for awards that do not ultimately vest, except for equity-settled awards where vesting is conditional upon a market or non-vesting condition which are treated as vesting irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. Upon the

exercise of options, consideration received together with the amount previously recognized in contributed surplus is recorded as an increase to share capital.

(m) **Share capital** The Corporation records proceeds from share issuances net of share issue costs. Proceeds, and issue costs, from unit placements are allocated between shares and warrants issued according to their relative fair value. The fair value of the warrant is determined using the Black-Scholes option pricing model, while the fair value of the share is based on the market value at the time of issuance. The relative value of the share component is credited to share capital and the relative value of the warrant component is credited to Warrants reserve. Upon exercise of the warrant, consideration paid by the warrant holder together with the amount previously recognized in Warrant reserve is recorded as an increase to share capital. For those warrants that expire, the recorded value is transferred from reserve for warrants to share capital.

(n) **New standards, interpretations and amendments adopted** As of October 1, 2013 the Corporation adopted the new and amended IFRS pronouncements in accordance with transitional provisions outlined in the respective standards. The Corporation has adopted the following new and amended standards without any significant effect on its condensed interim financial statements.

IFRIC 21, "Levies" an interpretation of IAS 37 – Provisions, Contingent Liabilities and Contingent Assets, sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event ("obligating event"). IFRIC 21 clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.

IAS 32 "Offsetting Financial Assets and Financial Liabilities" was amended to address inconsistences in current practice when applying offsetting criteria and is effective for fiscal years beginning on or after January 1, 2014.

(o) **New standards not yet adopted -** The IASB has issued a number of new standards to come into effect in future periods. The Corporation is currently assessing the impact of the new standards on its financial statements, but at this time does not anticipate that the adoption of the standards will have a significant impact on the Corporation's financial statements.

The new IFRS pronouncements which have been issued but are not yet effective and may have an impact on the Corporation in the future are as follows:

IASB issued IFRS 9, "Financial Instruments" replaces IAS 39, "Financial Instruments: Recognition and Measurement". The standard revises and limits the classification and measurement models available for financial assets and liabilities to amortized cost or fair value. Previously multiple models were available. The new standard is effective for annual periods beginning on or after January 1, 2018.

IFRS 15, "Revenue from Contracts with Customers". In May 2014, the IASB issued IFRS 15, which covers principles for reporting about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers. IFRS 15 is effective for annual periods beginning on or after January 1, 2018.

5. PROPERTY AND EQUIPMENT

	Petroleum and natural gas assets $	Computer equipment $	Total $
Cost			
Balance as at September 30, 2014	**272,399**	**31,549**	**303,948**
Additions	-	600	600
Balance as at September 30, 2015	**272,399**	**32,149**	**304,548**
Balance as at June 30, 2016	**272,399**	**32,149**	**304,548**
Accumulated depletion and depreciation and impairment			
Balance as at September 30, 2014	**272,399**	**11,357**	**283,756**
Charge for the year	-	7,777	7,777
Balance as at September 30, 2015	**272,399**	**19,134**	**291,533**
Charge for the period	-	3,444	3,444
Balance as at June 30,2016	**272,399**	**22,578**	**294,977**
Net book value			
September 30, 2015	-	**13,015**	**13,015**
June 30, 2016	-	**9,571**	**9,571**

During the three and nine months ended June 30, 2016, the Corporation capitalized $nil (September 30, 2015 - $nil) related to the decommissioning liability of petroleum and natural gas properties.

6. EXPLORATION AND EVALUATION ASSETS

	$
Balance as at October 1, 2014	836,806
Acquisition costs	400,000
Exploration	465,668
Balance as at September 30, 2015	**1,702,474**
Additions	72,469
Balance as at June 30, 2016	**1,774,943**

E&E assets consist of costs expended on the Corporation's projects which are pending determination of technical feasibility and commercial viability.

During the three and nine months ended June 30, 2016, the Corporation focused its activities to mining and entered into an option agreement ('Option Agreement") with Sultan Minerals ("Sultan") for the Jersey-Emerald Property, located in Salmo, British Columbia ("Property"), based on the following terms:

Under the terms of the Option Agreement dated November 8, 2013, as amended by an agreement dated January 22, 2014, October 26, 2015, and December 31, 2015, February 11, 2016 and March 30, 2016 Margaux will have the exclusive option to acquire a 100% working interest in the Property (subject to the net smelter returns royalties ("NSRs") discussed below) as follows:

1) by making payments to Sultan in aggregate of $4.0 million, paid in several installments as follows:

a) initial deposits of $200,000 (paid);
b) release of a cash payment of $300,000, previously held in trust pending receipt of TSX Venture Exchange approval for the transaction (paid);
c) on or before November 8, 2014, a cash payment of $4,000,000 (paid);
d) payments of $15,000 per month commencing April 1, 2016 for a period of 12 months for total payment of $180,000 ($45,000 paid as of June 30, 2016)

e) payments of $50,000 per month commencing April 1, 2017 for a period of 12 months for a total payment of $600,000
f) payments of $100,000 per month commencing April 1, 2018 until a total of $4.01 million has been paid to Sultan under the option agreement.

2) incurring not less than $2,000,000 in expenditures on the Property on or before the third anniversary of the Agreement Date.

Margaux will use its best efforts to incur expenditures of $6,000,000 on the Property on or prior to the third anniversary of the Agreement Date.

Sultan retains a 1.5% NSR on the Property. For a period of 60 days following the earlier of (a) the commencement of commercial production on the Property or (b) the completion of a feasibility study on the Property, Margaux may purchase 50% of the NSR (being a 0.75% net smelter returns royalty) from Sultan for a payment to Sultan of $5.0 million.

The Property is also subject to several additional NSRs, ranging from 1-3% on various areas of the Property and these additional NSR's require advance royalty payments totalling $53,000 per year. During the three and nine months ended June 30, 2016 royalty payments of $50,000 have made.

Sultan may elect to receive up to one-half of any option payment in the form of common shares of the Corporation. The number of shares to be issued in partial payment shall be calculated by reference to the trading price of the Corporations shares at the election date

The Corporation incurred $72,469 of E&E on the Property during the three and nine months ended June 30, 2016 (September 30, 2015 - $465,668) relating to exploration activity.

7. DECOMMISSIONING LIABILITIES

Decommissioning liabilities are estimated based on the Corporation's net working interest in all wells and facilities, the estimated costs to abandon and reclaim the wells and facilities and the estimated timing of the costs to be incurred in the future periods. During the year ended September 30, 2015 the Corporation commenced decommissioning of its active wells. The undiscounted amount of the estimated costs at March 31, 2016 was $nil (September 30, 2015 - $nil). The estimated costs have been discounted at a risk free rate of 1.13% and an inflation rate of 2% has been applied. During the 2015 fiscal year, the Company completed the required remediation to shut down the well, and is awaiting final certification of completion.

The following table reconciles the Corporation's total decommissioning liabilities for the current reporting periods:

	June 30, 2016 $	September 30, 2015 $
Balance, beginning of year	-	**27,589**
Liabilities disposed	-	(27,589)
Balance, end of period	-	-

8. LOAN

	June 30, 2016 $	September 30, 2015 $
Loan	-	**50,000**

On November 2, 2015, the Corporation repaid the $50,000 loan outstanding.

9. NOTE PAYABLE

On March 30, 2016, the Corporation issued an unsecured promissory note of the Corporation to an arm's length third party. Pursuant to the note, the Corporation may advance up to $180,000 to be used for the payment of the Option

payments between April 1, 2016 and March 31, 2017. The Note bears interest at a rate of 7.5% per annum, payable in arrears on the first business day of the following calendar month, and shall be payable in cash on or before March 31, 2017. On the repayment date, at the sole option of the holder of the Note, the principal amount of the Note may be repaid by conversion into shares at a value of $0.25 per Share or by a combination of cash and shares. Any accrued unpaid interest on the Note shall be payable in Cash. As at June 30, 2016, $30,000 has been advanced to the Corporation.

10. SHARE CAPITAL, WARRANT RESERVE AND CONTRIBUTED SURPLUS

Authorized
Unlimited number of common shares

The common shares may be issued in one or more series and the directors are authorized to fix the number of shares in each series and to determine the designation, rights, privileges, restrictions, and conditions attached to the shares of each series. No preferred shares have been issued by the Corporation.

	June 30,2016		September 30, 2015	
Issued	**Common Shares**	**Amount**	**Common Shares**	**Amount**
Opening balance	21,021,255	$5,540,199	18,242,905	$4,954,351
Shares issued (net)	1,423,592	1,265,719	-	585,857
Closing Balance	**22,444,847**	**$6,805,927**	**21,021,255**	**$5,540,208**
Warrants				
Opening balance	730,000	108,769	730,000	108,769
Closing balance	730,000	108,769	730,000	108,769
Total Share Capital	-	**$6,914,696**	-	**$5,648,977**

On November 9, 2015, the Corporation closed a non-brokered private placement of 750,000 units of the Corporation at a purchase price of $0.20 per unit for total proceeds of $150,000. Each unit consists of one common share of the Corporation and one half of one commons share purchase warrant in the Corporation. Each whole warrant will be exercisable by the holder at a price of $0.30 per warrant for a period of two years from November 6, 2015.

On December 2, 2015, the Corporation closed on a non-brokered private placement of 500,000 units of the Corporation at a purchase price of $0.20 per unit for total proceeds of $100,000. Each unit consists of one common share of the Corporation and one half of one commons share purchase warrant in the Corporation. Each whole warrant will be exercisable by the holder at a price of $0.30 per warrant for a period of two years from November 30, 2015.

On April 13, 2016, the Corporation issued 173,592 commons shares of the Corporation at a deemed price of $0.20 per common share in exchange for the extinguishment of debt with the Corporation's service providers. An aggregate amount owing to the service providers in the amount of $34,718.50 was fully extinguished.

Flow through Shares

During the year ended September 30, 2014 the Corporation raised $795,000 on a flow-through share basis and was required to incur $795,000 of qualifying expenditures to renounce the tax deductions to investors. As at March 31,2016, $802,474 (September 30, 2014 - $336,706) of qualifying expenditures were incurred, therefore the Corporation has met its minimum flow through expenditure commitment. The total flow through share premium of $87,500 on the issuance of flow through shares has been amortized in the amount of $50,441 (2014 - $37,059) to reflect the proportion of expenditures incurred to March 31,2016. Amortization is reflected as other income in the statement of comprehensive loss.

Escrowed shares
Pursuant to an escrow agreement dated October 18, 2010, 5,930,000 common shares have been deposited in escrow. Upon the Corporation completing a Qualifying Transaction, as defined in Policy 2.4 of TSX Venture, common shares held pursuant to the escrow agreement shall be released as to 10% immediately following the issuance of the bulletin of

the TSX Venture announcing final acceptance of the Qualifying Transaction (the "Initial Release") and an additional 15% shall be released every six months commencing six months following the Initial Release. For the year ended September 30, 2013, 15% or 889,500 shares held in escrow were released on January 4, 2013 and 15% or 889,500 shares held in escrow were released on July 4, 2013. The remaining balance in escrow at September 30, 2013 is 177,900 shares after adjusting for the Corporation's 10 for 1 share consolidation effected August 29, 2013. The remaining common shares were released during the year ended September 30, 2014 and there is no balance remaining in escrow at June 30,2016.

Stock Option Plan

The Corporation has adopted an incentive stock option plan in accordance with the policies of the TSX Venture (the "Stock Option Plan") which provides that the Board of Directors of the Corporation may from time to time, at its discretion, grant to directors, officers, employees and consultants of the Corporation non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance under the Stock Option Plan shall not exceed ten percent (10%) of the issued and outstanding common shares exercisable for the period of up to ten (10) years. In addition, the number of common shares reserved for issuance to any one person shall not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to any one consultant will not exceed two percent (2%) of the issued and outstanding common shares. The Board of Directors determines the price per common share and the number of common shares which may be allocated to each director, officer, employee and consultant and all other terms and conditions of the option, subject to the rules of TSX Venture.

At June 30, 2016, the Corporation had 1,350,000 issued and outstanding stock options. The options are held by officers, directors, and consultants of the Corporation.

On December 2, 2015, the Board of Directors of the Corporation granted 100,000 stock options. The stock options vest on the date of issuance, one-third on the first anniversary and one-third on the second anniversary. The options have an exercise price of $0.20 per share and are exercisable for a period of five years from the date of grant. The fair value of the options was $14,400.

The fair value of the options granted was $0.12. The fair value of the options in 2016 was estimated using the Black-Scholes option pricing model based on the date of grant and using the following assumptions:

Annualized Volatility	126%
Risk-free rate	1.32%
Expected Option Life	5 years
Dividend yield	0%

On May 25, 2016, the Board of Directors of the Corporation granted 175,000 stock options. The stock options vest on the date of issuance, one-third on the first anniversary and one-third on the second anniversary. The options have an exercise price of $0.20 per share and are exercisable for a period of five years from the date of grant. The fair value of the options was $14,400.

The fair value of the options granted was $0.22. The fair value of the options in 2016 was estimated using the Black-Scholes option pricing model based on the date of grant and using the following assumptions:

Annualized Volatility	126%
Risk-free rate	1.32%
Expected Option Life	5 years
Dividend yield	0%

Share-based payments expense of $17,288 and $21,468 for the three and nine months ended June 30, 2016 (June 30, 2015 – $3,135 and $17,767) was recognized based on the estimated fair value of the options on the grant date in accordance with the fair value method of accounting for share-based payments, and recorded over the vesting period of the options.

A summary of the Corporation's stock option plan activity is as follows:

	Number of Options	Weighted-average Exercise Price
Outstanding as at September 30, 2012	2,400,000	$0.20
Exercisable as at September 30, 2012	2,179,167	$0.21
Cancelled (a)	2,400,000	
Outstanding as at September 30, 2013	-	-
Granted (b)	1,075,000	$0.10
Outstanding as at September 30, 2014	1,075,000	$0.10
Exercisable as at September 30, 2014	358,333	$0.10
Outstanding as at September 30, 2015	1,075,000	$0.10
Exercisable as at September 30, 2015	716,668	$0.10
Granted (c)	100,000	$0.20
Granted (d)	175,000	$0.20
Exercisable as at June 30, 2016	450,000	$0.14
Outstanding at June 30, 2016	1,325,000	$0.12

(a) On July 23, 2013, the Board of Directors of the Corporation approved the termination of all outstanding stock options.

(b) On February 11, 2014, the Board of Directors of the Corporation approved the issuance of 1,075,000 stock options to the directors and officers of the Corporation. The options are exercisable at $0.10 per share for a period of five years. The options vest one third immediately and one third on each of the first and second anniversaries of the grant date.

(c) On December 2, 2015, the Corporation issued 100,000 stock options to the Corporations Chief Financial Officer in accordance with the Corporation's shareholder approved stock option plan. The options are exercisable at $0.20 per share, expire in five years and vest as to one-third immediately and one-third on the first and second anniversaries on the grant date.

(d) On May 25, 2016, the Corporation issued 175,000 stock options to a Director with the Corporation's shareholder approved stock option plan. The options are exercisable at $0.20 per share, expire in five years and vest as to one-third immediately and one-third on the first and second anniversaries on the grant date.

Contributed Surplus

Description	**June 30, 2016**	**September 30, 2015**
Opening balance	**$ 4,407,378**	$ 4,386,475
Share-based payments	**21,468**	20,903
Closing balance	**$ 4,428,846**	$ 4,407,378

11. CAPITAL DISCLOSURES

The Corporation considers its capital to include shareholders' equity. The objectives of the Corporation are to attain a strong financial position from which the Corporation will be able to exhibit continued growth and obtain access to capital. The corporation has no externally imposed restrictions.

The Corporation manages its capital structure and makes adjustments to it in light of changes in economic conditions and risk characteristics of its underlying assets. To maintain or adjust the capital structure, the Corporation may from time to time, issues shares, obtain debt financing, and adjust capital spending. There were no changes to the Corporation's approach to capital management from the previous period.

12. FINANCIAL INSTRUMENTS

IFRS 13, Fair Value Measurement, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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

Level 2 – inputs 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 for the asset or liability that are not based on observable market data (unobservable inputs).

The carrying values of cash, trade receivables, deposit and trade and other payables, approximate their fair values due to their short terms to maturity.

The Corporation is exposed to a number of different financial risks from normal course business exposures, as well as from the Corporation's use of financial instruments. These risk factors include market risk, liquidity risk, and credit risk.

(a) **Market risk** Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. The market price movements that could adversely affect the value of the Corporation's financial assets, liabilities and expected future cash flows include commodity price risk, interest rate risk and foreign exchange risk.

(i) Commodity price risk
The Corporation's financial performance is closely linked to natural gas, crude oil and mineral prices. While the Corporation may employ the use of various financial instruments in the future to manage these price exposures, the Corporation is not currently using any such instruments. The Corporation currently has not obtained any hedging instruments to ameliorate the potential effects of price fluctuations.

(ii) Interest rate risk
The Corporation is exposed to interest rate risk as changes in market interest rates may affect future cash flows or the fair value of financial instruments. The Corporation's convertible debenture bears interest at fixed rates, and as such the Corporation is exposed to interest rate risk on its debt, as the fair value of the debenture will fluctuate with changes in the market rates.

(iii) Foreign exchange risk
Foreign currency risk arises from fluctuations in foreign exchanges rates and the degree of volatility of these rates relative to the CDN dollar. The Corporation holds a US dollar denominated convertible debenture liability at September 30, 2014 which exposes it to foreign currency risk. As at September 30, 2014, a positive 1% change in the foreign exchange rates of the CDN dollar against the US dollar would result in an approximate improvement to profit and loss and equity of $1,500.

(b) **Liquidity risk**
Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Corporation believes that it has access to sufficient capital through internally generated cash flows, and potential external equity sources to meet projected expenditures. All of the Corporation's liabilities consist of trade and other payables and short-term loans.

Contractual obligations related to financial liabilities at June 30, 2016 are as follows:

	2016	2017	2018	2019	2020
Trade & Other Payables	$ 193,422	$ -	$ -	$ -	$ -
Note Payable	$ -	$30,000	$ -	$ -	$ -
Total	**$193,422**	**$30,000**	**$ -**	**$ -**	**$ -**

(c) **Credit risk**
Credit risk is the risk that a customer or counter party will fail to perform an obligation or fail to pay amounts due causing a financial loss. The Corporation's credit risk is primarily attributable to cash and trade and other receivables which are with customers and are subject to normal credit risks.

Credit risk associated with cash is minimized substantially by ensuring that these financial assets are placed with major Canadian financial institutions.

The Corporations maximum exposure for the three and nine months ended June 30, 2016 relates to $827,139 of cash for the three and nine months ended June 30, 2016.

13. LOSS PER SHARE

The calculation of basic and diluted loss per share for the three and nine months ended June 30, 2016 was based on net loss of $16,943 and $282,722 (2015 - net loss of $153,221 and $465,133). For the three and nine months ended June 30, 2016, the weighted average number of common shares outstanding was 22,106,324 (September 2015 – 21,021,255).

The effect of warrants and stock options outstanding (Note 11) on loss per share for the three and nine months ended June 30, 2016 and 2015 is anti-dilutive.

14. RELATED PARTY TRANSACTIONS

Except as disclosed elsewhere, all related party transactions are in the normal course of operations, and have been measured at the amount established and agreed upon by the related parties.

As at June 30,2016, the Corporation had an amount of $50,474 (2015 - $50,000) due to directors and officers included in trade and other payables.

There were no other amounts owing to or from the Corporation involving any related parties at June 30,2016 and June 30, 2015.

Compensation of key management personnel
The remuneration of directors and other members of key management personnel during the year were as follows:

	June 30, 2016 $	June 30, 2015 $
Short-term employee salary and benefits	**15,000**	30,000
Share-based payments	**21,468**	3,135
	36,468	33,135

15. OTHER INCOME

On May 31, 2016 the Company reached an agreement with Tyler Rice, the Company's President and Chief Executive Officer to eliminate the amounts owing to Mr. Rice in unpaid salary for the period of February 2015 to May 2016 in the amount of approximately $166,695 for nil considerations.

16. SUBSEQUENT EVENTS

On July 4, 2016 the Company closed the first tranche of a non-brokered private placement by issuing 2,005,000 units, 2,320,000 common shares issued on a "CEE flow-through" basis pursuant to the *Income Tax Act* (Canada), and 909,091 common shares issued on a "CDE flow-through" basis pursuant to the *Income Tax Act* (Canada) for aggregate gross proceeds of $1,181,000. Each Unit will consist of one Common Share and one Common Share purchase warrant. Each whole Warrant will expire 24 months from the closing date of the Offering, and will entitle the holder to acquire one Common Share at a price of $0.30 per Common Share.

The Company agreed to pay a finder's fee on certain subscriptions under the Offering in the amount of 6% cash on the proceeds received from certain subscribers and 6% finder's warrants.

On August 4, 2016 the Company closed a non-brokered private placement by issuing 1,415,000 units for aggregate gross proceeds of $283,000 ($266,000 net). Each unit consists of one Common Share and one Common Share purchase

warrant. Each whole warrant will expire 24 months from the closing date. The Company paid finder's fees on subscriptions under the offering in the amount fo 6% cash on the proceeds and 6% finder's warrants.

On August 5, 2016, The Company issued 450,000 stock options to directors, officers, employees and consultants on the Company in accordance with the Company's shareholder approved stock option plant. The stock options are exercisable at a price of $0.245 per share, expire in five years, and vest over a period of three years, with 1/3 of the Options vesting immediately, and 1/3 vesting at the end of each the first and second anniversary of the date of grant.