HUDSON RESOURCES INC

HUDSON RESOURCES INC.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED DECEMBER 31, 2016

(unaudited)

(Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

The accompanying unaudited condensed consolidated interim financial statements of Hudson Resources Inc. for the nine months ended December 31, 2016 have been prepared by the management of the Company and approved by the Company's Audit Committee and the Company's Board of Directors.

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

Hudson Resources Inc.
Condensed Consolidated Interim Statements of Financial Position (unaudited)
(Expressed in Canadian Dollars)

As at		December 31, 2016		March 31, 2016
ASSETS				
Current assets				
Cash and cash equivalents (note 4)	$	**139,691**	$	1,476,790
Amounts receivable		**2,792**		9,898
Sales tax receivable		**23,806**		28,598
Deposits		**4,112**		4,144
Prepaid expenses		**603,730**		19,696
		774,131		**1,539,126**
Non-current assets				
Equipment (note 5)		**2,424,971**		2,161,672
Resource properties (note 6)		**984,036**		947,678
		3,409,007		3,109,350
TOTAL ASSETS	**$**	**4,183,138**	**$**	**4,648,476**
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities (notes 8 & 13(a))	$	**661,415**	$	280,956
Note payable (notes 5 and 9)		**1,360,026**		1,254,632
		2,021,441		**1,535,588**
Non-current liabilities				
Reclamation obligation (note 10)		**238,048**		247,000
TOTAL LIABILITIES		**2,259,489**		**1,782,588**
EQUITY				
Share capital (note 11)	$	**48,069,707**	$	46,718,882
Additional paid-in capital (note 11(e))		**3,634,693**		3,098,225
Stock options reserve (note 11(e))		**2,120,426**		2,474,777
Warrants reserve (note 11(e))		**758,737**		573,567
Foreign currency translation reserve		**5,408**		1,914
Deficit		**(52,665,322)**		(50,001,477)
TOTAL EQUITY		**1,923,649**		**2,865,888**
TOTAL EQUITY AND LIABILITIES	**$**	**4,183,138**	**$**	**4,648,476**

Commitments and contingencies (notes 14)
Subsequent events (note 18)

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

These condensed consolidated interim financial statements were approved for issue by the Board of Directors and signed on its behalf by:

/s/ James Tuer Director *   /s/ John Hick Director*

Hudson Resources Inc.
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss (unaudited)
(Expressed in Canadian Dollars)

	For the three months ended		For the nine months ended	
	December 31, 2016	**December 31, 2015**	**December 31, 2016**	**December 31, 2015**
EXPENSES				
Bank charges and interest (note 9)	**$ 39,735**	$ 42,654	**$ 115,005**	$ 62,958
Depreciation (note 5)	**94,424**	84,224	**274,315**	159,222
Directors' fees (note 13)	**25,000**	25,000	**75,000**	75,000
Evaluation and exploration costs (note 7)	**433,281**	890,673	**1,224,871**	1,786,543
Filing fees	**6,318**	4,778	**27,183**	44,219
Foreign exchange	**7,790**	10,278	**18,291**	20,993
Management fees (note 13)	**110,000**	330,000	**330,000**	550,000
Office	**13,199**	13,228	**49,757**	37,948
Professional fees (note 13)	**62,056**	53,204	**298,707**	173,131
Rent	**11,249**	11,125	**33,740**	33,782
Share-based payments (note 11(d))	**33,423**	114,300	**182,117**	684,254
Shareholder/corporate communications	**3,869**	957	**16,553**	11,820
Telephone	**1,327**	1,735	**3,900**	3,887
Transfer agent fees	**3,808**	4,395	**10,753**	11,553
Travel and accommodation	**6,926**	11,072	**9,736**	27,115
	852,405	1,597,623	**2,669,928**	3,682,425
OTHER INCOME				
Interest income	**(1,220)**	(5,787)	**(6,083)**	(18,857)
NET LOSS FOR THE PERIOD	**851,185**	1,591,836	**2,663,845**	3,663,568
OTHER COMPREHENSIVE INCOME				
Foreign currency translation differences for foreign operations	**(1,580)**	14,862	**(3,494)**	7,244
TOTAL LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD	**$ 849,605**	$ 1,606,698	**$ 2,660,351**	$ 3,670,812
Basic and diluted loss per share for the period attributable to common shareholders (note 12)	**$ 0.01**	$ 0.02	**$ 0.03**	$ 0.04
Weighted average number of common shares outstanding - basic and diluted	**94,338,366**	90,288,366	**92,379,639**	85,289,048

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

Hudson Resources Inc.
Condensed Consolidated Interim Statements of Changes in Equity (unaudited)
(Expressed in Canadian Dollars)

	Share capital		Reserves					
	Number of shares	Amount	Additional paid-in capital	Stock options reserve	Warrants reserve	Foreign currency translation reserve	Deficit	Total
Balance at March 31, 2015	**81,486,766**	**$ 43,145,903**	**$ 1,516,747**	**$ 3,361,173**	**$ -**	**$ -**	**$ (45,854,026)**	**$ 2,169,797**
Shares issued for cash - private placement	8,801,600	3,827,233	-	-	573,567	-	-	**4,400,800**
Share issue costs	-	(254,254)	-	-	-	-	-	**(254,254)**
Reclassification of grant-date fair value on expired options	-	-	1,581,478	(1,581,478)	-	-	-	**-**
Share-based payments	-	-	-	684,254	-	-	-	**684,254**
Total comprehensive loss	-	-	-	-	-	(7,244)	(3,663,568)	**(3,670,812)**
Balance at December 31, 2015	**90,288,366**	**$ 46,718,882**	**$ 3,098,225**	**$ 2,463,949**	**$ 573,567**	**$ (7,244)**	**$ (49,517,594)**	**$ 3,329,785**
Balance at March 31, 2016	**90,288,366**	**$ 46,718,882**	**$ 3,098,225**	**$ 2,474,777**	**$ 573,567**	**$ 1,914**	**$ (50,001,477)**	**$ 2,865,888**
Shares issued for cash - private placement	4,050,000	1,434,830	-	-	185,170	-	-	**1,620,000**
Share issue costs	-	(84,005)	-	-	-	-	-	**(84,005)**
Reclassification of grant-date fair value on expired options	-	-	536,468	(536,468)	-	-	-	**-**
Share-based payments	-	-	-	182,117	-	-	-	**182,117**
Total comprehensive loss	-	-	-	-	-	3,494	(2,663,845)	**(2,660,351)**
Balance at December 31, 2016	**94,338,366**	**$ 48,069,707**	**$ 3,634,693**	**$ 2,120,426**	**$ 758,737**	**$ 5,408**	**$ (52,665,322)**	**$ 1,923,649**

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

Hudson Resources Inc.
Condensed Consolidated Interim Statements of Cash Flows (unaudited)
(Expressed in Canadian Dollars)

	For the nine months ended December 31, 2016	For the nine months ended December 31, 2015
Cash flows provided from (used by):		
OPERATING ACTIVITIES		
Net loss for the period	**$ (2,663,845)**	**$ (3,663,568)**
Adjustments for items not affecting cash:		
Depreciation	274,315	159,222
Share-based payments	182,117	684,254
Reclamation obligations	-	238,763
	(2,207,413)	**(2,581,329)**
Net changes in non-cash working capital items:		
Amounts receivable	7,106	-
Sales tax receivable	4,792	5,807
Prepaid expenses	(584,880)	(9,291)
Deposits	32	(85)
Accounts payable and accrued liabilities	389,424	41,050
Note payable	105,394	54,035
Net cash flows used in operating activities	**(2,285,545)**	**(2,489,813)**
FINANCING ACTIVITIES		
Proceeds from share issuance	1,535,995	4,146,546
Net cash flows from financing activities	**1,535,995**	**4,146,546**
INVESTING ACTIVITIES		
Equipment purchases	(549,279)	(668,890)
Mineral property acquisition costs	(37,122)	(83,236)
Net cash flows used in investing activities	**(586,401)**	**(752,126)**
Effect of exchange rate changes on cash and cash equivalents	**(1,148)**	**7,244**
Net decrease in cash and cash equivalents	**(1,337,099)**	**911,851**
Cash and cash equivalents, beginning of period	**1,476,790**	**926,853**
Cash and cash equivalents, end of period	**$ 139,691**	**$ 1,838,704**
Cash and cash equivalents consist of :		
Cash	**139,691**	**1,664,525**
Term deposits	**-**	**174,179**
	$ 139,691	**$ 1,838,704**
Cash received during the period for interest	**$ 6,083**	**$ 18,857**
Cash paid during the period for interest	**$ -**	**$ -**
Cash paid during the period for income taxes	**$ -**	**$ -**
Supplementary cash flow information		
Reclassification of the fair value of options expired	**$ 536,468**	**$ 1,581,478**
Reclassification of the fair value of warrants issued	**$ 185,170**	**$ 573,567**
Equipment purchases by signing a note payable (notes 5 and 9)	**$ -**	**$ 1,165,673**

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

1. CORPORATE INFORMATION AND CONTINUANCE OF OPERATIONS

Hudson Resources Inc. (the "Company") is a publicly listed company incorporated in British Columbia on March 7, 2000. The Company's shares are listed on the TSX Venture Exchange under the symbol "HUD". The Company was incorporated on March 7, 2000 under the Company Act of the Province of British Columbia.

The Company's head office and the registered records office are located at 1460 - 1066 West Hastings Street, Vancouver, BC, Canada, V6E 3X1.

The Company is in the business of acquiring, exploring, and evaluating resource properties, and either joint venturing or developing these properties further or disposing of them when the evaluation is completed. At December 31, 2016, the Company was in the exploration and development stage and had interests in properties located in Greenland.

On April 13, 2015, the Company setup a subsidiary, Hudson Greenland A/S, to conduct exploration and evaluation of mineral resources in Greenland.

As at December 31, 2016, the Company had not yet achieved profitable operations, had a deficit of $52,665,322, and expects to incur further losses in the development of its business, all of which indicates material uncertainties which may cast significant doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability generate future profitable operations and / or to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. These financial statements do not give the effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Realization values may be substantially different from carrying values as shown.

The condensed consolidated interim financial statements of the Company for the nine months ended December 31, 2016 were reviewed by the Audit Committee and approved and authorized by the Board of Directors on March 1, 2017.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION

Statement of compliance to International Financial Reporting Standards

These condensed consolidated interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These condensed consolidated interim financial statements comply with International Accounting Standard 34, Interim Financial Reporting ("IAS 34").

Basis of consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its subsidiaries. Intercompany balances and transactions, and any unrealized income and expenses arising from intercompany transactions, are eliminated in preparing the condensed interim consolidated financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION (CONTINUED)

Basis of presentation

This condensed consolidated interim financial report does not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Company for the year ended March 31, 2016. However, this condensed consolidated interim financial report provides selected significant disclosures that are required in the annual financial statements under IFRS.

These condensed consolidated interim financial statements follow the same accounting policies and methods of application as the annual audited financial statements for the year ended March 31, 2016, with the exception of the following new accounting standards and amendments which the Company adopted and are effective for the Company's interim and annual financial statements commencing April 1, 2016.

- IAS 1: amendments to an existing standard for presentation of financial statements, effective for annual periods beginning on or after January 1, 2016.
- IFRS 14: Regulatory deferral accounts, effective for annual periods beginning on or after January 1, 2016.

Functional and presentation currency

These condensed consolidated interim financial statements are presented in Canadian dollars ("CAD") which is the functional currency of the Company. The functional currency of Hudson Greenland A/S is determined as the Danish Krone ("DKK").

3. NEW ACCOUNTING STANDARDS

New standards and interpretations not yet adopted

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for accounting periods beginning on or after April 1, 2016. Updates which are not applicable or are not consequential to the Company have been excluded thereof. The following have not yet been adopted by the Company and are being evaluated to determine their impact.

- IFRS 9: New standard that replaced IAS 39 for classification and measurement, effective for annual periods beginning on or after January 1, 2018.

- IFRS 16 – Leases: New standard to establish principles for recognition, measurement, presentation and disclosure of leases with an impact on lessee accounting, effective for annual periods beginning on or after January 1, 2019.

(Expressed in Canadian Dollars)

4. CASH AND CASH EQUIVALENTS

The Company's cash and cash equivalent are broken down as follows:

	December 31, 2016	March 31, 2016
Cash	$ 139,691	$ 1,302,192
Cash equivalents	-	174,598
	$ 139,691	**$ 1,476,790**

5. EQUIPMENT

The Company's equipment is broken down as follows:

	Computer equipment	Field equipment	Land improvements	Total
Cost				
As at March 31, 2016	$ 21,264	$ 1,576,223	$ 974,269	**$ 2,571,756**
Additions	-	83,513	465,766	**549,279**
Effect of movements in exchange rates	-	(1,154)	(10,618)	**(11,772)**
Balance as at December 31, 2016	**$ 21,264**	**$ 1,658,582**	**$ 1,429,417**	**$ 3,109,263**
Depreciation				
As at March 31, 2016	$ (15,982)	$ (394,102)	$ -	**$ (410,084)**
Charged for the period	(1,188)	(273,127)	-	**(274,315)**
Effect of movements in exchange rates	-	107	-	**107**
Balance as at December 31, 2016	**$ (17,170)**	**$ (667,122)**	**$ -**	**$ (684,292)**
Net book value				
As at March 31, 2016	$ 5,282	$ 1,182,121	$ 974,269	$ 2,161,672
As at December 31, 2016	**$ 4,094**	**$ 991,460**	**$ 1,429,417**	**$ 2,424,971**

During the year ended March 31, 2016, the Company purchased $1,165,673 of field equipment by obtaining an unsecured bridge loan (note 9). The Company has pledged this field equipment as security against the counter-guarantee provided by the Bank of Greenland to the Company for the reclamation obligation (note 10).

(Expressed in Canadian Dollars)

6. RESOURCE PROPERTIES

The Company's resource properties are broken down as follows:

		Sarfartoq Mineral Claim		Naajat (White Mountain) Mineral Claim		Total
Acquisition costs / license fees						
As at March 31, 2016	$	768,673	$	179,005	**$**	**947,678**
Additions		-		37,122		**37,122**
Effect of movements in exchange rates		-		(764)		**(764)**
Balance as at December 31, 2016	**$**	**768,673**	**$**	**215,363**	**$**	**984,036**

The Company currently has two Exploration Licenses ("EL") in Greenland, the Sarfartoq EL (2010/40) and the Pingasut EL (2013/01) and one exploitation license, the Naajat EL (2015/39). In 2014, Hudson was granted license renewals on the Naajat and Sarfartoq EL's. Prior to that, in 2012, Hudson was granted two license renewals. The Sarfartoq EL was amended to include portions of the Nalussivik, Sarfartuup Qulaa, Sarfartoq Valley and Arnanganeq exploration licenses as well as annex portions of the Sarfartoq EL and add additional ground that extends the license area to the fjord. The total area was reduced from 1,351 sq. km. to approximately 687 sq. km. As a result of the application, five previous licenses will be incorporated into one new Sarfartoq EL that is focused on the rare earth project. In 2013, the license area was further reduced to 92 sq. km. This reduced the exploration burden on the area while still maintaining 100% interest in the Sarfartoq Carbonatite Complex. The Naajat EL was renewed in 2013 for its industrial mineral potential for exploration years 11 and 12 and the license area was reduced from 190 sq. km. to approximately 96 sq. km. The Naajat EL includes the White Mountain Anorthosite Project ("White Mountain"). In 2014, Hudson began the process of converting the Naajat exploration license into an exploitation license. The exploitation license was granted in September 2015. In addition, Hudson applied for and was granted a non-exclusive prospecting license for the west coast of Greenland. The license allows the Company to prospect ground outside of its existing 3 licenses. In the event that Hudson wishes to apply for a future exploration license on additional areas, funds expended from the prospecting can be carried over to the new license area.

<u>Current Resource Properties</u>

Naajat (White Mountain) Mineral Claim (2015/39), Greenland

In September 2015, the license was converted to an exploitation license. A fee of 100,000 DKK was paid. Previously, the Company was required to maintain certain work commitments to retain the exploration license. The total work commitment for calendar 2014 was 4,259,720 DKK (approximately $850,000). The Company must submit an annual report by April 1 of each year detailing its' activities and expenditures for approval. These work commitments for calendar 2014 have now been approved by the Greenland government. Provided the license remained unchanged in 2015, total work commitment for calendar 2015 was 8,636,960 DKK (approximately $1,586,000). Hudson had accrued sufficient credits from previous expenditures to carry the license beyond December 31, 2015, with credits available until December 31, 2019. Hudson now has certain non-monetary commitments, including but not limited to employing Greenlandic personnel, based on establishing a mining operation as per the exploitation agreement in order to maintain the license.

6. RESOURCE PROPERTIES (CONTINUED)

Current Resource Properties (continued)

Sarfartoq Mineral Claim (2010/40), Greenland

The Company must submit an annual report by April 1 of each year detailing its' activities and expenditures for approval. The total work commitment for calendar 2015 was 33,528,000 DKK (approximately $6,156,000). The work commitments for calendar 2015 have been approved by the Greenland government. In 2015, the Company's license was renewed to December 31, 2017. Subsequently, in December 2015, the Greenland government granted Hudson a 2-year exploration commitment holiday. As a result, Hudson will be able to carry accrued work commitments beyond the current December 2017 license renewal date with credits available until December 31, 2019.

Pingasut Mineral Claim (2013/01), Greenland

The Company must submit an annual report by April 1 of each year detailing its' activities and expenditures for approval. This license was granted on August 9, 2013. The Company's license expires December 31, 2018. Total work commitment for calendar 2015 was 390,940 DKK (approximately $72,000). Hudson has accrued sufficient credits from previous expenditures to carry the license beyond December 31, 2015, with credits available until December 31, 2018.

(Expressed in Canadian Dollars)

7. EVALUATION AND EXPLORATION COSTS

The evaluation and exploration costs expensed by the Company during the nine months ended December 31, 2016 and 2015 are broken down as follows:

	For the nine months ended December 31, 2016	For the nine months ended December 31, 2015	Cumulative evaluation and exploration costs, December 31, 2016
Evaluation and exploration costs:			
Sarfartoq			
Assay and analysis	$ 2,168	$ 1,806	$ 1,373,036
Camp and portable shelters	992	5,700	1,178,756
Consulting	-	13,901	2,906,252
Data processing	-	-	56,737
Diamond recovery plant and operations	-	-	1,672,479
Drilling	-	-	6,717,631
Equipment	-	14,592	671,305
Explosives	-	-	50,026
Fuel	-	525	324,255
Geophysical data	-	-	611,754
Helicopter	1,157	49,049	7,483,533
Insurance	-	-	47,166
Legal	-	478	14,940
Miscellaneous	-	-	85
Recoveries	-	-	(208,588)
Sample extraction and processing	-	-	1,599,963
Shipping	-	8,576	1,073,325
Supplies	-	1,745	202,266
Travel	1,402	8,049	1,724,111
Wages and benefits	-	559	224,435
Total	$ 5,719	$ 104,980	$ 27,723,467

(Expressed in Canadian Dollars)

7. EVALUATION AND EXPLORATION COSTS (CONTINUED)

	For the nine months ended December 31, 2016	For the nine months ended December 31, 2015	Cumulative evaluation and exploration costs, December 31, 2016
Naajat / White Mountain			
Assay and analysis	$ 54,363	$ 12,763	$ 1,098,482
Camp and portable shelters	65,387	73,886	343,281
Consulting	456,523	218,326	1,828,087
Drilling	-	-	582,612
Equipment	165,665	172,019	516,391
Fuel	-	13,165	40,382
Geophysical data	-	-	53,272
Helicopter	35,842	393,341	1,684,327
Legal	1,950	58,485	71,291
Miscellaneous	-	-	5,867
Reclamation	-	238,763	238,763
Recoveries	-	-	(4,708)
Shipping	92,370	188,884	633,743
Supplies	208,697	132,342	449,670
Travel	111,497	71,705	490,248
Wages and benefits	23,307	4,474	95,571
Total	$ 1,215,601	$ 1,578,153	$ 8,127,279
Pingasut Mineral Claim			
Assay and analysis	$ -	$ 236	$ 254
Camp and portable shelters	992	5,700	7,376
Consulting	-	13,901	33,110
Equipment	-	14,592	15,164
Fuel	-	525	1,667
Helicopter	1,157	49,049	62,527
Legal	-	478	592
Recoveries	-	-	(588)
Shipping	-	8,576	9,461
Supplies	-	1,745	2,007
Travel	1,402	8,049	15,400
Wages and benefits	-	559	559
Total	$ 3,551	$ 103,410	$ 147,529
Total evaluation and exploration costs:	$ 1,224,871	$ 1,786,543	$ 35,998,275

(Expressed in Canadian Dollars)

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

The Company's accounts payable and accrued liabilities are broken down as follows:

		December 31, 2016		March 31, 2016
Trade payables	$	384,227	$	212,578
Accrued liabilities		277,188		68,378
	$	**661,415**	**$**	**280,956**

9. NOTE PAYABLE

On August 12, 2015, the Company obtained an unsecured bridge loan for $1,165,673. Total proceeds of the loan are committed to the purchase of heavy equipment required for ongoing pre-construction activities at the Company's White Mountain anorthosite project. The unsecured loan was originally for a term of up to three months bearing interest at 12% per annum. Subsequently, the Company entered into an agreement with the lender to extend the maturity date of the unsecured bridge loan to March 12, 2017.

During the nine months ended December 31, 2016, interest expense of $105,394 (December 31, 2015 – $54,036) was charged to the statement of loss and comprehensive and increased the carrying value of the note payable.

As at December 31, 2016, the balance of the note payable including interest is $1,360,026 (March 31, 2016 – $1,254,632).

10. RECLAMATION OBLIGATION

	in DKK	in CAD
Balance as at March 31, 2016	**1,250,000**	**247,000**
Effect of movements in exchange rates	-	(8,952)
Balance as at December 31, 2016	**1,250,000**	**238,048**

During the year ended March 31, 2016, the Company recognized a reclamation obligation of $238,763 (DKK 1,250,000) for the future reclamation expenditures and charged it to statement of loss and comprehensive loss. No discount was recognized on the reclamation obligation as estimated remediation costs approximated the present value of the reclamation obligation.

During the year ended March 31, 2016, the Company entered into a counter-guarantee agreement with the Bank of Greenland for the Company's reclamation obligation on its' resource properties. Under the agreement, the Bank of Greenland is guaranteeing to the Government of Greenland that the Company's reclamation obligation of DKK 1,250,000 on the resource properties is in place. The Company has pledged the field equipment as security against the counter-guarantee. If the Company is unable to make the payment to the Greenlandic government, the Bank of Greenland has the right to sell the field equipment to recover the counter-guarantee and an interest rate of 15% will be applied. In addition, an annual fee of DKK 18,800 will be charged to maintain the guarantee.

As at December 31, 2016, the balance of the reclamation obligation is $238,048 (DKK 1,250,000) (March 31, 2016 – $247,000 (DKK 1,250,000)).

(Expressed in Canadian Dollars)

11. SHARE CAPITAL

a) Authorized share capital

Unlimited number of common shares without par value.

b) Issued share capital

At December 31, 2016, the Company had 94,338,366 common shares issued and outstanding (March 31, 2016 – 90,288,366 common shares issued and outstanding).

During the nine months December 31, 2016

- On August 12, 2016, the Company completed a private placement of 4,050,000 units for gross proceeds of $1,620,000. Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share at an exercise price of $0.60 per share for a period of 36 months from the date of issuance.

  For accounting purposes, the Company estimated the grant date fair value of warrants issued with the private placement, using the Black-Scholes option pricing model, assuming a risk-free interest rate of 0.51%, an expected life of 3 years, an expected volatility of 60% and an expected dividend yield of 0%, which totaled $185,170, and recorded this value in warrants reserve. The value attributed to the warrants was based on their relative fair value as compared to the fair value of the common shares. The remaining balance of $1,434,830 was recorded as common shares.

  The Company paid $75,000 and $9,005 in finders' fees and filing fees, respectively, in connection with this private placement.

c) Share purchase warrants

The changes in warrants during the nine months ended December 31, 2016 are as follows:

	Number outstanding		Weighted average exercise price
Balance, March 31, 2016	**4,400,800**	**$**	**0.75**
Issued	2,025,000		0.60
Balance, December 31, 2016	**6,425,800**	**$**	**0.70**

The following summarizes information about share purchase warrants outstanding at December 31, 2016:

Expiry date	Warrants outstanding		Exercise price	Weighted average remaining contractual life (in years)
September 3, 2018	4,023,500	$	0.75	1.67
September 17, 2018	377,300		0.75	1.71
August 10, 2019	2,025,000		0.60	2.61
	6,425,800			**1.97**

(Expressed in Canadian Dollars)

11. SHARE CAPITAL (CONTINUED)

d) Stock options

The Company has a stock option plan whereby the maximum number of shares reserved for issue shall not exceed 10% of the issued and outstanding common shares of the Company as at the date of the grant. The maximum number of common shares reserved for issue to any one optionee under the plan cannot exceed 5% of the total issued and outstanding number of common shares on a non-diluted basis. The maximum number of common shares reserved for issue to any insiders as a group shall not exceed 10% of the total number of issued and outstanding shares on a non-diluted basis. The maximum number of common shares reserved for issue to any one consultant shall not exceed 2% of the total number of issued and outstanding shares on a non-diluted basis. The maximum number of common shares reserved for issue to all eligible persons who undertake investor relation activities shall not exceed 2% in the aggregate of the total number of issued and outstanding shares on a non-diluted basis. The Company has granted directors, officers and consultants common share purchase options. These options are granted with an exercise price equal no less than the closing market price of the Company's shares prevailing on the day that the option is granted. Under the stock option plan, management has the option of determining vesting periods.

The changes in stock options during the nine months ended December 31, 2016 are as follows:

	Number outstanding		Weighted average exercise price
Balance, March 31, 2016	**8,300,000**	**$**	**0.44**
Expired	(1,150,000)		0.65
Balance, December 31, 2016	**7,150,000**	**$**	**0.40**

During the nine months ended December 31, 2016, 1,150,000 options with an exercise price of $0.65 expired unexercised.

The following summarizes information about stock options outstanding and exercisable at December 31, 2016:

Expiry date	Options outstanding	Options exercisable		Exercise price		Estimated grant date fair value	Weighted average remaining contractual life (in years)
October 12, 2017	2,225,000	2,225,000	$	0.36	$	692,198	0.78
November 5, 2017	125,000	125,000	$	0.36	$	35,334	0.85
April 24, 2019	2,100,000	2,100,000	$	0.34	$	567,378	2.31
September 8, 2020	2,700,000	2,025,000	$	0.50	$	838,417	3.69
	7,150,000	**6,475,000**			**$**	**2,133,327**	**2.33**

The weighted average exercise price of the exercisable options was $0.40.

(Expressed in Canadian Dollars)

11. SHARE CAPITAL (CONTINUED)

d) Stock options (continued)

During the nine months ended December 31, 2016, the Company recognized share-based payments expense of $182,117 (December 31, 2015 – $684,254). For the nine months ended December 31, 2016 and 2015, share-based payments expense consists of the following:

	For the nine months ended	
	December 31, 2016	**December 31, 2015**
For services in respect of:		
Professional fees	**$ 6,747**	$ 24,660
Directors' fees	**33,735**	129,450
Evaluation and exploration costs	**6,747**	24,660
Management fees	**134,888**	505,484
	$ 182,117	$ 684,254

e) Reserves

Additional paid-in capital

Additional paid in capital records the fair value of the expired options and warrants initially recorded in stock options reserve.

Stock options reserve

The stock options reserve records items recognized as share-based payments expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised, the amount recorded is transferred to additional paid in capital.

Warrants reserve

The warrants reserve records the fair value of the warrants issued until such time that the warrants are exercised, at which time the corresponding amount will be transferred to share capital. If the warrants expire unexercised, the amount recorded is transferred to additional paid in capital.

12. LOSS PER SHARE

The calculation of basic and diluted loss per share for the nine months ended December 31, 2016 is based on the net loss attributable to common shareholders of $2,663,845 (December 31, 2015 – $3,663,568) and a weighted average number of common shares outstanding during the nine months ended December 31, 2016 of 92,379,639 (December 31, 2015 – 85,289,048).

In computing the diluted loss per share, warrants and options are not included as the impact would be anti-dilutive.

(Expressed in Canadian Dollars)

13. RELATED PARTY TRANSACTIONS AND BALANCES

a) Related party balances

The balances due to related parties included in trade payables and accrued liabilities were $225,131 as at December 31, 2016 (March 31, 2016 – $46,588). These amounts are unsecured and non-interest bearing.

b) Key management personnel compensation

Key management personnel are persons responsible for planning, directing and controlling the activities of an entity, and include executive and non-executive directors. Key management personnel compensation is comprised of:

	For the nine months ended			
		December 31, 2016		**December 31, 2015**
Short-term employee benefits - management fees	**$**	**330,000**	$	550,000
Short-term employee benefits - professional fees (1)		**109,720**		86,424
Short-term employee benefits - evaluation and exploration costs (2)		**40,000**		-
Short-term employee benefits - directors' fees		**75,000**		75,000
Share-based payments - management fees		**141,635**		530,144
Share-based payments - directors' fees		**33,735**		129,540
	$	**730,090**	$	1,371,108

(1) The Company paid $109,720 (December 31, 2015 – $86,424) for accounting and corporate secretarial services to Quantum Advisory Partners LLP whose incorporated partner is the Company's Chief Financial Officer. Fees have been measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

(2) The Company paid $40,000 (December 31, 2015 – $nil) to a director for engineering consulting services. Fees have been measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

14. COMMITMENTS AND CONTINGENCIES

During the March 31, 2016, fiscal year, the Company renewed the office lease for an additional two years ending September 30, 2017. Total minimum lease payments are as follows:

For the year ended		
March 31, 2017	$	6,512
March 31, 2018		13,024
	$	**19,536**

(Expressed in Canadian Dollars)

15. SEGMENTED INFORMATION

The Company has two operating segments: the exploration and development of the Pingasut and Sarfartoq exploration licenses and the Naajat exploitation license in Greenland and corporate administrative functions in Canada. The Company's total assets and losses are found in the following two geographic locations:

	Canada	Greenland	Total
As at December 31, 2016			
Resource properties	$ -	$ 984,036	**$ 984,036**
Other assets	732,330	2,466,772	**3,199,102**
Liabilities	(277,188)	(1,982,301)	**(2,259,489)**
	$ 455,142	**$ 1,468,507**	**$ 1,923,649**
As at March 31, 2016			
Resource properties	$ -	$ 947,678	**$ 947,678**
Other assets	1,475,013	2,225,785	**3,700,798**
Liabilities	(219,581)	(1,563,007)	**(1,782,588)**
	$ 1,255,432	**$ 1,610,456**	**$ 2,865,888**

	Canada	Greenland	Total
Net loss:			
For the nine months ended December 31, 2016	$ 998,902	$ 1,664,943	**$ 2,663,845**
For the nine months ended December 31, 2015	$ 1,323,673	$ 2,339,895	**$ 3,663,568**
Comprehensive loss:			
For the nine months ended December 31, 2016	$ 998,902	$ 1,661,449	**$ 2,660,351**
For the nine months ended December 31, 2015	$ 1,323,673	$ 2,347,139	**$ 3,670,812**

16. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to pursue the development of its resource properties and to maintain a flexible capital structure, which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes the components of shareholders' equity as well as cash and cash equivalents.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, acquire or dispose of assets, or adjust the amount of cash and cash equivalents. In order to maximize ongoing development efforts, the Company does not pay out dividends.

The Company is not subject to any externally imposed capital requirements.

The Company is meeting its objective of managing capital through its detailed review and performance of due diligence on its exploration and development activities, preparing cash flow analyses to ensure an adequate amount of liquidity and monthly review of financial results.

There were no changes in the Company's approach to capital management during the nine months ended December 31, 2016.

17. FINANCIAL INSTRUMENTS

a) Fair value

The carrying values of cash and cash equivalents, amount receivables, deposits and accounts payable and accrued liabilities approximate their fair values due to the relatively short period to maturity of those financial instruments.

Financial instruments recorded at fair value on the statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The three levels of the fair value hierarchy are as follows:

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
Level 3: Inputs that are not based on observable market data.

The financial instruments recorded at fair value on the statements of financial position are comprised of cash and cash equivalents which are measured using Level 1 of the fair value hierarchy.

There were no financial assets which are measured at fair value that applied Level 2 or Level 3 fair value measurements (March 31, 2016 – no Level 2 or Level 3 fair value measurements).

There were no transfers between Levels during the nine months ended December 31, 2016.

b) Financial risk management

Credit risk
Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash and cash equivalents and receivables are exposed to credit risk. The Company reduces its credit risk on cash and cash equivalents by placing these instruments with institutions of high credit worthiness. As at December 31 2016, the Company's maximum exposure to credit risk is the carrying value of its financial assets.

Liquidity risk
Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company manages liquidity by maintaining adequate cash balances to meet liabilities as they become due.

The Company had cash and cash equivalents at December 31, 2016 in the amount of $139,691, in order to meet short-term business requirements. At December 31, 2016, the Company had accounts payable and accrued liabilities and note payable of $661,415 and $1,360,026, respectively. All accounts payable and accrued liabilities and note payable are current.

17. FINANCIAL INSTRUMENTS (CONTINUED)

b) Financial risk management (continued)

Market Risk
The significant market risks to which the Company is exposed are interest rate risk and currency risk.

Interest Rate Risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Included in the loss for the period in the financial statements is interest income on Canadian dollar cash and cash equivalents. As at December 31, 2016, the Company's cash is not exposed to significant interest rate risk.

Currency risk
The Company is exposed to currency risk to the extent that monetary assets and liabilities held by the Company are not denominated in Canadian dollars. The Company has not entered into any foreign currency contracts to mitigate this risk.

The Company's cash and cash equivalents, amounts receivable, deposits and accounts payable and accrued liabilities are held in CAD, USD and DKK; therefore, USD and DKK accounts are subject to fluctuation against the Canadian dollar.

The Company had the following balances in Canadian and foreign currencies as at December 31, 2016:

	in CAD	in DKK
Cash and cash equivalents	$ 130,882	$ 46,254
Amounts receivable	2,792	-
Deposits	3,259	4,480
Accounts payable and accrued liabilities	(460,821)	(1,053,330)
Note payable	(1,360,026)	-
	(1,683,914)	**(1,002,596)**
Rate to convert to $1.00 CAD	1.000	5.2466
Equivalent to Canadian dollars	**(1,683,914)**	**(191,095)**

Based on the above net exposures as at December 31, 2016, and assuming that all other variables remain constant, a 10% appreciation or depreciation of the CAD against the DKK by 10% would increase/ decrease profit or loss by $19,110.

Other price risk
Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices other than those arising from interest rate risk, financial market risk, or currency risk. The Company is not exposed to significant other price risk.

18. SUBSEQUENT EVENTS

Subsequent to December 31, 2016:

- The Company completed a private placement of 32,266,507 units for gross proceeds of $11,293,277. Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share at an exercise price of $0.50 per share for a period of 36 months from the date of issuance.

- The Company granted 2,260,000 options with an exercise price of $0.38 to its officers, directors and employees. The options are exercisable for a period of five years. All of the options granted vested immediately at the date of grant.

- The Company obtained an approval, subject to certain closing terms and conditions, from the Management Committee of the European Investment Bank for debt financing of up to US$13M for Hudson's White Mountain Anorthosite Project in Greenland through its 100% owned Greenland subsidiary, Hudson Greenland A/S.

- The Company obtained an approval, subject to certain closing terms and conditions, from Cordiant Capital Inc for debt financing of up to US$9.5M through its 100% owned Greenland subsidiary, Hudson Greenland A/S.