

Condensed Interim Consolidated Financial Statements

Second Quarter - October 31, 2016

(Unaudited)

(Expressed in Canadian dollars, except where indicated)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, if an auditor has not performed a review of the condensed interim consolidated financial statements required to be filed, they must be accompanied by a notice indicating that the condensed interim consolidated financial statements have not been reviewed by an auditor.

The accompanying condensed interim consolidated financial statements have been prepared by and are the responsibility of the Company's management.

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

Condensed Interim Consolidated Statements of Financial Position (Unaudited)

| | October 31 2016 \$000's | April 30 2016 \$000's |
|--|-------------------------------|-----------------------------|
| Assets | | · |
| Current assets | | |
| Cash and cash equivalents (note 4) | 1,658 | 943 |
| Trade and other receivables | 47 | 85 |
| Available-for-sale securities (note 5) | 551 | 548 |
| Total current assets | 2,256 | 1,576 |
| Non-current assets | | |
| Reclamation bonds | 128 | 131 |
| Property and equipment (note 6) | 148 | 169 |
| Mineral property interests (note 7) | 278 | 402 |
| Total assets | 2,810 | 2,278 |
| Liabilities | | |
| Current liabilities | | |
| Trade and other payables | 238 | 156 |
| Equity | | |
| Common shares (note 8) | 74,454 | 73,325 |
| Equity reserve (note 8) | 11,592 | 10,911 |
| Investment revaluation reserve | (66) | 291 |
| Deficit | (83,408) | (82,405) |
| | 2,572 | 2,122 |
| | 2,810 | 2,278 |
| Going Concern (note 2) Commitments (note 11) | | |
| Subsequent Events (note 13) | | |
| | | |
| Approved by the Board of Directors | | |
| "Peter Dasler" | "Jean Luc Roy" | |
| Director | Director | |

Condensed Interim Consolidated Statements of Comprehensive Loss (Unaudited)

| | Three months T ended October 31 2016 (\$000's) | chree months ended October 31 2015 (\$000's) | Six months ended October 31 2016 (\$000's) | Six months ended October 31 2015 (\$000's) |
|---|--|--|--|--|
| EXPLORATION COSTS | | | | |
| Mineral property expenditures net of reimbursements | 155 | 50 | 205 | 97 |
| Mineral property write-offs (note 7) | 36 | 2 | 126 | 89 |
| Net option payments (note 7) | (206) | (129) | (466) | (209) |
| Equipment rental income | (7) | - | (7) | <u> </u> |
| | (22) | (77) | (142) | (23) |
| OTHER EXPENSES (INCOME) | | | | |
| Consulting, labour and professional fees | 138 | 89 | 415 | 192 |
| Depreciation and amortization (note 6) | 10 | 12 | 19 | 24 |
| Gain on disposal of property and equipment | (1) | - | (3) | (9) |
| Foreign exchange loss (gain) | 1 | - | 1 | (4) |
| Insurance, licenses and filing fees | 30 | 20 | 61 | 41 |
| Interest income | (3) | (1) | (4) | (3) |
| Other corporate costs | 18 | 7 | 27 | 22 |
| Investor relations and presentations | 92 | 46 | 147 | 96 |
| Rent (note 11) | 5 | 2 | 7 | 9 |
| Share-based payments (note 9) | 397 | - | 397 | 13 |
| Travel and accommodation | 15 | 5 | 23 | 29 |
| Impairment of available-for-sale securities (note 5) | 60 | 560 | 60 | 584 |
| Management fees | (1) | (2) | (5) | (4) |
| | 761 | 738 | 1,145 | 990 |
| Net loss for the period | (739) | (661) | (1,003) | (967) |
| Other comprehensive loss | | | | |
| Unrealized loss (gain) on available-for-sale securities | 422 | (484) | 357 | (81) |
| Total comprehensive loss for the period | (1,161) | (177) | (1,360) | (886) |
| Basic and diluted loss per share (\$ per share) | (0.03) | (0.03) | (0.04) | (0.04) |
| Basic and diluted weighted average common shares outstanding $(000\mbox{'s})$ | 27,022 | 22,068 | 25,417 | 22,068 |

Condensed Interim Consolidated Statements of Changes in Equity For the six months ended October 31, 2016 and 2015

(Unaudited)

| | Common S | Shares | Equity Reserve | Investment Revaluation | Accumulated | Total |
|--|-----------------|-------------------|-------------------|---------------------------|--------------------|-------------------|
| | Shares 000's | Amount \$000's | \$000's | Reserve \$000's | Deficit \$000's | Equity \$000's |
| Balance-May 1, 2015 | 22,068 | 73,205 | 10,947 | (64) | (80,763) | 3,325 |
| Share-based payments | - | - | 13 | - | - | 13 |
| Unrealized loss on available-for-sale securities | - | - | - | 81 | - | 81 |
| Income for the period | - | - | - | - | (967) | (967) |
| Balance-October 31, 2015 | 22,068 | 73,205 | 10,960 | 17 | (81,730) | 2,452 |
| Balance-May 1, 2016 | 22,527 | 73,325 | 10,911 | 291 | (82,405) | 2,122 |
| Issued on private placement for cash | 2,000 | 1,120 | · - | - | - | 1,120 |
| Warrants issued on private placement | - | (502) | 502 | - | - | - |
| Share issuance costs | - | (84) | - | _ | - | (84) |
| Issued on the exercise of stock options | 2,602 | 595 | (218) | - | - | 377 |
| Share-based payments | - | - | 397 | - | - | 397 |
| Unrealized gain on available-for-sale securities | - | - | - | (357) | - | (357) |
| Loss for the period | - | - | - | - | (1,003) | (1,003) |
| Balance-October 31, 2016 | 27.129 | 74 454 | 11.592 | (66) | (83.408) | 2,572 |

Condensed Interim Consolidated Statements of Cash Flows (Unaudited)

| | Six months ended October 31 2016 \$000's | Six months ended October 31 2015 \$000's |
|--|--|--|
| Cash flows used in operating activities | | |
| Loss income for the period | (1,003) | (967) |
| Items not affecting cash | | |
| Gain on disposal of property and equipment | (3) | (9) |
| Depreciation and amortization (note 6) | 19 | 24 |
| Mineral property write-offs | 126 | 89 |
| Impairment of available-for-sale securities (note 5) | 60 | 584 |
| Recoveries on option payments received | (466) | (194) |
| Share-based payments (note 9) | 397 | 13 |
| | (870) | (460) |
| Change in non-cash operating working capital | | |
| Decrease in trade and other receivables | 40 | 51 |
| Increase (decrease) in trade and other payables | 85 | (30) |
| | (745) | (439) |
| Cash flows from financing activities Issuance of common shares (net of share issuance costs) Proceeds from exercise of stock options | 1,036 376 1,412 | - - - |
| Cash flows from investing activities | | |
| Additions to mineral property interests | (7) | (16) |
| Proceeds from sale of property and equipment | 3 | 11 |
| Reclamation bond | 2 | _ |
| Option payments received | 50 | 10 |
| opusin pur memo recervou | 48 | 5 |
| | | |
| Increase (decrease) in cash and cash equivalents | 715 | (434) |
| Cash and cash equivalents - beginning of period (note 4) | 943 | 1,605 |
| Cash and cash equivalents - end of period (note 4) | 1,658 | 1,171 |

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

1 Nature of Operations

CanAlaska Uranium Ltd. (the "Company" or "CanAlaska") and its subsidiaries are principally engaged in the exploration of uranium properties. The Company may bring the properties to production, structure joint ventures with others, option or lease properties to third parties or sell the properties outright. The Company has not determined whether these properties contain ore reserves that are economically recoverable and the Company and its mineral interests are considered to be in the exploration stage. From time to time, the Company evaluates new properties and directs exploration on these properties based on the Board of Director's evaluation of financial and market considerations at the time. The Company's shares trade on the TSX Venture Exchange under the symbol "CVV". The Company's shares are also quoted on the OTCQB in the United States under the symbol "CVVUF" and the Frankfurt Stock Exchange under the symbol "DH7N". In May 2015, the Company deregistered from its reporting obligations with the United States Securities and Exchange Commission (the "SEC"). The Company's registered office is located at 625 Howe Street, Suite 1020, Vancouver, British Columbia, V6C 2T6, Canada.

2 Going Concern

These condensed interim consolidated financial statements have been prepared on a going concern basis. The going concern basis of presentation assumes that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of business. These condensed interim consolidated financial statements do not include any adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classification that would be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

The recoverability of the amounts shown for mineral properties and related deferred costs is dependent upon the existence of economically recoverable mineral reserves, the ability of the Company to obtain the necessary financing to complete the development, and upon future profitable production or proceeds from disposition of the mineral properties. Due to the difficult market conditions facing junior uranium exploration companies there is no assurance that the Company will be successful in raising additional financing. The amounts shown as mineral property costs represent acquisition costs incurred to date, net of recoveries.

The Company does not generate recurring revenues from operations and other factors as noted may cast significant doubt regarding the Company's ability to continue as a going concern. Management believes that the cash on hand is sufficient to meet corporate, administrative and selected exploration activities for at least the next twelve months. Management may either need to dilute its ownership in its properties or secure additional financing to continue to advance the development of its exploration projects. Management has taken steps to streamline non-discretionary expenditures and financial overheads and is working to option, joint venture or sell its individual exploration projects.

At October 31, 2016, the Company had cash and cash equivalents of \$1.7 million (April 30, 2016: \$0.9 million) (note 4) and working capital of \$2.0 million (April 30, 2016: \$1.4 million) and has a deficit of \$83.4 million at October 31, 2016.

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

3 Basis of Consolidation and Presentation

a) Statement of Compliance

These condensed interim consolidated financial statements of the Company, including comparatives, have been prepared in accordance with International Financial Reporting Standards 34 Interim Financial Reporting ("IAS 34") using the accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Boards ("IASB"). These condensed interim consolidated financial statements have been prepared on the basis of and using accounting policies, methods of computation and presentation consistent with those applied in the Company's April 30, 2016 consolidated annual financial statements.

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on December 13, 2016.

b) Basis consolidation and preparation

These condensed interim consolidated financial statements are presented in Canadian dollars. The consolidated financial statements are prepared on the historical cost basis except for certain financial instruments that are measured on the fair value basis.

These condensed interim consolidated financial statements include the accounts of CanAlaska and its whollyowned subsidiary, CanAlaska West McArthur Uranium Ltd., a B.C. company.

Subsidiaries are entities over which the Company has control. Control is achieved when the Company has power over its investee; is exposed or has rights to variable returns from its involvement with the investee; and has the ability to use its power to affect its returns. Subsidiaries are consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date on which control ceases. All inter-company transactions, balances, income and expenses have been eliminated on consolidation.

These condensed interim consolidated financial statements also include the Company's share of the jointly held assets, its jointly incurred liabilities, its share of the revenues and expenses of CanAlaska Korean Uranium Limited Partnership ("CKULP" or the "Partnership" or the "CKU Partnership") and CanAlaska Korean Uranium Limited.

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

4 Cash and Cash Equivalents

| | October 31, 2016 \$000's | April 30, 2016 \$000's |
|--|-----------------------------|---------------------------|
| CKU Partnership funds | 55 | 81 |
| Cash in bank and other short term deposits | 1,603 | 862 |
| Total | 1,658 | 943 |

CKU Partnership funds are held by the Company for expenditure on the properties held by the CKULP.

Cash and cash equivalents of the Company are comprised of bank balances and short-term investments, which are convertible to cash, with an original maturity of 90 days or less as follows:

| | October 31, 2016 \$000's | April 30, 2016 \$000's |
|------------------|-----------------------------|---------------------------|
| Cash | 238 | 573 |
| Cash equivalents | 1,420 | 370 |
| Total | 1,658 | 943 |

5 Available-for-Sale Securities

| | October | October 31, 2016 | | 30, 2016 |
|-------------------------------------|------------------------|-------------------------|---------------------------|-------------------------|
| | Carrying value \$000's | Market Value \$000's | Carrying value \$000's | Market Value \$000's |
| Pacific North West Capital Corp. | 3 | 10 | 3 | 18 |
| Mega Uranium Ltd. | 3 | 7 | 3 | 8 |
| Makena Resources Inc. | 45 | 45 | 45 | 60 |
| Copper Reef Mining Corp. | 40 | 50 | 40 | 60 |
| Northern Uranium Corp. | 60 | 60 | 120 | 300 |
| Other available-for-sale securities | 466 | 379 | 46 | 102 |
| Total | 617 | 551 | 257 | 548 |

The Company reviews the carrying values of its available-for-sale securities, and after considering where the decreases on fair value were significant or prolonged, the Company recognized an impairment on available-for-sale securities of \$60,275 for the three months ended October 31, 2016 and \$60,425 for the six months ended October 31, 2016 (three months ended October 31, 2015: \$560,205 six months ended October 31, 2015: \$584,314).

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

6 Property and Equipment

| | Automotive \$000's | Leasehold improvements \$000's | Mining equipment \$000's | equipment | Total \$000's |
|---|-----------------------|--------------------------------|--------------------------------|-----------|------------------|
| Cost | | | | | |
| At May 1, 2015 | 25 | 270 | 842 | 452 | 1,589 |
| Disposals | (17) | - | (36) | - | (53) |
| At April 30, 2016 | 8 | 270 | 806 | 452 | 1,536 |
| Disposals | - | - | (9) | - | (9) |
| At October 31, 2016 | 8 | 270 | 797 | 452 | 1,527 |
| Accumulated Depreciation and Amortization | | | | | |
| At May 1, 2015 | (21) | (164) | (782) | (400) | (1,367) |
| Depreciation and amortization | (1) | (19) | (18) | (10) | (48) |
| Disposals | 16 | _ | 32 | 5 | 48 |
| At April 30, 2016 | (6) | (183) | (768) | (410) | (1,367) |
| Depreciation and amortization | - | (10) | (5) | (4) | (19) |
| Disposals | - | - | 7 | - | 7 |
| At October 31, 2016 | (6) | (193) | (766) | (414) | (1,379) |
| Carrying Value | | | | | |
| At April 30, 2016 | 2 | 87 | 38 | 42 | 169 |
| At October 31, 2016 | 2 | 77 | 31 | 38 | 148 |

On September 28, 2016, the Company entered into an agreement with Cracking River Logistics Inc. ("Cracking"). Cracking offered to purchase the company's La Ronge lease and certain property and equipment located in the La Ronge facility for \$310,000 on November 1, 2016. The sale of the La Ronge lease and property and equipment is subject to approval by the Ministry of Environment.

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

7 Mineral Property Interests

The Company holds approximately 592,000 hectares of mining claims in the Athabasca Basin located across the provinces of Saskatchewan, Manitoba and Alberta in Canada. The holdings are comprised of 19 projects which are in various stages of exploration and discovery.

The Company also holds mining claims in British Columbia.

Details of acquisition costs and mineral property impairments for the twelve and six months ended April 30, 2016 and October 31, 2016 are as follows:

| | | Additions/ | | Additions/ | 0 . 1 . 44 |
|-----------------------------|---------------------------------------|---------------------------|----------------|---------------------------|---------------------|
| Project (\$000's) | May 1, 2015 | write-offs/ recoveries | April 31, 2016 | write-offs/ recoveries | October 31, 2016 |
| Athabasca Basin | , , , , , , , , , , , , , , , , , , , | | . | | |
| Cree East (a) | - | - | - | - | - |
| West McArthur (b) | 65 | (65) | - | - | - |
| Fond du Lac | 120 | (120) | - | - | - |
| Grease River (c) | 48 | (31) | 17 | (17) | - |
| Key Lake | 24 | - | 24 | - | 24 |
| NW Manitoba | - | - | - | - | - |
| Poplar (d) | 120 | (33) | 87 | (85) | 2 |
| Helmer (e) | 98 | (39) | 59 | (24) | 35 |
| Lake Athabasca | 91 | (39) | 52 | - | 52 |
| Hodgson | 7 | 3 | 10 | - | 10 |
| Collins Bay | - | - | - | - | - |
| McTavish | 74 | - | 74 | - | 74 |
| Carswell | 2 | - | 2 | - | 2 |
| Ruttan | 15 | (15) | - | - | - |
| Patterson (f) | - | - | - | - | - |
| Cable Bay (g) | 2 | - | 2 | (1) | 1 |
| Other | 45 | (18) | 27 | - | 27 |
| Other | | | | | |
| Other Projects, Various (h) | 25 | 23 | 48 | 3 | 51 |
| Total | 736 | (334) | 402 | (124) | 278 |

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

7 Mineral Property Interests (continued)

| Summary of option payments receivable in the years ending April 30^2 | Cash \$000's | Total ² Spend ¹ \$000's | Shares |
|--|------------------------|---|-----------|
| 2017 | 50 | 2,830 | 6,000,000 |
| 2018 | 115 | 9,730 | - |
| 2019 | - | 11,730 | - |
| Thereafter | 100 | 43,505 | 1,000,000 |

¹Represents cumulative spend required not the spend per fiscal year to maintain certain interest in the Company's properties.

a) Cree East, Saskatchewan - Korean Consortium

Cree East consists of approximately 58,000 hectares of mineral claims in the Athabasca. In December 2007, the Company formed the CKU Partnership with the Korean Consortium ("Consortium") to develop Cree East. Under the terms of agreements, the Korean Consortium invested \$19.0 million towards the earn-in of a 50% ownership interest in the CKU Partnership over a four year period (April 30, 2016: 50%). The Company acts as the operator for the exploration project and earns a management fee of 10% of the exploration expenditures incurred. The total expenditures on the property for the six months ended October 31, 2016 and 2015 was approximately \$47,000 and \$24,000 respectively and has a carrying value of \$nil.

b) West McArthur, Saskatchewan - Cameco Corporation

West McArthur consists of approximately 36,000 hectares of mineral claims in the Athabasca. In April 2007, the Company optioned the claims to Mitsubishi Development Pty Ltd. ("Mitsubishi") whereby Mitsubishi could exercise an option to earn a 50% interest in the property by funding expenditures of \$10.0 million and by making a \$1.0 million payment upon completion of the \$10.0 million funding requirement. In February 2010, Mitsubishi exercised their option with a payment to the Company of \$1.0 million and an unincorporated 50/50 joint venture was formed between the parties to pursue further exploration and development of the property. The Company acted as project operator and earns a fee (between 5% and 10%) based on the expenditures incurred.

On January 13, 2016, the Company entered into a buy back agreement for the 50% interest in the West McArthur project held by Mitsubishi. The Company agreed to a staged cash payment of \$600,000 (\$600,000 paid) and a 1% royalty arrangement.

In February 2016, the Company entered into an option agreement with Cameco Corporation for cash payments up to \$1.25 million (\$725,000 received) and staged property expenditures of up to \$11.25 million to earn up to 60% interest in the project.

The total expenditures on the property for the six months ended October 31, 2016 and 2015 was approximately \$nil and \$30,000 respectively and has a carrying value of \$nil.

² Represents optionees' commitments to maintain certain interest in the Company's properties.

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

7 Mineral Property Interests (continued)

c) Grease River, Saskatchewan

In July 2016, the Company recognized an impairment on its Grease River claims of approximately \$17,000 as it did not renew its permits on this claim.

d) Poplar, Saskatchewan

In May, July and October 2016, the Company recognized an impairment on certain of its Poplar claims of approximately \$85,000 as it did not renew its permits on these claims.

e) Helmer, Saskatchewan

In June 2016, the Company recognized an impairment on certain of its Helmer claims of approximately \$24,000 as it did not renew its permits on these claims.

f) Patterson, Saskatchewan

As per the option agreement with Makena Resources Inc. ("Makena") for our Patterson property, in June 2016, the Company received a cash payment of \$15,000.

g) Cable Bay, Saskatchewan

In October 2016, the Company recognized an impairment on certain of its Cable Bay claims of approximately \$1,000 as it did not renew its permits on these claims.

h) Other Projects

West Athabasca Kimberlite, Saskatchewan

On May 16, 2016, the Company entered into a multi-stage \$20.4 million option-participation agreement with De Beers Canada Inc. on the Western Athabasca Kimberlite project which grants De Beers an option to acquire up to 90% interest in the project.

On May 20, 2016, the Company entered into an option agreement with Fjordland Exploration Inc. on 2 claim blocks in our Western Athabasca Kimberlite project. Fjordland Exploration Inc. may earn a 100% interest in the project by making payment of \$50,000 (\$5,000 received), issuing 4,000,000 (received) common shares and completing work commitments of \$100,000 by December 31, 2017. The Company reserves a 4% Gross Overriding Royalty for diamonds and a 2% Net Smelter Royalty for other minerals.

In September 2016, the Company acquired 2 claim blocks totalling 8,559 hectares located in the western Athabasca Basin for \$5.135.

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

7 Mineral Property Interests (continued)

Alberta Diamond, Alberta

During the three months ended July 31, 2016, the Company acquired 3 claim blocks totalling 26,112 hectares located northwest of the Cluff Lake uranium mine for \$1.875.

West Carswell, Saskatchewan

On August 16, 2016, the Company entered into an option agreement with Canterra Minerals Corporation ("Canterra") on our West Carswell property located in the western Athabasca Basin, Saskatchewan. Canterra may earn up to a 70% interest in the property by making payments totaling \$200,000 (\$30,000 received), issuing 3,000,000 common shares (2,000,000 received) and completing work commitments of \$5,000,000. The West Carswell property comprises approximately 4,800 hectares within the west Athabasca Kimberlite trend and is located 10 km northwest of the Cluff Lake Uranium Mine in the Athabasca Basin.

8 Share Capital

The Company has authorized capital consisting of an unlimited amount of common shares without par value.

Share Issuances

- a) On July 8 2016, the Company completed a non-brokered private placement and issued 2,000,000 units at a price of \$0.56 per unit for gross proceeds of \$1,120,000. Each unit consists of one common share and one share purchase warrant. Each share purchase warrant entitles the holder to purchase one additional common share for a period of two years from the closing date, at a price of \$0.70 per share, provided that if the closing price of the Company's listed shares on the TSX-V exceeds \$1.00 per share for 10 consecutive trading days then thereafter the exercise period of the share purchase warrant will be reduced to a period of 10 calendar days following the date express written notice of such acceleration is provided by the Company to the warrant holder. The Company paid total finder's fee of \$78,400 and issued 140,000 finder's warrants in connection with this placement. The finder's warrants issued as part of this placement have been recorded at a fair valued of \$109,403 using the Black Scholes option pricing model.
- b) During the six months ended October 31, 2016, the Company issued 2,601,750 common shares from the exercise of stock options for proceeds of \$376,298.

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

9 Share Stock Options and Warrants

The Company has a stock option plan that permits the granting of stock options to directors, officers, key employees and consultants. Terms and pricing of options are determined by management at the date of grant. A total of 10% of the issued and outstanding common shares of the Company may be allotted and reserved for issuance under the stock option plan.

| | Number of options 000's | Weighted average exercise price \$ |
|--------------------------------|----------------------------|------------------------------------|
| Outstanding - May 1, 2015 | 4,021 | 0.16 |
| Granted | 105 | 0.19 |
| Exercised | (459) | 0.25 |
| Outstanding – April 30, 2016 | 3,667 | 0.16 |
| Granted | 1,510 | 0.41 |
| Exercised | (2,602) | 0.14 |
| Outstanding – October 31, 2016 | 2,575 | 0.33 |

As at October 31, 2016, the following stock options were outstanding:

| | Number of options outstanding 000's | Number of options exercisable 000's | Exercise price | Expiry date (Fiscal Year) |
|-------|-------------------------------------|-------------------------------------|-------------------|---------------------------|
| | 750 | 750 | \$0.25 | 2018 |
| | 1,710 | 1,710 | \$0.12 - \$0.41 | 2019 |
| | 60 | 60 | \$0.12 | 2020 |
| | 55 | 55 | \$0.20 | 2021 |
| Total | 2,575 | 2,575 | | |

For the three months ended October 31, 2016, total share-based compensation expense was \$397,104 (October 31, 2015: \$nil). For the six months ended October 31, 2016, total share-based compensation expense was \$397,104 (October 31, 2015: \$12,993).

Warrants

| | Number of warrants 000's | Weighted average exercise price \$ |
|--------------------------------|--------------------------|------------------------------------|
| Outstanding - May 1, 2015 | - | - |
| Outstanding – April 30, 2016 | - | - |
| Granted | 2,140 | 0.70 |
| Expired | - | - |
| Outstanding – October 31, 2016 | 2,140 | 0.70 |

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

9 Share Stock Options and Warrants (continued)

At October 31, 2016, the following warrants were outstanding:

| | Number of warrants outstanding | Exercise price | |
|-------|--------------------------------|----------------|---------------------------|
| | 000's | \$ | Expiry date |
| | 2,140 | \$0.70 | July 8, 2018 ¹ |
| Total | 2,140 | | |

¹ Expiry date of warrants will be on July 8, 2018, provided that if the closing price of the Company's listed shares on the TSX Venture Exchange exceeds \$1.00/share for 10 consecutive trading days then thereafter the exercise period of the warrants will be reduced to a period of 10 calendar days following the date express written notice of such acceleration is provided by the Company.

Option and warrant pricing models require the input of highly subjective assumptions including the expected volatility. Changes in the assumptions can materially affect the fair value estimate, and therefore, the existing models do not necessarily provide a reliable measure of the fair value of the Company's stock options and warrants. The Company's expected volatility is based on the historical volatility of the Company's share price on the Toronto Stock Exchange or the TSX Venture Exchange. The following assumptions were used in the Black-Scholes option pricing model to calculate the compensation expense for the six months ended October 31, 2016:

| | Warrants | Options |
|-----------------------------|-----------|-----------|
| Weighted average fair value | \$0.78 | \$0.26 |
| Forfeiture rate | 0% | 15.4% |
| Risk-free interest rate | 0.47% | 0.58% |
| Expected life | 2.0 years | 2.0 years |
| Expected volatility | 40% | 129.3% |
| Expected dividend | 0% | 0% |

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

10 Related Party Transactions

Related parties include the Board of Directors and Officers of the Company and enterprises which are controlled by these individuals.

The remuneration of directors and key management of the Company for the three and six months ended October 31, 2016 and 2015 were as follows. Certain compensation is paid to Schimann Consultants, a company controlled by a director and VP of Exploration.

| | Three months ended October 31 | | Six months ended October 31 | |
|--------------------------|-------------------------------|------|-----------------------------|------|
| | 2016 | 2015 | 2016 | 2015 |
| (\$000's) | \$ | \$ | \$ | \$ |
| Employment benefits | 79 | 71 | 196 | 143 |
| Schimann Consultants | 34 | 34 | 83 | 68 |
| Directors fees | - | - | 80 | - |
| Share-based compensation | 364 | - | 364 | 7 |

The directors and key management were awarded the following share options under the employee share option plan during the six months ended October 31, 2016:

| Date of grant | Number of options | Exercise price | Expiry |
|-----------------|-------------------|----------------|-----------------|
| October 5, 2016 | 1,385,000 | \$0.41 | October 5, 2018 |

11 Commitments

The Company has the following commitments in respect of operating leases for office space, land, or vehicle:

| Fiscal Year Ending | Total \$000's |
|--------------------|------------------|
| 2017 | 19 |
| 2018 | 36 |
| 2019 | 23 |
| 2020 | 5 |
| Thereafter | 37 |
| Total | 120 |

Notes to the Condensed Interim Consolidated Financial Statements

For the six month period ended October 31, 2016 (Unaudited)

(Expressed in Canadian dollars except where indicated)

12 Management of Capital

The Company considers its capital to consist of common shares, stock options and warrants. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares and, acquire or dispose of assets.

In order to maximize ongoing exploration efforts, the Company does not pay out dividends. The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest bearing investments with short term maturities, selected with regards to the expected timing of expenditures from continuing operations.

13 Subsequent Events

- a) On November 4, 2016, the option agreement with Makena for our Patterson property was terminated.
- b) On November 14, 2016, the Company issued 200,000 common share from the exercise of stock options for proceeds of \$24,000.