



CONSOLIDATED FINANCIAL STATEMENTS

For the years ended December 31, 2015 and December 31, 2014
(Audited)
(Expressed in Canadian Dollars)

Wellgreen Platinum Ltd.
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MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The consolidated financial statements for the year ended December 31, 2015 (the "Financial Statements"), and the notes thereto, have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board and are the responsibility of the management of Wellgreen Platinum Ltd. (the "Company"). The Financial Statements, where necessary, include amounts which are based on the best estimates and judgment of management.

The Company maintains a system of internal controls designed to provide reasonable assurance that the Company's assets are safeguarded, transactions are executed and recorded in accordance with management's authorization, proper records are maintained and relevant and reliable financial information is produced. These controls include maintaining quality standards in hiring and training of employees, policies and procedures manuals, a corporate code of conduct and ethics and ensuring that there is proper accountability for performance within appropriate and well-defined areas of responsibility. The system of internal controls is further supported by a compliance function, which is designed to ensure that the Company and its employees comply with securities legislation and conflict of interest rules.

The Board of Directors is responsible for overseeing management's performance of its responsibilities for financial reporting and internal control. The Audit Committee, which is composed of non-executive directors, meets with management as well as the external auditors to ensure that management is properly fulfilling its financial reporting responsibilities to the Board who approve the Financial Statements. The external auditors have full and unrestricted access to the Audit Committee to discuss the scope of their audits and the adequacy of the system of internal controls, and to review financial reporting issues.

The external auditors, Manning Elliott LLP, have been appointed by the Company's shareholders to render their opinion on the Financial Statements and their report is included herein.

"/s/ "John Sagman"

John Sagman, Interim President and COO

"/s/ "Jeffrey Mason"

Jeffrey Mason, CFO

March 28, 2016



INDEPENDENT AUDITORS' REPORT

To the Shareholders of Wellgreen Platinum Ltd.

We have audited the accompanying consolidated financial statements of Wellgreen Platinum Ltd. which comprise the consolidated statements of financial position as at December 31, 2015 and 2014, and the consolidated statements of operations and comprehensive loss, changes in equity and cash flows for the years ended December 31, 2015 and December 31, 2014, and the related notes comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Wellgreen Platinum Ltd. as at December 31, 2015 and 2014, and its financial performance and cash flows for the years ended December 31, 2015 and December 31, 2014 in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which indicates the existence of a material uncertainty that may cast significant doubt on the ability of Wellgreen Platinum Ltd. to continue as a going concern.

/s/ "Manning Elliott LLP"

CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, British Columbia
March 28, 2016

WELLGREEN PLATINUM LTD. (an exploration stage company)
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

	Note	December 31, 2015	December 31, 2014
ASSETS			
Current Assets			
Cash and cash equivalents	5	\$ 9,862,391	\$ 10,495,642
Amounts receivable	6(a)	410,758	243,503
Prepaid expenses	7	73,729	149,483
Loans receivable	6(b)	457,790	908,418
Exploration deposits	9	-	118,278
		10,804,668	11,915,324
Non-Current Assets			
Prepaid demobilization deposit	7	550,000	-
Reclamation deposit	12	669,441	-
Equipment	8	492,000	283,772
Assets Classified as held for sale	10	-	7,239,127
Exploration and evaluation mineral properties	9	49,283,436	39,279,320
		50,994,877	46,802,219
TOTAL ASSETS		\$ 61,799,545	\$ 58,717,543
LIABILITIES			
Current Liabilities			
Accounts payable and other liabilities	11	\$ 7,619,697	\$ 2,844,412
Flow through share premium liability	11	-	1,573,295
Due to related parties	15	25,250	128,617
		7,644,947	4,546,324
Non-Current Liabilities			
Provision for mine closure reclamation	10,12	672,585	-
Liabilities classified as held for sale	10	-	656,821
TOTAL LIABILITIES		8,317,532	5,203,145
EQUITY			
Share capital	13	107,589,150	105,138,928
Reserves		13,622,499	11,840,815
Deficit		(67,729,636)	(63,465,345)
TOTAL EQUITY		53,482,013	53,514,398
TOTAL LIABILITIES AND EQUITY		\$ 61,799,545	\$ 58,717,543

Commitments (Notes 9 and 23), Contingencies (Note 24), Subsequent Events (Note 25)

The accompanying notes are an integral part of the Consolidated Financial Statements.

Approved on behalf of the Board on March 24, 2016:

"/s/ "Mike Sylvestre"

Mike Sylvestre, Director

"/s/ "Myron Manternach"

Myron Manternach, Director

WELLGREEN PLATINUM LTD. (an exploration stage company)
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	Note	Year Ended December 31, 2015	Year Ended December 31, 2014
OPERATING EXPENSES			
Consulting	15	\$ 89,611	\$ 206,927
Depreciation		23,478	25,887
Foreign exchange loss (gain)		(71,909)	16,009
Insurance		48,586	51,664
Interest part XII.6 tax	11	67,594	17,505
Office		305,084	302,543
Professional fees		618,280	486,910
Property maintenance		60,151	89,505
Regulatory		319,693	208,634
Relations and business development		650,712	728,778
Salaries, wages and severance	15	2,787,890	2,043,989
Share-based payments	14	1,083,730	2,051,074
Loss before non-operating items		(5,982,900)	(6,229,425)
NON-OPERATING INCOME (EXPENSE)			
Accretion expense		(15,764)	-
Flow through share premium		1,573,295	605,756
Gain on recovery of exploration deposits	9	58,202	-
Interest income		102,876	32,838
NET LOSS AND COMPREHENSIVE LOSS		(4,264,291)	(5,590,831)
NET LOSS PER COMMON SHARE, BASIC AND DILUTED			
		\$ (0.04)	\$ (0.06)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING			
		114,212,138	90,146,186

The accompanying notes are an integral part of the Consolidated Financial Statements.

WELLGREEN PLATINUM LTD. (an exploration stage company)
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	Years Ended	
	December 31, 2015	December 31, 2014
CASH PROVIDED BY (USED IN)		
OPERATIONS		
Net loss	\$ (4,264,291)	\$ (5,590,831)
Add (deduct) items not affecting cash		
Accrued interest income	(5,219)	(11,275)
Accretion expense	15,764	-
Depreciation	23,478	25,887
Flow through share premium	(1,573,295)	(605,756)
Gain on recovery of exploration deposits	(58,202)	-
Share-based payments	1,083,730	2,051,074
	(4,778,035)	(4,130,901)
Changes in non-cash working capital balances		
Increase in amounts receivable	(167,255)	(94,896)
Decrease (increase) in prepaid expenses	75,754	155,522
Increase (decrease) in accounts payable	4,774,266	(733,100)
Decrease in reclamation deposit	-	2,174
Decrease in Cash Used in Operating Activities	(95,270)	(4,801,201)
INVESTING		
Prepaid Demobilization Deposit	(550,000)	-
Proceeds from royalty sale (net of costs)	7,844,463	-
Shelter purchases and leasehold improvements	(280,595)	-
Exploration expenditures	(11,159,172)	(5,763,479)
Proceeds on recovery of exploration deposits, net	176,480	-
Cash Used in Investing Activities	(3,968,824)	(5,763,479)
FINANCING		
Increase (decrease) in related party liabilities	(103,367)	28,388
Payments received on loans receivable	455,847	-
Proceeds from exercise of warrants	-	992,909
Proceeds from share issuance, net of issue costs	3,078,363	18,100,893
Cash Provided by Financing Activities	3,430,843	19,122,190
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(633,251)	8,557,510
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	10,495,642	1,938,132
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 9,862,391	\$ 10,495,642

Supplemental cash flow information (Note 22)

The accompanying notes are an integral part of the Consolidated Financial Statements.

WELLGREEN PLATINUM LTD. (an exploration stage company)**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**

(Expressed in Canadian Dollars)

	Number of Common Shares	Common Shares Amount	Reserves	Accumulated Other Comprehensive Income (Loss)	Deficit	Total Equity
As at January 1, 2014	80,682,295	\$ 87,948,382	\$ 9,781,718	\$ -	\$ (57,874,514)	\$ 39,855,586
Private Placement - January 9, 2014	1,199,700	659,820	-	-	-	659,820
Equity Financing - June 24, 2014	10,615,650	6,900,173	-	-	-	6,900,173
Equity Financing - November 20, 2014	15,118,104	7,559,052	-	-	-	7,559,052
Equity Financing - December 24, 2014	3,531,866	2,295,713	-	-	-	2,295,713
Shares issued from warrants exercised	1,203,636	992,909	-	-	-	992,909
Shares issued from SARs exercise	7,139	15,765	(17,253)	-	-	(1,488)
Share issue costs	-	(1,232,886)	-	-	-	(1,232,886)
Share-based payments	-	-	2,076,350	-	-	2,076,350
Net loss for the year ended December 31, 2014	-	-	-	-	(5,590,831)	(5,590,831)
As at December 31, 2014	112,358,390	\$ 105,138,928	\$ 11,840,815	\$ -	\$ (63,465,345)	\$ 53,514,398
As at January 1, 2015	112,358,390	\$ 105,138,928	\$ 11,840,815	\$ -	\$ (63,465,345)	\$ 53,514,398
Private Placement - Nov 10, 2015	13,060,000	2,612,000	653,000	-	-	3,265,000
Shares issued from SARs exercise	9,671	24,859	(25,879)	-	-	(1,020)
Share issue costs	-	(186,637)	-	-	-	(186,637)
Share-based payments	-	-	1,154,563	-	-	1,154,563
Net loss for the year ended December 31, 2015	-	-	-	-	(4,264,291)	(4,264,291)
As at December 31, 2015	125,428,061	\$ 107,589,150	\$ 13,622,499	\$ -	\$ (67,729,636)	\$ 53,482,013

The accompanying notes are an integral part of the Consolidated Financial Statements.

WELLGREEN PLATINUM LTD.

Notes to the Consolidated Financial Statements
For the years ended December 31, 2015 and 2014
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Wellgreen Platinum Ltd., (“Wellgreen Platinum or the “Company”) is a public company incorporated in British Columbia, and is listed on the Toronto Stock Exchange (‘TSX’) trading under the symbol WG, and on the OTC-QX under the symbol WGPLF. The Company maintains its head office at 700 West Pender Street, Suite 915, Vancouver, British Columbia, Canada, V6C 1G8.

The Company is in the exploration stage and its principal business activity is the exploration and evaluation of platinum group metals (PGM) and nickel mineral properties in North America. The Company is focused on exploring and developing its Wellgreen PGM and nickel project, located in the Yukon Territory, Canada.

Major expenditures are required to locate and establish ore reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site. The recoverability of valuations assigned to exploration and evaluation mineral properties are dependent upon discovery of economically recoverable reserves, the ability to obtain necessary financing to complete exploration, development and construction, and future profitable production or proceeds from the disposition of mineral properties in part or in whole. The Company has not yet completed a pre-feasibility or feasibility study to determine whether its Wellgreen project contains ore reserves that are economically recoverable.

At December 31, 2015, the Company had approximately \$9.9 million in cash and cash equivalents, working capital of approximately \$3.2 million, and a cumulative deficit of \$67.7 million. The Company incurred a net loss for the year ended December 31, 2015 of \$4.3 million.

The Company will require additional sources of equity, joint venture partnership, royalty and/or debt financing to fund ongoing operating costs and exploration and development of its mineral properties. In the event that the Company is not able to obtain adequate additional funding to continue as a going concern, material adjustments would be required to both the carrying value and classification of assets and liabilities on the consolidated statement of financial position. It is not possible to predict, due to many external factors including commodity prices and equity market conditions, as to whether future financing will be successful or available at all. See subsequent equity financing Note 25.

The Company's exploration activities are subject to government legislation and policies relating to prospecting, exploration, development, production, construction, environmental protection, mining taxes and labour standards. In order for the Company to carry out its exploration activities, the Company is required to hold certain permits. There is no assurance that the Company's existing permits will be renewed or that new permits for potential development will be granted.

Management reviews the carrying value of the Company's interest in each property and where necessary, exploration and evaluation mineral properties are written-down to their estimated recoverable amount or written-off. Although management has made its best estimate of these factors, it is reasonably possible that certain events could adversely affect management's estimates of recoverable amounts and require an impairment provision to the carrying value of exploration properties and related assets.

Due to operating losses, the Company's continuance as a going concern is dependent upon its ability to obtain adequate financing to fund on-going planned exploration and development and reach profitable levels of operation. These factors form a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

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Management believes that the Company will be able to continue as a going concern for the foreseeable future and realize its assets and discharge its liabilities and commitments in the normal course of business, and therefore, these consolidated financial statements have been prepared on a going concern basis and do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

2. BASIS OF PREPARATION

Statement of compliance

These consolidated financial statements are prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board.

These consolidated financial statements have been prepared on a historical cost basis, except for financial instruments classified as available-for-sale and fair value through profit or loss (“FVTPL”), which are stated at their fair values. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Approval of the financial statements

These consolidated financial statements of the Company for the year ended December 31, 2015 were reviewed and approved by the Board of Directors on March 24, 2016.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Measurement basis

These consolidated financial statements are prepared on the historical cost basis except for certain financial instruments, which are measured at fair value as explained in the accounting policies set out below. All amounts are expressed in the Company’s functional currency which is the Canadian dollar unless otherwise stated.

Basis of consolidation

The consolidated financial statements include the accounts of the Company and its 100% owned subsidiaries. All material intercompany balances and transactions have been eliminated. Details of the Company’s subsidiaries are as follows:

WELLGREEN PLATINUM LTD.

Notes to the Consolidated Financial Statements
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	Principal Activity	Place of incorporation and operation	Ownership interest	
			December 31, 2015	December 31, 2014
Ursa Major Minerals Inc. ("URSA")	Exploration	Canada	100%	100%
0905144 B.C. Ltd.	Exploration	Canada	100%	100%
PCNC Holdings Corp.	Exploration	Canada	100%	100%
Pacific Coast Nickel Corp., U.S.A.	Inactive	U.S.A.	100%	100%
Pacific Nickel Sudamerica S.A.	Inactive	Uruguay	100%	100%

Cash and cash equivalents

The Company considers deposits with banks and or highly liquid short-term interest bearing securities that are readily convertible to known amounts of cash to be cash equivalents.

Amounts receivable

Amounts receivable are comprised of Canadian goods and sales tax, other tax credits and advances.

Loans receivable

Loans receivable are non-derivative financial assets with fixed and or determinable payments that are not quoted in an active market. They are carried at amortized cost using the effective interest method less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Exploration and evaluation assets

All expenditures related to the cost of exploration and evaluation of mineral resources including acquisition costs for interests in mineral claims are capitalized as intangible exploration and evaluation assets. General exploration costs not related to specific mineral properties and expenditures incurred before the company has obtained the legal right to explore an area are expensed as incurred. When the technical feasibility and commercial viability of extracting a mineral resource are demonstrable and economically recoverable reserves are developed, capitalized costs of the related property are reclassified as mining assets and upon commencement of commercial production, are amortized using the units-of-production method over estimated recoverable reserves. Impairment is assessed at the level of cash-generating units. Management regularly assesses carrying values of non-producing properties and properties for which events and circumstances may indicate possible impairment. Impairment of a property is generally considered to have occurred if one of the following factors are present; the rights to explore have expired or are near to expiry with no expectation of renewal, no further substantive expenditures are planned or budgeted, exploration and evaluation work is discontinued in an area for which commercially viable quantities have not been discovered, indications that in an area with development likely to proceed the carrying amount is unlikely to be recovered in full by development or sale.

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The recoverability of exploration and evaluation assets is dependent on the existence of economically recoverable reserves, the ability to obtain the necessary financing to complete the development of the reserves, legal rights under permits to extract the reserves and the profitability of future operations. The Company has not yet determined whether or not any of its future mineral properties contain economically recoverable reserves. Amounts capitalized to exploration and evaluation assets do not necessarily reflect present or future values.

Asset held for sale

Non-current assets and disposal groups are classified as assets held for sale (“HFS”) if it is highly probable that the value of these assets will be recovered primarily through sale rather than through continuing use. They are recorded at the lower of carrying amount and fair value less cost to sell. Impairment losses on initial classification as HFS and subsequent gains and losses on re-measurement are recognized in the income statement. Once classified as held for sale, property, and equipment are no longer amortized. The assets and liabilities are presented as held for sale in the consolidated balance sheet when the sale is highly probable, the asset or disposal group is available for immediate sale in its present condition and management is committed to the sale, which should be expected to be completed within one year from the date of classification.

Impairment of assets

Long lived assets are reviewed for impairment at the end of each reporting period or whenever events or changes in circumstances may indicate that their carrying amount may exceed their recoverable amount. When an impairment review is undertaken, the recoverable amount is assessed by reference to the higher of a value in use (being the present value of expected future cash flows of the relevant cash-generating unit) and fair value less costs to sell. If the carrying amount of an asset exceeds the recoverable amount an impairment charge is recognized by the amount by which the carrying amount of the asset exceeds the recoverable amount.

Provisions

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Reclamation provision

The Company records the present value of estimated costs of legal and constructive obligations required to restore mineral properties in the period in which the obligation is incurred. The nature of these restoration activities includes dismantling and removing structures, rehabilitating mines and restoration, reclamation and re-vegetation of affected areas. The fair value of the liability for a rehabilitation provision is recorded when it is incurred. When the liability is initially recognized, the present value of the estimated cost is capitalized by increasing the carrying amount of the related mineral property. Over time, the discounted liability is increased for the change in present value based on the discount rates that reflect

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current market assessments and the risks specific to the liability, which is accreted over time through periodic charges to income or loss. Additional disturbances or changes in rehabilitation costs will be recognized as additions or charges to the corresponding assets and rehabilitation liability when they occur.

Equipment

Equipment is recorded at cost less accumulated depreciation. Depreciation is provided over the estimated useful life of the asset using the declining balance method at annual rates of between 20% and 30% prorated to the number of months in use during the year. Leasehold improvements are recorded at cost less accumulated depreciation which is recorded over the remaining lease term.

Marketable securities

Investments in mutual funds and shares of public companies traded on an active market over which the Company does not have control or exercises significant influence are along with exchange traded funds ('ETF's'), classified as available-for-sale investments and accounted for at fair market value, based upon quoted market share prices at the consolidated statement of financial position date. Unrealized gains or losses on these investments are recorded in other comprehensive income or loss. Upon de-recognition, the realized gain or loss is reclassified from accumulated other comprehensive income to profit and loss.

Income taxes

The Company provides for income taxes using the liability method of tax allocation. Under this method deferred income tax assets and liabilities are determined based on temporary differences between the accounting and tax bases of existing assets and liabilities, and are measured using enacted or substantially enacted tax rates expected to apply when these differences reverse. Deferred income tax assets for which realization is not probable are not recognized.

Share-based payments

The Company records all share-based payments at their fair value. The share-based payment costs are charged to operations or capitalized to mineral property over the stock option or stock appreciation right ('SAR') vesting period and agents' options and warrants issued in connection with common share placements are recorded at their fair value on the date of issue as share issuance costs. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of stock options and SAR's expected to vest. On the exercise of stock options, SAR's and agents' options and warrants, share capital is credited for consideration received and for fair value amounts previously credited to contributed surplus. The Company uses the Black Scholes option pricing model to estimate the fair value of share based compensation.

Warrants issued in private placements

The Company uses the residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the most easily

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measurable component based on fair value (typically common shares) and then the residual value, if any, to the less easily measurable component (typically, warrants).

Loss per share

Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding during the period. The Company applies the treasury stock method in calculating diluted loss per share. Diluted loss per share excludes all dilutive potential common shares if their effect is anti-dilutive.

Share issue costs

Professional, consulting, regulatory and other costs directly attributable to financing transactions are recorded as deferred share issue costs until the financing transactions are completed, if the completion of the transaction is considered likely; otherwise they are expensed as incurred. Share issue costs are charged to share capital when the related shares are issued. Deferred share issue costs related to financing transactions that are not completed are charged to expenses.

Financial instruments

All financial assets are initially recorded at fair value and classified into one of four categories: held to maturity, available for sale, loans and receivable or at fair value through profit or loss ("FVTPL"). All financial liabilities are initially recorded at fair value and classified as either FVTPL or other financial liabilities. All transactions related to financial instruments are recorded on a settlement date basis. Financial instruments comprise cash and cash equivalents, loans receivable, accounts payable and amounts due to related parties. At initial recognition management has classified financial assets and liabilities as follows:

Financial assets

The Company has recognized its cash and cash equivalents at FVTPL. A financial instrument is classified at FVTPL if it is held for trading or is designated as such upon initial recognition. Financial instruments are designated at FVTPL if the Company manages such investments and makes purchase and sale decisions based on their fair value in accordance with the Company's documented risk management or investment strategy. Financial instruments at FVTPL are measured at fair value and changes therein are recognized in income. The Company's loans receivable are classified as loans and receivable and carried at amortized cost less any provision for impairment.

Financial liabilities

The Company has recognized its accounts payable and amounts due to related parties as other financial liabilities. Accounts payable are recognized at the amount required to be paid less, when material, a discount to reduce the payable to fair value. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expire.

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Impairment of financial assets

At each reporting date, the Company assesses whether there is any objective evidence that a financial asset or a group of financial assets is impaired, if and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and that event has an impact on the estimated future cash flows of the financial asset or the group of financial assets.

Flow-through shares

The Company finances some exploration expenditures through the issuance of flow-through common shares. The resource expenditure deductions for income tax purposes are renounced to investors in accordance with the appropriate Canadian income tax legislation. When the common shares are issued, the difference ("premium") between the amounts recognized in common shares and the amounts the investors pay for the shares is recognized as a flow-through share related liability which is reversed into the consolidated statement of operations and comprehensive income loss as other income when the eligible expenditures are incurred.

Share Capital and Reserves

The fair value of the common shares issued in a private placement unit of shares and warrants is determined to be the more easily measurable component and are valued at their fair value, as determined by the closing quoted price on the closing date of the transaction. The remaining unit proceeds, if any are allocated to the attached warrants. Any fair value attributed to the warrants is recorded as contributed surplus. Management does not expect to record a value to the warrant in most equity issuances as unit private placement are commonly priced at market or at a permitted discount to market. If the warrants are issued as share issuance costs, the fair value of agent's warrants are measured using the Black-Scholes option pricing model and recognized in equity as a deduction from the proceeds.

New accounting standards adopted effective January 1, 2015

There were no new or revised accounting standards scheduled for mandatory adoption on January 1, 2015, and thus no standards were adopted in 2015.

Future changes in accounting standards, which are not yet effective at December 31, 2015

Certain new standards, interpretations and amendments to existing standards have been issued by the International Accounting Standards Board ("IASB") or the International Financial Reporting Interpretations Committee ("IFRIC") that are mandatory for the Company's accounting periods beginning after January 1, 2015, or later periods. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below.

IFRS 15 – Revenue from Contracts with Customers

In May 2014, the IASB issued IFRS 15 – Revenue from Contracts with Customers ("IFRS 15") which supersedes IAS 11 – Construction Contracts, IAS 18 – Revenue, IFRIC 13 – Customer Loyalty Programmes, IFRIC 15 – Agreements for the Construction of Real Estate, IFRIC 18 – Transfers of Assets from Customers,

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and SIC 31 – Revenue – Barter Transactions Involving Advertising Services. IFRS 15 establishes a comprehensive five-step framework for the timing and measurement of revenue recognition. The standard is effective for annual periods beginning on or after January 1, 2018. The Company is currently evaluating the impact the final standard is expected to have on its consolidated financial statements.

IFRS 9 – Financial Instruments

The IASB intends to replace IAS 39 – Financial Instruments: Recognition and Measurement in its entirety with IFRS 9 – Financial Instruments (“IFRS 9”) which is intended to reduce the complexity in the classification and measurement of financial instruments. The standard is effective for annual periods beginning on or after January 1, 2018. The Company is currently evaluating the impact the final standard is expected to have on its consolidated financial statements.

IFRS 16 - Leases

The standard is effective for annual periods beginning on or after January 1, 2019. Early adoption will be permitted, provided the Company has adopted IFRS 15. This standard sets out a new model for lease accounting.

4. ESTIMATES AND JUDGEMENTS

The preparation of these consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions which affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and revenues and expenses for the periods reported. The Company bases its estimates and assumptions on current and various other factors that it believes to be reasonable under the circumstances. Management believes the estimates are reasonable; however, actual results could differ from those estimates and could impact future results of operations and cash flows.

The areas which require management to make significant estimates and assumptions in determining carrying values include, but are not limited to:

Exploration and Evaluation Expenditures

The application of the Company’s accounting policy for exploration and evaluation expenditure requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the statement of operations and comprehensive loss in the period the new information becomes available.

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Depreciation

Significant judgment is involved in the determination of useful life and residual values for the computation of depreciation and no assurance can be given that actual useful lives and residual values will not differ significantly from current assumptions.

Impairment

The carrying value of property and equipment and non-financial assets is reviewed each reporting period upon the occurrence of events or changes in circumstances indicating that the carrying value of assets may not be recoverable and when criteria of assets held for sale are met to determine whether there is any indication of impairment. If the carrying amount of an asset exceeds its recoverable amount, the asset is impaired and an impairment loss is recognized in the consolidated statement of operations and comprehensive loss. The assessment of fair values, including those of the cash generating units (the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflow from other assets or groups of assets) ("CGUs") for purposes of testing goodwill, require the use of estimates and assumptions for recoverable production, long-term commodity prices, discount rates, foreign exchange rates, future capital requirements and operating performance. Changes in any of the assumptions or estimates used in determining the fair value of goodwill or other assets could impact the impairment analysis.

Site Closure and Reclamation Provisions

The Company assesses its mineral properties' rehabilitation provision at each reporting date or when new material information becomes available. Exploration, development and mining activities are subject to various laws and regulations governing the protection of the environment. In general, these laws and regulations are continually changing and the Company has made, and intends to make in the future, expenditures to comply with such laws and regulations. Accounting for reclamation obligations requires management to make estimates of the future costs that the Company will incur to complete the reclamation work required to comply with existing laws and regulations at each location. Actual costs incurred may differ from those amounts estimated.

Also, future changes to environmental laws and regulations could increase the extent of reclamation and remediation work required to be performed by the Company. Increases in future costs could materially impact the amounts charged to operations for reclamation and remediation. The provision represents management's best estimate of the present value of the future reclamation and remediation obligation. The actual future expenditures may differ from the amounts currently provided.

Title to Mineral Properties

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

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Share-Based Payments

Management uses valuation techniques in measuring the fair value of share options and stock appreciation rights ('SAR') granted. The fair value is determined using the Black Scholes option pricing model which requires management to make certain estimates, judgements, and assumptions in relation to the expected life of the share options, SAR's and share purchase warrants, expected volatility, expected risk-free rate, and expected forfeiture rate (Note 14). Changes to these assumptions could have a material impact on the Company's consolidated financial statements.

Contingencies

The assessment of contingencies involves the exercise of significant judgment and estimates of the outcome of future events. In assessing loss contingencies related to legal proceedings that are pending against the Company and that may result in regulatory or government actions that may negatively impact the Company's business or operations, the Company and its legal counsel evaluate the perceived merits of the legal proceeding or un-asserted claim or action as well as the perceived merits of the nature and amount of relief sought or expected to be sought, when determining the amount, if any, to disclose as a contingent liability or when assessing the impact on the carrying value of the Company's assets. Contingent assets are not recognized in the Company's consolidated financial statements.

Deferred Income Taxes

Judgement is required to determine which types of arrangements are considered to be a tax on income in contrast to an operating cost. Judgement is also required in determining whether deferred tax assets are recognised in the consolidated statement of financial position. Deferred tax assets, including those potentially arising from un-utilised tax losses, require management to assess the likelihood that the Company will generate sufficient taxable income in future periods, in order to recognise deferred tax assets. Assumptions about the generation of future taxable income depend on management's estimates of future operations and cash flows. These estimates of future taxable income are based on forecast cash flows from operations (which are impacted by production and sales volumes, commodity prices, reserves, operating costs, closure and rehabilitation costs, capital expenditure, and other capital management transactions) and judgement about the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize deferred tax assets or offset these against any deferred tax liabilities recorded at the reporting date could be impacted.

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5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents of the Company are comprised of bank balances and short term money market instruments with original maturities of 90 days or less, which are readily convertible into a known amount of cash. The Company's Canadian cash and cash equivalents are denominated in the following currencies:

	December 31, 2015	December 31, 2014
Cash and cash equivalents		
Denominated in Canadian dollars	\$ 9,600,468	\$ 10,481,302
Denominated in US dollars	261,923	14,340
	\$ 9,862,391	\$ 10,495,642

6. AMOUNTS RECEIVABLE AND LOANS RECEIVABLE

(a) Amounts receivable

	December 31, 2015	December 31, 2014
Goods and services tax ("GST") receivable	\$ 406,356	\$ 239,100
Other receivables	4,402	4,403
	\$ 410,758	\$ 243,503

(b) Loans receivable

Management Loans Receivable (Principal and Interest)	Amount
Balance, December 31, 2013	\$ 899,493
Interest accrued	8,925
Balance, December 31, 2014	908,418
Less: Principal and interest paid	(455,847)
Interest accrued	5,219
Balance, December 31, 2015	\$ 457,790

In connection with the Company's June 20, 2013, \$5.9 million equity private placement (the "June 2013 Private Placement"), at \$0.70 per unit, the Company advanced loans (the "Loans") in the aggregate amount of \$892,500 to members of the Company's senior management team in order to retain a long-term commitment to the Company and to assist them to increase their share ownership in the Company

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by significantly participating in the September 2013 Private Placement for the total amount of the Loans. All shares and warrants were then delivered to the Company as security. The Loans bear interest at a rate prescribed by the Canada Revenue Agency, which is currently 1%.

During the three months ended March 31, 2015, pursuant to amended loan agreements, each of the Loan recipients repaid in cash, 50% of the principal amount of their respective Loan, together with accrued interest thereon, to the Company, resulting in the Company receiving, in aggregate, \$455,847 in principal and interest payments. As part of these Loan repayments, the Company's security was reduced by a corresponding 50%, resulting in the discharge and release of a total of 637,500 shares and 637,500 warrants that the Loan recipients had subscribed for under the September 2013 Private Placement.

As at December 31, 2015 the principal and interest balance of the Loans receivable is \$457,790, is due upon demand, and the Company held as security, 637,500 shares and 637,500 warrants.

Subsequent to the year end, on January 6, 2016, one of the Loan recipients repaid the balance of his outstanding Loan principal and interest amounting to \$143,839; upon which the Company discharged and released a total of 200,000 shares and 200,000 warrants to that Loan recipient.

7. PREPAID EXPENSES

	December 31, 2015	December 31, 2014
Current Assets		
General business and other services contracts	\$ 19,057	\$ 10,000
Geological service contracts	10,000	43,116
Insurance	44,671	52,268
Relations and business development	-	44,099
	\$ 73,728	\$ 149,483

A prepaid amount of \$550,000 of demobilization services (2014 - \$nil) was classified as non-current as it relates to long-term exploration and evaluation assets.

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8. EQUIPMENT

	Computer Equipment	Computer Software	Exploration Equipment	Shelter	Leasehold Improvements	Total
Cost						
Balance, December 31, 2013	\$ 1,572	\$ 59,087	\$ 218,977	\$ 325,000	\$ -	604,636
Additions for the year	-	-	-	-	-	-
Balance, December 31, 2014	1,572	59,087	218,977	325,000	-	604,636
Additions for the year	-	-	-	240,000	40,595	280,595
Balance, December 31, 2015	1,572	59,087	218,977	565,000	40,595	885,231
Accumulated depreciation						
Balance, December 31, 2013	(1,342)	(59,087)	(93,871)	(111,249)	-	(265,549)
Depreciation for the year	(230)	-	(15,435)	(39,650)	-	(55,315)
Balance, December 31, 2014	(1,572)	(59,087)	(109,306)	(150,899)	-	(320,864)
Depreciation for the year	-	-	(22,053)	(47,295)	(3,018)	(72,367)
Balance, December 31, 2015	(1,572)	(59,087)	(131,359)	(198,194)	(3,018)	(393,231)
Carrying value						
As at December 31, 2014	\$ -	\$ -	\$ 109,671	\$ 174,101	\$ -	283,772
Balance, December 31, 2015	\$ -	\$ -	\$ 87,618	\$ 366,806	\$ 37,577	\$ 492,000

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9. EXPLORATION AND EVALUATION MINERAL PROPERTIES

	EXPLORATION AND EVALUATION MINERAL PROPERTIES			
	Yukon	Ontario		Total
	Wellgreen	Shakespeare	Other Properties	
Acquisition costs				
Balance, December 31, 2014	\$ 15,910,096	\$ 5,989,350	\$ 1,467,639	\$ 23,367,085
Property acquisition costs	-	-	-	-
Proceeds from Royalty Sale (Net of Costs)	(7,844,463)	-	-	(7,844,463)
Total Acquisition costs, December 31, 2015	8,065,633	5,989,350	1,467,639	15,522,622
Exploration and evaluation				
Balance, December 31, 2014	21,677,521	585,217	224,063	22,486,801
Camp and site services	3,644,165	4,181	-	3,648,346
Geology, resource, and land	829,848	149,783	725,793	1,705,424
Drilling	4,716,253	-	-	4,716,253
Engineering	543,571	-	-	543,571
Exploration environmental and permitting	569,669	-	-	569,669
First Nations and Community	90,750	-	-	90,750
Expenditures January 1 to December 31, 2015	10,394,256	153,964	725,793	11,274,013
Total Expenditures, December 31, 2015	32,071,777	739,181	949,856	33,760,814
Total	\$ 40,137,410	\$ 6,728,531	\$ 2,417,495	\$ 49,283,436

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	EXPLORATION AND EVALUATION MINERAL PROPERTIES			
	Yukon	Ontario		Total
	Wellgreen	Shakespeare	Other Properties	
Acquisition costs				
Balance, December 31, 2013	\$ 15,910,096	\$ 5,989,350	\$ 1,467,639	\$ 23,367,084
Property acquisition costs during the year	–	–	–	–
Total Acquisition costs, December 31, 2014	15,910,096	5,989,350	1,467,639	23,367,084
Exploration and evaluation				
Balance, December 31, 2013	16,079,855	474,409	97,750	16,652,014
Accretion	–	15,396	–	15,396
Camp and general	885,470	16,955	–	902,425
Claims	–	4,369	54,000	58,369
Drilling	2,618,880	–	–	2,618,880
Exploration environmental	449,661	–	–	449,661
Geophysical	1,050,254	74,087	72,313	1,196,654
Leases and licensing	13,080	–	–	13,080
Survey & estimates	15,585	–	–	15,585
Travel	128,914	–	–	128,914
Wages	435,823	–	–	435,823
Expenditures January 1 to December 31, 2014	5,597,667	110,807	126,313	5,834,786
Total Expenditures, December 31, 2014	21,677,522	585,216	224,063	22,486,801
Subtotal	37,587,618	6,574,566	1,691,702	45,853,886
Asset classified as held for sale	–	(6,574,566)	–	(6,574,566)
Total	\$ 37,587,618	\$ –	\$ 1,691,702	\$ 39,279,320

Exploration and Evaluation Mineral Properties

Wellgreen Property, Yukon Territory, Canada

The 100% owned Wellgreen property, which includes Wellgreen, Quill and Burwash quartz mineral claims and leases, is a platinum group metals and nickel project. The Wellgreen Property is located in southwestern Yukon Territory, Canada, next to the paved Alaskan highway, approximately 35 km northwest of Burwash Landing, and about 400 km from the year-round accessible two deep sea ports in Alaska.

On November 10, 2015, the Company completed a financing with investors including Resource Capital Fund VI L.P. (“RCF”) and Australind Limited (“Australind”), an affiliate of Alverstoke Group LLC (“Alverstoke”), which provided the Company with total gross proceeds of approximately \$11.6 million. The aggregate financing package, consisted of a \$3.3 million non-brokered equity private placement and the sale of a 1.0% Net Smelter Returns Royalty on future production from the Wellgreen property (“NSR Royalty”) for gross proceeds of approximately \$8.3 million (Note 13).

The NSR Royalty contains a provision for the Company to pay any Canadian withholding tax required to be remitted by the holders of the NSR Royalty, and the Company granted a security interest over the Wellgreen property quartz mineral claims and leases that are subject to the NSR Royalty.

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Ontario mineral properties acquired upon the purchase of Ursa Major Minerals Inc. in 2012

Shakespeare Property

A 100% interest in the nickel, copper, and PGM Shakespeare Property subject to the vendor's 1.5% net smelter returns ("NSR") royalty and certain mineral processing rights. The Company also holds 75% to 81% beneficial interest in various surrounding mineral claims to the Shakespeare Property.

At December 31, 2014, the assets and liabilities relating to the Shakespeare property were reclassified and separately disclosed on the balance sheet as "Assets classified as held for sale" and "Liabilities classified as held for sale". At December 31, 2015, the classification of these properties were reassessed and management concluded they no longer meet the requirement of assets and liabilities classified as held for sale. Consequently they were reclassified back into "Exploration and Evaluation Mineral Properties" (Note 10).

Stumpy Bay Property

A 75% interest in certain claims known as the Stumpy Bay Property (with Glencore Xstrata holding the remaining 25% interest), located in Shakespeare and Baldwin Townships, Ontario. The vendors retained a 2% NSR royalty, and the Company has the right to purchase one half of this royalty for \$750,000. In addition, the annual payment by the Company to the holders of the advance royalties on the Stumpy Bay Property of \$30,000 per year commenced on March 21, 2006, and on May 28, 2010, a \$200,000 cap on advance royalty payments was implemented. The Company entered into a settlement agreement with the royalty holders dated May 11, 2015 (the "Stumpy Bay Settlement Agreement") pursuant to which the Company agreed to pay the royalty holders \$75,000 in full and final settlement of the final advance royalty payments owed by the Company to the royalty holders in connection with the Stumpy Bay Property. The Company paid \$75,000 to the royalty holders on May 13, 2015, and as a result, the Company no longer has a liability or obligation for any advance royalties to the royalty holders with respect to the Stumpy Bay Property.

Porter Baldwin Property

A 100% interest in staked mining claims in the Agnew Lake area that are contiguous with the Shakespeare Property.

Porter Property

The Company owns a 100% interest in certain mineral claims known as the Porter Property, located in Shakespeare, Dunlop and Porter Townships, Ontario. The vendors have retained a 2% NSR royalty, and the Company has the right to purchase one half of this royalty for \$1,000,000. Advance annual royalties of \$24,000 per year commenced on January 15, 2007. The advance royalty can be retracted and extinguished by paying the royalty holders, \$150,000 (in cash or shares, at the Company's sole discretion), by way of notice at least 60 days prior to any annual payment date.

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Shining Tree Property

The Company owns a 100% interest in certain mineral claims known as the Shining Tree property, located in Fawcett Township, Ontario. The vendor has retained a 1% NSR royalty, and the Company has the right to purchase one-half of this royalty for \$500,000.

Fox Mountain Property

A 100% interest in staked mining claims in the Thunder Bay Mining Division of Ontario, and pursuant to a November 19, 2010 purchase agreement owns a 100% interest in certain mining claims located in the Thunder Bay Mining Division of Ontario. The seller of a portion of these claims has retained a back in right to convert to a joint venture (seller 51%) or a 2% NSR royalty.

Uruguay Properties – Cerro Chato, Molles North, Molles South, Quebracho and Polanco

The Company has, as non-core holdings, two (formerly five) prospecting licences in Uruguay to which the Company performed some initial exploration activities on the properties. However, no further work is on-going, and the Company has terminated three licences in February 2015 and in respect thereof recovered exploration deposits of \$176,480, net of expenses, against a book value of \$118,278, resulting in a gain of \$58,202. The Company is in the process of terminating its remaining two prospecting licences, in order to recover the exploration deposits relating to those licences. The balance of mineral property costs previously capitalized for this property were written-off as an impairment charge to operations in 2013.

10. ASSETS HELD FOR SALE

During the fourth quarter of 2014, the Company's management team decided to focus its efforts on the development of its core asset, the Wellgreen Property, and consequently, the Company initiated a formal sales process of its non-core Shakespeare property. Management classified the property as assets held for sale in the fourth quarter of 2014. At December 31, 2015 the property was reassessed and was reclassified to exploration and evaluation mineral assets.

	December 31, 2015		December 31, 2014	
Reclamation deposit	\$	-	\$	664,561
Shakespeare mineral property		-		6,574,566
Total assets classified as held for sale	\$	-	\$	7,239,127
Provision for mine closure reclamation	\$	-	\$	656,821
Total liabilities classified as held for sale	\$	-	\$	656,821

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11. ACCOUNTS PAYABLE AND OTHER LIABILITIES

	December 31, 2015	December 31, 2014
Trade accounts payable	\$ 5,794,087	\$ 2,114,784
Accrued expenses	1,478,913	221,698
Royalties payable	346,697	507,930
	\$ 7,619,697	\$ 2,844,412

Trade accounts payables and accrued expenses consist of amounts outstanding for trade and other purchases related to exploration and operating activities, and are normally due on 30 to 90 day terms.

The current liability for flow-through share premium amounting to \$nil as at December 31, 2015 (\$1,573,295 at December 31, 2014), is a non-cash item, which is amortized as non-operating income, as the related funds are spent on qualifying exploration.

The Company may also be subject to interest on flow-through proceeds ("Part XII.6 tax") renounced under the look-back rules, in accordance with regulations in the Income Tax Act (Canada). This interest tax is expensed as incurred, and classified under operating expenses.

12. PROVISION FOR MINE CLOSURE RECLAMATION

The Company has provided a letter of credit in the amount of \$669,441 collateralized by a cash deposit to the Ontario Ministry of Northern Development and Mines under the terms of a Closure Plan on the Shakespeare Property for stage one direct-ship-ore mining, which ceased operations in January 2012 (Note 9). The Company's provision for closure and reclamation costs are based on management's estimates of costs to abandon and reclaim mineral properties and facilities as well as an estimate of the future timing of the costs to be incurred. The Company has estimated its total provision for closure and reclamation to be \$672,585 at December 31, 2015 based on a discounted total future liability of approximately \$766,269 at an inflation rate of 2.0% and a discount rate of 2.4%.

Reclamation is estimated to take place in the year 2022. The following is an analysis of the provision for mine closure reclamation:

Balance, December 31, 2013	\$ 641,425
Accretion expense capitalized during the period (Note 9)	15,396
Balance, December 31, 2014	656,821
Accretion expense capitalized during the period (Note 9)	15,764
Balance, December 31, 2015	\$ 672,585

During the year ended December 31, 2015, both the reclamation deposit and provision for mine closure reclamation were reclassified as "Reclamation Deposit" and "Provision for Mine Closure Reclamation" (Note 10).

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13. SHARE CAPITAL

The Company is authorized to issue an unlimited number of common voting shares without par value.

The Company is also authorized to issue an unlimited number of preferred shares which are without par value, non-voting, issuable in series with rights and terms of each series to be fixed by the Board of Directors. No preferred shares have been issued. The statement of changes in equity discloses common shares outstanding and the following describes the details of common shares issued during 2015 and 2014:

On November 10, 2015, pursuant to a private placement equity financing, the Company issued 13,060,000 units of the Company (the "Units") at a price of \$0.25 per Unit, for total gross proceeds of \$3.3 million. Each Unit consists of one common share and one common share purchase warrant exercisable into one common share at a price of \$0.40 for a period of 36 months, until November 10, 2018. (Note 9)

On February 2, 2015, the Company issued 9,671 (2014 – 7,139) common shares pursuant to the exercise of SARs.

During 2014 the Company issued 1,203,636 common shares pursuant to the exercise of warrants for proceeds of \$992,909.

On December 24, 2014, the Company closed an equity financing for \$2,648,899 by issuing a total of 3,531,866 common shares of the Company on a "flow-through" basis, at \$0.75 per share.

On November 20, 2014, the Company closed an equity financing for \$9,070,862 by issuing a total of 15,118,104 common shares of the Company on a "flow-through" basis, at \$0.60 per share.

On June 24, 2014, the Company closed a bought deal equity financing qualified under a base shelf short form prospectus. 10,615,650 units of the Company (the "Units") were issued, at a price of \$0.65 per Unit, for total gross proceeds of \$6,900,172. 254,323 Broker Warrants were issued, each exercisable until June 24, 2016 at \$0.65 into a Unit. Each Unit consists of one common share and one full common share purchase warrant exercisable for a period of 24 months, until June 24, 2016. Each whole warrant entitles the holder thereof to acquire one additional common share at a price of \$0.90, subject to the right of the Company to accelerate the expiry date of the warrants to a period of 30 days if, at any time after the closing date, the closing price of the common shares on the TSX exceeds \$1.35 for a period of 10 consecutive trading days.

On January 9, 2014, the Company closed an equity financing for \$659,820 (the "Private Placement"). The Private Placement consisted of 1,199,700 units (the "Units") which were issued at a price of \$0.55 per Unit. Each Unit comprised one common share and one common share purchase warrant exercisable for a period of 36 months expiring on January 9, 2017. Each whole warrant entitled the holder thereof to acquire one additional common share at a price of \$0.80 per share, subject to the right of the Company to accelerate the expiry date of the warrants to a period of 30 days if, at any time after May 1, 2014, the closing price of the common shares on the TSX equals or exceeds \$1.20 for a period of 10 consecutive trading days.

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14. SHARE-BASED COMPENSATION PLAN AND SHARE-BASED PAYMENTS AND WARRANTS

The Company has two equity-based compensation plans in place: (i) a stock option plan that was approved by the Company's shareholders on November 30, 2012, (the "2012 Option Plan"); and (ii) a share-based compensation plan which was approved by the Company's shareholders on December 17, 2013, (the "Share-Based Compensation Plan", as amended and approved by the Company's shareholders on September 25, 2015 and together with the 2012 Option Plan, the "Equity Compensation Plans"). Since the implementation of the Share-Based Compensation Plan, the 2012 Option Plan has remained in force and effect solely to govern the stock options previously issued under the 2012 Option Plan. The Share-Based Compensation Plan authorizes the Company's Board of Directors to grant options, stock appreciation rights ("SARs"), SARs in tandem with options, performance share units ("PSUs"), bonus shares and restricted share units (RSUs") (together the "Awards") to directors, officers, employees and consultants (each, an "Eligible Person") of the Company.

All Awards granted by the Company, or to be granted by the Company, since the implementation of the Share-Based Compensation Plan have been, and will be, issued under, and governed by, the terms of the Share-Based Compensation Plan. Subject to the adjustment provisions provided for in the Share-Based Compensation Plan and the applicable rules of the TSX, the aggregate number of common shares issuable under the Share-Based Compensation Plan, plus the aggregate number of common shares issuable pursuant to the exercise of outstanding stock options granted under the 2012 Option Plan, must not exceed 12.5% "rolling amount" of the total issued and outstanding common shares at the time of any Award grant.

The terms of the Equity Compensation Plans include the following:

- The maximum number of common shares reserved for issuance to any one Eligible Person, at any time under the Equity Compensation Plans will not exceed 5% of the issued and outstanding common shares to Eligible Person; and
- The aggregate number of shares reserved for issuance to insiders, within any 12 month period, must not exceed 10% of the Company's issued and outstanding shares; and
- the maximum number of bonus shares that may be issued under the Share-Based Compensation Plan in a calendar year may not exceed 2% of the issued and outstanding common shares as of January 1 of such calendar year; and
- The aggregate number of common shares reserved for issuance to non-employee directors at any time, under the Share-Based Compensation Plan and under the 2012 Option Plan, shall not exceed (i) for all non-employee directors, a maximum of 1% of the issued and outstanding common shares, and (ii) on an individual non-employee director basis, grants of common shares and/or Awards per non-employee director in any one calendar year having a maximum aggregate value of \$100,000 at the time of the grant of common shares or Awards (other than grants of common shares or Awards under the Share-Based Compensation Plan to a non-employee director in the year of his or her initial appointment to the board of directors); and

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- the exercise price per common share under each option will not be less than the trading price at which the common shares traded on the TSX as of close of market on the day immediately prior to the date such option is granted.

The following table summarizes the option and SAR transactions during the years ended December 31, 2015 and 2014:

	Number of Options	Weighted Avg Exercise Price	Number of SARs	Weighted Avg Exercise Price
Outstanding, December 31, 2013	9,860,333	\$ 1.16	-	-
Granted	375,000	1.15	3,940,000	0.57
Cancelled	(2,765,715)	0.95	-	-
Forfeited / Expired	(3,828,618)	1.05	(157,500)	0.57
Exercised	-	-	(50,000)	0.57
Outstanding, December 31, 2014	3,641,000	\$ 1.44	3,732,500	\$ 0.57
Granted	-	-	2,235,000	0.61
Forfeited / Expired	(40,000)	1.16	(147,500)	0.58
Exercised	-	-	(75,000)	0.57
Outstanding, December 31, 2015	3,601,000	\$ 1.44	5,745,000	\$ 0.59

As at December 31 2015, the weighted-average remaining useful life of total outstanding 9,346,000 options and SARs was 2.8 years.

Share purchase options

No share purchase options were granted in 2015 and there was one grant in 2014 on August 27, which was valued using a Black-Scholes valuation model with the following assumptions:

	August 27, 2014 Option Grant
Risk-free interest rate	1.09%
Expected life of options in years	2.50
Expected volatility	81%
Expected dividend yield	0%
Forfeiture rate	0%

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The following table summarizes the share purchase options outstanding as at December 31, 2015 and 2014:

Exercise Price	December 31, 2015	December 31, 2014	Expiry Date
	Outstanding & Exercisable		
\$ 2.25	215,000	215,000	December 12, 2016
\$ 3.68	170,000	170,000	February 3, 2017
\$ 3.09	70,000	70,000	April 4, 2017
\$ 2.67	50,000	50,000	May 9, 2017
\$ 1.15	375,000	375,000	August 7, 2017
\$ 1.16	689,000	729,000	August 7, 2017
\$ 1.14	12,000	12,000	August 16, 2017
\$ 1.65	125,000	125,000	September 24, 2017
\$ 1.24	500,000	500,000	October 17, 2017
\$ 1.14	800,000	800,000	September 16, 2016
\$ 1.25	595,000	595,000	November 5, 2017
	3,601,000	3,641,000	

Stock Appreciation Rights

On February 3, 2015, the Company granted, in aggregate, 2,235,000 SARs to certain employees, directors, officers and other Company personnel. The SARs are settled with the Company's common shares and have been granted pursuant to the terms of the Share-Based Compensation Plan. 1,835,000 SARs are exercisable at \$0.61 for a term of five years expiring on February 3, 2020, and vest as to 25% on each of the grant date, September 10, 2015, December 10, 2015, and September 10, 2016. 400,000 SARs issued to independent directors are exercisable at \$0.61 for a term of five years expiring on February 3, 2020, and vest as to 30% on each of the grant date and on September 10, 2015, and 40% on December 10, 2015.

On January 15, 2014, the Company granted, in aggregate, 3,940,000 SARs to certain employees, directors, officers and other Company personnel. The SARs are settled with the Company's common shares and have been granted pursuant to the terms of the Company's Share-Based Compensation Plan. Each SAR is exercisable at \$0.57 for a term of five years expiring on January 15, 2019, and vests as to 25% on each of the grant date, July 15, 2014, January 15, 2015, and July 15, 2015.

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As at December 31, 2015, there were 5,745,000 SAR's outstanding with a weighted-average exercise price of \$0.59 as follows:

Appreciation Rights					
Grant Date	Exercise Price	Outstanding	Exercisable	Expiry Date	
January 15, 2014	\$ 0.57	2,550,000	2,550,000	January 15, 2019	
January 15, 2014	\$ 0.57	1,000,000	1,000,000	September 16, 2016 ¹	
February 3, 2015	\$ 0.61	1,695,000	1,137,500	February 3, 2020	
February 3, 2015	\$ 0.61	500,000	500,000	September 16, 2016 ¹	
		5,745,000	5,187,500		

¹ Expiry date accelerated to September 16, 2016 post-resignation.

The SARs granted on February 3, 2015 and January 15, 2014, were valued using a Black-Scholes valuation model with the following assumptions:

	February 3, 2015	January 15, 2014
	SARs Grant	SARs Grant
Risk-free interest rate	0.54%	1.48%
Expected life of options in years	4.00	4.00
Expected volatility	71%	76%
Expected dividend yield	0%	0%
Forfeiture rate	5%	5%

For the years ended December 31, 2015 and 2014, share-based payments for share purchase options and SARs were recorded to operations as share-based compensation and capitalized to the Wellgreen property as follows:

	Year Ended	Year Ended
	December 31,	December 31,
	2015	2014
Consolidated Statement of Operations and Comprehensive Loss		
Share-based payments	\$ 1,083,730	\$ 2,051,074
Consolidated Statement of Financial Position		
Wellgreen property exploration	70,833	(30,236)
Total	\$ 1,154,563	\$ 2,020,838

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Share Purchase Warrants

The following table summarizes the warrant transactions for the years ended December 31, 2015 and 2014:

	Number of Warrants	Weighted Avg Exercise Price
Outstanding, December 31, 2013	15,691,207	\$ 1.13
Issued	12,069,673	0.88
Exercised	(1,203,636)	0.82
Outstanding, December 31, 2014	26,557,244	1.03
Issued	13,060,000	0.40
Outstanding, December 31, 2015	39,617,244	\$ 0.82

As at December 31, 2015, there were 39,617,244 (2014 – 26,557,244) warrants outstanding enabling holders to acquire common shares of the Company at prices ranging from \$0.40 (2014 – \$0.65) to \$2.00 per share, with a weighted-average exercise price of \$0.82, and remaining useful life of 1.6 years, as follows:

Exercise Price	Number of Warrants	Expiry Date	Accelerator Price ²
\$ 0.65	254,323 ¹	June 24, 2016	\$ 1.35
\$ 0.90	10,615,650	June 24, 2016	\$ 1.35
\$ 2.00	2,533,604	September 29, 2016	\$ 2.80
\$ 2.00	1,250,000	September 29, 2016	\$ 2.80
\$ 0.80	2,757,703	December 31, 2016	\$ 1.20
\$ 0.80	1,059,700	January 9, 2017	\$ 1.20
\$ 0.60	8,086,264 ³	June 21, 2017	\$ 0.90
\$ 0.40	13,060,000	November 10, 2018	-
	39,617,244		

- 1 Upon exercise, each of these warrants entitles the holder thereof to one common share of the Company and one common share purchase warrant to purchase one common share of the Company, exercisable at \$0.90 and with an expiry date that is 24 months after the date the initial warrant is exercised.
- 2 Each warrant is exercisable for one share, subject to the right of the Company to accelerate the expiry date of the warrants to a period of 30 days if, at any time, the closing price of the Company's common shares equals or exceeds the accelerator price for a period of ten (10) consecutive trading days.
- 3 Pursuant to TSX approval on September 17, 2015, the 8,086,264 warrants outstanding have been amended such that the expiry date has been extended from June 21, 2015, to June 21, 2017, and the exercise price has been amended from \$0.90 to \$0.60. In addition, an accelerator provision has been added to the warrants that provides the Company with the right to accelerate the expiry of the warrants to a date that is not less than 30 days following delivery of written notice by the Company to the holders of the warrants if the closing price of the Company's common shares on the TSX equals or exceeds \$0.90 for a period of 10 consecutive trading days. Of the 8,086,264 warrants, 2,750,925 warrants are held by insiders of Wellgreen Platinum, and the amendments

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to such warrants was subject to the receipt of disinterested shareholder approval, which was obtained at the Company's 2015 AGM on September 25, 2015.

The amendments to the expiry date and exercise price for the aforementioned warrants under footnote 3, was valued at \$296,959 using the Black-Scholes valuation model with the following assumptions:

Non-Insider (5,335,339 Warrants)

Risk-free interest rate	0.60%
Expected life of warrants in years	2.02
Expected volatility	56%
Expected dividend yield	0%

Insider (2,750,925 Warrants)

Risk-free interest rate	0.54%
Expected life of warrants in years	1.74
Expected volatility	57%
Expected dividend yield	0%

On March 28, 2014, the Company amended the expiry date of 2,533,604 warrants that were granted by the Company on July 31, 2012 with an expiry date of July 31, 2014 and 1,250,000 warrants that were granted by the Company on August 29, 2012 with an expiry date of August 29, 2014 (together, the "Warrants"). The terms of the Warrants were extended to September 29, 2016. All other terms of the Warrants, including but not limited to the exercise price of \$2.00 and the "accelerator" clause whereby the Company can require that all warrants be exercised within a 30 day period in the event that the closing price of the Company's common shares on the TSX exceeds \$2.80 for ten consecutive trading days, shall remain unchanged. As a result of the warrant expiry date extension a stock based expense of \$540,500 was recorded.

The Broker Warrants and the Warrant extensions were valued using a Black-Scholes valuation model with the following assumptions:

	July 31 and August 29, 2012	June 24, 2014
	Warrant Extension	Broker Warrants
Risk-free interest rate	1.07%	1.11%
Expected life of warrants in years	2.51	2.00
Expected volatility	70%	66%
Expected dividend yield	0%	0%

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15. RELATED PARTY TRANSACTIONS

The Company has identified its directors and certain senior officers as its key management personnel and the compensation costs for key management personnel and companies related to them were recorded at their exchange amounts as agreed upon by transacting parties.

A summary of remuneration and short-term benefits by nature for the years ended December 31, 2015 and 2014 is as follows:

	Years Ended	
	December 31, 2015	December 31, 2014
Consulting fees	- \$	93,750
Director fees	121,600	66,526
Salaries, wages and severance	2,143,310	1,305,666
	2,264,910 \$	1,465,942

As at December 31, 2015, amounts due to related parties totaled \$902,568 (2014 – \$128,617) and was comprised of \$48,800 (2014 – \$14,400) for director fees, \$89,200 (2014 – \$89,200 declared) for provision of bonuses, \$14,567 (2014 – \$25,017) owing to directors and officers for business expense reports, and \$750,000 (2014 – \$Nil) for severance amounts. The amounts due to related parties are non-interest bearing and are due upon demand.

In September 2013, the Company advanced loans to members of the Company's senior management team. At December 31, 2015, the aggregate amounts receivable under these loans was \$457,790 (December 31, 2014 – \$908,418). Subsequent to the year end, on January 6, 2016, one of the Loan recipients repaid the balance of his outstanding loan principal and interest amounting to \$143,839; upon which the Company discharged and released a total of 200,000 shares and 200,000 warrants to that loan recipient. (Note 6).

16. KEY MANAGEMENT COMPENSATION

The key management of the Company comprises executives and non-executive directors and senior management, whose remuneration is as follows:

	Years Ended	
	December 31, 2015	December 31, 2014
Remuneration and short-term benefits	2,264,910 \$	1,465,942
Share-based payment compensation	645,562	1,222,510
	2,910,472 \$	2,688,452

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17. INCOME TAX

The following table reconciles the amount of income tax recoverable on application of the statutory Canadian federal and provincial income tax rates:

	Year Ended December 31, 2015		Year Ended December 31, 2014	
Canadian statutory income tax rate		26%		26%
Expected income tax recovery (expense)	\$	(1,108,716)	\$	1,453,616
Decrease resulting from:				
Non-deductible expenses		2,725,425		(256,005)
Change in tax rate		-		-
Change in unrecognized deferred tax assets		(1,616,709)		(1,197,611)
	\$	-	\$	-

The Company's deferred income tax assets and liabilities are as follows:

	Year Ended December 31, 2015		Year Ended December 31, 2014	
Non-capital loss carry forwards	\$	4,007,315	\$	3,796,834
Share issue costs		345,379		485,650
Exploration and evaluation assets		5,777,487		7,521,742
Equipment and other		186,169		128,833
		10,316,350		11,933,059
Unrecognized deferred tax assets		(10,316,350)		(11,933,059)
Net deferred tax assets	\$	-	\$	-

The Company has Canadian non-capital loss carry forwards of approximately \$15,401,000 available to reduce future Canadian taxable income subject to final determination by the Canada Revenue Agency. The losses expire as follows:

Year	Amount
2026	\$ 33,000
2027	147,000
2028	57,000
2029	78,000
2030	268,000
2031	335,000
2032	3,729,000
2033	5,447,000
2034	4,730,000
2035	577,000
	\$ 15,401,000

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18. FINANCIAL INSTRUMENTS

The Company's financial assets and financial liabilities are categorized as follows:

	December 31, 2015		December 31, 2014	
Fair value through profit or loss				
Cash and cash equivalents	\$	9,862,391	\$	10,495,642
Loans and receivables				
Loans receivable		457,790		908,418
	\$	10,320,181	\$	11,404,060
Other financial liabilities				
Trade accounts payable and advanced royalties payable	\$	(6,140,784)	\$	(2,160,278)
Due to related parties		(25,250)		(128,617)
	\$	(6,166,034)	\$	(2,288,895)

Fair Value

The estimated fair values of cash and cash equivalents, loans receivable, accounts payable and advanced royalties payable and due to related parties approximate their respective carrying values due to the immediate or short period to maturity.

The Company utilizes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value as follows:

Level 1 - Unadjusted quoted prices at the measurement date for identical assets or liabilities in active markets.

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

Level 3 - Significant unobservable (no market data available) inputs which are supported by little or no market activity.

As at December 31, 2015	Level 1	Level 2	Level 3	Total
<i>Financial assets with recurring fair value measurements</i>				
Cash and cash equivalents	\$ 9,862,391	\$ -	\$ -	\$ 9,862,391
<i>As at December 31, 2014</i>				
<i>Financial assets with recurring fair value measurements</i>				
Cash and cash equivalents	\$ 10,495,642	\$ -	\$ -	\$ 10,495,642

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19. FINANCIAL RISK MANAGEMENT DISCLOSURES

Credit Risk

The Company does not currently generate any revenues from sales to customers nor does it hold derivative type instruments that would require a counterparty to fulfil a contractual obligation. The Company does not have any asset-backed commercial instruments. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash and cash equivalents, amounts receivable and loans receivable. To minimize the credit risk the Company places cash and cash equivalents with the high credit quality financial institutions. The Company holds shares issued as part of the placement as collateral for the loans receivable. The Company considers its exposure to credit risk to be insignificant.

Liquidity Risk

Liquidity risk is the risk that the Company cannot meet its financial obligations. The Company manages liquidity risk and requirements by maintaining sufficient cash and cash equivalent balances and or through additional financings to ensure that there is sufficient capital in order to meet short term obligations. As at December 31, 2015, the Company has cash and cash equivalents of \$9.9 million and financial liabilities of \$6.2 million which have contractual maturities of 90 days or less. The Company will require additional sources of equity, joint venture partnership or debt financing to fund ongoing operations and the exploration and development of its mineral properties. In the event that the Company is not able to obtain adequate additional funding to continue as a going concern, material adjustments would be required to both the carrying value and classification of assets and liabilities on the consolidated statement of financial position. It is not possible to predict, due to many external factors including commodity prices and equity market conditions, as to whether future financing will be successful or available at all.

Foreign Exchange Risk

The Company has operations in Canada and undertakes transactions in Canadian and American currencies. The Company has very limited exposure to foreign currency risk arising from transactions denominated in a foreign currency. The Company's reporting and functional currency is Canadian dollars. The Company holds cash denominated in United States dollars ("USD"), a 10% strengthening (weakening) of the USD will have an insignificant impact on total assets and loss. The Company currently does not use any foreign exchange contracts to hedge this currency risk.

Interest Rate Risk

The Company manages its interest rate risk by obtaining commercial deposit interest rates available in the market by the major Canadian financial institutions on its cash and cash equivalents.

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Market risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market prices. The sale of the financial instruments can be affected by changes in interest rates, foreign exchange rates, and equity prices. The Company, at this time, has very limited exposure to market risk in trading its investments. However, in the future when the Company has larger investments in the market, unfavorable market conditions could result in dispositions of investments at less than favourable prices. The Company's investments are accounted for at estimated fair values and are sensitive to changes in market prices, such that changes in market prices result in a proportionate change in the carrying value of the Company's investments. The Company's ability to raise capital to fund mineral resource exploration is subject to risks associated with fluctuations in commodity, mineral resource, and mineral resource sector public company prices. Management closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

20. CAPITAL RISK MANAGEMENT

The Company considers its capital structure to consist of share capital, share options, SARs and warrants. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and evaluation of mineral properties. The Board of Directors does not establish quantitative returns on capital criteria for management.

The mineral properties in which the Company currently has an interest are in the exploration stage; as such, the Company is dependent on external financing to fund its activities. Additional sources of funding, which may not be available on favourable terms, if at all, include: share equity and debt financings; equity, debt or property level joint ventures; and sale of interests in existing assets. In order to carry out the planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the year ended December 31, 2015. Neither the Company nor its subsidiaries are subject to externally imposed capital requirements. The Company's investment policy is to invest its surplus cash in highly liquid short-term interest-bearing investments; all held within major Canadian financial institutions.

21. OPERATING SEGMENT INFORMATION

The Company's operations are limited to a single industry segment being the acquisition, exploration and evaluation of mineral properties in Canada.

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Geographical information relating to the Company's assets and liabilities is as follows:

December 31, 2015	Canada	South America	Total
Current assets	\$ 10,804,668	\$ -	\$ 10,804,668
Non-current assets	50,994,877	-	50,994,877
Total assets	61,799,545	-	61,799,545
Current liabilities	(7,414,947)	-	(7,414,947)
Non-current liabilities	(672,585)	-	(672,585)
Total liabilities	\$ (8,087,532)	\$ -	\$ (8,087,532)

December 31, 2014	Canada	South America	Total
Current assets	\$ 11,797,046	\$ 118,278	\$ 11,915,324
Non-current assets	46,802,219	-	46,802,219
Total assets	58,599,265	118,278	58,717,543
Current liabilities	(4,535,360)	(10,964)	(4,546,324)
Non-current liabilities	(656,821)	-	(656,821)
Total liabilities	\$ (5,192,181)	\$ (10,964)	\$ (5,203,145)

22. SUPPLEMENTAL CASH FLOW INFORMATION

	Year Ended	Year Ended
	December 31, 2015	December 31, 2014
Non-cash Financing and Investing Activities:		
Mineral property expenditures included in accounts payable	\$ 5,440,867	\$ 1,183,375
Capitalized depreciation of equipment	48,889	41,603
Capitalized share-based payments in mineral property expenditures	70,833	(30,236)

23. COMMITMENTS

The Company entered into a cooperation and benefits agreement in August 2012 with Kluane First Nation in the Yukon to support Wellgreen Platinum's exploration program and environmental studies for the development of the Wellgreen property.

On November 20, 2014 and December 24, 2014, the Company completed a flow-through private placements for \$9.1 million and \$2.7 million respectively, thus committing to spend this amount by December 31, 2015 on "Canadian exploration expenses" which qualify as "flow-through mining expenditures", as these terms are defined in the Income Tax Act (Canada) ("Resource Expenditures"). The Company indemnifies the subscribers of flow-through shares from any tax consequences arising should

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the Company, notwithstanding its plans, fail to meet its commitments under the flow-through subscription agreements. As at December 31, 2015, the Company has expended all required expenditures pursuant to the 2014 flow through private placements.

The Company has also entered into an office sublease agreement for the head office (up to 2020), contracts for corporate head office equipment, along with commitments under the exploration cooperation agreement which aggregated as follow:

Year	Amount \$
2016	237,490
2017	237,490
2018	142,638
2019	137,786
2020	137,786

The Company's exploration activities are subject to various provincial, federal, and international laws and regulations governing the protection of the environment. These laws and regulations are continually changing and are generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to continue to make in the future, filings and expenditures to comply with such laws and regulations.

24. CONTINGENCIES

The Company accrues for liabilities when it is probable and the amount can be reasonably estimated.

The Company is reviewing a potential financial liability for the reclamation of land related to mining conducted on the Wellgreen property in the 1970's, prior to the Company's acquisition of the property. The Company is in discussions with the Yukon Government and the third party involved in the prior operation of the property, to determine the plan for assessing the reclamation work that will need to be conducted. Once an assessment is conducted, there is a potential that a portion of the financial cost for reclamation will need to be incurred by the Company. The financial effect and timing of the reclamation work is indeterminable at the current time, and no amounts have been accrued.

25. SUBSEQUENT EVENTS

Equity Financing

On March 24 2016, Wellgreen Platinum closed the first tranche (the "First Tranche") of a private placement (the "Private Placement") with Electrum Strategic Opportunities Fund L.P. ("Electrum") for gross proceeds to the Company of \$2,800,000, by issuing 14,000,000 units (each, a "Unit") to Electrum. The Units are comprised of one common share in the capital of the Company and one common share purchase warrant (a "Warrant"). Each Warrant will entitle Electrum to purchase one common share in the capital of Wellgreen Platinum at a price of \$0.27 for a period of five years until March 24, 2021. The net

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proceeds of the Private Placement will be used for the development of the Company's Wellgreen PGM-nickel project in the Yukon and for general corporate purposes.

Cancellations of certain share purchase options and share appreciation rights

Subsequent to year end, 100,000 options exercisable at \$3.68, with an expiry date of February 3, 2017, 40,000 options exercisable at \$3.09 with an expiry date of April 4, 2017, and 122,500 share appreciation rights exercisable at \$0.61, with an expiry date of February 3, 2020 were cancelled.