

LARAMIDE RESOURCES LTD.
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31,
2015 AND 2014

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Laramide Resources Ltd.

We have audited the accompanying consolidated financial statements of Laramide Resources Ltd. and its subsidiaries, which comprise the consolidated balance sheets as at December 31, 2015 and December 31, 2014 and the consolidated statements of operations, comprehensive loss, changes in shareholders' equity and cash flows 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 financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about whether the 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 in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Laramide Resources Ltd. and its subsidiaries, as at December 31, 2015 and December 31, 2014, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which indicates the existence of material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern.

Collins Barrow Toronto LLP

Chartered Professional Accountants
Licensed Public Accountants
March 30, 2016
Toronto, Ontario

LARAMIDE RESOURCES LTD.
CONSOLIDATED BALANCE SHEETS
(EXPRESSED IN CANADIAN DOLLARS)

	December 31, 2015	December 31, 2014
Assets		
Current Assets		
Cash and cash equivalents	\$ 851,130	\$ 111,249
Short-term investments	40,065	50,065
Accounts receivable and prepaid expenses (Note 6)	409,763	232,126
Investments (Note 7)	<u>1,680,931</u>	<u>3,953,155</u>
	2,981,889	4,346,595
Mineral property held for sale (Note 9)	<u>3,336,908</u>	<u>-</u>
	6,318,797	4,346,595
Long-term investments (Note 7)	2,000,000	-
Prepaid royalty (Note 9)	506,083	424,210
Property and equipment (Note 8)	61,952	75,876
Mineral properties and related deferred costs (Note 9)	<u>72,792,108</u>	<u>69,159,438</u>
	<u>\$ 81,678,940</u>	<u>\$ 74,006,119</u>
Liabilities		
Current Liabilities		
Accounts payable and accrued liabilities (Note 10)	\$ 2,877,998	\$ 2,898,586
Current portion of long term debt (Note 12)	-	4,914,648
Convertible security (Note 11)	<u>-</u>	<u>172,609</u>
	2,877,998	7,985,843
Long-term debt (Note 12)	3,468,011	-
Deferred tax liability (Note 5)	<u>4,254,664</u>	<u>558,074</u>
	<u>10,600,673</u>	<u>8,543,917</u>
Shareholders' Equity		
Capital stock (Note 13)	126,644,198	123,067,080
Equity component of convertible security (Note 11)	14,166	14,166
Warrants (Note 14)	1,029,453	339,889
Contributed surplus	25,556,043	25,020,493
Deficit	(90,565,217)	(85,156,597)
Accumulated other comprehensive income (loss)	<u>8,399,624</u>	<u>2,177,171</u>
	71,078,267	65,462,202
	<u>\$ 81,678,940</u>	<u>\$ 74,006,119</u>

Nature of Operations and Going Concern (Note 1)
 Commitments and Contingencies (Note 18)
 Subsequent Event (Note 20)

SIGNED ON BEHALF OF THE BOARD

(Signed) "Marc C. Henderson"
 Director

(Signed) "Scott Patterson"
 Director

LARAMIDE RESOURCES LTD.
CONSOLIDATED STATEMENTS OF OPERATIONS
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2015	2014
Revenues		
Gain on sale of investments (Note 7)	\$ 529,383	\$ 110,848
Other income	<u>35,313</u>	<u>4,075</u>
	564,696	114,923
Expenses		
Administrative and office	1,017,735	1,250,590
Audit and legal	89,930	63,041
Consulting	-	51,020
Interest (Note 12)	349,065	350,011
Amortization of transaction costs and accretion (Note 11) and (Note 12)	87,743	166,688
Foreign exchange loss (gain)	84,959	(6,122)
Stock-based compensation (Note 15)	152,503	466,478
Amortization of property and equipment (Note 8)	9,644	11,615
Write-down of available for sale investments (Note 7)	-	2,005,308
Write-down of mineral properties and related deferred costs (Note 9)	<u>484,732</u>	<u>7,957,947</u>
	2,276,311	12,316,576
Loss before income tax	(1,711,615)	(12,201,653)
Income tax recovery (expense) (Note 5)	(3,697,005)	2,306,858
Net loss for the year	\$ (5,408,620)	\$ (9,894,795)
Loss per share		
Weighted average shares outstanding - basic and diluted	83,747,909	78,760,937
Loss per share - basic and diluted	\$ (0.06)	\$ (0.13)

LARAMIDE RESOURCES LTD.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2015	2014
Net loss for the year	\$ (5,408,620)	\$ (9,894,795)
Other comprehensive income		
Items that may be reclassified subsequently to net income (loss)		
Unrealized gain (loss) on available for sale investments, net of tax	863,310	1,301,924
Reclassification of realized gain on available for sale investments to income, net of tax	(529,383)	(110,848)
Reclassification of unrealized loss on available for sale investments to income upon write-down, net of tax (Note 7)	-	2,005,308
Reclassification of foreign currency translation adjustment of the written-down mineral properties (Note 9)	-	(436,191)
Foreign currency translation adjustment	5,888,526	1,009,634
	6,222,453	3,769,827
Comprehensive income (loss) for the year	\$ 813,833	\$ (6,124,968)

LARAMIDE RESOURCES LTD.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(EXPRESSED IN CANADIAN DOLLARS)

	Number of Shares	Capital Stock	Equity Component of Convertible Security	Warrants	Contributed Surplus	Deficit	Accumulated Other Comprehensive Income (Loss)	Total
Balance, December 31, 2013	78,321,958	\$ 122,581,423	\$ 24,285	\$ 385,527	\$ 24,125,505	\$ (75,261,802)	\$ (1,592,656)	\$ 70,262,282
Cost of issue - adjustment	-	127,405	-	-	-	-	-	127,405
Exercise of warrants	300,000	180,000	-	-	-	-	-	180,000
Fair value of exercised warrants	-	17,100	-	(17,100)	-	-	-	-
Issuance of warrants	-	(62,176)	-	62,176	-	-	-	-
Issued with respect to properties allocation (Note 11)	151,500	110,595	-	-	-	-	-	110,595
Conversion of unsecured and subordinated security	250,000	112,733	(10,119)	-	-	-	-	102,614
Expiry of warrants	-	-	-	(90,714)	90,714	-	-	-
Stock-based compensation	-	-	-	-	804,274	-	-	804,274
Net loss for the year	-	-	-	-	-	(9,894,795)	-	(9,894,795)
Other comprehensive income	-	-	-	-	-	-	3,769,827	3,769,827
Balance, December 31, 2014	79,023,458	\$ 123,067,080	\$ 14,166	\$ 339,889	\$ 25,020,493	\$ (85,156,597)	\$ 2,177,171	\$ 65,462,202
Shares issued for cash on private placements (Note 13)	12,134,282	3,605,000	-	-	-	-	-	3,605,000
Cost of issue (Note 13)	-	(157,088)	-	-	-	-	-	(157,088)
Issuance of warrants (Note 14)	-	(614,184)	-	614,184	-	-	-	-
Issuance of broker warrants	-	(21,436)	-	21,436	-	-	-	-
Shares and warrants issued with respect to term loan (Notes 12, 13 and 14(v))	2,500,000	725,000	-	376,997	-	-	-	1,101,997
Exercise of options (Note 15)	100,000	30,000	-	-	-	-	-	30,000
Fair value of exercised options (Note 14)	-	9,826	-	-	(9,826)	-	-	-
Expiry of warrants (Note 14)	-	-	-	(184,010)	184,010	-	-	-
Fair value adjustment of extended warrants (Note 14)	-	-	-	(139,043)	139,043	-	-	-
Stock-based compensation (Note 15)	-	-	-	-	222,323	-	-	222,323
Net loss for the year	-	-	-	-	-	(5,408,620)	-	(5,408,620)
Other comprehensive income	-	-	-	-	-	-	6,222,453	6,222,453
Balance, December 31, 2015	93,757,740	\$ 126,644,198	\$ 14,166	\$ 1,029,453	\$ 25,556,043	\$ (90,565,217)	\$ 8,399,624	\$ 71,078,267

LARAMIDE RESOURCES LTD.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2015	2014
Cash and cash equivalents (used in) provided by:		
Operating Activities		
Net loss for the year	\$ (5,408,620)	\$ (9,894,795)
Adjustments for:		
Loss (gain) on sale of investments	(529,383)	(110,848)
Stock-based compensation	152,503	466,478
Amortization of property and equipment	9,644	11,615
Transaction costs amortized	87,743	166,688
Write-down of mineral properties and related deferred costs (Note 9)	484,732	7,957,947
Write-down of available for sale investments (Note 7)	-	2,005,308
Deferred tax expense (recovery)	3,697,005	(2,306,858)
	<u>(1,506,376)</u>	<u>(1,704,465)</u>
Net change in non-cash working capital items:		
Accounts receivable and prepaid expenses	(177,637)	368,736
Accounts payable and accrued liabilities	(447,483)	129,564
	<u>(2,131,496)</u>	<u>(1,206,165)</u>
Financing Activities		
Proceeds from long-term financing	5,115,620	-
Repayment of debt (Note 16)	(5,006,075)	-
Short-term loan, net (Note 16)	100,000	346,543
Issue of common shares	3,605,000	-
Issue costs (Note 11)	(157,088)	-
Repayment of convertible security (Note 11)	(175,000)	-
Transaction costs on long-term loan	(400,793)	-
Options/Warrants exercised	30,000	180,000
	<u>3,111,664</u>	<u>526,543</u>
Investing Activities		
Purchase of investments	(51,288)	(102,145)
Proceeds on sale of investments	1,199,145	514,081
Acquisition of property and equipment	-	(864)
Acquisition of mineral properties and related deferred costs	(1,306,731)	(1,261,278)
	<u>(158,874)</u>	<u>(850,206)</u>
Change in cash and cash equivalents	821,294	(1,529,828)
Cash and cash equivalents, beginning of year	111,249	1,687,329
Exchange difference on cash and cash equivalents held in foreign currencies	(81,413)	(46,252)
Cash and cash equivalents, end of year	\$ 851,130	\$ 111,249

LARAMIDE RESOURCES LTD.
CONSOLIDATED STATEMENTS OF CASH FLOWS (Continued)
(EXPRESSED IN CANADIAN DOLLARS)

Years ended December 31,	2015	2014
Supplementary cash flow information		
Changes in non cash activities:		
Amortization of property and equipment capitalized to mineral properties (Note 8)	<u>\$ 6,263</u>	<u>\$ 10,263</u>
Stock-based compensation capitalized to mineral properties (Note 15)	<u>\$ 69,820</u>	<u>\$ 337,796</u>
Broker warrants issued on private placements (Note 14)	<u>\$ 21,436</u>	<u>\$ -</u>
Common shares issued with respect to properties allocation (Note 9)(2)	<u>\$ -</u>	<u>\$ 110,595</u>
Conversion of unsecured and subordinated security (Note 11)	<u>\$ -</u>	<u>\$ 112,733</u>

LARAMIDE RESOURCES LTD.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(EXPRESSED IN CANADIAN DOLLARS)

December 31, 2015 and 2014

1. NATURE OF OPERATIONS AND GOING CONCERN

Laramide Resources Ltd. (the Company or Laramide) is a publicly traded company incorporated in Canada and listed on the Toronto Stock Exchange (TSX) and on the Australian Securities Exchange (ASX), under the symbol "LAM". The Company is involved in the exploration and development of mineral properties in Australia and the United States of America (USA). The mineral properties of Laramide are all in the exploration stage. Laramide's registered office address is 130 King Street West, Suite 3680, Toronto, Ontario, Canada.

At December 31, 2015, the Company had a working capital of \$103,891 (December 31, 2014 - working capital deficiency of \$3,639,248), had not yet achieved profitable operations, had accumulated losses of \$90,565,217 (December 31, 2014 - \$85,156,597) and expects to incur further losses in the development of its business, all of which casts significant doubt upon the Company's ability to continue as a going concern. The Company will require additional financing in order to conduct its planned work programs on mineral properties, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due.

On March 29, 2016, the Board of Directors approved the consolidated financial statements for the years ended December 31, 2015 and 2014.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standard Board ("IASB") as at and for the years ended December 31, 2015 and 2014.

The policies applied in these consolidated financial statements are based on IFRS issued and outstanding as of December 31, 2015.

Principles of Consolidation

All entities, in which the Company has a controlling interest, specifically when it has the power to direct the financial and operational policies of these companies to obtain benefit from their operations, are fully consolidated.

The consolidated financial statements include the accounts of the Company, its wholly owned U.S. subsidiaries, Laramide La Sal Inc. and Laramide Resources (USA) Inc.; and its wholly owned Australian subsidiaries, Lagoon Creek Resources Pty Ltd., Westmoreland Resources Pty Ltd. and Tackle Resources Pty Ltd.

Intercompany balances and any unrealized gains and losses or income and expenses arising from intercompany transactions are eliminated in preparing the consolidated financial statements.

Basis of Preparation

The consolidated financial statements are presented in Canadian dollars which is also the functional currency of the parent, Laramide Resources Ltd., located in Canada. The functional currencies of the Australian and the U.S. subsidiaries are the Australian dollar and US dollar, respectively.

The financial statements are prepared on the historical cost basis except the following assets and liabilities, which are stated at their fair value: financial assets classified as fair value through profit and loss ("FVTPL"), financial instruments held for trading and financial instruments classified as available-for-sale.

LARAMIDE RESOURCES LTD.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)

December 31, 2015 and 2014

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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

Foreign Currency Translation

Foreign currency transactions are initially recorded into the functional currency at the transaction date exchange rate. At year end, monetary assets and liabilities denominated in a foreign currency are translated into the functional currency at the balance sheet date's exchange rate and non-monetary assets and liabilities at the historical rate. All foreign currency adjustments are recognized in net loss of the consolidated statement of operations.

Financial statements of the Australian and U.S. subsidiaries for which the functional currency is not the Canadian dollar are translated to Canadian dollar, as this is the presentation currency, as follows: all asset and liability accounts are translated at the balance sheet date's exchange rate and all earnings and expense accounts and cash flow statement items are translated at average exchange rates for the year. The resulting translation gains and losses are recorded as foreign currency translation adjustments in other comprehensive income (loss).

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign currency gains and losses arising from such item are considered to form part of a net investment in the foreign operation and are recognized in other comprehensive income.

Cash and Cash Equivalents

The "cash and cash equivalents" category consists of cash in banks, cash held by trustees and cash on hand.

Short-term Investments

Short-term investments represent temporary excess of liquidity invested in preferred investment accounts and GICs with initial maturities of three months or less; their book values approximate their fair values.

Financial Instruments

Financial assets classified as fair value through profit and loss ("FVTPL") are measured at fair value, with any resultant gain or loss recognized in the statement of operations.

Financial instruments classified as being available for sale ("AFS") are measured at fair value, with any resultant gain or loss being recognized directly under other comprehensive income. When these investments are derecognized, the cumulative unrealized gain or loss previously recognized directly in equity is recognized in profit or loss.

The fair value of financial instruments classified as FVTPL and available for sale is their quoted bid price at the balance sheet dates.

Financial assets classified as loans and receivables are measured at amortized cost using the effective interest method.

LARAMIDE RESOURCES LTD.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)

December 31, 2015 and 2014

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial liabilities classified as other financial liabilities include accounts payable and accrued liabilities, convertible security, and long-term debt and are measured at amortized cost using the effective interest rate method. The effective interest method is a method of calculating the amortized cost of a financial asset or liability and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset or liability, or, where appropriate, a shorter period. Income is recognized on an effective interest rate basis for debt instruments other than those financial assets at FVTPL.

Transaction costs associated with FVTPL financial assets and financial liabilities are expensed as incurred, while transaction costs associated with all other financial assets and financial liabilities are included in the initial carrying amount of the asset or liability.

Impairment losses for the different financial assets and liabilities are recognized as follows:

Available for sale financial assets: When a decline in the fair value, including a significant or prolonged decline in value, of an available for sale financial asset has been recognized directly in equity and there is objective evidence that the asset is impaired, the cumulative loss that had been recognized directly in equity is transferred to profit or loss even though the financial asset has not been derecognized. The amount of the cumulative loss that is recognized in profit or loss is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognized in profit or loss. Any further significant or prolonged decline in the fair value of these AFS investments, after an impairment loss is recognized, will be automatically considered to be further impairments to be recognized in profit and loss. Increases in value from the current carrying amount will be recognized in other comprehensive income. Impairment losses on AFS financial assets are not reversed.

Classifications of these financial instruments are as follows:

Cash and cash equivalents	Loans and Receivables
Short-term investments	Loans and Receivables
Accounts receivable and prepaid expenses	Loans and Receivables
Investments – Equity Instruments	Available for sale
Accounts payable and accrued liabilities	Other financial liabilities
Long-term debt	Other financial liabilities
Convertible security	Other financial liabilities

Property and Equipment

Property and equipment are carried at historical cost less any accumulated depreciation and impairment losses. Historical cost includes the acquisition cost or production cost as well as the costs directly attributable to bringing the asset to the location and condition necessary for its use in operations. When property and equipment include significant components with different useful lives, they are recorded and amortized separately. Amortization is computed using the straight-line and declining balance methods based on the estimated useful life of the assets. Useful life is reviewed at the end of each reporting period.

The Company recognizes in the carrying amount of an item of property and equipment the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. All other costs are recognized in the consolidated statements of operations as an expense as incurred.

LARAMIDE RESOURCES LTD.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)

December 31, 2015 and 2014

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Depreciation is calculated based on the cost of property and equipment less their estimated residual value on a straight-line and declining balance methods, over the estimated useful lives of each item of property and equipment, as follows.

Computer equipment	20% Declining balance
Furniture and fixtures	20% Declining balance
Office equipment and software	10% Declining balance
Field equipment	Straight line, over five years
Motor vehicles	Straight line, over five years
Leasehold improvements	Straight line, over three years

Mineral Properties and Related Deferred Costs

The Company defers pre-exploration, post-exploration and evaluation expenditures until such time as technical and economic feasibility is reached and the properties are either put into commercial production, sold, determined not to be economically viable or abandoned. Capitalized expenditures include all the costs incurred in exploration and evaluation of potential mineral reserves and resources, such as exploratory drilling and sample testing and the costs of pre-feasibility studies. Exploration expenditures are related to the initial search for deposits of minerals with economic value. Evaluation expenditures are related to the detailed economic assessments of identified deposits that are economically viable. Research and development ("R&D") expenses related to mineral properties that are reimbursed by the government are credited to mineral properties and related deferred costs.

Impairment

The Company continually reviews and evaluates the events or changes in the economic environment that indicate a risk of impairment of assets to determine whether the carrying amount of the asset or group of assets under consideration exceeds its or their recoverable amount. Impairment of the assets is evaluated at the cash-generating unit ("CGU") level which is the smallest identifiable group of asset that generates cash inflows, independent of the cash inflows from other assets, as defined by International Accounting Standards ("IAS") 36 "Impairment of assets". Recoverable amount is defined as the higher of an asset's fair value (less costs of disposal) and its value in use. The active market or a binding sale agreement provides the best evidence for the determination of the fair value, but where neither exists, fair value is based on the best information available to reflect the amount the Company could receive for the CGU in an arm's length transaction. Value in use is equal to the present value of future cash flows expected to be derived from the use and sale of the asset.

Provisions

A provision is recognized on the consolidated balance sheet when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. 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.

Deferred Taxes

Pursuant to the liability method, deferred taxes are recorded for temporary differences existing at balance sheet date between the tax base value of assets and liabilities and their carrying amount on the consolidated balance sheet.

LARAMIDE RESOURCES LTD.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)

December 31, 2015 and 2014

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

- Deferred tax assets and liabilities are measured at the expected tax rates for the year during which the asset will be realized or the liability settled, based on tax rates (and tax regulations) enacted or substantially enacted at year end. They are reviewed at the end of each year, in line with any changes in applicable tax rates.
- Deferred tax assets are recognized for all deductible temporary differences, carry forward of tax losses and unused tax credits, insofar as it is probable that a taxable profit will be available, or when a current tax liability exists, to make use of those deductible temporary differences, tax loss carry forwards and unused tax credits, except where the deferred tax asset associated with the deductible temporary difference is generated by initial recognition of an asset or liability in a transaction which is not a business combination, and which, at the transaction date, does not impact earnings, tax income or loss.
- Current tax and deferred tax shall be charged or credited directly to equity if the tax relates to items that are credited or charged directly to equity.
- Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Stock-based Compensation

The Company offers a stock option plan. Each tranche in an award is considered a separate award with its own vesting period and grant date fair value. The fair value of each tranche is measured using the Black Scholes option pricing model. Compensation expense for those providing employee-like services is recognized over the tranche's vesting period by increasing contributed surplus based on the number of awards expected to vest. Any consideration paid on exercise of stock options is credited to capital stock. The contributed surplus resulting from stock based payment is transferred to capital stock when the options are exercised.

For equity settled transactions with non-employees, the Company measures goods or services received at their fair value, unless that fair value cannot be estimated reliably, in which case the Company measures their value by reference to the fair value of the equity instruments granted.

Loss per Share

Basic loss per share amount is calculated by dividing net loss for the year attributable to common shareholders by the weighted average number of common shares outstanding during the year.

Diluted income (loss) per share amounts are calculated by dividing the net income (loss) attributable to common shareholders of the parent by the weighted average number of shares outstanding during the year the weighted average number of shares that would be issued on the conversion of all the dilutive potential ordinary shares into common shares.

For the years ended December 31, 2015 and 2014, the options and warrants are not dilutive

LARAMIDE RESOURCES LTD.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(EXPRESSED IN CANADIAN DOLLARS)

December 31, 2015 and 2014

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Non-current assets held for sale

Non-current assets are classified as held-for-sale if it is highly probable that they will be recovered primarily through a sale transaction rather than through continuing use. Such assets are generally measured as the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held-for-sale and subsequent gains and losses on remeasurement are recognized in profit or loss. Once classified as held-for-sale, non-current assets classified as held for sale are no longer amortized or depreciated.

Environment Rehabilitation Provision

The Company's activities could give rise to obligations for environmental rehabilitation which can include facilities dismantling, removal, treatment of waste materials, monitoring, compliance with environmental regulations, security and other site-related costs required to perform the rehabilitation work. Any current expenditures regarding the environmental rehabilitation are charged to the cost of the project. Provisions for rehabilitation are periodically adjusted by the Company, when applicable; such adjustments are recorded as a change in the value of the related mineral property. At the end of the year the Company does not consider it necessary to record any provision for environmental rehabilitation.

Segment Reporting

The geographical segment is a distinguishable component of the Company based on a particular economic environment, which is subject to risks and rewards that are different from those of other segments.

Accounting Standards Issued but not yet Effective

At the date of authorization of these consolidated financial statements, the IASB has issued the following standard which is not yet effective for the relevant reporting period.

IFRS 9 Financial Instruments was issued in July 2014, and is intended to replace IAS 39, Financial Instruments: Recognition and Measurement and 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 new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39, and incorporates new hedge accounting requirements. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Company is currently evaluating the impact of the standard on the Company's financial statements.

IFRS 15 Revenue from Contracts with Customers was issued in May 2014, and replaces IAS 18 Revenue, IAS 11 Construction Contracts and related interpretations. The standard provides clarification for recognizing revenue from contracts with customers and establishes a single revenue recognition and measurement framework that applies to contracts with customers. The standard is required to be adopted either retrospectively or using a modified transaction approach for fiscal years beginning on or after January 1, 2018 with earlier adoption permitted. The Company is currently evaluating the impact of the standard on the Company's financial statements.

IFRS 16 Leases was issued in January 2016 and replaces IAS 17 Leases. Under IAS 17, lessees were required to make a distinction between a finance lease and an operating lease. If the lease was classified as a finance lease, a lease liability was included on the statement of financial position. IFRS 16 now requires lessees to recognize a right of use asset and lease liability reflecting future lease payments for virtually all lease contracts. The right of use asset is treated similarly to other non-financial assets and depreciated accordingly. The lease liability accrues interest. The

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

IASB has included an optional exemption for certain short term leases and leases of low value assets; however, this exemption can only be applied by lessees. Under IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the identified asset's use and obtain substantially all the economic benefits from that use. IFRS 16 is effective for annual periods beginning on or after January 1, 2019 with early adoption permitted if IFRS 15, Revenue from Contracts with Customers, is also applied. The Company is currently evaluating the impact of the standard on the Company's financial statements.

3. ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of consolidated financial statements in compliance with IFRS requires the Company's management to make certain estimates and assumptions that they consider reasonable and realistic. Despite regular reviews of these estimates and assumptions, based in particular on past achievements or anticipations, facts and circumstances may lead to changes in these estimates and assumptions which could impact the reported amount of the Company's assets, liabilities, equity or earnings. These estimates, assumptions and judgements notably relate to the following items:

Assessment and measurement of impairment in mineral properties and related deferred costs - Management uses significant judgement in determining whether there is any indication that mineral properties and related deferred costs may be impaired. Significant judgements include the market for uranium, the ability to obtain additional financing, the political environment in Australia and the ability to defer tenement spending requirements.

Measurement of impairment in available for sale financial assets: The impairment loss is the difference between the original cost of the asset and its fair value at the measurement date, less any impairment losses previously recognized in the consolidated statements of operations. The impairment loss recognized in the consolidated statements of operations is a reclassification of unrealized losses resulting from decline in fair value previously recorded in other comprehensive loss.

The Company uses judgement in defining significant or prolonged as a decline in fair value of at least 50% below original cost or a decline in fair value below original cost for at least 24 months.

Stock-based payment and warrants - The Company utilizes the Black-Scholes option pricing model to determine the fair values of the stock-based payments and warrants. The Company uses significant judgement in the evaluation of the input variables in the Black-Scholes calculation which includes: risk free interest rate, expected stock price volatility, expected life, expected dividend yield, forfeiture rate and a quoted market price of the Company's shares on the Toronto Stock Exchange.

Deferred income taxes - In assessing the probability of realizing deferred income taxes, the Company makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, the Company gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers relevant tax planning opportunities that are within the Company's control, are feasible and within management's ability to implement. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred taxes. The Company reassesses unrecognized income tax at each reporting year.

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3. ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

Convertible security - The rate used in determining the appropriate value of the liability component of the convertible security and to appropriately apply the effective interest rate method to the convertible security is subject to management estimation.

Functional currency - The functional currency for the Company and its subsidiaries is the currency of the primary economic environment in which each operates, Canadian Dollar, Australian Dollar and US Dollar. Determination of functional currency may require certain judgements to determine the primary economic environment. The Company reconsiders the functional currency used when there is a change in events and conditions which determined the primary economic environment.

4. BUSINESS SEGMENT DATA

The Company operates in the mining, exploration and development business and has operations in Australia, Canada and the USA. The Company's Board of Directors evaluates the performance of the locations and allocates resources based on certain measures.

The information based on the geographical location of the assets is as follows:

December 31, 2015	Canada	USA	Australia	Consolidated
Current assets	\$ 2,664,905	\$ 95,968	\$ 221,016	\$ 2,981,889
Mineral property held for sale	-	3,336,908	-	3,336,908
Long-term investments	2,000,000	-	-	2,000,000
Prepaid royalty	-	506,083	-	506,083
Property and equipment	50,500	-	11,452	61,952
Mineral properties and related deferred costs	-	13,533,613	59,258,495	72,792,108
Total assets	\$ 4,715,405	\$ 17,472,572	\$ 59,490,963	\$ 81,678,940
Current liabilities	\$ 1,601,774	\$ -	\$ 1,276,224	\$ 2,877,998
Long-term debt	3,468,011	-	-	3,468,011
Deferred tax liability	-	-	4,254,664	4,254,664
Total liabilities	\$ 5,069,785	\$ -	\$ 5,530,888	\$ 10,600,673
Year ended December 31, 2015				
Revenues	\$ 534,657	\$ -	\$ 30,039	\$ 564,696
Expenses	\$ (1,752,480)	\$ -	\$ (39,099)	\$ (1,791,579)
Write-down of mineral properties and related deferred costs	\$ -	\$ -	\$ (484,732)	\$ (484,732)
Other comprehensive income	\$ 251,663	\$ 2,719,254	\$ 3,251,536	\$ 6,222,453

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4. BUSINESS SEGMENT DATA (Continued)

December 31, 2014	Canada	USA	Australia	Consolidated
Current assets	\$ 4,157,215	\$ 80,442	\$ 108,938	\$ 4,346,595
Prepaid royalty	-	424,210	-	424,210
Property and equipment	60,144	-	15,732	75,876
Mineral properties and related deferred costs	-	14,034,598	55,124,840	69,159,438
Total assets	\$ 4,217,359	\$ 14,539,250	\$ 55,249,510	\$ 74,006,119
Current liabilities	\$ 6,940,702	\$ -	\$ 1,045,141	\$ 7,985,843
Deferred tax liability	-	-	558,074	558,074
Total liabilities	\$ 6,940,702	\$ -	\$ 1,603,215	\$ 8,543,917
Year ended December 31, 2014				
Revenues	\$ 111,373	\$ -	\$ 3,550	\$ 114,923
Expenses	\$ (2,535,321)	\$ -	\$ -	\$ (2,535,321)
Write-down of mineral properties and related deferred costs	\$ -	\$ -	\$ (7,957,947)	\$ (7,957,947)
Write-down of available for sale investments	\$ (2,005,308)	\$ -	\$ -	\$ (2,005,308)
Other comprehensive income (loss)	\$ 4,828,138	\$ (1,159,360)	\$ 101,049	\$ 3,769,827

5. DEFERRED TAXES

The following table reconciles the expected income tax recovery at the blended statutory income tax rates of approximately 26.5% (2014 - 26.5%) to the amounts recognized in the statements of operations:

	December 31, 2015	December 31, 2014
Net loss reflected in the consolidated statements of operations	\$ (1,711,615)	\$ (12,201,653)
Expected income tax recovery	(447,615)	(3,233,439)
Permanent differences	2,175,700	189,426
Amounts taxed in foreign jurisdictions, tax rate changes and other adjustments	(1,101,480)	(52,218)
Effects of changes in temporary differences not recognized	(17,280)	-
Increase in unrecognized portion of deferred taxes	3,087,680	789,373
Income tax provision reflected in the consolidated statement of operations	3,697,005	(2,306,858)
Current tax expense	-	18,432
Deferred tax expense (recovery)	3,697,005	(2,325,290)
	\$ 3,697,005	\$ (2,306,858)

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5. DEFERRED TAXES (Continued)

The Company's deferred income tax assets and liabilities as at December 31, 2015 and 2014 are as follows:

	December 31, 2015	December 31, 2014
Deferred Tax Assets		
Non-capital losses-Canada	\$ 2,208,960	\$ 4,761,318
Non-capital losses-Australia	13,118,110	12,245,463
Capital losses	191,880	567,968
Undeducted share issue costs and other	980	217,128
Short term investments	251,100	2,420,023
Total deferred tax assets	15,771,030	20,211,900
Less: allocated against deferred income tax liabilities	(15,327,070)	(13,672,560)
Less: unrecognized portion of deferred taxes	(443,960)	(6,539,340)
	\$ -	\$ -
Deferred Tax Liabilities	December 31, 2015	December 31, 2014
Canadian and U.S. mineral properties	\$ (2,208,960)	\$ (1,427,097)
Australian mineral properties	(17,372,774)	(12,803,537)
Capital assets	-	-
Less: reduction due to allocation of applicable deferred income tax assets	15,327,070	13,672,560
Total deferred tax liabilities	\$ (4,254,664)	\$ (558,074)

The Company's non-capital tax losses expire as follows:

2026	\$ 1,160,710
2028	488,530
2029	5,138,280
2030	991,020
2031	2,456,790
2032	2,400,480
2033	2,008,000
2034	1,872,050
2034	1,908,670
	\$ 18,424,530

In addition, the Company's Australian subsidiaries have non-capital losses of approximately \$43,236,290 that do not expire.

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6. ACCOUNTS RECEIVABLE AND PREPAID EXPENSES

	December 31, 2015	December 31, 2014
Prepaid expenses	\$ 209,971	\$ 174,445
Advances on property acquisition (Note 9)	154,617	-
Recoverable taxes	4,393	35,043
Treasury Metals Ltd. (Note 16)	1,258	-
Other receivables	39,524	22,638
	\$ 409,763	\$ 232,126

7. INVESTMENTS

The Company's investments are carried at fair value and are comprised of the following:

	Number of Shares	December 31, 2015	Number of Shares	December 31, 2014
Treasury Metals Inc. (i)	3,794,600	\$ 1,707,570	4,588,600	\$ 1,537,181
Nation River Resources Ltd. (no quoted value)	149,885	6,681	149,885	6,681
Uranium Equities Limited	383,218	1,936	6,983,218	46,336
Phos Energy Inc.	701,461	23,344	701,461	21,907
Khan Resources Inc. (i)	4,400,000	1,936,000	5,600,000	2,296,000
Anthem Resources Inc.	-	-	350,000	40,250
Virginia Energy Resources Inc. (Formerly known as Santoy Resources Ltd.) (i)	120,000	5,400	120,000	4,800
Total investments		\$ 3,680,931		\$ 3,953,155
Long-term investments (i)		<u>\$(2,000,000)</u>		<u>\$ -</u>
Investments - current portion		<u>\$ 1,680,931</u>		<u>\$ 3,953,155</u>

- (i) The sale or disposition of these investments is subject to certain conditions and restrictions related to the long-term debt; also, there is an obligation to keep the investments with a market value of no less than \$2 million. More details are disclosed in Note 12.

In the year 2014, a permanent impairment was recorded as a result of applying the guidance of IAS 39, Financial Instruments: Recognition and Measurement, as disclosed in the Note 2 Summary of Significant Accounting Policies of these consolidated financial statements. The recognition of the impairment is a non cash and a non taxable event. The write down resulted in a reclassification of \$2,005,308 loss from other comprehensive loss into the consolidated statements of operations. No impairment loss was recorded in the year 2015. The realized gain on AFS investments is \$529,383 (2014 -\$110,848) net of tax.

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8. PROPERTY AND EQUIPMENT

Cost	Computer equipment, furniture and fixtures	Office equipment and software	Field equipment	Motor vehicles	Leasehold improvements	Total
January 1, 2015	\$ 389,375	\$ 54,490	\$1,952,358	\$ 262,543	\$ 117,446	\$ 2,776,212
Disposals	(75,805)	-	-	-	(26,323)	(102,128)
Translation adjustment	3,161	3,001	129,956	(102,328)	(1,438)	32,352
December 31, 2015	\$ 316,731	\$ 57,491	\$2,082,314	\$ 160,215	\$ 89,685	\$ 2,706,436
Accumulated amortization						
January 1, 2015	\$ 323,820	\$ 53,132	\$1,943,395	\$ 262,543	\$ 117,446	\$ 2,700,336
Additions	9,578	622	1,563	-	-	11,763
Disposals	(75,805)	-	-	-	(26,323)	(102,128)
Translation adjustment	6,470	3,253	128,556	(102,328)	(1,438)	34,513
December 31, 2015	\$ 264,063	\$ 57,007	\$2,073,514	\$ 160,215	\$ 89,685	\$ 2,644,484
Net book value December 31, 2015	\$ 52,668	\$ 484	\$ 8,800	\$ -	\$ -	\$ 61,952

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8. PROPERTY AND EQUIPMENT (Continued)

Cost	Computer equipment, furniture and fixtures	Office equipment and software	Field equipment	Motor vehicles	Leasehold improvements	Total
January 1, 2014	\$ 387,406	\$ 54,572	\$1,955,859	\$ 263,014	\$ 117,537	\$ 2,778,388
Additions	864	-	-	-	-	864
Translation adjustment	1,105	(82)	(3,501)	(471)	(91)	(3,040)
December 31, 2014	\$ 389,375	\$ 54,490	\$1,952,358	\$ 262,543	\$ 117,446	\$ 2,776,212
Accumulated amortization						
January 1, 2014	\$ 309,449	\$ 50,452	\$1,941,982	\$ 263,014	\$ 117,537	\$ 2,682,434
Additions	14,733	2,533	4,612	-	-	21,878
Translation adjustment	(362)	147	(3,199)	(471)	(91)	(3,976)
December 31, 2014	\$ 323,820	\$ 53,132	\$1,943,395	\$ 262,543	\$ 117,446	\$ 2,700,336
Net book value December 31, 2014	\$ 65,555	\$ 1,358	\$ 8,963	\$ -	\$ -	\$ 75,876

During the year, \$6,263 (2014 - \$10,263) of the \$15,907 (2014 - \$21,878) amortization charged against property and equipment was capitalized to mineral properties and related deferred costs.

9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS

The accumulated costs with respect to the Company's interest in mineral properties owned, leased or under option, consisted of the following:

	Opening Balance January 1, 2015	Additions net of write- down (i)	Translation Adjustment	Ending Balance December 31, 2015
Westmoreland Project, Queensland, Australia	\$ 54,260,107	\$ 520,581	\$ 3,157,999	\$ 57,938,687
Joint Ventures and other properties, Northern Territory, Australia	864,733	379,506	75,568	1,319,807
Grants District, New Mexico and Lisbon Valley, Utah, USA	9,662,734	136,649	1,851,933	11,651,316
Uranium Resources Inc. USA-Mineral Royalty	4,371,864	61,895	785,447	5,219,206
	\$ 69,159,438	\$ 1,098,631	\$ 5,870,947	\$ 76,129,016
La Sal mineral property-classified as non- current assets held for sale				(3,336,908)
				\$ 72,792,108

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9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

	Opening Balance January 1, 2014	Additions net of write- down and recoveries (ii) (iii)	Translation Adjustment	Ending Balance December 31, 2014
Westmoreland Project, Queensland, Australia	\$ 54,085,281	\$ 239,175	\$ (64,349)	\$ 54,260,107
Joint Ventures and other properties, Northern Territory, Australia	8,498,853	(7,157,767)	(476,353)	864,733
Grants District, New Mexico and Lisbon Valley, Utah, USA	8,650,519	226,394	785,821	9,662,734
Uranium Resources Inc. USA-Mineral Royalty	4,033,340	-	338,524	4,371,864
	\$ 75,267,993	\$ (6,692,198)	\$ 583,643	\$ 69,159,438

(i) In the year ended December 31, 2015, the Company recorded a write-down of a non-core tenement in the Westmoreland project and, as a result, there is a \$484,732 charge in the consolidated statements of operations.

(ii) In the year ended December 31, 2014, the Company recorded a write-down of the Joint Ventures and other properties in the Northern Territory, Australia. As a result there was a \$7,957,947 charge in the consolidated statements of operations and \$436,191 charge in the consolidated statements of comprehensive income for the currency translation adjustment related to the written-down properties.

(iii) In the year ended December 31, 2014, a research and development ("R&D") claim recovery of \$553,002, net of recovery costs, was credited to the Westmoreland Project.

(1) Westmoreland Project, Queensland, Australia

In 2005, the Company acquired the Westmoreland Project by way of a purchase of all the shares of Tackle Resources Pty Ltd., a private Australian company, in return for 3 million shares of Laramide. A further 1.5 million shares of Laramide may be issued in the future to the previous shareholders of Tackle Resources Pty Ltd., based on successful delineation of copper and gold resources on the property.

During 2006, the Company entered into a data license agreement ("DLA") with Rio Tinto Exploration Pty Ltd, a wholly owned subsidiary of Rio Tinto Ltd ("Rio Tinto"), to license Rio Tinto's extensive historical database for the Westmoreland uranium project located in Queensland, Australia. The database is a compilation of much of the previous exploration work which was completed by various parties on Westmoreland from its initial discovery in 1956 until the year 1999. The database, which is available in both digital and hard copy formats, includes approximately 2,100 drill holes as well as geophysical and metallurgical data.

The Company paid Rio Tinto a license fee consisting of AUD\$200,000 (CAD\$170,860), 333,608 common shares of Laramide issued on March 16, 2006 valued at \$1,751,442, and a further 197,241 common shares on April 6, 2006, valued at \$1,309,680. On successfully attaining a mining permit for Westmoreland, the Company must make a further AUD\$500,000 (CAD\$469,750) cash payment (inflation indexed) to Rio Tinto.

In addition, the Company has granted to Rio Tinto a 1% Net Smelter Royalty on any production from Westmoreland, with cumulative payments capped at AUD\$10 million (CAD\$9,395,000; but also inflation indexed). In December 2008, Rio Tinto announced that they had sold this royalty to International Royalty Corporation ("IRC"), and in February 2010, IRC was acquired by Royal Gold Inc.

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9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

In October 2006, the Company completed an independent National Instrument 43-101 technical report on the Westmoreland project.

In April 2007, the Company completed a scoping study for Westmoreland. Other activities in the year included the preparation for a feasibility study program, construction of an exploration camp at the site, completion of drill clearance procedures with the aboriginal traditional owners, and commencement of a drill program in December 2007.

Activities in 2014 and previous years were focused on further drilling to improve the definition of the resource and to identify potential resource extensions. An updated resource estimate was completed in April 2009 and further work includes an ongoing metallurgical testing program and work on environmental baseline surveys.

Permitting is dealt with at the individual State government level. In Queensland, the party in power up to March 24, 2012 was the Australian Labor Party ("ALP") which had traditionally been opposed to new uranium mine development. On March 24, 2012, the Queensland State election was held and following five consecutive terms in office, the ALP was defeated as the Liberal National Party ("LNP") and their leader won 78 of 89 seats in the state parliament.

The Queensland ban on uranium mining was officially lifted in October 2012 by Premier Campbell Newman. On October 22, 2012, the State Government of Queensland announced the implementation of a committee to oversee the recommencement of uranium mining in Queensland.

In March 2013, the six-person independent committee issued their report which found Queensland's existing system for regulating mining and radiation safety appropriate for uranium mining and concluded a new legislative framework was not necessary. The committee also concluded that a comprehensive regulatory system for the uranium industry is also in place at a federal government level. Assessments of possible uranium mines will be a joint decision between the Commonwealth and the Queensland governments, although the committee did recommend a coordinated approvals process. The committee presented the report including 40 recommendations to Cabinet which has responded with an action plan detailing an implementation strategy and outlining the policy framework. At the centre of the committee's recommendations are new institutional arrangements to improve coordination of assessment and approvals for uranium mines, including improved engagement with stakeholders and an Indigenous Training and Development Trust be established with the royalties of uranium mining. The report does recommend specific mine safety and health guidance documentation be developed to ensure best standards are maintained at all stages from exploration to mining and processing. Mining royalties would be set at 5 per cent, with a view to increase this over time, but the rate would be reduced to 2.5 per cent as an incentive for investment in the first five years.

In the year 2014, a research and development ("R&D") claim recovery of \$553,002, net of recovery costs, was credited to the Westmoreland Project. There were no R&D recoveries in the year 2015.

On January 31, 2015, a Queensland State election was held and the ALP was returned to power. In March, certain Party representatives indicated that the ban may be reintroduced but no formal action has yet been taken.

During the year ended December 31, 2015, the key tenements were renewed for a period of 5 years; the Company also relinquished a non-core tenement, its capitalised expenditures of \$484,732 were written-off and charged to the statement of operations.

(2) Joint Ventures and other properties, Northern Territory, Australia

Laramide has entered into three separate joint venture and farm in agreements in Australia, which are presently accounted for as joint operations:

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9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

Rum Jungle Resources Limited (formerly Central Australia Phosphate (formerly Nupower)) - Lagoon Creek Joint Venture

On May 18, 2005, Laramide entered into a letter of intent with Central Australia Phosphate ("CAP"), (formerly Nupower Resources Ltd.), pursuant to which the Company can farm in to CAP's granted exploration license EL23573, Lagoon Creek, in the Northern Territory, approximately 380 kilometres NNW of Mt Isa.

In 2013, Laramide earned 50% equity in the tenement with the expenditure of AUD\$3 million (CAD \$2,848,800) over a four year period on exploration and development.

Activities in 2013 and previous years, starting in 2008, were focused on searching for uranium occurrences through drilling and other exploration techniques. Limited exploration work was done on the property in 2014. The Company has no intention to make more expenditures and do further work on this property in the short and mid-term and recorded a write-down of \$4,646,372 on this property in the consolidated statements of operations and consolidated statements of comprehensive income. After such write-down, there is no book value for this property at December 31, 2014 and 2015 and any subsequent expenditure regarding this property is charged to the consolidated statements of operations.

Gulf Mines Joint Venture

Immediately north of the Lagoon Creek Joint Venture tenement Laramide has an agreement with Australian explorer Gulf Mines Ltd. (through its subsidiary Hartz Range Mines). Under the agreement, Laramide has an option to earn 90% of any resource pegged on the area covered by the agreement. Laramide's interest encompasses all minerals with the exception of diamonds. To earn 90% Laramide has to complete a bankable feasibility study on a prospect within the area and following this obtain a mine permit. The first year expenditure commitment with Gulf Mines was AUD\$300,000 (CAD\$275,610) (spent). The area is also adjacent to Westmoreland and has numerous small uranium – gold occurrences despite the lack of significant previous systematic exploration.

On October 8, 2014, Laramide announced it has entered into a Sale Purchase Agreement ("SPA") to acquire 100% of the Gulf JV tenement EL 29898 from Gulf Copper Pty Ltd. ("Gulf"). Under the terms of the SPA Laramide must pay to Gulf AUD\$125,000 broken into three payments: AUD\$25,000 (paid) immediately; a further AUD\$25,000 subject to satisfactory completion of certain conditions (paid in March 2015); and the balance of AUD\$75,000 on transfer of the tenement title which is in progress. The SPA is conditional on receiving all necessary government and regulatory approval to complete the transaction.

The Company has no intention to make more expenditures or do further work on this property in the short or mid-term and recorded a write-down of \$3,747,766 on this property in the consolidated statements of operations and consolidated statements of comprehensive income in the year 2014. After such write-down, the book value of this property is \$133,202 at December 31, 2015 (December 31, 2014 - \$125,000).

Murphy Farm-In and Joint Venture, Northern Territory, Australia

In May 2011, the Company announced the signing of a Binding Farm-In and Joint Venture Term Sheet with Rio Tinto Exploration Pty Limited (RTX) pursuant to which the Company can joint venture two strategically located uranium tenements in the Northern Territory ("Project") comprising tenement applications, ELA 9319 (579 km²) and ELA 9414 (387 km²), that are situated geologically within the Murphy Uranium Province and are along strike from Laramide's flagship Westmoreland Project in northwest Queensland.

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9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

Under the terms of the agreement, Laramide can earn 51% in the Project with the expenditure of AUD\$10 million over a 4-year period on exploration and development. The first AUD\$1 million of this earn-in is a firm commitment by Laramide that was required to be satisfied by November 2013.

In February 2014, the Company received a 12-month extension from Rio Tinto Exploration Pty Limited (RTX) to complete certain work programs and satisfy minimum expenditure obligations related to the earn-in periods on the Rio Tinto Murphy Farm-In and Joint Venture Term Sheet tenements in the Northern Territory of Australia. RTX Murphy tenements are along strike from Laramide's flagship Westmoreland Project in northwest Queensland, and are situated geologically within the Murphy Uranium Province in the Northern Territory, Australia.

On October 6, 2014 Laramide announced that it had commenced the planned airborne geophysical survey. The survey was to consist of 16,281 line km flown over the Rio Tinto Murphy tenements. This survey was completed in November 2014.

The expenditure commitments under the extension agreement were not completed and in December 2015 the Company finalized a further extension with RTX for a consideration of AUD\$100,000.

(3) Grants District, New Mexico and Lisbon Valley, Utah, USA

In 2005, the Company entered into an agreement with Homestake Mining Company of California and La Jara Mesa Mining Company (collectively "Homestake"), both being wholly owned subsidiaries of Barrick Gold Corporation, to acquire Homestake's uranium portfolio in the western United States.

Terms of the transaction require Laramide to pay Homestake a total of USD\$3,750,000 (CAD \$3,941,250) in cash. USD\$1,500,000 (CAD\$1,576,500) has been paid which includes the USD\$500,000 paid in September 2010 upon exercise of the option to purchase the La Sal property. The remaining balance of USD\$2,250,000 (CAD\$2,364,750) is represented by milestone payments tied to the permitting of the projects and commencement of commercial production. In addition Laramide committed to expend and has paid USD\$1,500,000 (CAD\$1,827,000) by November 2007 on the properties and to pay a royalty of USD\$0.25 (CAD\$0.30) per pound of uranium ("U3O8") on any production in excess of eight million pounds from the La Jara Mesa property.

In 2006, the Company completed an independent National Instrument 43-101 technical report on the La Jara Mesa property.

In April 2012 the Company made a proposal to each of the current royalty holders ("Royalty holders"), who are the owners of a proportionate interest in the proceeds on the production from the La Sal property ("units"), offering to either sell back the royalty stream or receive advance royalty payments. In the event the Royalty holders elected to sell back the royalty stream, the Royalty holders may choose to sell the royalty for either USD\$15 per unit payable on June 24, 2012 or USD\$30 per unit payable 121 days after issuance and receipt of all necessary permits required to bring the mine into production. In the event the Royalty holders elected to receive advance royalty payments, the Royalty holders may choose to receive an advanced royalty of US\$8 per unit payable on June 24, 2012, or USD\$12 per unit payable 121 days after issuance and receipt of all necessary permits to bring the mine into production, or USD\$15 per unit on the date 8,500 tons of saleable ore is produced over any 30 day period or when 50,000 tons of saleable ore has been produced from the La Sal property.

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9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

From elections made by and received from the Royalty holders, the Company paid USD\$365,667 to Royalty holders electing the USD\$8 per unit advanced royalty payment option, and recorded the payment as a prepaid royalty on the consolidated balance sheet. In addition, the Company was obligated to pay USD\$154,500 to Royalty holders who elected for the USD\$15 per unit purchase and sale option and recorded the payment as an addition to mineral properties and related deferred costs. Based on the alternate elections made by the Royalty holders, the Company is contingently liable for potential payments of USD\$1,566,420 and USD\$685,625, based on production thresholds and permitting.

(4) Uranium Resources Inc. USA-Mineral Royalty (UNC)

On December 20, 2006, the Company acquired a portfolio of uranium royalties in the Grant's Mineral District of New Mexico, USA from United Nuclear Corporation ("United Nuclear"), a wholly owned indirect subsidiary of General Electric Company (GE) since 1997. The royalty portfolio covers three separate parcels of mineral leases (Section 8, Section 17, and Mancos) in the Churchrock area of McKinley County which is located 20 miles northeast of Gallup, New Mexico. The properties are presently owned by a subsidiary of Uranium Resources Inc ("URI"), a US publicly traded uranium producer, who acquired them from United Nuclear in a series of transactions between 1986 and 1991.

The royalty assets being acquired are sliding scale gross revenue royalties with minimum levels of 5% and maximum levels of 25% depending on the spot price of uranium. Stated reserves on the property are not compliant with Canadian National Instrument 43-101 reporting standards but historic resources being utilized as the basis for the feasibility study are 18.6 million pounds on all of the parcels with 6.5 million of that on Section 8 which is anticipated to be developed using the in-situ recovery ("ISR") production method.

Terms of the acquisition were USD\$9.25 million (CAD\$11.3 million) in cash, structured as follows :

- USD\$3.5 million (CAD\$4,071,900) at closing (paid);
- USD\$3 million (CAD\$3,153,000) on issuance of the final regulatory permit required to allow production to commence on Section 8 (permits not yet issued);
- USD\$1.25 million (CAD\$1,313,750) on issuance of the final regulatory permit required to allow production to commence on Section 17; and
- USD\$1.5 million (CAD\$1,576,500) on issuance of the final regulatory permit required to allow production to commence on Mancos (also known as Sections 7,12, and 13)

On August 9, 2012, the Company completed a transaction with Anglo Pacific Group PLC ("Anglo Pacific") in connection with the Company's variable rate gross revenue royalty on the development stage ISR uranium properties owned by URI. In return for a loan facility of CAD\$5 million due in December 2015, Laramide granted Anglo Pacific a basic option exercisable until December 31, 2015 to acquire a 5% gross revenue royalty for an exercise price of USD\$15 million and an increased rate option at an exercise price, on a pro rata basis, equivalent to USD\$3 million for each one per cent up to an additional five per cent (5%) . In connection with the transaction, Laramide has also issued 650,000 warrants, each warrant entitling Anglo Pacific to acquire one Laramide common share at an exercise price of \$1.35 per share on or before December 31, 2015 which expired unexercised (Note 14). More details about the loan facility with Anglo Pacific are included in the Note 12.

In November 2015, the Company announced it has entered into a binding Letter of Intent ("LOI") with Uranium Resources Inc. ("URI") pursuant to which the Company will acquire 100% of an advanced stage portfolio of ISR projects in New Mexico (the "Proposed Transaction"). The properties are principally comprised of the Churchrock and Crownpoint projects, in addition to nearby assets.

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9. MINERAL PROPERTIES AND RELATED DEFERRED COSTS (Continued)

These projects have been previously burdened by significant net smelter royalties, specifically the sliding scale royalty, held by Laramide of up to 25% of gross revenue covering certain areas of the properties (Note 8 (4)). This burden will be removed by the pending acquisition of the projects by Laramide (Note 12).

The consideration for acquiring the properties is USD\$5.25 million in cash and a three-year Note of USD\$7.25 million secured by a deed of trust or mortgage over the Churchrock and Crownpoint properties. The Note shall bear annual interest of five percent until the Company makes a commercial production decision on Churchrock, and ten thereafter. Principal payments of USD\$2.42 million are due and payable on the anniversary of the closing of the Proposed Transaction in each of 2017, 2018 and 2019. Interest will be payable on a quarterly basis; provided, however, that no interest will be payable prior to the first principal payment in 2017. The first principal payment and interest due on the first anniversary (in 2017) in their entirety only, can be paid in common shares, at URI's option.

Consideration also includes an option for URI to acquire the Company's La Sal project in Utah for USD\$4M, which would reduce the amount owed of the Note. The targeted closing date of the Proposed Transaction is in the second quarter of 2016. At December 31, 2015, the Company has made some disbursements and accruals for \$154,617 regarding this transaction, such amount is presented in the accounts receivable and prepaid expenses account, see Note 6. As a result of the option granted to URI to acquire the La Sal project, the Company has effectively committed to a plan to sell the La Sal mineral properties and related deferred costs. The La Sal mineral properties and related deferred costs amounting to \$3,336,908 have been classified as mineral property held for sale in the consolidated balance sheet on December 31, 2015.

10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	December 31, 2015	December 31, 2014
Trade accounts payable	\$ 1,832,177	\$ 1,838,394
Accrued liabilities	894,453	684,467
Short-term debt to officer (Note 16)	-	370,000
Payroll deductions payable	151,368	1,613
Treasury Metals Ltd. (Note 16)	-	4,112
	\$ 2,877,998	\$ 2,898,586

11. CONVERTIBLE SECURITY

On July 12, 2013, the Company entered into a Securities Purchase Agreement to raise \$300,000 with the Canadian Special Opportunity Fund, L.P. ("CSOF"), a fund managed by The Lind Partners, a New York-based asset management firm. The investment by CSOF consisted of a \$300,000 convertible, unsecured and subordinated security issued by the Company that may be converted into 600,000 common shares at a price of \$0.50 each. The convertible security had a term of 18 months, was due on January 12, 2015, with a 0% interest rate and could be converted into common shares any time. In addition, the Company issued 200,000 warrants exercisable for 36 months. Each warrant entitles CSOF to purchase one common share at \$0.817 per share until July 12, 2016. CSOF had the option to elect a cash repayment of convertible security, in whole or in part, any time after January 12, 2014.

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11. CONVERTIBLE SECURITY (Continued)

In accordance with IFRS, the convertible security has been bifurcated into a liability and an equity components using residual method. The equity component represents the value of the conversion feature and is the difference between the estimated fair value of the liability component and the proceeds received of \$300,000. Management has estimated the value of the liability component of the convertible security using an effective interest rate of 10%. The directly attributable transaction costs were allocated to the liability and equity components proportionately. The convertible security, net of equity component and transaction costs, is accreted such that the carrying amount of convertible debenture will equal the \$300,000 principal balance at maturity. The balance of the convertible security was fully repaid during the first quarter of 2015.

The rate of 10% used in determining the appropriate value of the liability component of the convertible security and to appropriately apply the effective interest rate method to the convertible security is based on significant management estimation.

	Proceeds	Liability Component	Equity Component
Convertible security upon issuance	\$ 300,000	\$ 258,689	\$ 41,311
Issue costs - cash	(30,000)	(25,869)	(4,131)
Other transaction costs - non cash	-	(27,314)	(4,362)
Deferred tax	-	-	(8,533)
Net balance upon issuance	\$ 270,000	\$ 205,506	\$ 24,285

	December 31, 2015	December 31, 2014
Balance of liability component of convertible security at		
Beginning balance	\$ 172,609	\$ 231,268
Transaction costs adjustment	-	(44,538)
Accretion on convertible security	1,346	29,003
Amortized transaction costs	1,045	59,310
Conversion into common shares	-	(102,614)
Repayment of liability balance	(175,000)	-
Balance at December 31, 2015	\$ -	\$ 172,609

In March 2014, the Company issued 250,000 common shares to CSOF as a conversion of a portion of the unsecured and subordinated security.

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12. LONG-TERM DEBT

On August 9, 2012, the Company signed an agreement with Anglo Pacific Group PLC by which the Company received a loan facility of CAD\$5 million, due on December 31, 2015 and bearing interest at a rate of 7% (8.805% effective interest rate) per annum payable quarterly in arrears. The facility was secured by a pledge of the shares of Laramide Resources (USA) Inc. ("Laramide USA"), a wholly owned subsidiary of the Company, a mortgage on all right, title and interest in the royalty interest in URI owned directly by Laramide USA, and an assignment and postponement of inter-corporate obligations from Laramide USA to Laramide Resources Ltd. Upon 3 month notice to the lender, the Company may prepay the loan, in whole or in part without payment of any premium or penalty. Also, the Company agreed to deposit, into an escrow account, under an escrow agreement acceptable to the lender, 25% of all proceeds from assets sales, and equity or debt financings completed after the date of the agreement and on or prior the option exercise date. More information on the agreement is included in the (Note 9) (4).

On December 31, 2015, the Company arranged with Extract Advisors LLC ("Extract") a USD\$3.7 million term loan which was used to repay the loan facility with Anglo Pacific PLC on maturity.

Conditions of the term loan are as follows:

- USD\$3.7 million secured for a 14-month period;
- Interest rate of 12-month LIBOR or 2%, the greater, plus 7.5% per annum paid monthly;
- Repayment at any time without penalty;
- Arrangement fees of 4% of the facility amount;
- The issuance of 2.5 million common shares of Laramide subject to a 4-month hold period; and
- The issuance of 1.25 million warrants of Laramide issued at an exercise price of USD\$0.1911 and a second series of 1.25 million warrants of Laramide issued at an exercise price of USD\$0.3871. Both series of warrants expire on December 31, 2018. Laramide can accelerate to exercise the first series of warrants if the common shares trade at or above \$1.00 for ten consecutive days.
- The obligation to maintain investments with a market value of no less than \$2 million in its securities account maintained with Bank of Montreal ("Equity Account"). Any sale or disposition of the securities must have the prior written consent of Extract. In the event the market value of the Equity Account falls below \$2 million for ten consecutive business days, the Company shall deposit additional cash or securities in this Equity Account to rectify the deficiency within five business days.
- The payment to Extract of fifty percent of the cash proceeds of the investment sales, if the aggregate balance in the Equity Account is between \$2 million and \$3.9 million at the time of the sale. Such requirement is not applicable if the aggregate balance in the Equity Account is greater than \$3.9 million at the time of the sale.

The issue of the warrants and common shares are subject to all necessary regulatory approvals, including approval of the TSX.

The term loan also provides Extract a production fee of USD\$0.50 per pound of U_3O_8 produced from any of the projects owned by Laramide. The production fee may be repurchased at any time by Laramide for a lump sum payment equal to:

- \$0.3 million if the term loan is repaid in full on or before 6 months from the Closing Date;
- \$0.5 million if the term loan is repaid after 6 months on or before 14 months from the Closing Date

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12. LONG-TERM DEBT (Continued)

- \$2 million after the repayment of the term loan.

The royalties which were previously optioned on August 9, 2012 to Anglo Pacific Group PLC expired when its loan was repaid in full on December 31, 2015.

The details of the loans is as follows:

	December 31, 2015
Long term debt - Extract Advisors LLC	
Loan facility - USD\$3.7 million	\$ 5,120,800
Unamortized transaction costs	(1,652,789)
	\$ 3,468,011
	December 31, 2014
Debt Anglo Pacific Group PLC (Fully repaid on December 31, 2015)	
Loan facility	\$ 5,000,000
Unamortized transaction costs	(85,352)
	\$ 4,914,648

13. CAPITAL STOCK

a) AUTHORIZED

Unlimited common shares
2,231,622 preferred shares

b) ISSUED

COMMON SHARES	Number of Shares	Stated Value
Balance, December 31, 2013	78,321,958	\$ 122,581,423
Cost of issue - adjustment	-	127,405
Exercise of warrants	300,000	180,000
Fair value of exercised warrants	-	17,100
Issuance of warrants	-	(62,176)
Issued with respect to properties allocation	151,500	110,595
Conversion of unsecured and subordinated security	250,000	112,733
Balance, December 31, 2014	79,023,458	\$ 123,067,080
Shares issued for cash on private placements	12,134,282	3,605,000
Cost of issue	-	(157,088)
Issuance of warrants (Note 14(iii) & (iv))	-	(614,184)
Issuance of broker warrants (Note 14(iii) & (iv))	-	(21,436)
Shares issued with respect to term loan	2,500,000	725,000
Exercise of options	100,000	30,000
Fair value of exercised options	-	9,826
Balance, December 31, 2015	93,757,740	\$ 126,644,198

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13. CAPITAL STOCK (Continued)

On December 24, 2015, the Company completed a non-brokered private placement (the "Offering") for aggregate gross proceeds of \$1.605 million consisting of the issuance of 6,420,000 units at \$0.25 per unit; each unit consisting of one common share of the Company and one half a common share purchase warrant exercisable within twenty-four months of the closing at an exercise price of \$0.50. The Company paid a cash finder's fee of 6% on certain orders with respect to services provided in connection with the Offering.

In connection with the term loan arranged with Extract, see (Note 12), the Company issued 2.5 million shares which are subject to a 4-month hold period. The \$725,000 fair market value of these shares at the date of issuance is recorded in the unamortized transaction costs which will be amortized and charged to the statement of operations over the term of the loan.

On March 13, 2015, the Company completed a non-brokered private placement (the "Offering") for aggregate gross proceeds of \$2 million consisting of the issuance of 5,714,282 units at \$0.35 per unit; each unit consisting of one common share of the Company and one half a common share purchase warrant exercisable within thirty six months of the closing at an exercise price of \$0.45. The securities issued in connection with the units are subject to a four-month hold period. The Company paid a cash commission of 6% and issued 74,569 finder warrants (the "Broker Warrants") on certain orders with respect to services provided in connection with the Offering. Each Broker Warrant entitles the holder to purchase one common share at a price of \$0.36 for a period of 36 months from closing.

On December 23, 2013 the Company closed a non-brokered private placement (the "Offering"). It consisted of 5,000,000 units (the "Units") of the Company at a price of \$0.40 per Unit for aggregate gross proceeds of \$2.0 million. Each Unit consisted of one common share in the capital of the Company and one-half of one non-transferable share purchase warrant (each whole warrant a "Series A Warrant"), with each Series A Warrant to entitle the holder to purchase one additional common share at a price of \$0.60 for a period of 18 months from the date of closing of the Offering. In the event the closing price of the Company's shares is \$0.80 or greater for a period of 20 consecutive trading days, the Company may give notice of an earlier expiry of the Series A Warrants, in which case they would expire 30 calendar days from the giving of such notice. In the event a subscriber exercises any Series A Warrants during the term thereof, the Company will issue to that subscriber that number of Series B Warrants equal to the number of Series A Warrants exercised, with each Series B Warrant to entitle the holder to purchase one additional common share at a price of \$0.80 for a period of 3 years from the date of closing of the Offering. The Company applied and has received approval from the Toronto Stock Exchange to extend the expiry date of the Series A Warrants and Series B Warrants for a twelve-month period to June 19, 2016 and December 23, 2017, respectively, as detailed in Note 14 (ii).

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14. WARRANTS

The following tables reflect the continuity of warrants for the years ended December 31, 2015 and 2014:

Expiry Date	Exercise Price	January 1, 2015 Balance	Issued	Exercised	Expired	December 31, 2015 Balance
December 31, 2015	\$ 1.35	650,000	-	-	(650,000)	-
July 12, 2016 (i)	\$ 0.82	200,000	-	-	-	200,000
June 19, 2016 (ii)	\$ 0.60	2,200,000	-	-	(553,750)	1,646,250
December 23, 2017 (ii)	\$ 0.80	300,000	-	-	-	300,000
March 13, 2018 (iii)	\$ 0.45	-	2,857,140	-	-	2,857,140
March 13, 2018 (iii)	\$ 0.36	-	74,569	-	-	74,569
December 24, 2017 (iv)	\$ 0.50	-	3,210,000	-	-	3,210,000
December 31, 2018 (v)	USD\$0.19	-	1,250,000	-	-	1,250,000
December 31, 2018 (v)	USD\$0.39	-	1,250,000	-	-	1,250,000
December 31, 2018 (iv)	\$ 0.30	-	124,800	-	-	124,800
		3,350,000	8,766,509	-	(1,203,750)	10,912,759

Expiry Date	Exercise Price	January 1, 2014 Balance	Issued	Exercised	Expired	December 31, 2014 Balance
January 6, 2014	\$ 1.00	375,000	-	-	(375,000)	-
December 31, 2015	\$ 1.35	650,000	-	-	-	650,000
July 12, 2016	\$ 0.82	200,000	-	-	-	200,000
June 23, 2015	\$ 0.60	2,500,000	-	(300,000)	-	2,200,000
December 23, 2016	\$ 0.80	-	300,000	-	-	300,000
		3,725,000	300,000	(300,000)	(375,000)	3,350,000

- (i) In connection with the securities purchase agreement signed with CSOF (see Note 11), the Company has issued 200,000 warrants, entitling Lind to acquire one Laramide common share per warrant at an exercise price of \$0.817 per share on or before July 12, 2016. The fair value of \$31,676 assigned to the warrants was estimated using the Black Scholes option pricing model with the following assumptions: share price \$0.57, dividend yield 0%, expected volatility based on historical volatility 69.86%, a risk free interest rate of 1.13% and an expected maturity of 2 years.
- (ii) In connection with the December 23, 2013 private placement, disclosed in the Note 13, the Company issued 2,500,000 Series A warrants at an exercise price of \$0.60. The fair value of \$143,490 assigned to the warrants was estimated using the Black Scholes option pricing model with the following assumptions: share price \$0.35, dividend yield 0%, expected volatility based on historical volatility 67.47%, a risk free interest rate of 1.13% and an expected maturity of 1.5 years. In 2014 300,000 Series B warrants at an exercise price of \$0.80 were issued as per the conditions explained in Note 13. The fair value of \$62,176 was determined using the Black Scholes option pricing model with the following assumptions: share price \$0.60, dividend yield 0%, expected volatility based on historical volatility 73.84%, a risk free interest rate of 1.13% and an expected maturity of 2 years and 3 months.

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14. WARRANTS (Continued)

On June 16, 2015, the Company received approval from the Toronto Stock Exchange to extend the expiry date of the Series A Warrants and Series B Warrants for a twelve-month period to June 19, 2016 and December 23, 2017, respectively. There will be no other changes to these warrants. To the extent that any Series A Warrants and Series B Warrants were held by insiders of the Company, such warrants were excluded from the extension and expired on their original expiry date. Accordingly, 1,946,250 Series A and B warrants were extended and 553,750 series A warrants expired at June 19, 2015.

As a result of the expiry date extensions, the fair value of the outstanding series A warrants was adjusted to \$23,568 using the Black Scholes option pricing model with the following assumptions: share price \$0.24, dividend yield 0%, expected volatility based on historical volatility 74.15%, a risk free interest rate of 1.05% and an expected maturity of 1 year. Also, the fair value of the 300,000 Series B warrants was adjusted to \$11,272 using the Black Scholes option pricing model with the following assumptions: share price \$0.24, dividend yield 0%, expected volatility based on historical volatility 74.15%, a risk free interest rate of 1.05% and an expected maturity of 2 years and 6 months. A net adjustment of \$139,043 for reduction in the value of the warrants was recorded in the consolidated statement of changes in shareholders equity in the year ended December 31, 2015.

- (iii) In connection with the March 13, 2015 private placement, disclosed in the Note 13, the Company issued 2,857,140 warrants entitling the holders to acquire one Laramide common share per warrant at an exercise price of \$0.45 per share on or before March 13, 2018. The fair value of \$421,842 assigned to the warrants was estimated using the Black Scholes option pricing model with the following assumptions: share price \$0.36, dividend yield 0%, expected volatility based on historical volatility 71.04%, a risk free interest rate of 1.05% and an expected maturity of 3 years. In addition, 74,569 broker warrants were issued entitling the holders to acquire one Laramide common share per warrant at an exercise price of \$0.36 per share on or before March 13, 2018. The fair value of \$12,618 was determined using the Black Scholes option pricing model with the following assumptions: share price \$0.36, dividend yield 0%, expected volatility based on historical volatility 71.04%, a risk free interest rate of 1.05% and an expected maturity of 3 years.
- (iv) In connection with the December 24, 2015 private placement, disclosed in Note 13, the Company issued 3,210,000 warrants entitling the holders to acquire one Laramide common share per warrant at an exercise price of \$0.50 per share on or before December 24, 2017. The fair value of \$192,342 assigned to the warrants was estimated using the Black Scholes option pricing model with the following assumptions: share price \$0.25, dividend yield 0%, expected volatility based on historical volatility 78.61%, a risk free interest rate of 1.03% and an expected maturity of 2 years. In addition, 124,800 broker warrants were issued entitling the holders to acquire one Laramide common share per warrant at an exercise price of \$0.30 per share on or before December 24, 2016. The fair value of \$8,818 was determined using the Black Scholes option pricing model with the following assumptions: share price \$0.25, dividend yield 0%, expected volatility based on historical volatility 87.45%, a risk free interest rate of 1.03% and an expected maturity of 1 year.
- (v) In connection with the term loan arranged with Extract (see Note 12), on December 31, 2015, the Company issued a first series of 1.25 million warrants at an exercise price of USD\$0.1911 and a second series of 1.25 million warrants at an exercise price of USD\$0.3871. Both series of warrants expire on December 31, 2018. Laramide can accelerate to exercise the first series of warrants if the common shares trade at or above \$1.00 for ten consecutive days. The fair value of \$376,997 assigned to the 2.5 million warrants was estimated using the Black Scholes option pricing model with the following assumptions: share price \$0.29, dividend yield 0%, expected volatility based on historical volatility 78.61%, a risk free interest rate of 1.03% and an expected maturity of 3 years.

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15. STOCK OPTIONS

The Company has a stock option plan (the "Plan") in place under which it is authorized to grant options to acquire shares of the Company to directors, officers, consultants and other key employees of the Company. The number of common shares subject to options granted under the Plan is limited to 10% in the aggregate, and 5% with respect to any one optionee, of the number of issued and outstanding common shares of the Company at the date of the grant of the option. The exercise price of any option granted under the Plan may not be less than the fair market value of the common shares at the time the option is granted, less any permitted discount. Options issued under the Plan may be exercised during a period determined by the board of directors which cannot exceed five years. The plan does not require any vesting period and the board of directors may specify a vesting period on a grant by grant basis.

A summary of the status of the Company's stock option plan is as follows:

	Number of Stock Options 2015	Number of Stock Options 2014	Weighted Average Exercise Price-2015	Weighted Average Exercise Price-2014
Balance, beginning of the year	2,520,000	2,025,000	\$ 0.75	\$ 1.20
Options granted	3,590,000	2,520,000	\$ 0.30	\$ 0.75
Options exercised	(100,000)	-	\$ 0.30	\$ -
Options expired	-	(2,025,000)	\$ -	\$ 1.20
Balance at end of year	6,010,000	2,520,000	\$ 0.49	\$ 0.75

As at December 31, 2015, the issued and outstanding options to acquire common shares of the Company are as follows:

	Number of Options	Exercise Price	Expiry Date
	2,520,000	\$ 0.75	February 28, 2016
	3,490,000	\$ 0.30	September 18, 2018
	6,010,000	\$ 0.49	

At December 31, 2015, 2,520,000 options are fully exercisable (December 31, 2014 - 1,260,000). The weighted average market value of the shares when the options were exercised in 2015 was \$0.30 (2014 - nil).

On September 18, 2015, the Company granted a total of 3,590,000 options to officers, directors, employees and consultants to buy common shares at an exercise price of \$0.30 each. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price \$0.23, dividend yield 0%, expected volatility based on historical volatility 75.60%, a risk free interest rate of 1.05%, and an expected maturity of 3 years. These options vested at a rate of 50% every six months after the date of grant and expire on September 18, 2018. As a result, the fair value of the options estimated at \$352,765 will be recognized over the periods the underlying options vest.

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15. STOCK OPTIONS (Continued)

On February 28, 2014 the Company granted a total of 2,520,000 options to officers, directors, employees and consultants to buy common shares at an exercise price of \$0.75 each. The fair value assigned was estimated using the Black-Scholes option pricing model with the following assumptions: share price \$0.81, dividend yield 0%, expected volatility based on historical volatility 73.88%, a risk free interest rate of 1.13%, and an expected maturity of 2 years. These options vested at a rate of 50% every six months after the date of grant and expire on February 28, 2016. As a result, the fair value of the options estimated at \$874,992 will be recognized over the periods the underlying options vest.

During the year, \$69,820 (2014 - \$337,796) of stock based compensation was capitalized to mineral properties and \$152,503 (2014 - \$466,478) was expensed to operations. The offsetting charge pertaining to the recognition of the fair value of options vesting during the period of \$222,323 (2014 - \$804,274) was allocated to contributed surplus.

16. RELATED PARTY TRANSACTIONS

During the year, \$21,676 (2014 - \$83,871) was charged by a firm, in which an officer of the Company is a partner, for legal services and filing fees. Included in accounts payable and accrued liabilities at December 31, 2015 there is \$39,197 (December 31, 2014 - \$94,704) of payable to the firm.

During the year, the Company charged \$206,234 to Treasury Metals Inc., a company having a director and an officer in common with Laramide (2014 - \$165,661) for office space rent and other shared expenditures paid by the Company on behalf of Treasury Metals Inc. During the year, Treasury Metals made payments of \$68,377 (2014 - \$30,200) on behalf of the Company. At December 31, 2015, there is \$1,258 of net accounts receivable (December 31, 2014 - net account payable \$4,112) from/to Treasury Metals Inc.

Accounts payable and accrued liabilities at December 31, 2014 included a zero interest short-term loan of \$370,000 payable on demand to a non-independent director which was repaid in the year 2015. At December 31, 2015 there is \$232,899 of compensation payable to a non-independent director and Chief Executive Officer of the Company (December 31, 2014 - \$192,830), and \$102,000 of unpaid directors' fees (December 31, 2014 - \$162,000).

17. KEY MANAGEMENT COMPENSATION

Key management includes Chief Executive Officer, Chief Financial Officer, Chief Operating Officer and directors of the Company.

The compensation paid or payable to key management is shown below:

Years ended December 31,	2015	2014
Salaries and other payments	\$ 459,366	\$ 572,460
Director fees	90,000	90,000
Stock-based compensation, at fair market value	154,765	486,107
	\$ 704,131	\$ 1,148,567

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18. COMMITMENTS AND CONTINGENCIES

Commitments and contingencies not otherwise disclosed in these statements and notes are as follows:

a) COMMITMENTS

Exploration Tenement Expenditure Requirements

In order to maintain current rights to tenure of exploration tenements, the Company will be required to outlay amounts in respect of tenement rent to the relevant governing authorities and to meet certain annual exploration expenditure commitments. It is likely that variations to the terms of the current and future tenement holdings, the granting of new tenements and changes at renewal or expiry, will change the expenditure commitments for the Company from time to time. During the third quarter of the year 2015 the Company's principal tenements were renewed for a further period of 5 years each, as indicated in note 9.

These outlays (exploration expenditure and rent), which arise in relation to granted tenements inclusive of tenement applications granted subsequent to December 31, 2015 but not recognised as liabilities, are as follows:

	December 31, 2015	December 31, 2014
Not longer than one year	\$ 1,377,256	\$ 9,743,464
Longer than one year but not longer than five years	6,195,222	331,765
	\$ 7,572,478	\$ 10,075,229

Occupancy Lease Agreement

The Company is committed to minimum annual rent payments of \$298,000 until the end of the underlying lease in June 2018.

b) CONTINGENCIES

With respect to the Company's wholly owned Australian subsidiary, Tackle Resources Pty Ltd, no provision has been made for the possibility of native title claim applications at some future time, under the provisions of the Australian Native Title Act (1993), which may impact exploration tenements under application. Any substantiated claim may have an effect on the value of the tenement application affected by the claim. The amount and likelihood of any such claim(s) in the future cannot be reasonably estimated at this time.

19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Capital management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital to include its working capital position and the capital stock, warrant, and option components of its shareholders equity.

At December 31, 2015, the Company has a working capital of \$103,891 (December 31, 2014 working capital deficiency of \$3,639,248). Capital stock and warrants total \$127,673,651 (December 31, 2014 - \$123,406,969).

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19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

To effectively manage the Company's capital requirements, the management has in place planning, budgeting and forecasting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company ensures that there are sufficient committed loan facilities and planned future capital raises to meet its short-term business requirements, taking into account its anticipated cash flow from operations and its holding of cash and cash equivalents and money market investments.

At December 31, 2015, the Company expects its capital resources and projected future cash flows from financing to support its normal operating requirements on an ongoing basis, and planned development and exploration of its mineral properties and other expansionary plans. At December 31, 2015, there was no externally imposed capital requirement to which the Company is subject and with which the Company has not complied.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the year ended December 31, 2015, except for the new capital and investments requirement described in Note 12.

Risk disclosures

Exposure to credit, interest rate, price, liquidity and currency risks arises in the normal course of the Company's business.

Interest rate risk

The Company has exposure to interest rate risk in the loan arranged with Extract (see Note 12) since the rate on the loan is subject to changes in the 12-month LIBOR.

Foreign currency risk

The Company is exposed to foreign currency risk on financial assets and liabilities that are denominated in a currency other than the Canadian dollar. The currencies giving rise to this risk are the Australian dollar and the US dollar.

Price Risk

Price risk is the risk that the fair value of financial instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk) caused by factors specific to a security, its issuer or all factors affecting a market or a market segment. Exposure to price risk is mainly in equities and commodities.

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19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

Credit risk

The Company has cash and cash equivalents balance of \$851,130 (December 31, 2014 - \$111,249) and short-term investments of \$40,065 (December 31, 2014 - \$50,065). The Company's current policy is to invest excess cash in investment grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

Other receivables of \$39,524 (December 31, 2014 - \$22,638) are in good standing as of December 31, 2015. Management believes that the credit risk concentration with respect to financial instruments included in other receivable is minimal.

Liquidity risk

The Company is exposed to liquidity risk primarily as a result of its accounts payable and accrued liabilities. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2015, the Company had a cash and cash equivalents balance of \$851,130 (December 31, 2014 - \$111,249), liquid short-term investment balance of \$40,065 (December 31, 2014 - \$50,065) and an investments balance of \$1,680,931 (December 31, 2014 - \$3,953,155), to settle current liabilities of \$2,877,998 (December 31, 2014 - \$7,985,843). The sale of certain AFS investments is subject to certain conditions described in Note 12.

Sensitivity analysis

In managing currency risks the Company aims to reduce the impact of short-term fluctuations on the earnings. Over the longer term, however, permanent changes in foreign exchange would have an impact on consolidated earnings.

As at December 31, 2015, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent.

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a twelve month period.

- i) The Corporation is exposed to foreign currency risk on fluctuations of financial instruments that are denominated in US and Australian dollars related to cash and cash equivalents, accounts receivable, investments and accounts payable and accrued liabilities. Sensitivity to a plus or minus 10% change in the foreign exchange rate would affect the net comprehensive income by \$441,798.
- ii) The Company is exposed to market and price risk as it relates to its investments held in marketable securities. If market prices had varied by 10% from their December 31, 2015 fair market value positions, the net loss and/or comprehensive income would have varied by \$368,093.

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19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

Fair value hierarchy

The following summarizes the methods and assumptions used in estimating the fair value of the Company's financial instruments where measurement is required. The fair value of short-term financial instruments approximates their carrying amounts due to the relatively short period to maturity. These include cash and cash equivalents and short-term investments. The fair value of long-term debt approximates their carrying amount due to the interest rate being close to the market rate. Fair value amounts represent point in time estimates and may not reflect fair value in the future. The measurements are subjective in nature, involve uncertainties and are a matter of significant judgment. The methods and assumptions used to develop fair value measurements, for those financial instruments where fair value is recognized in the balance sheet, have been prioritized into three levels as per their fair value hierarchy. Level one includes quoted prices (unadjusted) in active markets for identical assets or liabilities. Level two includes inputs that are observable other than quoted prices included in level one. Level three includes inputs that are not based on observable market data.

	Level One	Level Two	Level Three
December 31, 2015			
Cash and cash equivalents	\$ 851,130	\$ -	\$ -
Short-term investments	\$ 40,065	\$ -	\$ -
Investments	\$ 3,650,906	\$ -	\$ 30,025
	Level One	Level Two	Level Three
December 31, 2014			
Cash and cash equivalents	\$ 111,249	\$ -	\$ -
Short-term investments	\$ 50,065	\$ -	\$ -
Investments	\$ 3,924,567	\$ -	\$ 28,588

20. SUBSEQUENT EVENT

There are no subsequent events that need to be disclosed in the consolidated financial statements.