MONTERO MINING AND EXPLORATION LTD.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

June 30, 2015 and 2014
Expressed in Canadian Dollars

The accompanying unaudited interim consolidated financial statements of Montero Mining and Exploration Ltd. (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 the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

MONTERO MINING AND EXPLORATION LTD.
CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars – unaudited)

	Notes	June 30, 2015	December 31, 2014
ASSETS		**$**	**$**
Current assets			
Cash		8,103	25,080
Trade and other receivables		2,918	1,419
Prepaid expenses and deposits		8,788	3,437
Total current assets		19,809	29,936
Non-current assets			
Reclamation bonds	4	10,784	10,553
Plant and equipment		44,609	51,899
Exploration and evaluation assets	4	2,492,629	2,352,137
Total non-current assets		2,548,022	2,414,589
TOTAL ASSETS		**2,567,831**	**2,444,525**
LIABILITIES AND SHAREHOLDERS' EQUITY			
LIABILITIES			
Current liabilities			
Trade and other payables	11	1,213,122	1,105,675
Loans payable	5,11	342,737	213,077
Total current liabilities		1,555,859	1,318,752
SHAREHOLDERS' EQUITY			
Equity attributable to the owners of the Company			
Share capital	6	13,906,274	13,906,274
Warrant reserve	7	-	526,497
Share-based payment reserve	8	6,871,179	6,344,682
Foreign currency translation reserve		1,014,881	943,738
Accumulated deficit		(20,780,362)	(20,595,418)
Total shareholders' equity		1,011,972	1,125,773
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**2,567,831**	**2,444,525**

Subsequent events 16

On behalf of the Board:

"Antony Harwood"	*"Antonia J Chapman"*
Antony Harwood, Director	Antonia J Chapman, Director

See accompanying notes to the condensed consolidated financial statements

MONTERO MINING AND EXPLORATION LTD.
CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
(Expressed in Canadian dollars - unaudited)

		Three months ended		Six months ended	
	Notes	**June 30, 2015**	**June 30, 2014**	**June 30, 2015**	**June 30, 2014**
		$	**$**	**$**	**$**
EXPENSES					
Consulting, directors', administrative and management fees	11	44,077	39,554	100,316	86,480
Depreciation		5,300	5,785	10,647	11,524
General and administrative	11	10,474	7,976	19,897	16,101
Other expenses		7,144	18,424	14,396	25,163
Professional fees		4,637	17,242	6,564	30,233
Shareholder and regulatory		7,347	18,062	19,233	35,907
OPERATING LOSS		(78,979)	(107,043)	(171,053)	(205,408)
OTHER ITEMS					
Finance costs	5,11	(8,766)	(4,683)	(14,835)	(6,740)
Foreign exchange gain (loss)		(126)	(451)	943	(556)
Interest and other income		1	2	1	27,311
		(8,891)	(5,132)	(13,891)	20,015
NET LOSS		**(87,870)**	**(112,175)**	**(184,944)**	**(185,393)**
OTHER COMPREHENSIVE INCOME (LOSS)					
Exchange difference on translating foreign operations		(25,663)	(377,672)	71,143	33,410
COMPREHENSIVE INCOME (LOSS)		**(113,533)**	**(489,847)**	**(113,801)**	**(151,983)**
LOSS PER SHARE – BASIC AND DILUTED	9	$ (0.01)	$ (0.01)	$ (0.01)	$ (0.01)

See accompanying notes to the condensed consolidated financial statements

MONTERO MINING AND EXPLORATION LTD.
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian dollars - unaudited)

	Note	Share Capital		Warrant Reserve	Share Based Payment Reserve	Foreign Currency Translation Reserve	Accumulated Deficit	TOTAL EQUITY
		Number of Shares	$	$	$	$	$	$
Balance, December 31, 2013		**71,031,679**	**13,906,274**	**526,497**	**6,344,682**	**269,413**	**(10,526,031)**	**10,520,835**
Net loss and comprehensive loss		—	—	—	—	33,410	(185,393)	**(151,983)**
Balance, June 30, 2014		**71,031,679**	**13,906,274**	**526,497**	**6,344,682**	**302,823**	**(10,711,424)**	**10,368,852**
Net loss and comprehensive loss		—	—	—	—	640,915	(9,883,994)	**(9,243,079)**
Balance, December 31, 2014		**71,031,679**	**13,906,274**	**526,497**	**6,344,682**	**943,738**	**(20,595,418)**	**1,125,773**
Transfer of expired warrants	7	—	—	(526,497)	526,497	—	—	**—**
Net loss and comprehensive loss		—	—	—	—	71,143	(184,944)	**(113,801)**
Balance, June 30, 2015		**71,031,679**	**13,906,274**	—	**6,871,179**	**1,014,881**	**(20,780,362)**	**1,011,972**

See accompanying notes to the condensed consolidated financial statements

MONTERO MINING AND EXPLORATION LTD.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars – unaudited)

	Three months ended		Six months ended	
	June 30, 2015	**June 30, 2014**	**June 30, 2015**	**June 30, 2014**
	$	**$**	**$**	**$**
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss	(87,870)	(112,175)	(184,944)	(185,393)
Adjustments to loss for non-cash items:				
Depreciation	5,300	5,785	10,647	11,524
Net changes in non-cash working capital items:				
Trade and other receivables	1	25,966	(1,499)	(2,533)
Prepaid expenses and deposits	1,638	515	(5,351)	(7,740)
Trade and other payables	41,646	61,148	83,289	149,341
Net cash flows (used in) operating activities	(39,285)	(18,761)	(97,858)	(34,801)
CASH FLOWS FROM INVESTING ACTIVITIES				
Expenditures on exploration and evaluation assets	(6,548)	(38,080)	(48,779)	(49,410)
Net cash flows (used in) investing activities	(6,548)	(38,080)	(48,779)	(49,410)
CASH FLOWS FROM FINANCING ACTIVITIES				
Loans payable	44,265	74,683	129,660	106,704
Net cash flows from financing activities	44,265	74,683	129,660	106,704
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(1,568)	17,842	(16,977)	22,493
CASH AND CASH EQUIVALENTS, BEGINNING	9,671	29,057	25,080	24,406
CASH AND CASH EQUIVALENTS, ENDING	8,103	46,899	8,103	46,899

See accompanying notes to the condensed consolidated financial statements

1. NATURE AND CONTINUANCE OF OPERATIONS

Montero Mining and Exploration Ltd ("Montero" or the "Company") was incorporated on October 5, 2006, under the laws of British Columbia, Canada. Montero and its subsidiaries (collectively, the "Company") are engaged in the acquisition and exploration of mineral properties in Tanzania and South Africa.

Montero is a publicly listed company with its shares listed on the TSX Venture Exchange ("TSX-V"). The Company's registered office is located at 1040 West Georgia Street, Suite 1900, Vancouver, BC, V6E 4H3 and its head office address is Suite 1704, 20 Bloorview Place, Toronto, Ontario M2J 0A6.

Going Concern

These condensed consolidated interim financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which assume that 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. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at June 30, 2015 the Company had not advanced its exploration and evaluation assets to commercial production and is not able to finance day to day activities through operations. The Company's continuation as a going concern is dependent upon the successful results from its mineral property exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These conditions give rise to substantial doubt about the Company's ability to continue as a going concern. When further funds are required, they will be financed through a private placement of common shares or by debt instruments. Subsequent to the quarter-end, the Company received cash of $13,000 from additional loans payable (Note 16).

2. STATEMENT OF COMPLIANCE

The condensed consolidated interim financial statements of the Company, including comparatives, have been prepared in accordance with IFRS issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These condensed consolidated interim financial statements comply with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*. These condensed consolidated interim financial statements do not include all of the information required of a complete set of consolidated financial statements and are intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and the performance of the Company since the end of its last annual reporting period. It is therefore recommended that these condensed consolidated interim financial statements be read in conjunction with the annual consolidated financial statements of the Company for the year ended December 31, 2014, which were prepared in accordance with IFRS as issued by the IASB.

The condensed consolidated interim financial statements were authorized for issue on August 27, 2015 by the Audit Committee of the Company.

3. BASIS OF PRESENTATION

These condensed consolidated interim financial statements have been prepared using the same accounting policies and methods of their application as the most recent annual consolidated financial statements of the Company for the year ended December 31, 2014. The condensed consolidated interim financial statements have been prepared on an accrual basis and are based on historical costs, modified where applicable. The condensed consolidated interim financial statements are presented in Canadian dollars, unless otherwise indicated.

(Expressed in Canadian dollars - unaudited)

4. EXPLORATION AND EVALUATION ASSETS

A summary of the Company's exploration and evaluation assets by property area is as follows:

	June 30, 2015	December 31, 2014
	$	$
Tanzania - Wigu Hill	1,166,108	1,044,090
South Africa - Phosco	1,326,521	1,308,047
	2,492,629	**2,352,137**

a) Tanzania

Wigu Hill Project

On May 26, 2008 (amended June 30, 2009 and April 27, 2010) the Company and RSR (Tanzania) Limited ("RSR") entered into an agreement whereby RSR granted the Company an exclusive option to earn an initial 60% interest in the Wigu Hill Project (the "First Option"), and an additional 10% interest in the Wigu Hill Project (the "Second Option"). The terms and conditions of the final amended agreement on April 27, 2010 are outlined as follows. In order to exercise the First Option, the Company must pay United States dollars ("USD") $150,000 on or before April 30, 2010 (paid). After the exercise of the First Option, RSR will transfer the prospecting licences comprising the Wigu Hill Project (the "Wigu Hill Licences") to a newly-formed company (established and called - Wigu Hill Mining Company Limited "WHMC") and the Company will concurrently pay RSR a further USD $50,000 (paid). The Company is further obligated to incur exploration expenditures of USD $3.5 million (incurred) (or alternatively complete a prefeasibility study) on or before November 28, 2012. Once completed, the Company may at its sole discretion, within 60 days after November 28, 2012, elect to acquire a further 10% interest in the Wigu Hill Licences by paying RSR a further USD $2,000,000 to complete the requirements to execute the Second Option (amended as outlined below).

On September 22, 2011, the Company and RSR executed a shareholders' agreement, which outlines the following:

- amended the payment of USD $2,000,000 to an initial Second Option payment of $800,000 (paid) and a final Second Option payment of USD $700,000, which is to be paid subject to receipt of mining and retention licences granted by the Government of Tanzania, as well as a development agreement executed by the Government of Tanzania and the Company. By mutual agreement between the Company and RSR, the USD $700,000 payment may be satisfied by the issuance of common shares of Montero at the prevailing market price of such shares at the date of payment.
- agreement that the Company has now duly and validly exercised the First Option and the Second Option, and owns a 70% interest in the Wigu Hill Licences.
- RSR has transferred the Wigu Hill Licences to WHMC which was originally owned 70% by the Company and 30% by RSR. Further funding of exploration on the Wigu Hill Licences shall be provided by the Company and RSR in proportion to their ownership of WHMC.
- dilution provisions are provided subject to a deemed expenditure formula and, and where a party's interest is diluted to less than 10%, conversion of such interest to a 2.5% net smelter returns royalty ("NSR") will be done. The Company has the right to purchase all or part of the NSR for USD $1 million per each 0.5%.

After the establishment of WHMC, further exploration costs were incurred by the Company and RSR has not yet paid their share of these costs which at June 30, 2015 were determined to be $1,534,114 (USD $1,229,849) and have been included in exploration and evaluation assets. Management has not recorded RSR's share as a receivable due to the uncertainty of payment. RSR was put on notice for its contribution required and advised that dilution will occur if payment is not received. The notice period for receipt of payment has expired and therefore Montero increased its ownership of the WHMC to 82.25%.

In common with all mining companies, licences are required to be renewed in order to maintain ownership. Montero regularly reviews its licences and meets the local governmental requirements on the licences it plans to renew. In particular, Montero has been granted a Retention Licence on its Wigu Hill Project which is valid until February 13, 2020.

4. EXPLORATION AND EVALUATION ASSETS – *Continued*

a) Tanzania – *Continued*
Wigu Hill Project – *Continued*

During the year ended December 31, 2014, the Company reviewed the status of the Wigu Hill Project and decided to record an impairment charge of $9,674,088 to reflect the current challenging world markets and pricing for Rare Earth Elements ("REE") applicable to the Wigu Hill Project, which in turn, lead to difficulty in raising funds to further advance this Project at this time. This revised carrying value is based on management's estimate of the fair value of the Company's interest in the Wigu Hill Project and is highly subjective and subject to changes over time. Future changes to this estimate could have a significant impact on the carrying value of the Wigu Hill Project.

b) South Africa

Phosco Project

On November 18, 2011, the Company's subsidiary, Montero Projects acquired the shares in Eurozone which holds interests in subsidiary companies that hold phosphate exploration projects in South Africa (hereafter, "Phosco"). Montero Projects paid $101,700 (United States dollars "USD" $100,000) and issued 2,500,000 common shares of Montero, valued at $750,000, and completed the acquisition of Eurozone. The Company now holds two licences covering the Duyker Eiland and Phillips Kraal areas.

On August 19, 2014, the Company entered into a letter agreement, which was subject to legal and technical due diligence, with Ovation Capital (a South Africa based investment firm) who would finance a pre-feasibility study (to be completed within 12 months of signing of the definitive agreement) to earn 10% of Phosco and would further finance a bankable feasibility study (to be completed within 24 months of signing the definitive agreement) to earn an additional 20% of Phosco, for a total potential ownership of 30% of Phosco. A definitive agreement outlining these terms was finalized and signed on March 2, 2015.

During the year ended December 31, 2014, the Company decided not to proceed with exploration in one of its licence areas and therefore did not renew its licence there, resulting in an impairment charge of $92,162 relating to its exploration and evaluation assets. In addition, an impairment charge of $10,130 was recorded in conjunction with the reclamation bonds in this licence area.

The Company has a total of $10,784 (December 31, 2014 - $10,553) in reclamation bonds and deposits lodged with local governments in regards to any potential reclamation costs that may arise regarding its Phosco Project.

(Expressed in Canadian dollars - unaudited)

4. EXPLORATION AND EVALUATION ASSETS – *Continued*

Details of the Company's exploration and evaluation assets are as follows:

	Tanzania	**South Africa**		
	Wigu Hill	**Phosco**	**Six Months ended June 30, 2015**	**Year ended December 31, 2014**
	$	**$**	**$**	**$**
Property acquisition costs				
Balance, beginning of period	270,925	784,351	**1,055,276**	1,323,492
Foreign currency translation	20,660	1,530	**22,190**	95,993
Additions	43,176	-	**43,176**	15,539
Impairment	-	-	**-**	(1,219,265)
Reclassification from Held for Sale assets	-	-	**-**	839,517
Balance, end of period	334,761	785,881	**1,120,642**	1,055,276
Exploration and evaluation costs				
Balance, beginning of period	773,165	523,696	**1,296,861**	8,589,163
Foreign currency translation	58,182	11,341	**69,523**	601,538
Costs incurred during the period:				
Field and camp costs	-	-	**-**	25,790
Geochemical and metallurgical	-	1,903	**1,903**	3,716
Geological consulting	-	-	**-**	24,287
Geophysical and maps	-	-	**-**	747
Maintenance and environmental	-	3,700	**3,700**	1,078
Project administration costs	-	-	**-**	18,406
Refinery hydromet and testing	-	-	**-**	32,812
Travel and accommodation	-	-	**-**	3,062
	831,347	540,640	**1,371,987**	9,300,599
Impairment	-	-	**-**	(8,546,985)
Reclassification from Held for Sale assets	-	-	**-**	543,247
	-	-		(8,003,738)
Balance, end of period	831,347	540,640	**1,371,987**	1,296,861
Total	**1,166,108**	**1,326,521**	**2,492,629**	2,352,137

(Expressed in Canadian dollars - unaudited)

5. LOANS PAYABLE

These amounts are due from companies that have a director in common with the Company ($284,826) and to a third party ($25,000). The loans are unsecured, bear interest at 12% and have been extended to a revised due date of September 30, 2015. The loans payable amounts also include $32,911 of accrued interest. During the six months ended June 30, 2015, interest of $14,835 has been charged to finance costs (six months ended June 30, 2014 - $6,740).

Subsequent to the quarter-end, a further $13,000 was advanced subject to the same terms noted above.

6. SHARE CAPITAL

Authorized
Unlimited number of common shares without par value.

Issued and outstanding
At June 30, 2015 there were 71,031,679 issued and fully paid common shares outstanding (December 31, 2014 – 71,031,679).

Details of changes to share capital
None during the period.

Stock options
The Company has established a Stock Option Plan (the "Plan") for directors, officers, employees and consultants. The number of common shares that are available for grants of options under the Plan shall not at any time exceed 10% of the number of outstanding common shares, calculated at the time of grant. Options granted under the Plan generally have a term of five years and vest on the date of the grant.

A summary of the continuity of the Company's stock options is as follows:

	June 30, 2015		**December 31, 2014**	
	Number of Shares Issuable	Weighted Average Exercise Price	Number of Shares Issuable	Weighted Average Exercise Price
		$		**$**
Options outstanding, beginning of period	4,620,000	0.27	5,560,000	0.27
Granted	-	-	-	-
Expired	(1,350,000)	0.17	(940,000)	0.28
Options outstanding, and exercisable, end of period	3,270,000	0.32	4,620,000	0.27

The stock options expire as follows: 1,865,000 options with an average exercise price of $0.46 in 2016 and 1,405,000 with an average exercise price of $0.125 in 2018. The weighted average remaining contractual life of the outstanding stock options is 1.73 years.

(Expressed in Canadian dollars - unaudited)

7. WARRANTS

A summary of the continuity of the Company's warrants is as follows:

	June 30, 2015		December 31, 2014	
	Number of Shares Issuable	Weighted Average Exercise Price	Number of Shares Issuable	Weighted Average Exercise Price
		$		$
Warrants outstanding, beginning of period	11,731,020	0.24	11,731,020	0.24
Expired	(11,731,020)	0.24	-	-
Warrants outstanding, end of period	-	-	11,731,020	0.24

The warrant reserve records the fair value of warrants associated with private placements and the fair value of agent's warrants until such time that the warrants have expired, at which time the corresponding amount will be transferred to share-based payment reserve. If the warrants are exercised prior to expiry, the corresponding amount will be transferred to share capital.

8. SHARE-BASED PAYMENT RESERVE

The Company's share-based payment reserve is comprised of the following:

	$
Expired warrants	5,086,472
Expired stock options	901,505
Unexpired stock options	883,202
Balance, June 30, 2015	**6,871,179**

The share-based payment reserve records items recognized as stock-based compensation expense, the fair value of expired warrants associated with private placements and the fair value of agent's warrants. If the stock options are exercised prior to expiry, the corresponding amount will be transferred to share capital.

(Expressed in Canadian dollars - unaudited)

9. LOSS PER SHARE

Basic loss per share amounts are calculated by dividing the net loss for the year by the weighted average number of ordinary shares outstanding during the year. The basic and diluted loss per share are the same since the Company reported a loss for the period and therefore the effect would be antidilutive.

	June 30, 2015	June 30, 2014
Net loss attributable to owners of the parent company	$ (184,944)	$ (185,393)
Weighted average number of ordinary shares outstanding	71,031,679	71,031,679
Basic and diluted loss per ordinary share	$ (0.01)	$ (0.01)

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these condensed consolidated interim financial statements.

10. COMMITMENTS AND CONTINGENCIES

The Company has no operating lease commitments. The Company has capital commitments relating to its exploration and evaluation assets as outlined in Note 4.

11. RELATED PARTY TRANSACTIONS

Key management personnel compensation

	Six months ended June 30	
	2015	**2014**
	$	**$**
Compensation of directors		
Short-term benefits	-	-
Share-based payments	-	-
	-	-
Compensation of key management personnel		
Short-term benefits	39,902	39,657
Share-based payments	-	-
	39,902	39,657
Total remuneration of directors and key management personnel	**39,902**	**39,657**

(Expressed in Canadian dollars - unaudited)

11. RELATED PARTY TRANSACTIONS – *Continued*

Related party transactions

The Company incurred the following transactions with management, directors, officers or companies which have directors in common, or in which the directors have significant influence and interests.

	Six months ended June 30	
	2015	**2014**
	$	**$**
Exploration and evaluation asset transactions		
Geological consulting	-	19,356
Other	-	6,583
Total exploration and evaluation asset transactions	-	25,939
Operating expense (income) transactions		
Consulting, directors', administrative and management fees	24,000	24,000
General and administrative	6,000	6,000
Finance costs	13,348	5,217
	43,348	35,217
Total trading transactions with related parties	**43,348**	**61,156**

Related party balances

The following amounts due to related parties are included in trade and other payables:

	June 30, 2015	December 31, 2014
	$	**$**
Due to related parties	**723,954**	**611,788**
Loans payable (Note 5)	**312,988**	**184,814**

The amounts due to related parties represent amounts due to directors and officers or companies which have directors in common, or in which the directors have significant influence and interests. These amounts are included in trade and other payables and are unsecured, non-interest bearing and are due within twelve months. The terms of the loans payable are outlined in Note 5.

12. SEGMENTED INFORMATION

The Company has one business segment being the exploration and evaluation of mineral resources. The Company is organized by geographic area and as such, its reportable operating segments are located in Canada, Tanzania and South Africa.

(Expressed in Canadian dollars - unaudited)

12. SEGMENTED INFORMATION – *Continued*

Information regarding the Company's geographic segments is as follows:

As at June 30, 2015	**Canada**	**Tanzania**	**South Africa**	**Total**
	$	**$**	**$**	**$**
Reclamation bonds	-	-	10,784	10,784
Plant and equipment	-	44,609	-	44,609
Exploration and evaluation assets	-	1,166,108	1,326,521	2,492,629
Total non-current assets	**-**	**1,210,717**	**1,337,305**	**2,548,022**

As at December 31, 2014	**Canada**	**Tanzania**	**South Africa**	**Total**
	$	**$**	**$**	**$**
Reclamation bonds	-	-	10,553	10,553
Plant and equipment	-	51,899	-	51,899
Exploration and evaluation assets	-	1,044,090	1,308,047	2,352,137
Total non-current assets	**-**	**1,095,989**	**1,318,600**	**2,414,589**

13. NON-CASH TRANSACTIONS

There were no non-cash transactions during the six months ended June 30, 2015 or the six months ended June 30, 2014 that are not reflected in the statement of cash flows:

14. CAPITAL MANAGEMENT

The Company manages its capital to ensure that it will be able to continue as a going concern, while supporting the Company's business and maximizing the return to its stakeholders. The Company's capital structure is adjusted based on management's decisions to issue debt or equity instruments to fund expenditures. In order to maximize ongoing exploration efforts, the Company does not pay dividends. The Company's Board of Directors does not establish quantitative return on capital criteria, but rather relies on the expertise of management and other professionals to sustain future development of the business. The capital of the Company consists of equity attributable to owners of the parent comprised of share capital, stock options and warrants.

The Company's principle assets are in the exploration and evaluation stage and, as a result, the Company currently has no source of operating cash flow. In order to facilitate the management of capital and exploration of its mineral properties, the Company needs to raise capital as and when required to complete its projects and for working capital. The sources of future funds presently available to the Company are through the issuance of new share capital, through the exercise of stock options and/or warrants or through borrowings from related parties. The ability of the Company to arrange such financing in the future will depend in part upon the prevailing capital market conditions, as well as the business performance of the Company. There can be no assurances that the Company will be successful in its efforts to arrange additional financing, when required, on terms satisfactory to the Company.

14. CAPITAL MANAGEMENT – *Continued*

Management prepares operating budgets to forecast its financing requirements in advance and they review their capital management approach on an ongoing basis and believes that this approach is reasonable, given the relative size of the Company. The Company's investment policy is to hold excess cash in interest-bearing accounts at high credit quality financial institutions to minimize risk and maximize liquidity. The Company's overall strategy remains unchanged from the prior period. The Company is not subject to any externally imposed capital requirements.

15. RISK MANAGEMENT

The Company operates in the mining industry and faces a number of risks that could adversely affect the Company's operations. These risks include industry risk, credit risk, liquidity risk, interest rate risk, foreign currency risk and commodity price risk. Management reviews and develops policies for managing each of these risks which are summarized below.

Industry Risk
The Company is engaged in the mineral exploration field, which is subject to inherent risks of success as well as compliance with environmental, political and regulatory requirements. The Company is potentially at risk for environmental reclamation obligations associated with resource property interests. As well, the Company operates in foreign countries and is subject to local political risks, as well as local regulatory requirements regarding ownership and maintenance of mineral licences. Management is of the opinion that they have the expertise to address these risks and makes all efforts to conduct their business in compliance with local industry standards, however environmental and local industry laws and practices are complex, and there is no certainty that all exposure to liability or costs have been mitigated.

Credit Risk
Credit risk is the risk of loss associated with a counter-party's ability to fulfill its payment obligations. The Company's primary exposure to credit risk is attributable to its cash and cash equivalents, as well as trade and other receivables. This risk relating to cash and cash equivalents is considered low since the Company only invests its cash in major banks which are high credit quality financial institutions. The trade and other receivables primarily comprise local sales tax refunds due from governmental agencies and, as such, management considers the risk with their collection minimal. The cash and cash equivalents are invested in short-term investment certificates for periods less than 90 days and the trade and other receivables are due in less than 90 days.

Liquidity Risk
Liquidity risk arises through the excess of financial obligations due over available financial assets at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available cash in order to meet its liquidity requirements and to develop budgets to forecast cash requirements in advance of their requirements. The Company currently does not have a source of operating cash flow and must raise funds for its exploration and evaluation programs and for general working capital. There are risks associated with raising the funds required, and there can be no assurances that the Company will be successful in its efforts to arrange additional financing on terms satisfactory to the Company. The Company's loans payable are due on September 30, 2015. The Company's trade and other payables are generally due within 90 days, with all amounts due within twelve months.

15. RISK MANAGEMENT – *Continued*

Interest Rate Risk
Interest rate risk refers to the risk that the fair values of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is exposed to interest rate risk on its cash equivalents which represent excess cash invested in short-term investments and these accrue interest at variable market rates. The Company monitors these investments with its need for cash flow and is satisfied with the return on these investments, given the timing of the need for cash in the Company. The Company has a fixed interest rate on its loans payable. The effect of interest rate changes on the Company is insignificant.

Foreign Currency Risk
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company operates in Canada, South Africa and Tanzania and portions of its expenditures are incurred in US dollars, South African Rand and Tanzanian Shillings. The Company's presentation currency is the Canadian dollar ("CAD"), the Tanzanian subsidiaries' functional currency is the United States dollar ("USD") and the South African subsidiaries' functional currency is South African Rand ("ZAR"). At the period end, the value of financial assets and liabilities denominated in currencies other than the functional currency of the entity to which they relate is not significant.

Commodity Price Risk
The Company is exposed to price risk with respect to commodity prices. Commodity price risk is the potential adverse impact on earnings and economic value of its exploration and evaluation assets, due to commodity price movements and volatilities. The Company monitors commodity prices (primarily rare earth elements, phosphates and uranium) to determine the appropriate course of action to be taken by the Company.

16. EVENTS AFTER THE REPORTING PERIOD

Subsequent to June 30, 2015 the following events took place:

a) In July and August, 2015 the Company received additional amounts totalling $13,000 in regards to loans payable which are subject to the terms as described in Note 5.