

Condensed Consolidated Interim Financial Statements of Mammoth Resources Corp.

For the three and six months ended July 31, 2016 and 2015 (Expressed in Canadian Dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the unaudited condensed consolidated interim financial statements (the "Financial Statements") they must be accompanied by a notice indicating that the Financial Statements have not been reviewed by an auditor.

The accompanying Financial Statements of the Mammoth Resources Corp. (the "Company") have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these Financial Statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

Condensed Consolidated Interim Statements of Financial Position (Expressed in Canadian dollars)

()	July 31 2016	January 31 2016
ASSETS	\$	\$
Current		
Cash	10,417	2,513
Government taxes recoverable (note 3)	32,228	29,623
Prepaid expenses	5,887	5,887
Tropala expenses	48,532	38,023
Non-current	40,33 <u>2</u>	50,025
Equipment (note 4)	9,629	9,629
Exploration and evaluation assets (note 5 and 8)	1,018,686	1,010,574
Exploration and ovalidation accord (note of and o)	1,076,847	1,058,226
Current Trade payables and accrued liabilities Due to related parties (note 8)	317,905 61,697	326,174 61,697
Dub to related parties (note of	379,602	387,871
Deferred income tax liability	50,000	50,000
	429,602	437,871
SHAREHOLDERS' EQUITY		
Share capital, warrants and share-based payment reserves (note 6)	3,263,957	3,199,835
Accumulated deficit	(2,616,712)	(2,579,480)
	647,245	620,355
	1,076,847	1,058,226

The accompanying notes are an integral part of these consolidated financial statements. Nature of operations and going concern (notes 1 and 2) Subsequent events (note 12)

Approved on behalf of the board on September 29, 2016

(signed) "Tom Atkins"	(signed) "Wanda Cutler"_
Director	Director

Condensed Consolidated Interim Statements of Loss and Comprehensive Loss (Expressed in Canadian dollars)

(Expressed in Sandalan deliale)	For the thr	For the three months		ix months
		ended		ended
	July 31	July 31	July 31	July 31
	2016 ¢	2015 \$	2016 ¢	2015
Expenses	\$	Ψ	\$	\$_
General and administrative (note 9)	18,086	7,100	21,232	18,010
Professional fees (note 8)	10,000	12,500	16,000	15,734
Foreign exchange	-	-	-	2,660
Total operating expenses	(28,086)	(19,600)	(37,232)	(36,404)
Net loss and comprehensive loss for the year	(28,086)	(19,600)	(37,232)	(36,404)
Loss per share - basic and diluted (note 7)	0.00	0.00	0.00	0.00
Weighted average number of shares outstanding				

basic and diluted

47,563,948 39,249,604 **47,146,518** 39,253,351

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

Condensed Consolidated Interim Statements of Cash Flows

(Expressed in Canadian dollars)

(For the six months ended		
	July 31	July 31	
	2016	2015	
	\$	\$	
Operating activities			
Loss for the period	(37,232)	(36,404)	
Net change in non-cash working capital balances:			
Government taxes recoverable	(2,605)	1,441	
Prepaid expenses	-	(6,280)	
Trade payables and accrued liabilities	(8,269)	(23,315)	
Net cash used in operating activities	(48,106)	(64,558)	
Investing activities			
Exploration and evaluation assets	(300)	(1,280)	
Net cash used in investing activities	(300)	(1,280)	
Financing activities			
Repayment of loan from officer	-	1,000	
Issuance of common shares	60,000	79,000	
Share issuance costs	(3,690)	-	
Net cash provided by financing activities	56,310	79,000	
Net change in cash	7,904	14,162	
Cash, beginning of the period	2,513	23,988	
Cash, end of the period	10,417	38,150	
ousn, end of the period	10,417	55,150	

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

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity (Expressed in Canadian dollars)

				Share-based payments		Accumulated	
	Share ca	apital	Warrants	reserves	Sub-total	deficit	Total
	#	\$	\$	\$	\$	\$	\$
Balance, January 31, 2015	38,575,018	2,517,686	8,319	594,830	3,120,835	(2,527,899)	592,936
Common shares issued for							
cash	7,900,000	79,000	-	-	79,000	-	79,000
Share issuance costs	240,000	(1,176)	1,176	-	-	-	-
Net loss for the period	-		-	-	_	(36,404)	(36,404)
Balance, July 31, 2015	46,715,018	2,556,010	48,995	594,830	3,199,835	(2,564,303)	635,532
Net loss for the period	-	_	-	-	_	(34,777)	(34,777)
Balance, January 31, 2016	46,715,018	2,556,010	48,995	594,830	3,199,835	(2,579,480)	620,355
Common shares issued for							
property acquisition	781,150	7,812	-	-	7,812	-	7,812
Common shares issued for							
cash	6,000,000	60,000	-	-	60,000	-	60,000
Share issuance costs	-	(3,690)	-	-	3,690	-	3,690
Net loss for the period	-	·	-	-	-	(37,232)	(37,232)
Balance, July 31, 2016	53,496,168	2,659,632	9,465	594,830	3,263,957	(2,616,712)	647,245

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

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

1. Nature of operations

Mammoth Resources Corp. ("Mammoth" or the "Company") was incorporated on January 7, 2011 under the *Canada Business Corporations Act*, and is involved in the acquisition, exploration and evaluation of mining properties in Mexico. Its stock is listed on the TSX Venture Exchange under the symbol MTH. The head office of the Company is located at 410-150 York Street, Toronto, Ontario, Canada M5H 3S5. The registered and records office of the Company is located at Suite 2600, Oceanic Plaza, 1066 West Hastings Street, Vancouver, British Columbia, Canada V6E 3X1.

Mammoth is an exploration stage company and currently has interests in mineral exploration properties in Mexico. Substantially all of the Company's efforts are devoted to financing and developing these properties and/or acquiring new ones. There has been no determination whether the Company's interests in mineral exploration properties contain mineral reserves, which are economically recoverable.

These condensed consolidated interim financial statements (the "Financial Statements") have been prepared on the basis of accounting principles applicable to a going concern, which assumes the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Accordingly, it does not give effect to adjustments, if any, that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities in other than in the normal course of business and at amounts that may differ from those shown in these financial statements.

For the six months ended July 31, 2016, the Company incurred a net loss of \$37,232 (2015 – \$36,404), and used cash from operations of \$48,106 (2015 - used cash from operations of \$64,558). As at July 31, 2016, the Company had an accumulated deficit of \$2,616,712 (January 31, 2016 - \$2,579,480) and a working capital deficit of \$331,070 (January 31, 2016 – \$349,848). The business of exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of exploration properties and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves and the achievement of profitable operations. The Company also is dependent upon its ability to continue to raise adequate financing and there can be no assurances that the Company will be successful. These circumstances comprise a material uncertainty which may lend significant doubt as to the ability of the Company to continue as a going concern. Changes in future conditions could require material write-downs of the carrying values. The Company is actively targeting sources of additional financing which may assure continuation of the Company's operations and exploration programs.

2. Basis of preparation and significant accounting policies

Statement of compliance

The Company prepares its condensed consolidated interim financial statements (the "Financial Statements") in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The Financial Statements should be read in conjunction with the Company's audited consolidated financial statements as at and for the year ended January 31, 2016 and have been prepared using accounting policies consistent with those used in the Company's January 31, 2016 annual consolidated financial statements except for new standards and amendments mandatorily effective for the first time from February 1, 2016.

These condensed consolidated interim financial statements have been prepared on a historical cost basis except for certain financial instruments classified at fair value through profit or loss which are stated at

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

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

4. Government taxes recoverable

The Company's receivables arise from two main sources: harmonized sales tax ("GST"/"HST") receivable due from Canadian government taxation authorities and value added tax ("VAT") due from Mexican government taxation authorities. The receivables balance is broken down as follows:

	July 31	January 31
	2016	2016
	\$	\$
GST/HST Recoverable	3,362	757
Mexican Sales Tax (VAT)	28,866	28,866
	32,228	29,623

The Company exercises judgment in presenting the Mexican Sales Tax (VAT) recoverable as current or non-current. It is management's judgment that the VAT recoverable is due and owing, and as such, the receivable is a current asset.

4. Equipment

For the six months ended July 31, 2016	Cost beginning of period \$	Additions/ Disposals \$	Impairment \$	Cost end of period \$
Equipment	10,300	-	-	10,300
Vehicles	33,743	_	-	33,743
	44,043	-		44,043

For the six months ending July 31, 2016	Accumulated depreciation beginning of period	Depreciation	Accumulated depreciation end of period	Net book value
	\$	\$	\$	\$
Equipment	10,300	-	10,300	-
Vehicles	24,114	-	24,114	9,629
	34,414	-	34,414	9,629

For the year ended January 31, 2016	Cost beginning of year \$	Additions/ Disposals \$	Impairment \$	Cost end of year \$
Equipment	10,300	-	-	10,300
Vehicles	33,743	-	-	33,743
	44,043	-	-	44,043

For the year ending January 31, 2016	Accumulated depreciation beginning of year \$	Depreciation \$	Accumulated depreciation end of year	Net book value \$
Equipment	10,300	-	10,300	-
Vehicles	15,837	8,277	24,114	9,629
	26,137	8,277	34,414	9,629

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

5. Exploration and evaluation assets

The Company has incurred the following acquisition costs and deferred exploration costs on its exploration and evaluation assets:

- 4	Tenoriba
For the six months ended July 31, 2016	Project
	\$
Acquisition costs, January 31, 2016	50,480
Additions	7,812
Acquisition costs, July 31, 2016	58,292
Deferred exploration costs, January 31, 2016	960,094
Additions for the city recentles and add July 24, 2040	
Additions for the six months ended July 31, 2016 Travel and accommodation	300
Travel and accommodation	300
Deferred exploration costs, July 31, 2016	960,394
Total exploration and evaluation assets, July 31, 2016	1,018,686
	Tenoriba
For the year ended January 31, 2016	Project
	\$
Acquisition costs, January 31, 2015 Additions	50,480
Acquisition costs, January 31, 2016	50,480
Deferred exploration costs, January 31, 2015	901,242
Additions for the year ended January 31, 2016	
Geology	935
Professional fees	1,919
Depreciation	8,277
Supplies	2,260
Taxes and permitting	42,341
Travel and accommodation	3,120
	58,852
Deferred exploration costs, January 31, 2016	960,094
Total exploration and evaluation assets, January 31, 2016	1,010,574

Title to exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many exploration and evaluation assets. The Company has investigated title to all of its exploration and evaluation assets, and, to the best of its knowledge, title to all of its properties, except as described below, are properly registered and in good standing. However, there can be no guarantee of title and the exploration and evaluation assets may otherwise be subject to prior claims, agreements, or transfers and rights of ownership may be affected by undetected defects. The properties in which the Company has earned or committed to earn an interest are located in Mexico.

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

Tenoriba Project

On July 3, 2012, the Company signed a definitive agreement with two private Mexican citizens to option the Tenoriba gold and silver project located in southwestern Chihuahua State, Mexico (the "Agreement"). The Tenoriba project is comprised of three concessions, Mapy 1, Mapy 2 and Fernanda.

The terms of the Agreement permit the Company to acquire a 100% interest in the Tenoriba property by issuing a total of 900,000 common shares and making total cash payments of US\$160,000 to the vendors over the four year option period and spending US\$1,000,000 in exploration expenditures on or before June 30, 2016. The Agreement also allows for a 2% NSR royalty payable to the vendors upon commercial production. The royalty can be purchased by the Company at any time within a three month period from commencement of commercial production for US\$1,500,000.

On March 12, 2015, the Agreement was amended (the "Amended Agreement") to provide for the following payments:

'Fernanda' Concession Option Details

Pursuant to the Agreement, the Company has issued 200,000 common shares and made cash payments of US\$23,750 as follows:

- 1. 50,000 common shares and USD\$5,000 on or before December 30, 2012 (issued and paid);
- 2. 50,000 common shares and USD\$5,000 on or before June 30, 2013 (issued and paid);
- 50,000 common shares and USD\$12,500 on or before December 30, 2013 (issued and paid);
- 4. 50,000 common shares and USD\$12,500 on or before June 30, 2014 (issued and paid).

Pursuant to the Amended Agreement, the Company will issue 365,575 common shares and make cash payments of US\$62,500 as follows:

- 1. 140,575 common shares on or before December 30, 2015 (subsequently issued);
- 2. 50,000 common shares (subsequently issued) and USD\$12,500 on or before June 30, 2016;
- 3. 50,000 common shares (subsequently issued) and USD\$12,500 on or before December 30, 2016:
- 4. 62,500 (subsequently issued) common shares and USD\$18,750 on or before June 30, 2017; and
- 5. 62,500 common shares and USD\$18,750 on or before December 30, 2017.

'Mapy' Concession Option Details

Pursuant to the Agreement, the Company issued 150,000 common shares as follows:

- 1. 75.000 common shares on or before December 30, 2013 (issued); and
- 2. 75,000 common shares on or before June 30, 2014 (issued).

Pursuant to the Amended Agreement, the Company will issue 465,575 common shares and make cash payments of US\$62,500 as follows:

- 1. 140,575 common shares December 30, 2015 (subsequently issued);
- 2. 75,000 common shares (subsequently issued) and USD\$12,500 on or before June 30, 2016;
- 3. 75,000 common shares (subsequently issued) and USD\$12,500 on or before December 30, 2016;
- 4. 87,500 common shares (subsequently issued) and USD\$18,750 on or before June 30, 2017; and
- 5. 87,500 common shares and USD\$18,750 on or before December 30, 2017.

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

6. Shareholders' equity

Share capital

The authorized share capital of the Company is an unlimited number of common shares without par value. All issued shares are fully paid.

Six months ended July 31, 2016

- On July 18, 2016, the Company completed a non-brokered private placement of 6,000,000 units at \$0.01 per unit for gross proceeds of \$60,000. Each unit is comprised of one common share and one common share purchase warrant exercisable at \$0.05 per share until July 18, 2018.
- On July 18, 2016, the Company issued 781,150 common shares related to the acquisition of the Tenoriba property.

Year ended January 31, 2016

On July 16, 2015, the Company completed a non-brokered private placement of 7,900,000 units at \$0.01 per unit for gross proceeds of \$79,000. Each unit is comprised of one common share and one common share purchase warrant exercisable at \$0.05 per share until July 16, 2017. The Company issued 240,000 compensation units with similar terms as the private placement, valued at \$3,576.

Stock options

On September 30, 2014, the shareholders of the Company approved the conversion of the Company's stock option plan (the "Plan") from a 20% fixed Plan to a 10% rolling Plan, whereby the maximum number of common shares that may be reserved for issuance under it shall not exceed 10% of the then outstanding common shares at the time of grant. The terms upon which any options are issued under the Plan are subject to vesting provisions determined by the board of directors. The term of any options granted may not exceed 10 years and their exercise price and vesting conditions will be determined by the board of directors pursuant to the policies of the TSX Venture Exchange.

A summary of the Company's stock options and compensation stock options at July 31, 2016 is presented below:

	Weighted average		
	Number of	exercise price	
	options	\$	
Options outstanding and exercisable at January 31, 2015	3,533,000	0.08	
Expired	(684,000)	0.09	
Cancelled	(1,325,000)	0.08	
Options outstanding and exercisable at January 31, 2016	1,524,000	0.08	
Cancelled	(959,000)	0.08	
Options outstanding and exercisable at July 31, 2016	565,000	0.08	

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

The following table sets out the details of the stock options granted and outstanding:

Date of grant	Remaining life	Number of options	Exercise price
-	years		\$
January 13, 2012	0.46	300,000	0.10
June 30, 2012	1.92	50,000	0.10
September 19, 2013	2.14	115,000	0.06
April 9, 2014	2.70	100,000	0.05
•		565,000	

Warrants and brokers warrants

The following table summarizes information on outstanding warrants and brokers warrants as at July 31, 2016:

	Number of warrants	Weighted average exercise price \$
Outstanding, January 31, 2015	20,884,542	0.10
Granted	8,140,000	0.05
Expired	(11,387,400)	0.08
Outstanding, January 31, 2016	17,637,142	0.07
Granted	6,000,000	0.05
Outstanding, July 31, 2016	23,637,142	0.06

The composition of the outstanding warrants as at July 31, 2016 consists of the following:

		Number of	Price range
	Expiry range	warrants	\$
Warrants and broker warrants	September 18, 2016	2,741,714	0.10
Warrants and broker warrants	September 23, 2016	6,755,428	0.10
Warrants	July 16, 2017	7,900,000	0.05
Broker warrants	July 16, 2017	240,000	0.05
Warrants	July 18, 2018	6,000,000	0.05
		23,637,142	

The following table sets out the details of the valuation of compensation warrants granted during the year ended January 31, 2016:

		Risk free	Expected		
Date of grant	Number	interest rate	dividend yield	Expected volatility	Expected life
July 16, 2015	240,000	0.86%	Nil	158.06%	2 years

7. Loss Per Share

The calculation of basic loss per share for the six months ended July 31, 2016 was based on the loss attributable to common shareholders of \$37,232 (2015 - \$36,404) and a weighted average number of common shares outstanding of 47,146,518 (2015 – 39,249,604).

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

8. Related party transactions and key management compensation

The Company defines its key management as the directors, Chief Executive Officer and Chief Financial Officer. For the six months ended July 31, 2016, key management compensation was \$6,000 (2015 - \$2,500) including share-based payments of \$nil (2015 - \$nil).

The following table summarizes information on related party transactions:

Six m	Six months ended	
		July 31
20	16	2015
	\$	\$
Professional fees 6,0	00	2,500

At July 31, 2016, related party accounts payable was \$61,697 (January 31, 2016 - \$61,697) in connection with various services provided to the Company, including professional fees, corporate and geological consulting fees and office rent.

Commitment

The Company has entered into a consulting agreement with a director and officer of the Company for the provision of consulting services at a current cost of \$130,000 per annum plus a bonus ranging from 0% to 100% per annum as recommended by the Compensation Committee and approval by the Board of Directors. During the six months ended July 31, 2016, the consulting services and bonus entitlement have been waived.

The agreement will continue indefinitely, subject to the termination notice given by either party. The Company must provide twelve month's written notice for termination but reserves the right to waive such notice upon paying the fees which would have accrued during the twelve-month period. Should the Company be subject to a change in control and terminate the agreement, the engagement will terminate immediately and the Company will be required to pay an amount equal to 18 months of fees plus any bonus amount payable.

9. General and administrative expenses

The following table illustrates spending activity related to general and administrative expenses for the three and six months ended July, 2016 and 2015:

	Three month	Three months ended July 31		Six months ended July 31	
	2016	2015	2016	2015	
	\$	\$	\$	\$	
Shareholder and investor relations	3,121	1,000	4,364	1,643	
Office costs	1,443	104	1,628	838	
Communications	2,199	-	2,199	151	
Office rent	-	-	-	-	
Regulatory and filing fees	8,141	2,938	8,141	4,536	
Insurance	3,182	3,058	4,900	10,843	
	18,086	7,100	21,232	18,010	

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

10. Financial instrument risk management

a) Fair value of financial instruments

The carrying values of cash, trade payables and due to related parties approximate their fair values due to the short-term nature of these financial instruments.

b) Risk management

Credit risk

The Company's credit risk is primarily attributable to its cash and government taxes recoverable. The risk exposure is limited to their carrying values at the statement of financial position date. Cash is held as cash deposits with counterparties that carry investment grade ratings as assessed by external rating agencies. The Company does not invest in asset-backed deposits or investments.

Interest rate risk

The Company is not exposed to interest rate risk since it has no interest-bearing debt and its cash balances are not invested in interest-bearing instruments.

Liquidity risk

The Company's objective is to ensure that there is sufficient capital in order to meet annual business requirements, after taking into account administrative, property holding and exploration budgets, against cash. As of July 31, 2016, the Company had cash of \$10,417 in cash to settle current liabilities of \$379,602. As the Company does not have operating cash flow, the Company has and will continue to rely primarily on equity financing to meet its capital requirements.

Price risk

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

Currency risk

The Company operates in Canada and Mexico, and is therefore exposed to foreign exchange risk arising from transactions denominated in a foreign currency.

The operating results and the financial position of the Company are reported in Canadian dollars. The fluctuations of the operating currencies in relation to the Canadian dollar will, consequently have an impact upon the reporting results of the Company and may also affect the value of the Company's assets and liabilities.

The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks at this time.

Based on management's knowledge and experience of the financial markets, management does not believe that the Company's current financial instruments will be affected by interest rate risk, currency risk or credit risk.

11. Capital risk management

The Company's objective when managing capital is to raise sufficient funds to execute its exploration plan and to meet its ongoing administrative costs. At July 31, 2016, the Company's capital consists of items in shareholders' equity, in the amount of \$647,215 (January 31, 2016 - \$620,355).

Notes to the Condensed Consolidated Interim Financial Statements

July 31, 2016

(Expressed in Canadian dollars)

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 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 does not have any externally imposed capital requirements or covenants.

12. Subsequent events

On September 2, 2016, the Company completed a non-brokered private placement by issuing 10,125,000 units at \$0.01 per unit for gross proceeds of \$202,500. Each unit is comprised of one common share and one common share purchase warrant exercisable at \$0.05 per share until September 2, 2018. The Company issued 114,000 common shares as a finder's fee related to the issue.

On September 18, 2016 and September 23, 2016, 2,678,857 and 6,641,428 warrant respectively expired unexercised. Also on September 18, 2016 and September 23, 2016, 62,857 and 114,000 broker warrants respectively expired unexercised.