CONSOLIDATED INTERIM FINANCIAL STATEMENTS

June 30, 2016

(Unaudited - Prepared by Management)

NOTICE OF NO AUDITOR REVIEW

The accompanying unaudited condensed interim financial statements have been prepared by management.

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

49 North Resources Inc.
Interim Statements of Financial Position
(in thousands of Canadian dollars)
(See Note 1 – Description of business and going concern)

		June 30 2016		December 31 2015
ASSETS				
Current assets				
Cash and cash equivalents	$	523	$	1,010
Equity investments, at fair value (Note 3)		12,739		4,202
Accounts receivable and prepaid expenses (Note 4)		474		5,584
Loans and advances receivable (Note 4)		3,169		60
Income taxes receivable		-		10
		16,905		**10,866**
Non-current assets				
Convertible debenture receivable (Note 5)		6,480		-
Embedded derivative asset (Note 5)		255		-
Exploration and evaluation assets (Note 6)		-		9,757
Property, plant and equipment (Note 7)		62		3,191
Total assets	**$**	**23,702**	**$**	**23,814**
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities (Note 8)	$	720	$	7,500
Loan payable (Note 11)		-		685
		720		**8,185**
Non-current liabilities				
Convertible debentures (Note 9)		3,493		3,376
Subordinate debentures (Note 10)		604		581
Debt portion of preferred shares (Note 9)		802		807
Drilling advances (Note 11)		-		2,000
Decommissioning liabilties (Note 12)		-		1,595
Total liabilities		**5,619**		**16,544**
EQUITY				
Common shares (Note 13)		69,218		68,839
Preferred shares (Note 13)		3,045		3,064
Contributed surplus (Note 13)		4,335		4,704
Equity portion of convertible debentures (Note 9)		1,705		1,713
Equity portion of subordinate debentures (Note 10)		301		301
Deficit		(60,521)		(73,246)
Equity attributable to common shareholders		18,083		5,375
Non-controlling interests		-		1,895
		18,083		**7,270**
Total liabilities and equity	**$**	**23,702**	**$**	**23,814**

Events after the reporting period (Note 16)

Approved on behalf of the Board

"Tom MacNeill"
Director

"Norman Betts"
Director

The accompanying notes are an integral part of these interim financial statements

49 North Resources Inc.
Interim Statements of Income (Loss) and Comprehensive Income (Loss)
(in thousands of Canadian dollars, except securities and per share amounts)

	For the three months ended June 30		For the six months ended June 30	
	2016	2015	2016	2015
Revenues				
Geological and other consulting	$ 15	$ 1,939	$ 30	$ 2,296
Oil and gas sales	-	148	8	241
Realized losses on equity investments	(344)	(1,001)	(524)	(890)
Unrealized gains on equity investments	919	1,068	2,141	1,642
Unrealized (loss) gain on embedded derivative assets (Note 5)	(22)	-	142	-
Interest and dividend income (Note 5)	183	54	630	107
	751	**2,208**	**2,427**	**3,396**
Expenses				
Amortization and depletion (Note 7)	4	19	9	40
Business and investor relations	31	108	61	225
Finance (Notes 9 and 10)	162	450	282	1,027
General and administration	60	222	120	570
Management fees (Note 8)	115	89	230	157
Oil and gas operations	-	166	21	388
Professional fees	113	64	127	179
Project costs on geological and other consulting activities	-	1,530	-	1,557
Transaction costs	14	14	20	19
Wages and benefits (Note 8)	11	267	16	626
	510	**2,929**	**886**	**4,788**
Gain on deconsolidation (Note 2)	-	-	595	-
Gain on debenture extinguishment (Note 9)	-	5,338	-	5,338
Impairment of exploration and evaluation assets	-	(47)	-	(47)
Loss on disposal of property, plant and equipment	-	-	-	(7)
Income (loss) before income taxes	**241**	**4,570**	**2,136**	**3,892**
Current income (tax) recovery	-	(27)	-	15
Income (loss) and comprehensive income (loss) for the period	**$ 241**	**$ 4,543**	**$ 2,136**	**$ 3,907**
Income (loss) to common shareholders	241	4,638	2,136	4,179
Loss to non-controlling interest	-	(95)	-	(272)
Net income (loss) and comprehensive income (loss)	**$ 241**	**$ 4,543**	**$ 2,136**	**$ 3,907**
Basic income (loss) per share (Note 13)	**$ 0.00**	**$ 0.17**	**$ 0.04**	**$ 0.14**
Diluted income (loss) per share (Note 13)	**$ 0.00**	**$ 0.16**	**$ 0.03**	**$ 0.10**
Weighted average number of common shares outstanding - basic	**48,880,398**	**30,385,814**	**48,355,023**	**27,488,938**
Weighted average number of common shares outstanding - diluted	**49,214,443**	**32,317,164**	**48,689,067**	**28,454,563**

49 North Resources Inc.
Interim Statements of Changes in Equity (Deficiency)
(in thousands of Canadian dollars)

	Attributable to the common shareholders							
	Common Share Capital	Preferred Share Capital	Contributed Surplus	Equity portion of debentures	Deficit	Total	Non-controlling interests	Total Equity (Deficiency)
Balance, January 1, 2015	**$ 66,491**	**$ -**	**$ 4,117**	**$ 1,993**	**$ (75,494)**	**$ (2,893)**	**$ 2,175**	**$ (718)**
2011 debenture restructure (Note 8)	2,049	2,457	-	(454)	-	4,052	-	4,052
Changes in non-controlling interests	-	-	29	-	-	29	204	233
Warrants issued in subsidiary	-	-	14	-	-	14	-	14
Net and comprehensive income (loss)	-	-	-	-	4,179	4,179	(272)	3,907
Balance, June 30, 2015	**$ 68,540**	**$ 2,457**	**$ 4,160**	**$ 1,539**	**$ (71,315)**	**$ 5,381**	**$ 2,107**	**$ 7,488**

	Common Share Capital	Preferred Share Capital	Contributed Surplus	Equity portion of debentures	Deficit	Total	Non-controlling interests	Total Equity (Deficiency)
Balance, January 1, 2016	**$ 68,839**	**$ 3,064**	**$ 4,704**	**$ 2,014**	**$ (73,246)**	**$ 5,375**	**$ 1,895**	**$ 7,270**
Share issuance	331	-	269	-	-	600	-	600
Share issuance costs	(1)	-	-	-	-	(1)	-	(1)
Convertible debenture conversions	25	-	-	(8)	-	17	-	17
Preferred share conversions	24	(19)	-	-	-	5	-	5
Deconsolidation adjustments	-	-	(638)	-	10,589	9,951	(1,895)	8,056
Net loss and comprehensive loss	-	-	-	-	2,136	2,136	-	2,136
Balance, June 30, 2016	**$ 69,218**	**$ 3,045**	**$ 4,335**	**$ 2,006**	**$ (60,521)**	**$ 18,083**	**$ -**	**$ 18,083**

The accompanying notes are an integral part of these interim financial statements

49 North Resources Inc.
Interim Statements of Cash Flows
(in thousands of Canadian dollars)

For the six months ended June 30,		2016		2015
Cash flows from Operating Activities				
Net income (loss)	$	2,136	$	3,907
Items not affecting cash				
Gain on deconsolidation		(595)		-
Realized losses on disposal of property, plant and equipment		(110)		7
Realized (gains) losses on equity investments		446		890
Accretion of decommissioning liabilities		1		15
Amortization and depletion		8		40
Accretion of debentures payable		157		317
Accrued dividends		49		-
Accrued interest income		(529)		-
Accretion of debentures receivable		(54)		-
Impariment of exploration and evaluation assets		-		47
Gain on debenture extinguishment		-		(5,338)
Unrealized gains on equity investments		(1,767)		(1,642)
Unrealized gains losses on embedded derivative assets		(143)		-
Cash eliminated on deconsolidation		(960)		-
Net changes in non-cash working capital items related to operations		(574)		2,640
		(1,935)		**883**
Cash flows from Investing Activities				
Purchase of property, plant and equipment		-		(146)
Proceeds from disposal of property, plant and equipment		58		2
Purchase of equity investments		(984)		(959)
Proceeds from disposal of equity investments		1,775		1,198
Exploration and development		-		(593)
		849		**(498)**
Cash flows from Financing Activities				
Issuance of common shares		600		-
Share issue costs		(1)		-
Loan advance		-		653
		599		**653**
Net change in cash and cash equivalents during the period		**(487)**		**1,038**
Cash and cash equivalents, beginning of period		1,010		2,696
Cash and cash equivalents, end of period	**$**	**523**	**$**	**3,734**
Non cash transactions:				
Loans and advances receivable settled with shares	$	1,049	$	-
Share proceeds for property plant and equipment	$	75	$	-
Convertible debentures converted to common shares	$	25	$	-
Preferred shares converted to common shares	$	24	$	-
Common shares issued for convertible debenture	$	-	$	2,049
Preferred shares issued for convertible debenture	$	-	$	2,457
Exploration and evaluation costs remaining in accounts payable and accrued liabilities	$	-	$	281
Revaluation of decommissioning liability	$	-	$	533

The accompanying notes are an integral part of these interim financial statements

1. Description of business and going concern

Description of business

49 North Resources Inc. (the "Corporation") is a resource investment, financial, and managerial advisory company which, as its principal business, invests in a diversified portfolio of common shares and other securities of resource issuers including, without limitation, resource issuers engaged in mineral or oil and gas exploration and development, with a view to achieving capital appreciation of the portfolio.

The Corporation is domiciled in the Province of Saskatchewan, Canada and its office address is at Suite 602 – 224 4th Avenue South, Saskatoon, Saskatchewan, Canada, S7K 5M5.

Going concern

These interim financial statements ("the financial statements") have been prepared on a going concern basis, which assumes the Corporation will be able to realize its assets and discharge its liabilities in the ordinary course of business. To date, the Corporation has incurred accumulated losses totalling $60,521. The Corporation recognized net income of $2,136 in the six months ended June 30, 2016 (2015 – net income of $3,907). The Corporation relies on cash flow from actively trading in its investment portfolio to fund corporate operations. Given the nature of the Corporation's equity portfolio, which can experience sudden and significant changes in value, there can be no certainty as to the ability of the Corporation to generate sufficient cash flows or to obtain sufficient funding to continue its operations. Accordingly, these material uncertainties may cast significant doubt upon the Corporation's ability to continue as a going concern.

Management is addressing the going concern issue through the continued trading and strategic balancing of its portfolio of investments.

These financial statements do not reflect any adjustments or other changes that may be required should the Corporation be unable to continue as a going concern. Such adjustments could be material.

2. Significant accounting policies

The significant accounting policies used in the preparation of these financial statements are set out below.

Statement of compliance

These financial statements have been prepared in conformity with International Accounting Standard ("IAS") 34, Interim Financial Reporting, and do not include all the information required for full annual financial statements in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). It is suggested that these financial statements be read in conjunction with the annual audited consolidated financial statements for the year ended December 31, 2015.

The financial statements of the Corporation for the three and six month periods ended June 30, 2016 were authorized for issuance by the Corporation's board of directors on August 17 2016.

2. Significant accounting policies - continued

Adoption of IFRS for investment entities and basis of preparation

IFRS 10 "Consolidated Financial Statements" ("IFRS 10") provides an exception to the consolidation requirements for entities that meet the definition of an investment entity and requires such an entity to measure its investments in particular subsidiaries at fair value through profit or loss instead of consolidating those subsidiaries in its consolidated financial statements.

In accordance with IFRS 10, an investment entity is an entity that: (i) obtains funds from one or more investors for the purpose of providing them with investment management services, (ii) commits to its investors that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both, and (iii) measures and evaluates the performance of substantially all of its investments on a fair value basis. In addition, IFRS 10 clarifies that an investment entity may earn fee income from the provision of investment-related services to external parties.

The Corporation pursues business investment opportunities with the objective of growing shareholder value through capital appreciation in these investments and related income. The Corporation uses fair value as the key measure to monitor and evaluate the majority of its equity investments. The Corporation also earns, through wholly and partially-owned entities, advisory fees in connection with its investment activities. The provision of these advisory services does not constitute a significant business activity of the Corporation and the Corporation has assessed and concluded that the advisory fees do not represent a substantial source of revenues. As a result, the Corporation has determined that it qualifies as an investment entity under IFRS, and commenced reporting its financial results in accordance with IFRS applicable to investment entities, on a prospective basis, effective January 1, 2016.

Adopting the investment entity accounting rules in IFRS 10 had a significant impact on the Corporation's financial statements, and the Corporation recognized a gain on deconsolidation of formerly consolidated investees in the amount of $595 during the six month period ended June 30, 2016. The Corporation no longer consolidates any of its investees.

These financial statements have been prepared on a historical cost basis except for certain financial instruments which have been measured at fair value. These financial statements are presented in Canadian dollars, which is the Corporation's functional currency.

In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Basis of consolidation

As of January 1, 2016 the Corporation met the requirements of IFRS 10 and adopted investment entity accounting as described above, therefore the June 30, 2016 amounts are presented on the basis of the Corporation as a standalone entity. The comparative figures of these interim financial statements comprise the financial statements of the Corporation as at December 31, 2015 and for the three and six month periods ended June 30, 2015 and its previously consolidated subsidiaries.

See Note 8 for listing of the Corporation's former subsidiaries.

2. Significant accounting policies - continued

Foreign currency translation

i) Functional currency

Items included in the financial statements of each of the Corporation and its formerly consolidated subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency for the Corporation and its formerly consolidated subsidiaries is the Canadian dollar ("Canadian dollar").

ii) Foreign currency transactions

Foreign currency transactions are translated into the Corporation's functional currency at exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statements of income (loss) and comprehensive income (loss).

iii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Canadian dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Canadian dollars at the dates of the transactions. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange gains or losses of foreign operations are recognized in profit or loss.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Financial assets are classified, at initial recognition, as financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets, or derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Financial assets carried at amortized cost are assessed at each reporting date for any potential impairment. If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the carrying amount and the present value of estimated future cash flows discounted using the original effective interest rate. The carrying amount of the asset is then reduced by the amount of the impairment and is recognized in the consolidated statements of income (loss) and comprehensive income (loss).

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the reversal of the previously recognized impairment loss is recognized in the consolidated statements of income (loss) and comprehensive income (loss).

Purchases or sales of financial assets that require delivery of assets in a timeframe established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, which is the date that the Corporation commits to purchase or sell the asset.

The Corporation's financial assets include cash and cash equivalents, equity investments, accounts receivable, loans and advances receivable, convertible debenture receivable and embedded derivative asset.

2. Significant accounting policies - continued

Financial instruments - continued

Fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading.

The Corporation's equity instruments (which are designated as held for trading) are carried at fair value with net changes in fair value shown in the consolidated statements of income (loss) and comprehensive income (loss) as unrealized gains or losses on portfolio instruments. The fair value of those instruments is determined as follows:

Publicly traded companies
The fair value of any security which is listed or traded upon a stock exchange is estimated by taking the latest bid price. The fair value of investment funds and limited partnerships are recorded based on their published net asset value per unit or last bid price, as appropriate.

The market values can be impacted by trading volumes, restrictions and market price fluctuations, and the quoted market price may not be indicative of what the corporation could realize on the immediate sale as it may take an extended period of time to liquidate positions without causing a significant negative impact on the market price.

Privately held companies
The fair value of any shares which are not listed or traded in a stock exchange are originally recorded at cost, unless the shares are flow-through shares, in which case they are originally recorded either on an assessment of the most recent price at which the investee Corporation issued common equity without flow-through characteristics or at management's estimated fair value. After the initial transaction, adjustments are made to reflect any changes in fair value as a result of an independent third party transaction. Downward adjustments to the carrying values are also made when there is evidence of a decline in value, as indicated by an assessment of the financial condition of the investment based on operational results, forecasts and other developments.

Options and Warrants
For options and warrants which are not traded on a recognized securities exchange, no market value is readily available. When there are sufficient and reliable observable market inputs, the options and warrants are valued using the Black-Scholes option pricing model, otherwise they are recorded at their intrinsic value.

Embedded derivative assets
The Corporation's embedded derivative asset is also carried at fair value through profit or loss, and is measured at each reporting period using the Black-Scholes option pricing model, with any changes in fair value recognized through profit or loss.

Loans and receivables
Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

The Corporation's loans and receivables are comprised of cash and cash equivalents, accounts receivable, loans and advances receivable and convertible debenture receivable.

2. Significant accounting policies - continued

Financial instruments - continued

The Corporation does not have any financial assets that are classified as available-for-sale or held to maturity.

Financial liabilities

Other financial liabilities
All financial liabilities are initially recorded at fair value and designated upon inception as fair value through profit or loss or other financial liabilities.

Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. The effective interest rate method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period. The Corporation's accounts payable and accrued liabilities and debt components of convertible debt and preferred shares are classified as other financial liabilities.

Financial liabilities classified as fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as fair value through profit or loss. Derivatives, including separated embedded derivatives are also classified as held for trading and recognized at fair value with changes in fair value recognized in profit or loss unless they are designated as effective hedging instruments. Fair value changes on financial liabilities classified as fair value through profit or loss are recognized in profit or loss.

Compound financial instruments
A compound financial instrument is a non-derivative financial instrument that contains both a liability and an equity component. The Corporation accounted for its convertible debentures (Note 9) as compound financial instruments. The conversion feature is treated as an equity component and accounted for in compliance with IAS 32 and IAS 39 relating to initial recognition of compound instruments.

IAS 39 deals with the measurement of financial assets and liabilities. Equity instruments are instruments that evidence a residual interest in the assets of an entity after deducting all of its liabilities. Therefore, when the initial carrying amount of a compound financial instrument is allocated to its equity and liability components, the equity component is assigned the residual amount after deducting from the fair value of the instrument as a whole the amount separately determined for the liability component. The value of any derivative features embedded in the compound financial instrument other than the equity component is included in the liability component.

The sum of the carrying amounts assigned to the liability and equity components on initial recognition is always equal to the fair value that would be ascribed to the instrument as a whole. No gain or loss arises from initially recognizing the components of the instrument separately.

The convertible debentures met the criteria to be accounted for as a compound instrument in accordance with IAS 32. As such, the Corporation has first determined the carrying amount of the liability component by measuring the fair value of a similar liability that does not have an associated equity component. The carrying amount of the equity instrument represented by the conversion feature has then been determined by deducting the fair value of the financial liability from the fair value of the compound financial instrument as a whole.

2. Significant accounting policies - continued

Financial instruments - continued

Debt modifications and extinguishments
An exchange between an existing borrower and lender of debt instruments with substantially different terms shall be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability or a part of it (whether or not attributable to the financial difficulty of the debtor) shall be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

If a debt modification is deemed to have been accomplished with debt instruments that are substantially different, the modification is accounted for as a debt extinguishment, whereby the Company must recognize currently in income the difference between the reacquisition price and the net carrying amount of the extinguished debt. Any fees paid by the debtor to the creditor are associated with the extinguishment of the old debt instrument and are included in determining the debt extinguishment gain or loss to be recognized.

If modification of terms is accounted for as an extinguishment of the original debt any costs or fees incurred is recognized as part of the gain or loss on the extinguishment. However, if modification is not accounted for as an extinguishment, any costs or fees incurred are an adjustment to the carrying amount of the liability will be amortized over the remaining term of the modified liability.

Cash and cash equivalents
Cash and cash equivalents include highly liquid investments with original maturities of three months or less, and which are subject to an insignificant risk of change in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Convertible debentures receivable
When the Corporation holds debentures that are convertible into the issuer's equity shares at the Corporation's option, the equity conversion feature represents an embedded option written by the issuer on its equity shares. The embedded derivative is not closely related to the host contract (the debentures) from the Corporation's perspective. Such conversion feature is classified as fair value through profit or loss, with the debentures being classified as loans and receivable.

The embedded derivative's fair value (the conversion feature) is calculated first, and the carrying value of the debenture is assigned the residual amount after deducting from the consideration paid to acquire the hybrid instrument, the amount separately determined for the embedded derivative.

Property, plant and equipment ("PP&E")
Property, plant and equipment include the costs of development and production that are not E&E assets, and costs for corporate (office) assets. PP&E is recorded at cost less accumulated depletion and amortization and accumulated impairment losses, net of recovered impairment losses.

The Corporation does not hold any assets requiring a substantial period of time to get ready for intended use. Accordingly to date, no borrowing costs have been capitalized.

2. Significant accounting policies - continued

Oil and gas development and production assets
Development and production assets are capitalized on an area-by-area basis and include all costs associated with the development and production of oil and natural gas reserves. These costs may include proved property acquisitions, development drilling (including unsuccessful or delineation wells), completion, gathering and infrastructure, decommissioning costs, amounts transferred from E&E assets and directly attributable internal costs.

Expenditures to renew or improve the productive capacity or extend the life of an asset are capitalized. Maintenance and repairs are expensed as incurred.

Any gains or losses from the divestiture of development and production assets are recognized in profit or loss. Accumulated costs are depleted using the unit-of-production method based on estimated proved plus probable reserves. Costs subject to depletion include estimated future costs to be incurred in developing proved plus probable reserves and exclude residual amounts. Depletion is calculated based on individual components (i.e. fields or combinations thereof and other major components with different useful lives).

Other assets
Other capital assets are recorded at cost and are amortized using the declining balance method. On acquisitions during the year, amortization is calculated at one-half the annual rate. Annual amortization rates are as follows:

Computers	30%
Furniture and equipment	30%
Leasehold improvements	20%

Impairment of non-current assets
The carrying amounts of the Corporation's non-current assets are reviewed at each reporting date for indicators of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the amount of the impairment, if any. The recoverable amount of an asset is evaluated at the Cash Generating Unit ("CGU") level, which is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

The recoverable amount of a CGU is the greater of its fair value less costs to sell and its value in use. Fair value less cost to sell is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties, less the costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognized in earnings for the period to the extent that the carrying amount of the asset (or CGU) exceeds the recoverable amount.

Impairment losses recognized in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimate used to determine the recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of the asset (or CGU) does not exceed the carrying amount that would have been determined, net of depletion and amortization, had no impairment loss been recognized for the asset (or CGU).

A reversal of an impairment loss is recognized immediately in profit or loss.

E&E assets are assessed for impairment when they are reclassified to property, plant and equipment, or if facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

2. Significant accounting policies - continued

Provisions

Provisions are recorded when the Corporation has a present obligation as a result of a past event, it is probable that an outflow of resources will be required and a reliable estimate can be made of the amount of the obligation. Provisions are measured based on the discounted expected cash flows.

Decommissioning liabilities are recognized for the future legal or constructive obligation to abandon and reclaim the Corporation's oil and natural gas properties. The amount of the decommissioning liabilities represents the net present value of the estimated future expenditures required to abandon and reclaim the Corporation's net ownership in wells and facilities determined in accordance with local conditions, current technology and current requirements. The liabilities are calculated using currently estimated abandonment and reclamation costs inflated to the estimated decommissioning date and then discounted using a risk-free discount rate. A liability is recorded in the period in which an obligation arises with a corresponding decommissioning cost added to the carrying amount of the related asset. The liability is progressively accreted over time as the effect of discounting unwinds, creating an accretion expense which is recognized as part of finance expense. The related decommissioning cost capitalized in property, plant and equipment is depreciated in a manner consistent with the depletion and depreciation of the underlying asset.

Changes in the estimated liability resulting from revisions to estimated timing of decommissioning, expected amount of cash flows or changes in the discount rate are recognized as a change in the decommissioning liability and the related decommissioning cost. Actual decommissioning expenditures incurred are charged against the accumulated liability to the extent recorded.

Income taxes

Income tax expense is comprised of current and deferred income taxes. Current income tax and deferred income tax are recognized in profit or loss, except to the extent that they relate to items recognized directly in equity or equity investments.

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

Deferred income tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred income tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred income tax assets and liabilities are offset if there is a legally enforceable right to offset current income tax liabilities and assets, and they relate to income taxes levied by the same tax authority for the same taxable entity. A deferred income tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable income will be available against which they can be utilized. Deferred income tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related income tax benefit will be realized.

2. Significant accounting policies - continued

Share capital

Common shares
Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a reduction of equity, net of any tax effects.

The Corporation has adopted a relative fair value method with respect to the measurement of shares and warrants issued as private placement units. The relative fair value method allocates value to each component on a pro-rata basis, based on the fair value of the components calculated independently of one another. The Company considers the market value of the common shares issued as fair value, and measures the fair value of the warrant component of the unit using the Black-Scholes option pricing model. The unit value is then allocated, pro-rata, between the two components, with the fair value attributed to the warrants being recorded to warrant reserve.

Preferred shares
The Corporation's preferred shares contain a contractual obligation whereby the Corporation is required to pay a cumulative annual mandatory dividend. Accordingly, part of their value has been classified as a financial liability.

The liability component of the preferred shares is accounted for using the effective interest rate method, using an interest rate of 12%.

Share based payments
The Corporation has a stock option plan that provides for the granting of options to Officers, Directors, related Corporation employees and consultants to acquire shares of the Corporation. The fair value of the options is measured on grant date and is recognized as an expense with a corresponding increase in contributed surplus as the options vest.

Options granted to employees and others providing similar services are measured at grant date at the fair value of the instruments issued. Fair value is determined using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. The amount recognized as an expense is adjusted to reflect the actual number of stock options that are expected to vest. Each tranche in an award with graded vesting is considered a separate grant with a different vesting date and fair value. Each grant is accounted for on that basis.

Options granted to non-employees are measured at the fair value of the goods or services received, unless that fair value cannot be estimated reliably, in which case the fair value of the equity instruments issued is used. The value of the goods or services is recorded at the earlier of the vesting date, or the date the goods or services are received.

On vesting, share based payments are recorded as an operating expense and as contributed surplus. When options are exercised the consideration received is recorded as share capital. In addition, the related share based payments originally recorded as contributed surplus are transferred to share capital.

2. Significant accounting policies - continued

Earnings (loss) per share ("EPS")
Basic EPS amounts are calculated by dividing net income (loss) attributable to common shareholders of the corporation by the weighted average number of common shares outstanding during the period. Diluted EPS amounts are calculated with consideration given to convertible preferred shares, stock options and warrants, and assumes that any proceeds received on exercise of options or warrants would be used to purchase common shares at the average market price during the period. Diluted EPS amounts also include exchangeable shares using the "if-converted" method to determine the dilutive effect of convertible and subordinate debentures, whereby it is assumed the conversion of the exchangeable shares occurs at the beginning of the reporting period (or at the time of issuance, if later) where applicable. The weighted average number of common shares outstanding is then adjusted by the net change.

Segment reporting
An operating segment is a component of the Corporation that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that related to transactions with any of the Corporation's other segments.

To be classified as a segment, discrete financial information must be available and operating results must be regularly reviewed by the Corporation's Chief Executive Officer.

Revenue recognition
Security transactions are recorded on a trade basis. Realized gains and losses on the disposal of investments and unrealized gains and losses in the value of investments are reflected in the statement of income (loss) and comprehensive income (loss). Cost is calculated on an average cost basis. Upon disposal of an investment, previously recognized unrealized gains or losses are reversed, so as to recognize the full realized gain or loss in the period of disposition. All transaction costs are expensed as incurred.

- Geological and other consulting revenue is recognized as the services are provided to the client.
- Production revenue was recognized when the oil and gas was delivered to the buyer.
- Interest, rental and dividend income are recognized on an accrual basis.

Revenue is recognized when it is probable that the economic benefits will flow to the Corporation and delivery has occurred, the sale price is fixed or determinable, and collectability is reasonably assured. Production revenue was measured based on the sales contract.

Significant accounting judgments, estimates and assumptions
The preparation of these financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period.

Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

2. Significant accounting policies - continued

Significant accounting judgments, estimates and assumptions - continued

The information about significant areas of estimation uncertainty considered by management in preparing these financial statements are:

- fair value of investment in securities not quoted in an active market or private Corporation investments;
- the recoverable amounts of CGUs used in impairment testing of long-lived assets including estimates of reserves and resources, future commodity prices, production costs, foreign exchange rates, discount rates, inflation and income tax rates;
- the determination of useful lives, units of production and residual values of property, plant and equipment;
- the fair value of share based compensation determined using the Black-Scholes option pricing model using estimates for expected forfeitures, expected lives and stock volatility;
- the provision for deferred income taxes based on estimated tax bases using substantively enacted tax rates expected to apply to taxable income during the years in which the differences are expected to be recovered or settled; and
- amounts recorded for decommissioning liabilities including estimates around timing and amount of expenditures required to settle liabilities and the risk free discount rate used.
- as described in Note 9, when the terms of convertible debentures are modified, it is often accounted for as a de-recognition of the carrying value of the pre-modified loan and the new recognition of a new loan at the then fair value. In the determination of fair value, the Corporation uses a discounted cash flow technique which includes inputs that are not based on observable market data and inputs that are derived from observable market data. In the case of its convertible debenture modifications, where available, the Corporation seeks comparable interest rates. If unavailable, it uses those considered appropriate for the risk profile of a corporation in the industry.
- the fair value of the embedded derivative asset determined using the Black-Scholes option pricing model using estimates of expected life and stock volatility.
- impairment of non-financial assets using calculations based on future commodity prices, expected volumes, quantity of reserves and discount rates as well as future development costs and operating costs.

In the process of applying the Corporation's significant accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

- whether or not there are indicators of impairment relating to the Corporation's non-financial assets, including consideration of market values, estimations of future prices and costs, changes in estimated quantities of reserves and appropriate discount rates.
- determination of the Corporation meeting the criteria required under IFRS 10 in order to be classified as an investment entity.
- determination of deferred income tax assets or liabilities, which involves subjective assumptions regarding future income tax rates and the likelihood of utilizing tax carry-forwards.
- valuation techniques for fair value determination of investments in private entities.

New accounting pronouncements

Certain new accounting standards and interpretations have been published that are mandatory for period ends beginning on or after January 1, 2016. None of the new standards adopted had a material impact on the Corporation's financial statements.

(in thousands of Canadian dollars, except securities and per share amounts)

2. Significant accounting policies - continued

Future accounting pronouncements
The following are new and revised accounting pronouncements that have been issued but are not yet effective:

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, and SIC 31 – Revenue – Barter Transactions Involving Advertising Services. IFRS 15 establishes a single five-step model framework for determining the nature, amount, timing and uncertainty of revenue and cash flows arising from a contract with a customer. The standard is effective for annual periods beginning on or after January 1, 2017, with early adoption permitted.

IFRS 9 Financial Instruments
IFRS 9 addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized costs and fair value through profit and loss. IFRS 9 also replaces the models for measuring equity instruments and such instruments are either recognized at fair value through profit and loss or at fair value through other comprehensive income. This standard is effective of annual periods beginning on or after January 1, 2018.

The Corporation is currently assessing the impact that these new and revised accounting pronouncements will have on the financial statements.

3. Equity investments

As at June 30, 2016 and December 31, 2015, the Corporation's investments consist of equity interests in companies in the following segments:

	June 30, 2016		December 31, 2015	
	Cost	**FMV**	**Cost**	**FMV**
Publicly listed companies	$ 27,909	$ 11,357	$ 21,876	$ 3,509
Private companies	10,828	1,382	6,196	693
	$ 38,737	**$ 12,739**	**$ 28,072**	**$ 4,202**

(in thousands of Canadian dollars, except securities and per share amounts)

3. Equity investments - continued

As at June 30, 2016 and December 31, 2015, the Corporation's investments consist of equity interests in companies in the following industries:

	June 30, 2016		December 31, 2015	
	Cost	FMV	Cost	FMV
Base and Precious Metals	$ 18,489	$ 7,380	$ 14,291	$ 1,598
Coal	1,981	-	2,059	85
Diamonds	1,169	946	716	505
Oil & Gas	12,941	2,456	7,108	565
Other	3,696	1,691	2,852	1,334
Uranium	461	266	1,046	115
	$ 38,737	**$ 12,739**	**$ 28,072**	**$ 4,202**

The equity investments consist of investment in common shares of corporations of which 78.83% (December 31, 2015 – 63.70%) are listed on the TSX-V, 10.85% (December 31, 2015 – 16.59%) are private, 7.42% (December 31, 2015 – 12.02%) are listed on the TSX and 2.90% (December 31, 2015 – 7.69%) are listed on the Canadian Securities Exchange ("CSE") as of June 30, 2016.

An analysis of fair value was prepared for the private investments held in the portfolio. The analysis used comparable entities public corporation stock prices, observable index comparisons, transaction prices for same or similar instruments and information from brokers and other analysis. Based on this review, management has recorded a $400 unrealized gain (2015 - $nil) on certain private corporation investments.

4. Loans, advances, accounts receivable and prepaid expenses

Accounts receivable and prepaid expenses

	June 30, 2016	December 31, 2015
Trade accounts receivable	$ 470	$ 4,820
Sales tax receivable	-	10
Other receivable	-	587
Prepaid expenses	4	167
	$ 474	**$ 5,584**

(in thousands of Canadian dollars, except securities and per share amounts)

4. Loans, advances, accounts receivable and prepaid expenses - continued

Accounts receivable and prepaid expenses - continued

The aging of accounts receivables at the reporting date was:

	June 30, 2016	December 31, 2015
Not past due	$ 9	$ 1,461
Past due 0 - 30 days	11	1,508
Past due 31+ days	450	1,851
	$ 470	**$ 4,820**

During the six month period ended June 30, 2016, the Corporation recognized impairment losses of $nil (2015 – $nil) in respect of trade accounts receivable.

Loans and advances receivable

	June 30, 2016	December 31, 2015
Current		
Unrelated corporations	$ 63	$ 60
Related corporation	3,106	-
	$ 3,169	**$ 60**

The loan to an unrelated corporation bears no interest and is due on demand. The loan to a related corporation bears simple interest, calculated quarterly, at 8% and is due on demand. The loan to a related corporation was previously eliminated on consolidation as at December 31, 2015.

5. Convertible debentures receivable

On October 1, 2013 a debenture receivable in CVG Mining Ltd. in the amount of $5,400, held by the Corporation, was assigned and renegotiated with Omineca Mining and Metals Ltd. ("OMM"). The renegotiated convertible debenture is unsecured. The debenture bears interest of 8% per annum and is secured by current and future property rights, is payable upon maturity at October 1, 2018 and may be converted into common shares of OMM at any time at a conversion price as follows:

- $0.75 prior to October 1, 2014
- $1.00 on or after October 1, 2014, but prior to October 1, 2015
- $1.25 on or after October 1, 2015

(in thousands of Canadian dollars, except securities and per share amounts)

5. Convertible debentures receivable - continued

The initial value of the debenture was determined by measuring the fair value of the conversion feature and assigning a residual value to the convertible debenture receivable. Subsequently, the convertible debenture receivable component is measured at amortized cost using the effective interest method (8.3%) over the term of the debenture. The convertible debenture receivable component is accreted to face value by recording accretion income through profit and loss. The values of the conversion feature are re-measured at each reporting date until settlement, with changes in fair value recorded in profit and loss.

The initial fair value of the conversion feature was calculated as $540 using the Black-Scholes option pricing model with the residual value of $4,860 assigned to the convertible debenture receivable component. The assumptions used for the Black-Scholes calculation were a share price of $0.09, an exercise price of $0.75, annualized volatility of 162.45%, an expected life of 5.00 years, a dividend rate of nil, and a risk-free interest rate of 2.28%. The change in value of the convertible debenture receivable from $4,860 on issuance to $6,164 on January 1, 2016 comprises accretion and interest earned.

The Corporation recognized the convertible debenture receivable and the embedded derivative asset components on deconsolidation of a formerly consolidated subsidiary, OMM (Note 2). Prior to the Corporation’s change in status to an investment entity, the convertible debenture (in its entirety) was eliminated on consolidation. The fair value of the conversion feature of $112 was estimated using the Black-Scholes option pricing model with the following assumptions: a share price of $0.03, an exercise price of $1.25, annualized volatility of 269.33%, an expected life of 2.75 years, a dividend rate of nil, and a risk-free interest rate of 1.13%. The fair value of the conversion feature was revalued at June 30, 2016, using the following assumptions: a share price of $0.07, an exercise price of $1.25, annualized volatility of 289.71%, an expected life of 2.50 years, a dividend rate of nil, and a risk-free interest rate of 0.61%.

	Convertible Debenture Receivable		
	Face Value	**Carrying Value**	**Embedded derivative asset**
Balance, December 31, 2015	**$ -**	**$ -**	**$ -**
Recognition of convertible debenture receivable	5,400	6,164	112
Interest accrued	1,324	262	-
Accretion	-	54	-
Fair value adjustment to derivative asset	-	-	143
Balance, June 30, 2016	**$ 6,724**	**$ 6,480**	**$ 255**

(in thousands of Canadian dollars, except securities and per share amounts)

6. Exploration and evaluation assets

	British Columbia	Quebec	Yukon	Total
Balance, January 1, 2015	**$ 6,686**	**$ 2,404**	**$ 203**	**$ 9,293**
Additions	326	171	-	497
Impairment	(29)	-	-	(29)
Option payment received	-	-	(4)	(4)
Balance, December 31, 2015	**$ 6,983**	**$ 2,575**	**$ 199**	**$ 9,757**
Deconsolidation adjustments	(6,983)	(2,575)	(199)	**(9,757)**
Balance, June 30, 2016	**$ -**	**$ -**	**$ -**	**$ -**

British Columbia properties

Wingdam Property
The Corporation, through its investment in OMM, previously consolidated a 100% undivided interest in certain mineral rights located in the province of British Columbia, subject to a 1% net smelter royalty (“NSR”). OMM has the ability to acquire the rights to the NSR from the holder at any time with a cash payment of $1,000. After the completion of the extraction of a bulk sample, the Wingdam Property was put into a care and maintenance mode in August of 2012. During the care and maintenance period, OMM is required to carry out a program of site monitoring and maintenance prescribed in permits issued by agencies governing mining in the Province of British Columbia.

Quebec properties

The Corporation, through its investment in Gespeg Copper Resources Inc. (“Gespeg”), previously consolidated an interest in certain mineral rights related to copper, molybdenum, industrial metals and quarry product properties in the Gaspe region of the Province of Quebec. Gespeg is committed, through an option agreement, to conduct exploration work representing capital expenditures in the amount of $1,200 over the next two years.

Yukon Properties

Kiwi Project
The Corporation, through its investment in OMM, previously consolidated a 100% interest in the Kiwi Project in the Yukon Territory. In 2013, OMM completed an option agreement with HFX Holding Corp, ("HFX"), whereby HFX can acquire a 100% interest in the Kiwi project by making $320 in cash payments and issuing 800,000 common shares to OMM over six years. OMM will retain a 2% NSR on the project, which may be reduced to 1% upon payment of $1,000 in cash.

(in thousands of Canadian dollars, except securities and per share amounts)

7. Property, plant and equipment

	Total	Oil & gas interests	Other Corporate Assets
Cost:			
Balance at January 1, 2015	$ 4,577	$ 3,650	$ 927
Additions	780	728	52
Dispositions	(48)	-	(48)
Write down of carrying amount	(1,420)	(1,420)	-
Balance at December 31, 2015	3,889	2,958	931
Dispositions	(161)	(161)	-
Deconsolidation adjustments	(3,329)	(2,797)	(532)
Balance at June 30, 2016	**399**	**-**	**399**
Accumulated depletion and amortization:			
Balance at January 1, 2015	658	-	658
Depletion/amortization expense	81	2	79
Dispositions	(41)	-	(41)
Balance at December 31, 2015	698	2	696
Depletion/amortization expense	8	-	8
Dispositions	(2)	(2)	-
Deconsolidation adjustments	(367)	-	(367)
Balance at June 30, 2016	**$ 337**	**$ -**	**$ 337**
Total balance at December 31, 2015	**$ 3,191**	**$ 2,956**	**$ 235**
Total balance at June 30, 2016	**$ 62**	**$ -**	**$ 62**

Petroleum properties

During the period ended June 30, 2016, the shareholders of Westcore Energy Ltd. (“Westcore”), a related party, approved the transaction to acquire all of the oil and gas properties of Allstar Energy Limited (“Allstar”), which includes certain working interests held directly by the Corporation. The transaction closed on May 26, 2016.

During the six month period ended June 30, 2016, the Corporation closed a transaction to dispose of its 50% working interest with a private Saskatchewan oil and gas corporation.

In conjunction with these two transactions, an impairment charge on the petroleum properties and equipment was recorded at December 31, 2015 to bring the carrying value of the properties to the value received or receivable in these transactions less estimated costs to sell.

(in thousands of Canadian dollars, except securities and per share amounts)

8. Corporation Information and Related party transactions

Information and subsidiaries
The Corporation has significant equity investments in the following corporations, which were previously consolidated in the comparative period (Note 2):

		% of Equity	
Name of subsidiary	**Principal activities and country of incorporation**	**2016**	**2015**
Allstar Energy Limited	Canadian incorporated oil and gas exploration Corporation	100%	100%
Omineca Mining and Metals Ltd.	Canadian incorporated gold exploration Corporation	61.7%	64.3%
Gespeg Copper Resources Inc.	Canadian incorporated copper exploration Corporation	33.7%	32.2%
North Rim Exploration Ltd.	Canadian incorporated geological consulting Corporation	50%	50%
Vicarage Capital Limited.	United Kingdom incorporated investment banking and consulting Corporation	50%	50%

<u>Compensation of key executive personnel</u>

	June 30, 2016	**June 30, 2015**
Management fees to officers	$ 230	$ 142
Salaries to officers	-	88
Directors' fees	6	-
	$ 236	$ 230

TMM Portfolio Management Inc. ("TMM") is responsible for the management of the Corporation's investment portfolio in accordance with the terms of a portfolio management agreement made January 1, 2008 (the "Management Agreement") and is to be reimbursed by the Corporation for all expenses reasonably and properly incurred in conducting the Corporation's business and in performing its duties and obligations under the Management Agreement. Additionally, pursuant to the Management Agreement, TMM: (a) is entitled to a quarterly management fee equal to 0.5% of the net asset value of the Corporation calculated as of the last business day of the relevant fiscal quarter; and (b) starting with the Corporation's fiscal year ended December 31, 2008, an annual performance bonus, calculated as of the last business day of the applicable fiscal year, in an amount in respect of each common share that is outstanding as of such day, equal to 20% of the amount, if any, by which the sum of the net asset value per common share as of that date, plus all dividends per common share during that fiscal year, exceeds the greater of $16.34 and the net asset value per common share as of the last business day of the preceding fiscal year. Effective April 1, 2013, TMM agreed to temporarily fix the management fee at $10 per month until February 1, 2014, post February 1, 2014 the management fee was $17 per month, on November 1, 2014 the fixed fee was increased to $20 per month plus GST and will remain at this level until such time as management and the board of directors deem it appropriate to return to the original compensation plan as documented in the Management Agreement.

8. Corporation Information and Related party transactions - continued

Effective June 1, 2015, the Company and Jaelky Holdings Inc. ("Jaelky") entered into a consulting agreement. Mr. Andrew Davidson, the Chief Financial Officer of the Company, was and continues to be the sole director and sole voting shareholder of Jaelky. Jaelky is entitled to be paid a consulting fee of $16 plus GST on a monthly basis.

Related party balances
As at June 30, 2016, $105 is payable (December 31, 2015 – $84 payable) to TMM, which has been included in accounts payable and accrued liabilities.

As of June 30, 2016, $74 is payable (December 31, 2015 - $93) to Jaelky, which has been included in accounts payable and accrued liabilities.

9. Convertible debentures

a) On May 26, 2015 the Corporation received debenture holder approval to restructure the terms of the debentures originally issued on June 29, 2011 and July 11, 2011 and restructured on June 6, 2013 (the "original debentures"). Pursuant to the terms of the restructure, the Corporation extinguished the original debentures and issued 18,622,722 common shares, a new $3,104 senior secured convertible debenture (the "revised debentures") and 3,103,795 preferred shares (Series I), with a cumulative annual dividend rate of 2.5%. The preferred shares are redeemable by the Corporation after the third anniversary of the issuance date.

The revised debentures have a 5 year term, maturing June 29, 2020, bear interest from the date of issuance at 2.5% per annum (previously 9%) which, unless the debentures are earlier converted or redeemed in accordance with their terms, interest will be paid on June 29 in each of 2016, 2017, 2018, 2019 and on maturity.

The revised debentures are convertible, at the option of the respective holders, at any time or from time to time prior to 5:00 p.m. (Toronto time) on June 29, 2020, into fully paid, non-assessable common shares of the Corporation at a conversion price of $0.50 per common share.

Subject to certain conditions precedent, the Corporation may redeem the revised debentures prior to maturity at a redemption price equal to their principal amount plus interest accruing to but otherwise unpaid to the date preceding the redemption date.

The restructuring was accounted for as an extinguishment for accounting purposes, which resulted in a gain on extinguishment of $9,390. The original debentures were derecognized and the revised debentures, preferred shares and common shares were measured at their fair values on the date of the restructuring with an effective interest rate of 12%. The fair value of the revised debentures of $2,041 was estimated using discounted future cash flows, and the difference between the fair value and the principal amount was allocated to the conversion feature in the amount of $1,063. In addition, the $647 fair value of the preferred share cumulative dividend was estimated using discounted future cash flows and was allocated to the debt component of the preferred shares. The residual value of the revised debentures and preferred shares were allocated to equity, and the common shares were valued using the market price at the date of the restructuring. The carrying value of the liability component of the revised debentures as at June 30, 2016 was $2,164 (December 31, 2015 - $2,126).

(in thousands of Canadian dollars, except securities and per share amounts)

9. Convertible debentures - continued

b) On December 18, 2015 the Corporation received debenture holder approval to restructure the terms of the debentures originally issued on September 23, 2010 and October 13, 2010 and restructured on June 6, 2013 (the "original debentures"). Pursuant to the terms of the restructure, the Corporation extinguished the original debentures and issued 4,605,979 common shares, a new $1,896 senior secured convertible debenture (the "revised debentures"), $880 in subordinated debentures (Note 9) and 767,663 preferred shares (Series II), with a cumulative annual dividend rate of 2.5%. The preferred shares are redeemable by the Corporation after the third anniversary of the issuance date.

The revised debentures have a 5 year term, maturing December 18, 2020, bear interest from the date of issuance at 2.5% per annum (previously 9%) which, unless the debentures are earlier converted or redeemed in accordance with their terms, interest will be paid on December 18 in each of 2016, 2017, 2018, 2019 and on maturity.

The revised debentures are convertible, at the option of the respective holders, at any time or from time to time prior to 5:00 p.m. (Toronto time) on December 18, 2020, into fully paid, non-assessable common shares of the Corporation at a conversion price of $0.50 per common share.

Subject to certain conditions precedent, the Corporation may redeem the revised debentures prior to maturity at a redemption price equal to their principal amount plus interest accruing to but otherwise unpaid to the date preceding the redemption date.

The restructuring was accounted for as an extinguishment for accounting purposes, which resulted in a gain on extinguishment of $3,411. The original debentures were derecognized and the revised debentures, subordinate debentures, preferred shares and common shares were measured at their fair value on the date of the restructuring with an effective interest rate of 12%. The fair value of the revised debentures of $1,248 was estimated using discounted future cash flows, and the difference between the fair value and the principal amount was allocated to the conversion feature in the amount of $650. In addition, the $160 fair value of the preferred share cumulative dividend was estimated using discounted future cash flows and was allocated to the debt component of the preferred shares. The residual value of the revised debentures and preferred shares were allocated to equity, and the common shares were valued using the market price at the date of the restructuring. The carrying value of the liability component of the revised debentures as at June 30, 2016 was $1,329 (December 31, 2015 - $1,250).

	Liability Component		Equity Component
	Face Value	Carrying Value	Carrying Value
Balance, January 1, 2015	$ 17,495	$ 15,609	$ 1,993
Accretion - original debentures	-	426	-
Extinguishment of original debentures	(17,495)	(16,035)	(1,993)
Issuance of revised debentures	5,000	3,289	1,713
Accretion - revised debentures	-	87	-
Balance at December 31, 2015	5,000	3,376	1,713
Conversions	(24)	(17)	(8)
Accretion	-	134	-
Balance, June 30, 2016	**$ 4,976**	**$ 3,493**	**$ 1,705**

(in thousands of Canadian dollars, except securities and per share amounts)

10. Subordinate debentures

On December 18, 2015 as part of the debenture restructure as described in Note 9(b), $881 in subordinated debentures were issued.

The subordinated debentures have a 5 year term, maturing December 18, 2020, bear interest from the date of issuance at 2.5% per annum which, unless the debentures are earlier converted or redeemed in accordance with their terms, interest will be paid on December 18 in each of 2016, 2017, 2018, 2019 and on maturity.

The debentures are convertible, at the option of the respective holders, at any time or from time to time prior to 5:00 p.m. (Toronto time) on December 18, 2020, into fully paid, non-assessable common shares of the Corporation at a conversion price of $0.50 per common share.

	Liability Component		Equity Component
	Face Value	Carrying Value	Carrying Value
Balance, January 1, 2015	$ -	$ -	$ -
Issuance of subordinate debenture	880	579	301
Accretion - revised debentures	-	2	-
Balance at December 31, 2015	880	581	301
Accretion	-	23	-
Balance, June 30, 2016	**$ 880**	**$ 604**	**$ 301**

Subject to certain conditions precedent, the Corporation may redeem the revised debentures prior to maturity at a redemption price equal to their principal amount plus interest accruing to but otherwise unpaid to the date preceding the redemption date.

The fair value of the subordinate debentures of $579 was estimated using discounted future cash flows, and the difference between the fair value and the principal amount was allocated to the conversion feature in the amount of $301. The carrying value of the liability component of the subordinate debentures as at June 30, 2016 was $604 (December 31, 2015 was $581).

11. Drilling advances & loan payable

a) The loan payable is secured against the assets of Allstar, bears interest at 7% per annum and is due on demand. As at December 31, 2015, accrued interest on the loan totaled $35.

b) On February 12, 2014, the Corporation's formerly consolidated subsidiary Allstar, announced that it had entered into a binding letter of intent (the "LOI") with Canada Zhong An Energy Investment Ltd. ("Zhong An"). Under the terms of the LOI, Zhong An has made a $2,000 non-refundable drilling deposit that was to be used in drilling two (2) new wells in the Riverside field. These wells have been drilled and completed.

Upon completion of the two well program, Zhong An had the right to finance an additional $10,000 (the "Additional Financing") to drill up to an additional 12 wells at Riverside to earn a 60% interest in all of Allstar's oil and gas properties. During the year ended December 31, 2014, Zhong An formally notified Allstar that they would not be proceeding with the Additional Financing. Pursuant to the LOI, the original $2,000 drilling deposit is to be converted, at the election of Zhong An, into either a 60% working interest in the two wells drilled or a 10% equity interest in Allstar.

(in thousands of Canadian dollars, except securities and per share amounts)

11. Drilling advances & loan payable - continued

Conversion will be satisfied through completion of a definitive agreement, which will be subject to the negotiation and satisfaction of a number of conditions, including but not limited to, each of Allstar and Zhong An being satisfied with the results of their respective due diligence investigations and any required regulatory approvals. As at December 31, 2015 and subsequent thereto, Allstar was awaiting Zhong An's decision in regards to the conversion of its deposit.

12. Decommissioning liabilities

	June 30, 2016	December 31, 2015
Balance, beginning of period	**$ 1,595**	**$ 1,000**
Deconsolidation adjustments	(1,459)	-
Disposition	(136)	-
Change in estimate	-	533
Accretion	-	62
Balance, end of period	**$ -**	**$ 1,595**

As at June 30, 2016, the total of the decommissioning liabilities are estimated based on the Corporation's net ownership interest in all the wells and facilities, the estimated costs to reclaim and abandon the wells and facilities and the estimated timing of the costs to be incurred in future periods. Management of the Corporation has estimated that based on their net ownership interest, the total undiscounted cash flows required to settle the obligations will be $nil (December 31, 2015 - $1,587, which was inclusive of previously consolidated subsidiaries). The obligations have been discounted using a risk free rate of 3% (2015 – 3%) and an inflation rate of 2% (2015 – 2%) per year. These obligations are not expected to be paid until approximately 20 years in the future and will be funded from general Corporation resources at that time.

13. Common shares, preferred shares and contributed surplus

Authorized:
An unlimited number of voting common shares without par value, an unlimited number of non-voting first preferred shares (Series I) with a redemption value of $1, and an unlimited number of non-voting first preferred shares (Series II) with a redemption value of $1. All shares are fully paid.

Issued and outstanding
On May 26, 2015 the debenture holders approved a restructure plan whereby the Corporation issued 18,622,772 common shares and 3,103,795 first preferred shares (Series I) (Note 9). The estimated value allocated to the equity component of each were $2,049 and $2,457, respectively.

On December 18, 2015 the debenture holders approved a restructure plan whereby the Corporation issued 4,605,979 common shares and 767,663 first preferred shares (Series II) (Note 9). The estimated value allocated to the equity component of each were $299 and $607, respectively.

On June 15, 2016, the Corporation completed a non-brokered private placement of 6,000,000 units at a price of $0.10 per unit, for gross proceeds of $600,000. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share of the Corporation at an exercise price of $0.15 per warrant share for a period of 24 months.

(in thousands of Canadian dollars, except securities and per share amounts)

13. Common shares, preferred shares and contributed surplus - continued

	Common shares			Preferred shares		
	Quantity		Amount	Quantity		Amount
Balance at January 1, 2015	24,592,062	$	66,491	-	$	-
2011 debenture restructure	18,622,772		2,049	3,103,795		2,457
2010 debenture restructure	4,605,979		299	767,663		607
Balance at December 31, 2015	47,820,813		68,839	3,871,458		3,064
Share issuance	6,000,000		330	-		-
Debenture conversions	47,186		25	-		-
Preferred share conversions	47,892		24	(23,946)		(19)
Balance at June 30, 2016	53,915,891	$	69,218	3,847,512	$	3,045

The first preferred shares are convertible at the option of the holder into common shares at a conversion price of $0.50 per common share and were valued at issuance at $1.00 per preferred share. The preferred shares bear a cash dividend at the rate of 2.5% payable annually in arrears.

Stock option plan

The directors of the Corporation have adopted, and the shareholders have approved a stock option plan (the "2008 Option Plan"), pursuant to which the directors may from time to time grant options for up to 10% of its issued and outstanding shares, all options vest immediately upon issuance. The purpose of the 2008 Option Plan is to attract, retain and motivate directors, employees and consultants of the Corporation and its subsidiaries and to advance the interests of the Corporation by providing such persons with the opportunity, through stock options, to acquire an equity interest in the Corporation.

A summary of the status of the 2008 stock option plan and changes to outstanding and exercisable stock option during the year is presented below.

	June 30, 2016			December 31, 2015		
	Options		Price	Options		Price
Beginning of period	3,100,000	$	0.24	1,750,000	$	0.35
Options forfeited	(150,000)		0.30	-		-
Options forfeited	(110,000)		0.50	-		-
Options granted	-		-	1,350,000		0.07
End of period	**2,840,000**	**$**	**0.23**	**3,100,000**	**$**	**0.35**

As at June 30, 2016, the weighted average remaining life of stock options is 7.67 years (December 31, 2015 – 7.97 years).

On December 1, 2015, the board of directors of the Corporation approved the grant of 1,350,000 stock options pursuant to the 2008 Option Plan. 950,000 of the options were granted to directors and executive officers with the balance granted to employees and consultants. The options are exercisable at $0.07 per share, vest immediately and, if not exercised, expire December 1, 2025, subject to earlier expiration in accordance with the 2008 Option Plan and applicable policies of the TSX-V.

The value of options issued on December 1, 2015, using the Black-Scholes option pricing model, was $74 which was allocated to the share based compensation expense with a corresponding increase in contributed surplus. Assumptions used in the pricing model for the year are as follows: risk-free interest rate of 1.25%, expected life of 10 years, annualized volatility 107.76% and dividend rate of nil.

(in thousands of Canadian dollars, except securities and per share amounts)

13. Common shares, preferred shares and contributed surplus - continued

Warrants

A summary of the outstanding warrants is as follows:

	June 30, 2016			December 31, 2015		
	Warrants		Price	Warrants		Price
Outstanding and Exercisable, beginning of period	3,538,769	$	0.30	3,538,769	$	0.30
Warrants issued	6,000,000		0.15	-		-
Outstanding and Exercisable, end of period	**9,538,769**	**$**	**0.21**	**3,538,769**	**$**	**0.30**

As at June 30, 2016, the weighted average remaining life of warrants is 1.36 years (December 31, 2015 – 0.31 years).

On October 29, 2014, the Corporation issued 3,538,769 share purchase warrants as part of a financing completed. Each warrant entitles the holder to purchase one common share of the Corporation at a price of $0.30 for a period of 24 months and vested immediately. In accordance with the Corporation's accounting policy in regards to unit bifurcation, the Corporation calculated the relative fair value of these warrants at $373. Assumptions used in the Black-Scholes option pricing model were as follows: dividend yield 0%, expected volatility of 102.35%, and a risk free interest rate of 1.05%. These warrants expire on October 29, 2016.

On June 15, 2016, the Corporation issued 6,000,000 share purchase warrants as part of a financing completed. Each warrant entitles the holder to purchase one common share of the Corporation at a price of $0.15 for a period of 24 months and vested immediately. In accordance with the Corporation's accounting policy in regards to unit bifurcation, the Corporation calculated the relative fair value of these warrants at $269. Assumptions used in the Black-Scholes option pricing model were as follows: dividend yield 0%, expected volatility of 148.67%, and a risk free interest rate of 0.49%. These warrants expire on June 15, 2018.

Contributed surplus

A summary of the contributed surplus activity is as follows:

		June 30, 2016		December 31, 2015
Balance, beginning of period	$	4,704	$	4,117
Deconsolidation adjustments		(638)		-
Fair value of stock options granted		-		74
Warrants issued		269		18
Change in ownership of subsidiary		-		495
Balance, end of period	**$**	**4,335**	**$**	**4,704**

During 2015, a formerly consolidated subsidiary completed a financing of which the Corporation and its associates did not participate in, effectively reducing the Corporation and its associate`s ownership percentage in the subsidiary. The change in ownership of subsidiary adjustment above reflects the net book value of the ownership dilution.

(in thousands of Canadian dollars, except securities and per share amounts)

13. Common shares, preferred shares and contributed surplus - continued

Contributed surplus - continued

During 2015, a formerly consolidated subsidiary issued shares pursuant to an option agreement, effectively reducing the Corporation and its associate`s ownership percentage in the subsidiary. The change in ownership of subsidiary adjustment above reflects the net book value of the ownership dilution.

EPS and diluted EPS

Basic EPS is calculated by dividing the net income (loss) for the year by the weighted average number of common shares outstanding during the year.

Diluted EPS is determined by dividing the profit or loss attributable to common shareholders by the weighted average number of common shares outstanding, adjusted for the effects of all potential dilutive common shares related to stock options, warrants, convertible and subordinate debentures and convertible preferred shares issued by the Corporation.

six months ended	June 30, 2016	June 30, 2015
Basic earnings per common share		
Net income attributable to common shareholders	2,136	3,907
Weighted average number of common shares - basic	48,355,023	27,488,938
Basic earmings per common share - basic	**$ 0.04**	**$ 0.14**

six months ended	Common Shares	Earnings (loss)
Diluted earnings per common share - June 30, 2016		
Basic amounts	48,355,023	$ 2,136
Adjustments for potentially dilutive instruments:		
Stock options	334,000	-
Convertible debentures	9,952,000	62
Subordinate debentures	1,760,000	11
Preferred shares	769,500	48
Adjusted amounts - diluted	61,170,523	$ 2,257
Diluted earmings per common share		**0.04**

The Corporation's has excluded other stock options and warrants from the dilutive calculations for the six month period ended June 30, 2016 as their inclusion would be anti-dilutive.

(in thousands of Canadian dollars, except securities and per share amounts)

13. Common shares, preferred shares and contributed surplus - continued

EPS and diluted EPS - continued

Six months ended	Common Shares		Earnings
Diluted earnings per common share - June 30, 2015			
Basic amounts	27,488,938	$	3,907
Adjustments for potentially dilutive instruments:			
Convertible debentures	9,594,100		267
Preferred shares	6,207,590		39
Adjusted amounts - diluted	43,290,628	$	4,213
Diluted earmings per common share			**0.10**

The Corporation's has excluded stock options and warrants from the dilutive calculations for the six month period ended June 30, 2015 as their inclusion would be anti-dilutive.

Shareholder rights plan

The directors of the Corporation have approved a shareholder rights plan ("Rights Plan"). In the event a bid to acquire control of the Corporation is made, the Rights Plan is designed to give the directors of the Corporation time to consider alternatives to allow shareholders to receive full and fair value for their shares. In the event that a bid, other than a permitted bid, is made, shareholders become entitled to exercise rights to acquire common shares of the Corporation at a significant discount to the market price.

14. Capital management

The Corporation's objectives when managing capital are:

(a) to ensure that the Corporation maintains the level of capital necessary to meet the requirements of its brokers and bank;
(b) to allow the Corporation to respond to changes in economic and/or marketplace conditions by maintaining the Corporation's ability to purchase new investments;
(c) to provide sustained growth and value by increasing equity; and,
(d) to maintain a flexible capital structure which optimizes the cost of capital at acceptable levels of risk.

The Corporation manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of its underlying assets. The Corporation maintains or adjusts its capital level to enable it to meet its objectives by:

(a) realizing proceeds from the disposition of its investments;
(b) utilizing leverage in the form of margin (due from brokers);
(c) raising capital through equity financings;
(d) borrowing funds in the form of advances from related parties; and,

14. Capital management - continued

The Corporation was subject to financial covenant calculations in conjunction with its former operating line of credit. Specifically, the Corporation was required to maintain a quick ratio of not less than 10:1 reported bi-weekly, a current ratio of not less than 1.50:1 reported quarterly and maintain a tangible net worth of not less than $25,000 reported annually. The Corporation was not in compliance with the quick ratio, current ratio or tangible net worth and, in anticipation of such, the Corporation repaid the line of credit and has maintained a cash balance since. There is no effect on the consolidated financial statements, however the Corporation's ability to use the $1,500 line of credit is limited, if at all. During the year ended December 31, 2015, the Corporation requested cancellation of its operating line of credit.

The Corporation is not subject to any capital requirements imposed by a regulator. There were no changes in the Corporation's approach to capital management during the period. The Corporation's management is responsible for the management of capital and monitors the Corporation's use of various forms of leverage on a daily basis.

15. Financial instruments and risk management

The investment operations of the Corporation's business involve the purchase and sale of securities and, accordingly, a significant portion of the Corporation's assets are currently comprised of financial instruments. The use of financial instruments can expose the Corporation to several risks, including market, credit, interest rate, commodity price and liquidity risks. A discussion of the Corporation's use of financial instruments and their associated risks is provided below.

(a) Liquidity risk:

Liquidity risk is the risk that the Corporation will have insufficient cash resources to meet its financial obligations as they come due. The Corporation's liquidity and operating results may be adversely affected if the Corporation's access to the capital markets is hindered, whether as a result of a downturn in stock market conditions, generally or related to matters specific to the Corporation, or if the value of the Corporation's investments decline, resulting in losses upon disposition.

The Corporation generates cash flow primarily from its financing activities and proceeds from the disposition of its investments, in addition to interest and dividend income earned on its investments.

The Corporation may use financial leverage (or "margin") when purchasing investments. Trading on margin allows the Corporation to borrow part of the purchase price of the investments (using marginable investments as collateral), rather than pay for them in full. Buying on margin allows the Corporation to increase its portfolio size by increasing the number and amount of investments through leverage. However, if the market moves against the Corporation's positions and the Corporation's investments decline in value, the Corporation may be required to provide additional funds to its brokers.

Given the nature of the Corporation's business, the Corporation may not have sufficient cash on hand to meet margin calls and may be required to liquidate investments prematurely and/or at a loss, in order to generate funds needed to satisfy the Corporation's obligations.

The Corporation has at times borrowed funds from other sources to meet its obligations, but there can be no assurances that such funds will be available in the future, or available on reasonable terms, and the absence of available funding and/or the sale of the Corporation's investments in order to meet margin calls could have a materially adverse impact on the Corporation's operating results. The Corporation manages liquidity risk by reviewing the amount of margin available, and managing its cash flow. The Corporation holds investments which can be readily converted into cash when required.

15. Financial instruments and risk management - continued

(b) Market risk:
Market risk is the risk that the fair value of, or future cash flows from, the Corporation's financial instruments will significantly fluctuate because of changes in market prices. The value of the financial instruments can be affected by changes in interest rates, equity and commodity prices. The Corporation is exposed to market risk in trading its investments and unfavorable market conditions could result in dispositions of investments at less than favorable prices.

The Corporation manages market risk by having a portfolio which is not singularly exposed to any one issuer or class of issuers. The Corporation's investment activities are currently concentrated primarily across several sectors in the natural resource industry, including oil and gas, coal, precious metals, base metals, uranium, diamonds and other commodities.

(c) Interest rate risk:
Interest rate risk is the impact that changes in interest rates could have on the Corporation's earnings and liabilities. As at June 30, 2016 and December 31, 2015, the Corporation had no liabilities payable that bear interest at rates fluctuating with the prime rate.

(d) Credit risk:
Credit risk is the risk associated with the inability of a third party to fulfill its payment obligations. The Corporation is exposed to the risk that third parties that owe it money or securities (in connection with its loans receivable, for example) will not perform their underlying obligations.

The Corporation's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the Corporation's customer base, including the default risk of the industry in which the customers operate, as these factors may have an influence on credit risk, particularly in the current economic circumstances.

Management has established a credit policy under which each new customer is required to pay a retainer prior to rendering services.

(d) Credit risk: - continued
At June 30, 2016 the Corporation had loans and advances receivable and accounts receivable and prepaid expenses from companies, totaling $3,643 (December 31, 2015 - $5,644) which represents approximately 15.4% (December 31, 2015 – 23.7%) of the Corporation's total assets. As at June 30, 2016 an impairment loss of $nil (2015 – $nil) and an allowance for doubtful accounts provision of $nil (December 31, 2015 – $nil) was recorded.

(e) Commodity price risk:
Commodity price risk is the risk that the fair value of future cash flows will fluctuate as a result of changes in commodity prices. Commodity prices for petroleum and natural gas are impacted not only by the relationship between the Canadian and United States dollar, but also by world economic events that dictate the levels of supply and demand.

In the past, and from time to time, the Corporation has attempted to mitigate a portion of its commodity price risk through the use of the futures contract, as at June 30, 2016 and December 31, 2015 – all futures contracts have been disposed.

15. Financial instruments and risk management - continued

(f) Fair value:

The fair value of the Corporation’s financial assets and liabilities approximate their carrying values unless otherwise disclosed in the accounting policies.

Fair value hierarchy and determination of fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability
- In the absence of a principal market, in the most advantageous market for the asset or liability

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Corporation and its formerly consolidated subsidiaries uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The fair value of the financial instruments is included at the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described, as follows, based on the lowest-level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest-level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest-level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis at fair value, the Corporation determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest-level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Corporation assets that are recognized at fair value on a recurring basis are the equity investments and embedded derivative asset.

(in thousands of Canadian dollars, except securities and per share amounts)

15. Financial instruments and risk management - continued

(f) Fair value: - continued

The following is a summary of financial assets measured at fair value segregated based on the various levels of inputs, as discussed in Note 2:

	Level 1	Level 2	Level 3	Total
Equity investments, at fair value	**$ 11,357**	**$ -**	**$ 1,382**	**$ 12,739**
Emedded derivative asset	**-**	**-**	**255**	**255**
	$ 11,357	**$ -**	**$ 1,637**	**$ 12,994**

For the period ended June 30, 2016, a reconciliation of financial assets measured at fair value using unobservable inputs (Level 3) is presented as follows:

Beginning balance as at December 31, 2015	$ 697
Deconsolidation adjustments	4,168
Reclassification to level 1	(2,834)
Purchases	2
Disposition	(939)
Fair value adjustments	543
Balance at June 30, 2016	**$ 1,637**

Within Level 3, the Corporation includes private company investments and embedded derivative asset. The key assumptions driving the valuation of the private company equity investments include, but are not limited to, the value at which a recent financing was completed by the investee, significant changes in general market conditions and company specific information. For those investments valued based on general market condition and company specific information, these inputs can be highly judgmental. A +/- 25% change in the fair value of these investments will result in a corresponding +/- $345 (December 31, 2015 - $229) change to the total fair value of the investments. While this illustrates the overall effect of changing the values of the unobservable inputs by a set percentage, the significance of the impact and the range of reasonably possible alternative assumptions may differ significantly between investments, given their different circumstances.

The sensitivity analysis is intended to reflect the uncertainty inherent in the valuation of these investments under current market conditions and its results cannot be extrapolated due to non-linear effects that changes in valuation assumptions may have on the fair value of these investments. Furthermore, the analysis does not indicate a probability of such changes occurring and it does not necessarily represent the Corporation's view of expected future changes in the fair value of these investments. Any management actions that may be taken to mitigate the inherent risks are not reflected in this analysis.

(in thousands of Canadian dollars, except securities and per share amounts)

16. Events after the reporting period

Subsequent to June 30, 2016, the Corporation completed a final tranche of its non-brokered private placement and issued an additional 4,000,000 units at a price of $0.10 per unit, for gross proceeds of $400,000. Each unit subscription entitles the holder to one non-flow-through common share of the Corporation and one common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share of the Corporation at an exercise price of $0.15 per warrant share for a period of 24 months.

17. Supplemental cash flow information

The following table summarizes the net changes in non-cash working capital items related to operating activities:

For the six months ended June 30,		**2016**		**2015**
Loans and advances receivable	$	(217)	$	(16)
Income taxes receivable/ payable		-		(47)
Accounts receivable and prepaid expenses		5		(379)
Accounts payable and accrued liabilities		(362)		3,086
	$	**(574)**		**2,644**
Cash and cash equivalents consists of:				
Cash	$	533	$	3,734
Cash equivalents		-		-
	$	**533**	**$**	**3,734**
Interest paid in the period	$	77	$	-
Income taxes paid (recovered) in the period	$	-	$	-

(in thousands of Canadian dollars, except securities and per share amounts)

18. Segmented information

As of January 1, 2016, management of the Corporation concluded that the Corporation has met the criteria required in order to be classified as an investment entity (Note 2). Accordingly, for the current period, the information provided in these financial statements is that of the Corporation on a standalone basis. Since the comparative period is still presented on a consolidated basis, the business segments are presented below, for which the Corporation was a resource investment, financial, managerial and geological advisory entity which, as its principal business, invests in a diversified portfolio of shares and other securities of resource issuers including, without limitation, resource issuers engaged in mineral or oil and gas exploration and development, with a view to achieving capital appreciation of the portfolio. Previously, the Corporation had four reportable segments: resource investment, extractive and geological advisory in Canada and brokerage services in the United Kingdom ("UK").

As at December 31, 2015 and
for the six months ended June 30, 2015

	Resource Investment	Geological Advisory	UK Brokerage	Extractive Industries	Total
Total assets	**$ 4,515**	**$ 5,640**	**$ 161**	**$ 13,498**	**$ 23,814**
Total liabilities	**$ 5,932**	**$ 4,288**	**$ 35**	**$ 6,289**	**$ 16,544**
Continuing operations					
Revenues					
Geological and other consulting	$ 30	$ 2,112	$ 154	$ -	$ 2,296
Oil and gas sales	-	-	-	241	241
Realized gains on equity investments	(894)	-	-	4	(890)
Unrealized gains (losses) on equity investments	1,631	-	11	-	1,642
Interest and dividend income	51	55	-	1	107
	818	**2,167**	**165**	**246**	**3,396**
Expenses					
Amortization and depletion	13	15	-	12	40
Business and investor relations	97	8	-	120	225
Finance	1,008	1	-	18	1,027
General and administration	142	100	74	254	570
Management fees	142	-	-	15	157
Oil and gas operations	-	-	-	388	388
Professional fees	28	82	-	69	179
Project costs on geological and other consulting activite	-	1,546	11	-	1,557
Transaction costs	19	-	-	-	19
Wages and benefits	162	464	-	-	626
	1,611	**2,216**	**85**	**876**	**4,788**
Gain on debenture extinguishment	5,338	-	-	-	5,338
Impairment of exploration and evaluation asset	-	-	-	(47)	(47)
Loss on disposal of property, plant and equipment	(7)	-	-	-	(7)
Income (loss) before income taxes	**4,538**	**(49)**	**80**	**(677)**	**3,892**
Current income tax recovery	-	(15)	-	-	(15)
Comprehensive (loss) income	**$ 4,538**	**$ (33)**	**$ 80**	**$ (667)**	**$ 3,907**