ROCKCLIFF COPPER CORPORATION
(FORMERLY SOLVISTA GOLD CORPORATION)
CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED MARCH 31, 2016 AND 2015
(EXPRESSED IN CANADIAN DOLLARS)

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Rockcliff Copper Corporation

We have audited the accompanying consolidated financial statements of Rockcliff Copper Corporation and its subsidiaries, which comprise the consolidated statements of financial position as at March 31, 2016 and 2015, and the consolidated statements of loss and comprehensive loss, consolidated statements of cash flows and consolidated statements of changes in equity for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Rockcliff Copper Corporation and its subsidiaries as at March 31, 2016 and 2015, and their financial performance and cash flows for the years then ended in accordance with International Financial Reporting Standards.

McGOVERN, HURLEY, CUNNINGHAM, LLP

McGovern, Hurley, Cunningham, LLP

Chartered Accountants
Licensed Public Accountants

TORONTO, Canada
July 28, 2016

Rockcliff Copper Corporation
(Formerly Solvista Gold Corporation)
Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

		As at March 31, 2016		As at March 31, 2015
ASSETS				
Current assets				
Cash and cash equivalents (note 9)	**$**	**1,764,613**	$	3,638,804
Prepaid expenses and deposits		**12,158**		14,169
Amounts receivable and advances (note 10)		**51,554**		19,519
Total current assets		**1,828,325**		3,672,492
Equipment (note 11)		**-**		25,237
Exploration and evaluation properties (notes 3 and 5(v))		**2,072,482**		-
Total assets	**$**	**3,900,807**	$	3,697,729
LIABILITIES AND EQUITY				
Current liabilities				
Amounts payable and other liabilities (notes 12 and 18)	**$**	**88,399**	$	90,388
Total liabilities		**88,399**		90,388
Equity				
Share capital (note 13)		**24,994,250**		23,655,382
Reserve (notes 15 and 16)		**1,119,102**		1,027,800
Deficit		**(22,300,944)**		(21,075,841)
Total equity		**3,812,408**		3,607,341
Total liabilities and equity	**$**	**3,900,807**	$	3,697,729

The accompanying notes to the consolidated financial statements are an integral part of these statements.

Nature of operations (note 1)
Contingencies (note 20)
Commitments (notes 5 and 21)
Subsequent events (note 22)

Approved on behalf of the Board:

(Signed) "Donald Christie", Director

(Signed) "G. Edmund King", Director

Rockcliff Copper Corporation
(Formerly Solvista Gold Corporation)
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Year ended March 31, 2016	Year ended March 31, 2015
Operating expenses		
Exploration costs (note 5(x))	**$ 1,029,972**	$ -
Legal and professional	**228,533**	111,973
Share-based payments (notes 16 and 18)	**56,618**	58,514
General and administrative	**227,241**	155,725
Salaries and benefits (note 18)	**174,749**	428,031
Investor relations	**1,528**	1,410
Loss before the following items	**(1,718,641)**	(755,653)
Interest income	**16,958**	32,958
Property option revenue	**-**	274,323
Foreign exchange gain	**45,993**	132,955
Loss before income taxes and discontinued operations	**(1,655,690)**	(315,417)
Income tax recovery (note 17)	**-**	538,000
Net income (loss) before discontinued operations	**(1,655,690)**	222,583
Net loss from discontinued operations (note 19)	**(8,452)**	(463,226)
Net loss and comprehensive loss for the year	**$ (1,664,142)**	$ (240,643)
<u>Continuing operations</u>		
Basic and diluted net income (loss) per share (note 14)	**$ (0.02)**	$ 0.00
Weighted average number of common shares outstanding - basic and diluted	**99,633,279**	69,260,825
<u>Discontinued operation</u>		
Basic and diluted net loss per share (note 14)	**$ (0.00)**	$ (0.01)
Weighted average number of common shares outstanding - basic and diluted	**99,349,122**	69,260,825

The accompanying notes to the consolidated financial statements are an integral part of these statements.

Rockcliff Copper Corporation
(Formerly Solvista Gold Corporation)
Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	Year ended March 31, 2016	Year ended March 31, 2015
Operating activities		
Net income (loss) for the year from continuing operations	**$ (1,655,690)**	$ 222,583
Adjustments for:		
Share-based payments	**56,618**	58,514
Shares issued for exploration and evaluation property interest	**-**	125,000
Income tax recovery	**-**	(538,000)
Non-cash working capital items:		
Amounts receivable and advances	**(4,208)**	(1,961)
Prepaid expenses and deposits	**5,777**	628
Amounts payable and other liabilities	**32,464**	(157,175)
Net cash used in operating activities	**(1,565,039)**	(290,411)
Investing activities		
Proceeds from sale of exploration and evaluation property (note 5(v))	**250,000**	-
Advances to Rockcliff Resources Inc. (note 3)	**(190,274)**	-
Cash and cash equivalents acquired from Rockcliff Resources Inc. (note 3)	**25,987**	-
Cash paid in business combination (note 3)	**(180,000)**	-
Cash and cash equivalents sold on disposition of subsidiaries (note 4)	**(47,295)**	-
Net cash provided by investing activities	**(141,582)**	-
Net change in cash and cash equivalents from continuing operations	**(1,706,621)**	(290,411)
Net change in cash and cash equivalents from discontinued operations (note 19)	**(167,570)**	(388,288)
Cash and cash equivalents, beginning of year	**3,638,804**	4,317,503
Cash and cash equivalents, end of year (note 9)	**$ 1,764,613**	$ 3,638,804

The accompanying notes to the consolidated financial statements are an integral part of these statements.

Rockcliff Copper Corporation

(Formerly Solvista Gold Corporation)
Consolidated Statements of Changes in Equity
(Expressed in Canadian dollars)

Equity attributable to shareholders

	Share capital	Reserve: Contributed surplus	Reserve: Warrants	Deficit	Total
Balance, March 31, 2014	**$ 23,530,382**	**$ 1,223,518**	**$ 4,055,402**	**$ (24,606,832)**	**$ 4,202,470**
Shares issued for mineral exploration property interest	125,000	-	-	-	125,000
Expiry of warrants	-	-	(4,055,402)	4,055,402	-
Tax impact on expiry of warrants	-	-	-	(538,000)	(538,000)
Expiry of stock options	-	(254,232)	-	254,232	-
Share-based payments	-	58,514	-	-	58,514
Loss for the year	-	-	-	(240,643)	(240,643)
Balance, March 31, 2015	**$ 23,655,382**	**$ 1,027,800**	**$ -**	**$ (21,075,841)**	**$ 3,607,341**
Shares issued as consideration in business combination (note 3)	1,406,868	-	-	-	1,406,868
Settlement of Rockcliff insider payables (note 3)	132,000	-	-	-	132,000
Warrants issued as consideration in business combination (note 3)	-	-	425,580	-	425,580
Option issued as consideration in business combination (note 3)	-	48,143	-	-	48,143
Shares received on disposition of subsidiaries (note 4)	(200,000)	-	-	-	(200,000)
Expiry of stock options	-	(439,039)	-	439,039	-
Share-based payments	-	56,618	-	-	56,618
Loss for the year	-	-	-	(1,664,142)	(1,664,142)
Balance, March 31, 2016	**$ 24,994,250**	**$ 693,522**	**$ 425,580**	**$ (22,300,944)**	**$ 3,812,408**

The accompanying notes to the consolidated financial statements are an integral part of these statements.

1. Nature of operations

Rockcliff Copper Corporation (the “Corporation”) is engaged in the acquisition and exploration of mineral properties in Manitoba, Canada through its wholly-owned subsidiary, Rockcliff Resources Inc. ("Rockcliff") and previously in Colombia, South America through its former wholly-owned subsidiaries, Sociedad Minera Solvista Colombia S.A.S. (“Solvista Colombia”) and Sociedad Minera Solvista Guadalupe S.A.S. (“Solvista Guadalupe”) (see note 4). The head office of the Corporation is located at 141 Adelaide Street West, Suite 1660, Toronto, Ontario, M5H 3L5.

On July 19, 2010, Solvista Gold Corporation was incorporated by articles of incorporation in the Province of Ontario, Solvista Colombia was incorporated on August 10, 2010 and Solvista Guadalupe was incorporated on November 7, 2012. Solvista Colombia owns 100% of the Caramanta project and Solvista Guadalupe owns 100% of the Guadalupe project. On October 21, 2015, the Corporation changed its name from Solvista Gold Corporation to Rockcliff Copper Corporation.

On June 17, 2015, the Corporation completed the amalgamation with Rockcliff. The amalgamation was treated as a business combination. Refer to note 3.

On March 4, 2016, the Corporation completed the disposition of Solvista Colombia and Solvista Guadalupe. Refer to note 4.

As at March 31, 2016, the Corporation had not determined the existence of economically recoverable reserves. The Corporation’s exploration property interests may be subject to increases in taxes and royalties, renegotiation of contracts, changes in environmental designations, currency exchange fluctuations and restrictions, and political uncertainty.

Although the Corporation has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such properties, these procedures do not guarantee the Corporation's title. Property title may be subject to government licensing requirements or regulations, social licensing requirements, unregistered prior agreements, unregistered claims, aboriginal claims, and non-compliance with regulatory and environmental requirements.

2. Significant accounting policies

(a) Statement of compliance

The consolidated financial statements 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. The accounting policies set out below have been applied consistently to the years presented in these consolidated financial statements unless otherwise noted below.

The Board of Directors approved the consolidated financial statements on July 28, 2016.

(b) Basis of presentation

These consolidated financial statements have been prepared on a historical cost basis other than cash equivalents which are measured at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

In the preparation of these consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates. Of particular significance are the estimates and assumptions used in the recognition and measurement of items included in note 2(p).

2. Significant accounting policies (continued)

(c) Basis of consolidation

The consolidated financial statements incorporate financial statements of Rockcliff Copper Corporation and its subsidiaries. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are-deconsolidated from the date control ceases. The consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

The following entities have been consolidated within the consolidated financial statements:

	Country of incorporation	Principal activity
Rockcliff Copper Corporation	Canada	Parent company
Solvista Gold (Barbados) Corporation [(1)]	Barbados	Holding company
Solvista Colombian Mining (Barbados) Corporation [(1), (2)]	Barbados	Holding company
Solvista Guadalupe Mining (Barbados) Corporation [(1), (2)]	Barbados	Holding company
Sociedad Minera Solvista Colombia S.A.S. [(1), (3)]	Colombia	Exploration company
Sociedad Minera Solvista Guadalupe S.A.S. [(1), (4)]	Colombia	Exploration company
Rockcliff Resources Inc.	Canada	Exploration company
Goldpath Resources Corp.[(5)]	Canada	Exploration company

[(1)] Sold on March 4, 2016. See note 4.
[(2)] 100% owned by Solvista Gold (Barbados) Corporation.
[(3)] 100% owned by Solvista Colombian Mining (Barbados) Corporation.
[(4)] 100% owned by Solvista Guadalupe Mining (Barbados) Corporation.
[(5)] 100% owned by Rockcliff Resources Inc.

(d) Foreign currency translation

The functional currency, as determined by management, of the Corporation and its subsidiaries is the Canadian dollar. For the purpose of the consolidated financial statements, the results and financial position are expressed in Canadian dollars.

Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the period end exchange rates are recognized in operations. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

2. Significant accounting policies (continued)

(e) Financial instruments

The Corporation's financial instruments consist of the following:

Financial assets:

All financial assets are recognized and derecognized on the trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the time frame established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified at fair value through profit or loss ("FVTPL") which are initially measured at fair value.

Financial assets are classified into the following categories: financial assets 'at FVTPL', 'held-to-maturity investments', 'available-for-sale' financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Loans and receivables:

Loans and receivables are initially measured at fair value, net of transaction costs and are subsequently measured at amortized cost using the effective interest method.

FVTPL:

Financial assets are classified as FVTPL when acquired principally for the purpose of trading, if so designated by management (fair value option), or if they are derivative assets that are not part of an effective and designated hedging relationship. Financial assets classified as FVTPL are measured at fair value, with changes recognized in the consolidated statements of loss and comprehensive loss.

Financial liabilities:

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Other financial liabilities:

Other financial liabilities are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method, with interest recognized on an effective yield basis.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest costs over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability or (where appropriate) to the net carrying amount on initial recognition.

De-recognition of financial liabilities:

The Corporation derecognizes financial liabilities when the obligations are discharged, cancelled or expire.

2. Significant accounting policies (continued)

(e) Financial instruments (continued)

The Corporation's financial instruments consist of the following:

Financial assets:	**Classification:**
Cash	Loans and receivables
Cash equivalents	FVTPL
Amounts receivable and advances	Loans and receivables

Financial liabilities:	**Classification:**
Amounts payable and other liabilities	Other financial liabilities

Impairment of financial assets:

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the investments have been negatively impacted. Evidence of impairment could include: significant financial difficulty of the issuer or counterparty; or default or delinquency in interest or principal payments; or the likelihood that the borrower will enter bankruptcy or financial reorganization.

The carrying amount of financial assets is reduced by any impairment loss directly for all financial assets with the exception of amounts receivable, where the carrying amount is reduced through the use of an allowance account. When an amount receivable is considered uncollectible, it is written off against the allowance account.

Impairment of financial assets (continued):

Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or 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 previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Financial instruments recorded at fair value:

Financial instruments recorded at fair value on the consolidated statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels: Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 - valuation techniques based on 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 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs). As of March 31, 2016, cash equivalents of $1,724,427 are classified as Level 2 under the fair value hierarchy (March 31, 2015 - $3,440,985).

2. Significant accounting policies (continued)

(f) Equipment

Items of equipment are stated at cost, less accumulated depreciation and accumulated impairment losses.

The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of the rehabilitation obligation, and for qualifying assets, borrowing costs. The purchase price or construction cost is the aggregate amount paid and fair value of any other consideration given to acquire the asset. The capitalized value of a finance lease is also included within equipment.

Depreciation:

Equipment is generally depreciated on a straight line basis over their estimated useful lives of 3 to 5 years.

An item of equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statements of loss and comprehensive loss when the asset is derecognized. The assets' residual values, useful lives and methods of depreciation are reviewed each reporting period, and adjusted prospectively if appropriate.

(g) Impairment of non-financial assets

At the end of each reporting period, the Corporation reviews the carrying amounts of its non-financial assets with finite lives to determine whether there is any indication that those assets are impaired. Where such an indication exists, the recoverable amount of the asset is estimated. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units or "CGUs"). The recoverable amount is the higher of an asset's fair value less costs to sell and value in use (being the present value of the expected future cash flows of the relevant CGU). An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The Corporation evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

(h) Exploration costs

The Corporation expenses exploration costs as incurred, other than those acquired through a business combination. Exploration and evaluation expenditures include acquisition costs of mineral exploration properties, property option payments and evaluation activity.

Exploration and evaluation properties acquired through a business combination are capitalized on the consolidated statements of financial position.

Once a project has been established as commercially viable and technically feasible, related development expenditures are capitalized. This includes costs incurred in preparing the site for mining operations. Capitalization ceases when the mine is capable of commercial production, with the exception of development costs that give rise to a future benefit.

Property option payments received are recognized in the consolidated statement of loss and comprehensive loss in the period they are received by the Corporation except for property option payments on properties obtained through a business combination which are recorded against the capitalized value on the consolidated statements of financial position.

2. Significant accounting policies (continued)

(i) Cash and cash equivalents

Cash and cash equivalents in the consolidated statements of financial position comprise cash at banks and other short-term highly liquid investments with original maturities of three months or less. The Corporation's cash is invested with major financial institutions in business accounts that are available on demand by the Corporation for its programs. The Corporation does not invest in any asset-backed deposits/investments.

(j) Provisions

A provision is recognized when the Corporation has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Corporation from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

The Corporation had no material provisions at March 31, 2016 and March 31, 2015.

(k) Share-based payment transactions

The fair value of share options granted is recognized as an expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Corporation.

The fair value of share-based payments to employees is measured at the grant date and recognized over the period during which the options vest. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The fair value of the options granted is measured using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest. For those options and warrants that expire after vesting, the recorded value is transferred to deficit.

(l) Income taxes

Income tax on the profit or loss for the years presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes and the initial recognition of assets or liabilities that affect neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

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

2. Significant accounting policies (continued)

(m) Restoration, rehabilitation and environmental obligations

A legal or constructive obligation to incur restoration, rehabilitation and environmental costs may arise when environmental disturbance is caused by the exploration, development or ongoing production of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset or expensed if they relate to exploration and evaluation activities, as soon as the obligation to incur such costs arises. Discount rates using a pretax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either a unit-of-production or the straight-line method as appropriate. The related liability is adjusted for each period for the unwinding of the discount rate and for changes to the current market-based discount rate, amount or timing of the underlying cash flows needed to settle the obligation. Costs for restoration of subsequent site damage that is created on an ongoing basis during production are provided for at their net present values and charged against profits as extraction progresses.

The Corporation has no material restoration, rehabilitation and environmental costs as the disturbance to date is minimal.

(n) Income (loss) per share

The Corporation presents basic and diluted income (loss) per share data for its common shares, calculated by dividing the income (loss) attributable to common shareholders of the Corporation by the weighted average number of common shares outstanding during the year. Diluted income (loss) per share is determined by adjusting the income (loss) attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding that may add to the total number of common shares. During the years ended March 31, 2016 and 2015, all outstanding options and warrants were considered anti-dilutive and were therefore excluded from the diluted income (loss) per share calculation.

(o) Discontinued operations

A discontinued operation is a component of the Corporation's business, the operations and cash flows of which can be clearly distinguished and which:

- represents a separate major line of business or geographical area of operations;
- is part of single coordinated plan to dispose of a separate major line of business; and
- is a subsidiary acquired exclusively with a view to re-sale.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held-for-sale. When an operation is classified as discontinued operation, the comparative statement of profit or loss and other comprehensive loss is re-presented as if the operation had been discontinued from the start of the comparative year.

(p) Significant accounting judgments and estimates

The preparation of these consolidated financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the year in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

2. Significant accounting policies (continued)

(p) Significant accounting judgments and estimates (continued)

Critical accounting estimates:

Significant assumptions about the future that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Impairment of exploration and evaluation properties
The Company's fair value measurement with respect to the carrying amount of non-financial assets is based on numerous assumptions and may differ significantly from actual fair values. The fair values are based, in part, on certain factors that may be partially or totally outside of the Company's control. This evaluation involves a comparison of the estimated fair values of non-financial assets to their carrying values. The Company's fair value estimates are based on numerous assumptions. The fair value estimates may differ from actual fair values and these differences may be significant and could have a material impact on the Company's financial position and result of operations. Assets are reviewed for an indication of impairment at each reporting date. This determination requires significant judgment. Factors which could trigger an impairment review include, but are not limited to, significant negative industry or economic trends, interruptions in exploration and evaluation activities and significant drop in commodity prices.

Estimation of restoration, rehabilitation and environmental obligations and the timing of expenditure
Restoration, rehabilitation and similar liabilities are estimated based on the Corporation's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of restoration, rehabilitation or similar liabilities that may occur. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

Income taxes and recoverability of potential deferred tax assets
The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

Share-based payments
Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviors and corporate performance. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Contingencies
Refer to note 20.

2. Significant accounting policies (continued)

(p) Significant accounting judgments and estimates (continued)

Critical accounting judgments:

Determination of whether a set of assets acquired and liabilities assumed constitute a business requires the Corporation to make certain judgments, taking into account all facts and circumstances. Applying the acquisition method requires the consideration paid and each identifiable asset and liability to be measured at its acquisition-date fair value.

(q) Change in accounting policies

IAS 24 – Related Party Disclosures ("IAS 24") was amended to clarify that an entity providing key management services to the reporting entity or the parent of the reporting entity is a related party of the reporting entity. The amendments also require an entity to disclose amounts incurred for key management personnel services provided by a separate management entity. At April 1, 2015, the Corporation adopted this pronouncement and there was no material impact on the Corporation's consolidated financial statements.

(r) Recent accounting pronouncements

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2016 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IFRS 11 - Joint Arrangements ("IFRS 11") was amended in May 2014 to require business combination accounting to be applied to acquisitions of interests in a joint operation that constitute a business. The amendments are effective for annual periods beginning on or after January 1, 2016.

IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and May 2013 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply. The amendments are effective for annual periods beginning on or after January 1, 2016.

2. Significant accounting policies (continued)

(r) Recent accounting pronouncements (continued)

IAS 12 – Income Taxes (“IAS 12”) was amended in January 2016 to clarify that, among other things, unrealized losses on debt instruments measured at fair value and measured at cost for tax purposes give rise to a deductible temporary difference regardless of whether the debt instrument’s holder expects to recover the carrying amount of the debt instrument by sale or by use; the carrying amount of an asset does not limit the estimation of probable future taxable profits; and estimates for future taxable profits exclude tax deduction resulting from the reversal of deductible temporary differences. The amendments are effective for annual periods beginning on or after January 1, 2017. Earlier adoption is permitted.

3. Amalgamation

On June 17, 2015, the amalgamation (the "Amalgamation") of Rockcliff and a wholly-owned subsidiary of the Corporation (formerly Solvista Gold Corporation) closed pursuant to the amalgamation agreement dated April 17, 2015. Pursuant to the Amalgamation, each of the issued and outstanding securities of Rockcliff were exchanged for 0.90 of an equivalent security of the Corporation. The newly amalgamated company, known as Rockcliff Resources Inc., which holds all of Rockcliff's assets, is a wholly-owned subsidiary of the Corporation. On closing, Ken Lapierre was appointed President and Chief Executive Officer ("CEO") of the Corporation and Bruce Durham resigned as President and CEO. Bruce Durham will continue as a director and consultant to the Corporation. As per the Amalgamation, Ken Lapierre and Bill Johnstone joined as directors on the Board of Directors of the Corporation.

Pursuant to the Amalgamation, the Corporation issued 35,171,700 common shares to the former Rockcliff shareholders. Each of the issued and outstanding convertible securities of Rockcliff were converted into securities of the Corporation after adjustment for the exchange ratio. This conversion resulted in issuance of 3,262,500 stock options, 14,589,688 warrants and 589,509 broker warrants.

On Amalgamation, the former Rockcliff shareholders and Rockcliff management shareholders owned approximately 35.56% of the Corporation common shares (43.36% on a fully diluted basis) and the Corporation shareholders owned approximately 64.44% of the common shares (56.64% on a fully diluted basis).

In excess of $446,500 was owed by Rockcliff to certain insiders of Rockcliff. Pursuant to the terms of the amalgamation agreement and as part of the Amalgamation, these accounts payable were capped at $363,000 and settled on closing of the Amalgamation through the payment by the Corporation of $180,000 in cash and the issuance of 3,300,000 common shares.

In connection with the Amalgamation, the Corporation provided Rockcliff with a short-term loan (the “Loan”) of $190,274 for the payment of liabilities due prior to the completion of the Amalgamation. The Loan was secured against Rockcliff’s Rail property located in the Snow Lake District in Manitoba.

In accordance with IFRS 3 - Business Combinations, a business combination is a transaction in which an acquirer obtains control of a business which is defined as an integrated set of activities and assets that is capable of being conducted and managed to provide a return to investors. For an integrated set of activities and assets to be considered a business, the set needs to contain inputs, and processes. Rockcliff met the definition of a business and therefore the Amalgamation was treated as a business combination. The fair value of the consideration was determined based on the fair value of the common shares, options and warrants issued by the Corporation. The excess of the purchase price over the fair value of net assets acquired has been treated as the fair value of the exploration and evaluation properties acquired.

(Expressed in Canadian dollars)

3. Amalgamation (continued)

Purchase price - consideration paid

Fair value of 35,171,700 shares issued in exchange for 39,079,668 Rockcliff common shares outstanding (1)	$	1,406,868
Fair value of 3,262,500 stock options issued in exchange for 3,625,000 Rockcliff options (2)		48,143
Fair value of 15,179,197 warrants issued in exchange for 16,865,775 Rockcliff warrants (3)		425,580
Fair value of 3,300,000 common shares as settlement of payable (1)		132,000
Cash		180,000
Loan (4)		190,274
Total consideration paid	$	2,382,865

Net assets received

Cash and cash equivalents	$	25,987
Amounts receivable and advances		34,842
Prepaid expenses and deposits		5,337
Amounts payable and other liabilities		(5,783)
Rockcliff net asets received	$	60,383
Fair value of exploration and evaluation properties obtained	$	2,322,482

(1) Fair value equal to Corporation's share price of $0.04 at closing date.

(2) Fair value determined using the Black-Scholes option-pricing model. The following weighted average assumptions were used: Risk free interest rate – 0.68%; expected volatility – 148% (which is based on historical volatility of the Corporation's share price); expected dividend yield - nil; expected life - 2.1 years; share price - $0.04.

(3) Fair value determined using the Black-Scholes option-pricing model. The following weighted average assumptions were used: Risk free interest rate – 0.72%; expected volatility – 200% (which is based on historical volatility of the Corporation's share price); expected dividend yield - nil; expected life - 2.2 years; share price - $0.04.

(4) Short-term loan of $190,274 for the payment of liabilities due prior to the completion of the Amalgamation.

4. Sale of subsidiaries

On March 4, 2016, the Corporation completed the 100% disposition of Solvista Gold (Barbados) Corporation, Solvista Colombian Mining (Barbados) Corporation, Solvista Guadalupe Mining (Barbados) Corporation, Sociedad Minera Solvista Colombia S.A.S. and Sociedad Minera Solvista Guadalupe S.A.S. for the return of 5,000,000 of the Corporation's common shares, which were immediately cancelled, and a 2% net smelter return royalty on all properties held by the companies.

Pursuant to the terms of the share purchase agreement, certain shareholders of the Corporation are subject to contractual lock-ups that prevent the sale, transfer or disposal of or dealing with any common shares (or securities convertible or exchangeable into common shares) of the Corporation for a period of 270 days following closing of the disposition.

Net proceeds received

Fair value of 5,000,000 common shares (1)	$	200,000
2% net smelter return royalty (2)		-
Transaction costs		(14,081)
Total net proceeds received	$	185,919

(Expressed in Canadian dollars)

4. Sale of subsidiaries (continued)

(1) Fair value equal to Corporation's share price of $0.04 at closing date.

(2) Due to the uncertainty surrounding whether the properties will be put into production and the timing and quantity of any such production, the value has been considered to be $nil.

Net assets sold

Cash and cash equivalents	$	47,295
Amounts receivable and advances		23,155
Net assets sold	$	70,450
Gain on sale of subsidiaries	$	115,469

5. Exploration and evaluation properties

(i) Solvista Colombia and Solvista Guadalupe hold a 100% interest in the Caramanta and Guadalupe projects, respectively, both located in Colombia. On March 4, 2016, the Corporation completed the disposition of Solvista Colombia and Solvista Guadalupe. Refer to note 4.

(ii) The Corporation holds a 100% interest, subject to a 2% net smelter returns royalty in favour of the former owner, HudBay Minerals Inc. ("HudBay"), in the Freebeth Property located in the Snow Lake District in Manitoba. During the 2013 fiscal year, HudBay invoked their option to reacquire a 55% interest in the property by paying Rockcliff $170,000. They would earn this interest in the event that they spent a minimum of $1,800,000 in exploration expenditures by May 2016. Subsequent to March 31, 2016, HudBay informed the Corporation it did not intend to meet the exploration expenditure requirements and exercise their option.

(iii) The Corporation holds a 100% interest, subject to a 2% net smelter returns royalty in favour of the former owner, HudBay, in the Rail Property located in the Snow Lake District in Manitoba.

(iv) The Corporation holds a 100% interest in the Lon Property located in the Snow Lake District in Manitoba. The Corporation also acquired certain mining rights and mining data in respect of the Lon Deposit subject to a ½% net smelters return royalty in two of the claims acquired. The Corporation may purchase this net smelter returns royalty for $250,000.

(v) The Corporation previously held a 70% interest, subject to an existing 2% net smelter returns royalty in favour of a previous owner, in the Tower property, located in the Thompson Nickel Belt District in Manitoba.

On June 30, 2015, the Corporation sold its 70% interest in the Tower Property to Akuna Minerals Inc. ("Akuna"), a corporation with common directors and officers, for $250,000, time related commitments (extended time periods noted below) and a 1.5% net smelter returns royalty. Akuna is required to:

- complete a minimum expenditure of $500,000 on a Drill Program on the T-1 Deposit by March 31, 2016 and deliver a report on the Drill Program by May 31, 2016 (completed);
- complete a Preliminary Economic Assessment on the T-1 Deposit within 9 months of closing (completed);
- complete a minimum expenditure of $1,500,000 on a Bankable Feasibility Study by December 31, 2016; and
- complete a bulk sample by March 31, 2018 and thereafter build the project to production as defined by the Bankable Feasibility Study.

The carrying value of the Tower Property was equal to the consideration received, therefore $250,000 was removed from exploration and evaluation properties and no gain or loss on sale was recorded.

(Expressed in Canadian dollars)

5. Exploration and evaluation properties (continued)

(vi) In April 2014, the Corporation entered into an option agreement to acquire a 51% interest, subject to a buy-back provision in favour of the owner HudBay, in the Talbot property, located in the Snow Lake District in Manitoba. The Corporation will earn its interest by spending $6,120,000 on exploration of the property, inclusive of an 8% administration charge the Corporation is entitled to claim towards expenditures, as follows:

- $200,000 prior to April 14, 2015 (completed)
- $400,000 prior to April 14, 2016 (completed)
- $700,000 prior to April 14, 2017 (completed)
- $1,050,000 prior to April 14, 2018
- $1,500,000 prior to April 14, 2019
- $2,270,000 prior to April 14, 2020

As at March 31, 2016, the Corporation had incurred qualified expenditures of approximately $1,490,000 applicable to this commitment.

Within 90 days of the date whereby the Corporation has earned its 51% interest, the Corporation and HudBay will enter into a joint venture agreement relative to the future exploration and development of the property. The Corporation will be the operator and each party will hold title and bear all risks, benefits and funding requirements equal to their respective ownership percentages. For a period of 2 years from the date from which the Corporation earns its 51% interest, HudBay will have the option to buy back a 2% interest by paying the Corporation $240,000 and, over the ensuing 2 years, either incurring expenditures equal to 2% of the joint venture expenditures to date or paying such amount to the Corporation in cash. If HudBay acquires this additional 2% interest it will become the operator. To maintain their respective interest each Corporation will need to spend their pro-rata share in future exploration. If any Corporation reduces their interest to 10% or less then they will be converted to a 2.5% net smelter returns royalty.

Once a positive feasibility study has been completed and mining development has commenced the operator may increase its interest in the property to 65% by paying the other participant a cash payment equal to the pro-rata share of expenditures made by that other participant to reduce it to a 35% interest. The operator would then fund the costs of development and will be reimbursed 100% of the development costs, including the 35% interest of the non-operator. Once the costs of development have been repaid, the parties will be reimbursed their pro-rata share of the expenditures made prior to the date development commences, before net profits are distributed.

(vii) The Corporation holds a 100% interest, subject to a 3% net smelter returns royalty in favour of the former owner, in the Jackfish Property located in the Snow Lake District in Manitoba. The Corporation has the right to purchase two thirds or 2% of the net smelter returns royalty for $2,000,000 and will have a right of first refusal on the remaining 1% net smelter returns royalty.

(viii) The Corporation holds a 100% interest, subject to a 2% net smelter returns royalty in favour of the former owners, in the Shihan Property located in the Sault Saint Marie Mining Division in Ontario.

(ix) The Corporation holds a 100% interest in various land claims in the Snow Lake District in Manitoba as a result of holding the staking registration.

(x) The following is a breakdown by property of exploration costs from continuing operations for the year ended March 31, 2016:

	Talbot Property	Rail Property	Lon Property	Tramping Property	Total
Exploration expenditures	$ 1,159,136	$ 18,594	$ 5,664	$ 6,107	**$ 1,189,501**
Government grants received	(159,529)	-	-	-	**(159,529)**
	$ 999,607	$ 18,594	$ 5,664	$ 6,107	**$ 1,029,972**

6. Capital risk management

The Corporation manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
- to maximize shareholder return through enhancing the share value.

The Corporation monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Corporation may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Corporation manages capital through its financial and operational forecasting processes. The Corporation reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is updated based on activities related to its mineral properties. Selected information is provided to the Board of Directors of the Corporation.

The Corporation's capital management objectives, policies and processes have remained unchanged during the year ended March 31, 2016. The Corporation is not subject to any capital requirements imposed by a lending institution or regulatory body, other than Policy 2.5 of the TSX Venture Exchange which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of March 31, 2016, the Corporation is compliant with Policy 2.5.

7. Financial risk management

Financial risk

The Corporation's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, foreign currency risk and commodity and equity price risk).

Risk management is carried out by the Corporation's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management. There were no changes to credit risk, liquidity risk or market risk during the years ended March 31, 2016 and March 31, 2015.

(i) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Corporation's credit risk is primarily attributable to cash and cash equivalents. Cash and cash equivalents are held with select major Canadian chartered banks, from which management believes the risk of loss to be minimal.

(ii) Liquidity risk

Liquidity risk is the risk that the Corporation will not have sufficient cash resources to meet its financial obligations as they come due. The Corporation's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Corporation. The Corporation generates cash flow primarily from its financing activities. The Corporation prepares annual capital expenditure budgets, which are monitored and updated as required. In addition, the Corporation requires authorization for expenditures on projects to assist with the management of capital. The Corporation's financial liabilities comprise amounts payable and other liabilities, which are due within 12 months.

7. Financial risk management (continued)

(iii) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and commodity and equity prices.

(a) Interest rate risk

The Corporation currently does not have any short-term or long-term debt that is interest bearing and, as such, the Corporation's current exposure to interest rate risk is minimal.

(b) Foreign currency risk

The Corporation's functional and reporting currency is the Canadian dollar and the Corporation holds minimal cash balances in US dollars and held cash balances in Colombian pesos which could give rise to exposure to foreign exchange risk. It is not the Corporation's policy to hedge its foreign currency related to the Colombian peso and US dollar.

(c) Commodity and equity price risk

The Corporation is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Corporation closely monitors commodity prices, as they relate to precious and base metals and other minerals, and the stock market to determine the appropriate course of action to be taken by the Corporation.

Commodity price risk could adversely affect the Corporation. In particular, the Corporation's future profitability and viability of development depend upon the world market price of precious and base metals and other minerals. Precious and base metals and other mineral prices have fluctuated widely in recent years. There is no assurance that, even if commercial quantities of precious and base metals and other minerals are produced in the future, a profitable market will exist for them. As of March 31, 2016, the Corporation was not a precious mineral, base metals and other minerals producer. Even so, commodity price risk may affect the completion of future equity transactions such as equity offerings and the exercise of stock options and warrants. This may also affect the Corporation's liquidity and its ability to meet its ongoing obligations.

Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Corporation believes the following movements are reasonably possible over the next year:

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

The Corporation holds balances in foreign currencies (cash and cash equivalents, amounts receivable, amounts payable and other liabilities) which could give rise to exposure to foreign exchange risk. Sensitivity to a plus or minus 10% change in the foreign exchange rate of the US dollar and Colombian peso against the Canadian dollar would affect the reported consolidated loss and comprehensive loss by approximately $3,000 (March 31, 2015 - $144,000) based on foreign currency levels as at March 31, 2016.

(Expressed in Canadian dollars)

8. Financial instruments

	As at March 31, 2016	As at March 31, 2015
Financial assets:		
FVTPL		
Cash equivalents	**$ 1,724,427**	$ 3,440,985
Loans and receivables		
Cash	**$ 40,186**	$ 197,819
Amounts receivable	**$ -**	$ 1,443
Financial liabilities:		
Other financial liabilities		
Amounts payable and other liabilities	**$ 88,399**	$ 90,388

As at March 31, 2016 and March 31, 2015, the fair value of all the Corporation's financial instruments approximates the carrying value, due to their short-term nature.

9. Cash and cash equivalents

	As at March 31, 2016	As at March 31, 2015
Cash	**$ 40,186**	$ 197,819
Cash equivalents	**1,724,427**	3,440,985
Total	**$ 1,764,613**	$ 3,638,804

10. Amounts receivable and advances

	As at March 31, 2016	As at March 31, 2015
Harmonized sales tax recoverable - (Canada)	**$ 51,554**	$ 12,137
Tax advances	**-**	4,812
Amounts receivable	**-**	1,443
Advances	**-**	1,127
Total	**$ 51,554**	$ 19,519

11. Equipment

Equipment is represented by the following:

Cost	**Office equipment**
Balance, March 31, 2014	$ 247,897
Additions	1,485
Dispositions	(168,349)
Balance, March 31, 2015	81,033
Impairment	(81,033)
Balance, March 31, 2016	$ -

(Expressed in Canadian dollars)

11. Equipment (continued)

Depreciation	**Office equipment**
Balance, March 31, 2014	$ 129,544
Depreciation	9,651
Disposition	(83,399)
Balance, March 31, 2015	55,796
Depreciation	7,097
Impairment	(62,893)
Balance, March 31, 2016	$ -

Net book value	**Office equipment**
Balance, March 31, 2015	$ 25,237
Balance, March 31, 2016	$ -

12. Amounts payable and other liabilities

	As at March 31, 2016	**As at March 31, 2015**
Falling due within the year		
Trade payables	**$ 32,010**	$ 28,832
Accrued liabilities	**56,389**	61,556
Total	**$ 88,399**	$ 90,388

13. Share capital

a) Authorized share capital

The authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

b) Common shares issued

At March 31, 2016, the issued share capital amounted to $24,994,250. The change in issued share capital for the years ended March 31, 2016 and 2015 were as follows:

	Number of common shares	**Amount**
Balance, March 31, 2014	**68,729,318**	**$ 23,530,382**
Shares issued for mineral exploration property interest (i)	1,000,000	125,000
Balance, March 31, 2015	**69,729,318**	**$ 23,655,382**
Shares issued as consideration in business combination (note 3)	35,171,700	1,406,868
Settlement of Rockcliff insider payables (note 3)	3,300,000	132,000
Shares received on disposition of subsidiaries (note 4)	(5,000,000)	(200,000)
Balance, March 31, 2016	**103,201,018**	**$ 24,994,250**

(i) During the year ended March 31, 2015, the Corporation issued 400,000 shares (valued at $50,000) and 600,000 shares (valued at $75,000) to Tolima Gold Inc.

(Expressed in Canadian dollars)

14. Net income/loss per common share

The calculation of basic and diluted income/loss per share from continuing operations for the year ended March 31, 2016 was based on the loss attributable to common shareholders of $1,655,690 (year ended March 31, 2015 - income of $222,583) and the weighted average number of common shares outstanding of 99,633,279 (year ended March 31, 2015 - 69,260,825).

The calculation of basic and diluted loss per share from discontinued operations for the year ended March 31, 2016 was based on the loss attributable to common shareholders of $8,452 (year ended March 31, 2015 - $463,226) and the weighted average number of common shares outstanding of 99,349,122 (year ended March 31, 2015 - 69,260,825).

Diluted loss per share for the year ended March 31, 2016 did not include the effect of 15,179,197 warrants (March 31, 2015 - nil warrants) and 5,624,465 stock options (March 31, 2015 - 4,621,555 stock options) as they are anti-dilutive.

15. Warrants

The following table reflects the continuity of warrants for the years ended March 31, 2016 and 2015:

	Number of warrants	Grant date fair value ($)	Weighted average exercise price ($)
Balance, March 31, 2014	**24,608,342**	**4,055,402**	**0.84**
Expired	(24,608,342)	(4,055,402)	0.84
Balance, March 31, 2015	**-**	**-**	**-**
Warrants issued as consideration in business combination (note 3)	15,179,197	425,580	0.09
Balance, March 31, 2016	**15,179,197**	**425,580**	**0.09**

The following table reflects the warrants issued and outstanding as of March 31, 2016:

Number of warrants outstanding	Grant date fair value ($)	Exercise price ($)	Expiry date
259,509	7,461	0.055	December 31, 2016
4,972,588	131,697	0.083	December 31, 2016
18,000	519	0.055	January 9, 2017
1,170,000	31,085	0.083	January 9, 2017
168,000	4,891	0.055	July 18, 2017
1,719,000	46,265	0.083	July 18, 2017
285,000	7,212	0.11	July 18, 2017
3,315,600	98,724	0.083	December 8, 2017
825,000	23,490	0.11	December 8, 2017
144,000	4,553	0.055	December 31, 2017
450,000	13,619	0.083	December 31, 2017
1,522,500	46,076	0.11	December 31, 2017
330,000	9,988	0.083	January 23, 2018
15,179,197	425,580	0.09	

(Expressed in Canadian dollars)

16. Stock options

The following table reflects the continuity of stock options for the years ended March 31, 2016 and 2015:

	Number of stock options	Weighted average exercise price ($)
Balance, March 31, 2014	**5,598,100**	**0.66**
Options expired/forfeited	(976,545)	0.71
Balance, March 31, 2015	**4,621,555**	**0.65**
Options issued as consideration in business combination (note 3)	3,262,500	0.37
Options granted (i)	2,400,000	0.05
Options expired/forfeited	(4,659,590)	0.55
Balance, March 31, 2016	**5,624,465**	**0.31**

(i) On June 23, 2015, the Corporation granted a total of 2,400,000 stock options to directors of the Corporation with each option exercisable at a price of $0.05 per common share and expiring on June 22, 2020. The stock options granted were valued at the grant date at $85,439, using the Black-Scholes option pricing model, with a risk-free rate of 1.00%, an expected life of 5 years, an expected volatility of 147% and an expected dividend yield of 0%. These options vest as to one-third on June 23, 2015, one-third on June 23, 2016 and one-third on June 23, 2017.

Details of the stock options outstanding at March 31, 2016 are as follows:

Grant date fair value($)	Contractual life (years)	Number of options	Exercisable options	Exercise price ($)	Expiry date
243,888	0.59	583,465	583,465	0.85	November 1, 2016
4,006	0.80	261,000	261,000	0.555	January 18, 2017
16,391	1.03	100,000	100,000	0.75	April 12, 2017
4,920	1.32	30,000	30,000	0.75	July 25, 2017
311,375	1.95	1,175,000	1,175,000	0.60	March 14, 2018
21,375	2.58	225,000	225,000	0.30	October 29, 2018
20,728	2.81	675,000	675,000	0.11	January 22, 2019
22,223	3.88	675,000	675,000	0.11	February 17, 2020
67,639	4.23	1,900,000	633,333	0.05	June 22, 2020
712,545	2.87	5,624,465	4,357,798	0.31	

(Expressed in Canadian dollars)

17. Income taxes

(a) Provision for income taxes

Major items causing the Corporation's income tax rate to differ from the combined Canadian federal and provincial statutory rate of 26.5% (2015 - 26.5%) were as follows:

	Year ended March 31, 2016	Year ended March 31, 2015
Loss before income taxes	**$ (1,664,142)**	$ (778,643)
Expected income tax recovery based on the statutory rate:	**$ (441,000)**	$ (206,000)
Adjustments to expected income tax benefit:		
Share-based payments	**15,000**	16,000
Expenses not deductible for tax purposes	**66,000**	-
Differences in foreign statutory rates	**(66,000)**	12,000
Prior year adjustment	**-**	(39,000)
Other	**(2,629,000)**	1,962,000
Change in unrecorded deferred tax asset	**1,469,000**	-
Benefit of deferred tax assets not recognized	**1,586,000**	(2,283,000)
Deferred income tax recovery	**$ -**	$ (538,000)

(b) Deferred income tax

Deferred tax assets have not been recognized in respect of the following deductible temporary differences:

	March 31, 2016	March 31, 2015
Deductible temporary differences		
Non-capital loss carry-forwards	**$ 8,841,000**	$ 3,876,000
Exploration and evaluation assets	**73,000**	8,456,000
Share issue costs	**5,196,000**	472,000
Other temporary differences	**74,000**	80,000
Deductible temporary differences not recognized	**$ 14,184,000**	$ 12,884,000

Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profits will be available against which the Corporation can use the benefits.

At March 31, 2016, the Corporation has estimated non-capital losses for Canadian income tax purposes of approximately $8,841,000 (2015 - $3,876,000) available to use against future taxable income. The non-capital losses expire between 2026 and 2036.

18. Major shareholders and related party transactions

Major shareholders

To the knowledge of the directors and senior officers of the Corporation, as of March 31, 2016, no person or corporation beneficially owns or exercises control or direction over common shares of the Corporation carrying more than 10% of the voting rights attached to all common shares of the Corporation.

None of the Corporation's major shareholders have different voting rights than other holders of the Corporation's common shares.

The Corporation is not aware of any arrangements the operation of which may at a subsequent date result in a change in control of the Corporation. To the knowledge of the Corporation, it is not directly or indirectly owned by another corporation, by any government or by any natural or legal person severally or jointly.

Related party transactions

Related parties include the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties) and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations. All amounts payable are non-interest bearing, unsecured and due on demand.

(a) The Corporation entered into the following transactions with related parties:

(i) During the year ended March 31, 2016, the Corporation expensed $60,000 (year ended March 31, 2015 - $60,000) paid or accrued to Durham Exploration, a company controlled by a director of the Corporation, for advisory and geological services. The amounts charged by Durham Exploration are recorded at their exchange value. Included in the March 31, 2016, amounts payable and other liabilities is $10,000 (March 31, 2015 - $5,000).

(ii) During the year ended March 31, 2016, the Corporation expensed $142,500 (year ended March 31, 2015 - $nil) paid or accrued to Lapierre Exploration Services Inc., a company controlled by the President and Chief Executive Officer, for advisory and geological services. The amounts charged by Lapierre Exploration Services Inc. are recorded at their exchange value. Included in the March 31, 2016, amounts payable and other liabilities is $nil (March 31, 2015 - $nil).

(iii) The Chief Financial Officer is a senior employee of Marrelli Support Services Inc. ("MSSI"), a firm providing accounting services. During the year ended March 31, 2016, the Corporation expensed $37,343 (year ended March 31, 2015 - $nil) paid or accrued to MSSI. The amounts charged by MSSI are recorded at their exchange value. Included in the March 31, 2016, amounts payable and other liabilities is $9,539 (March 31, 2015 - $nil).

(iv) During the year ended March 31, 2016, the Corporation expensed $6,000 (year ended March 31, 2015 - $nil) paid or accrued to Gardiner Roberts LLP, a company where a director is a partner, for corporate secretarial services. The amounts charged by Gardiner Roberts LLP are recorded at their exchange value. Included in the March 31, 2016, amounts payable and other liabilities is $2,444 (March 31, 2015 - $nil).

(v) During the year ended March 31, 2016, the Corporation expensed $3,434 (year ended March 31, 2015 - $nil) paid or accrued to Norvista Capital Corporation, a company with common directors and management, for rent. The amounts charged by Norvista Capital Corporation are recorded at their exchange value. Included in the March 31, 2016, amounts payable and other liabilities is $4,278 (March 31, 2015 - $nil).

(Expressed in Canadian dollars)

18. Major shareholders and related party transactions (continued)

Related party transactions (continued)

(b) In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Corporation directly or indirectly, including any directors (executive and non-executive) of the Corporation. Remuneration of directors and key management personnel of the Corporation was as follows:

	Year ended March 31, 2016 $	Year ended March 31, 2015 $
Salaries and benefits [(1)]	**22,500**	392,326
Severance payments	**120,000**	-
Share-based payments	**56,618**	39,870

[(1)] The Board of Directors do not have employment or service contracts with the Corporation.

19. Discontinued operations and segmented information

As a result of the disposition of all Colombian operations on March 4, 2016 (see note 4), the Corporation has classifed the following expenses and cash flows from Colombia as discontinued operations.

	Year ended March 31, 2016		Year ended March 31, 2015	
Operating expenses				
Exploration costs	**$**	**76,742**	$	429,680
General and administrative		**61,845**		23,050
Depreciation		**7,097**		9,651
Loss before the following items		**(145,684)**		(462,381)
Foreign exchange gain (loss)		**39,903**		(3,242)
Gain on sale of equipment		**-**		2,397
Impairment of equipment		**(18,140)**		-
Gain on sale of subsidiaries (note 4)		**115,469**		-
Loss from discontinued operations	**$**	**(8,452)**	$	(463,226)

Details of cash flows relating to discontinued operations are as follows:

	Year ended March 31, 2016		Year ended March 31, 2015	
Net cash used in operating activities	**$**	**(167,570)**	$	(474,150)
Net cash provided by investing activities		**-**		85,862
Net change in cash from discontinued operations	**$**	**(167,570)**	$	(388,288)

(Expressed in Canadian dollars)

19. Discontinued operations and segmented information (continued)

The Corporation's continuing operations comprise a single reporting segment, being mineral exploration and evaluation in Canada. Previously the Corporation's operations comprised two reporting operating segments engaged in mineral exploration and evaluation in Canada and Colombia. Geographical information at March 31, 2015 is as follows:

March 31, 2015	Canada	Colombia	Total
Cash and cash equivalents	$ 3,638,403	$ 401	**$ 3,638,804**
Prepaid expenses and deposits	12,598	1,571	**14,169**
Amounts receivable and advances	12,504	7,015	**19,519**
Equipment	-	25,237	**25,237**
Total assets	$ 3,663,505	$ 34,224	**$ 3,697,729**

20. Contingencies

The Corporation’s exploration activities are subject to foreign government laws and regulations, including foreign tax laws and laws and regulations governing the protection of the environment. The Corporation believes that its operations comply in all material respects with all applicable past and present laws and regulations. The Corporation records provisions for any identified obligations, based on management’s estimate at the time. Such estimates are, however, subject to changes in laws and regulations.

21. Commitments

(i) On June 18, 2015, the Corporation entered into a consulting agreement, providing for payment of $15,000 per month for the services of the President and Chief Executive Officer, for advisory and geological services. That agreement had an initial term of one year but automatically extends thereafter for successive terms of one year, unless terminated by the Corporation thirty days prior to any yearly extension. In the event of termination, the agreement provides for the payment of twelve months of monthly fees.

Upon a Change of Control occurring, the agreement shall automatically be extended to two years from the date upon which a Change of Control occurs. If the agreement is terminated within twelve months after the date upon which a Change of Control occurs, other than for Cause, or if the agreement is terminated for good reason by the CEO, as defined in the agreement, a lump sum payment equivalent to twenty four months of base salary will be payable.

(ii) The Corporation entered an agreement for accounting services for a minimum term of twelve months. Under the agreement the Corporation has the following remaining commitments in the following fiscal years:

2017	$ 11,250

22. Subsequent events

(i) On April 1, 2016, the Corporation entered into a services agreement for certain capital markets and market-making activities for a term of 12 months to March 31, 2017, subject to two months termination notice. Under the terms of the agreement, the Corporation will pay $4,200 per month in fees and granted 100,000 options exercisable at $0.10 per share valid for a term of five years and vesting 1/4 every 3 months.

(ii) On April 5, 2016, the Corporation granted 3,450,000 options to certain officers, directors and employees exercisable at $0.05 per share valid for a term of five years and vesting 25% immediately, with an additional 25% vesting on the first, second and third anniversaries of the date of grant, respectively.

(iii) On June 22, 2016, the Corporation granted 150,000 options to a consultant exercisable at $0.10 per share valid for a term of one year which vested immediately.

22. Subsequent events (continued)

(iv) In July 2016, 76,875 warrants with an exercise price of $0.055 were exercised for proceeds of $4,228.