

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Unaudited - prepared by management

September 30, 2016

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION (unaudited) (Expressed in Canadian Dollars)

ASSETS	-	September 30 2016	_	December 31 2015
Current				
Cash and cash equivalents	\$	2,339,233	\$	1,565,847
Short-term investments		3,223,479		4,135,568
Marketable securities (Note 3)		2,750		1,000
Receivables		330,112		93,201
Prepaid expenses	_	11,111	_	
	-	5,906,685		5,795,616
Long term deposit (Note 4a)		73,137		87,434
Land use deposits (Note 5)		67,000		67,000
Mineral properties (Note 6)		11,933,531		11,758,281
Leasehold improvements	_	125,375		
	\$ <u>_</u>	18,105,728	\$_	17,708,331
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities				
Accounts payable and accrued liabilities	\$_	303,168	\$_	103,066
	_	303,168		103,066
Shareholders' equity				
Share capital (Note 8)		35,205,568		33,096,647
Reserves		520,982		555,238
Deficit	_	(17,923,990)		(16,046,620)
	_	17,802,560		17,605,265
	\$_	18,105,728	\$_	17,708,331
Nature and continuance of operations (Note 1)				
Approved and authorized by the Board on November 24, 2016				
"Randy C. Turner"		"John McDonald	d"	
Randy C. Turner, Director	Jo	hn McDonald, Dir	ecto	r

CONDENSED CONSOLIDATED INTERIM STATEMENT OF LOSS AND COMPREHENSIVE LOSS (unaudited) (Expressed in Canadian Dollars)

EXPENSES	_	Three Month Period Ended September 30 2016	_	Three Month Period Ended September 30 2015	Nine Month Period Ended September 30 2016	Nine Month Period Ended September 30 2015
Exploration expenditures (Note 6)	\$	997,317	Ś	476,688 \$	1,362,436 \$	1,042,721
Property investigation	Y	369	Y	158,914	66,366	247,362
Amortization		6,629		-	13,258	
Insurance		-		_	1,720	5,197
Legal, audit, accounting & other professional		(4,365)		17,192	21,295	25,810
Management and director fees		53,588		58,788	169,313	171,163
Office and miscellaneous		6,992		14,706	66,507	30,792
Regulatory and transfer agent fees		2,083		738	14,419	10,296
Rent		25,164		61,035	64,095	182,927
Share-based compensation (Note 8)		-		-	56,441	22,179
Shareholder communications		28,144		9,361	40,114	18,383
Travel		7,301		1,125	19,592	6,608
Wages and benefits	_	34,857		58,422	125,664	199,018
	_	(1,158,079)	_	(856,969)	(2,021,220)	(1,962,456)
Interest income		15,781		23,002	51,403	84,740
Unrealized (loss)/gain on marketable securities	_	125		(375)	1,750	(625)
	_	15,906	_	22,627	53,153	84,115
Loss and comprehensive loss for the period	\$_	(1,142,173)	\$_	(834,342) \$	(1,968,067) \$	(1,878,341)
Basic and diluted loss per common share	\$_	(0.02)	\$_	(0.02) \$	(0.04) \$	(0.04)
Weighted average number						
of common shares outstanding		55,277,549		43,813,012	49,099,372	43,813,012

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS (unaudited) (Expressed in Canadian Dollars)

	_	Nine Month Period Ended September 30 2016	Nine Month Period Ended September 30 2015
Cash flows from operating activities			
Income (loss) for the period	\$	(1,968,067) \$	(1,878,341)
Items not affecting cash:			
Amortization		13,258	-
Share-based compensation		56,441	22,179
Interest on short-term investments		16,610	42,917
Unrealized (gain)/loss on marketable securities		(1,750)	625
Changes in non-cash working capital items:			
(Increase) decrease in prepaid expenses		(11,111)	19,524
(Increase) decrease in receivables		(236,911)	(65,629)
Increase (decrease) in accounts payable			
and accrued liabilities		200,102	389,740
Net cash used in operating activities	_	(1,931,428)	(1,468,985)
Cash flows from financing activities			
Issuance of common shares for cash		2,048,778	-
Share issuance costs		(35,857)	-
Net cash provided by (used in) financing activities	_	2,012,921	-
Cash flows from investing activities			
(Acquisition) disposition of capital assets		(138,633)	-
(Acquisition) disposition of mineral properties		(79,250)	-
(Increase) decrease in short-term investments		895,479	1,061,017
(Increase) decrease in long term deposits		14,297	-
Net cash provided by (used in) investing activities	_	691,893	1,061,017
Change in cash and cash equivalents during the period		773,386	(407,968)
Cash and cash equivalents, beginning of the period		1,565,847	2,183,790
Cash and cash equivalents, end of the period	\$	2,339,233 \$	1,775,822

Supplemental disclosure with respect to cash flows (Note 10)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (unaudited) (Expressed in Canadian Dollars)

	Share	e Capital			
	Number	Amount	Reserves	Deficit	Total
Balance, December 31, 2015	43,813,012	\$ 33,096,647	\$ 555,238	\$ (16,046,620)	\$ 17,605,265
Issued for mineral properties (Note 8b, 10)	300,000	96,000	-	-	96,000
Issued for private placements (Note 8b)	10,884,880	1,959,278	-	-	1,959,278
Issued for incentive stock options (Note 8b)	492,500	89,500	-	-	89,500
Share issuance costs	-	(35,857)	-	-	(35,857)
Reserves transferred on cancelled/exercised options (Note 8c)	-	-	(90,697)	90,697	-
Share-based compensation (Note 8d)	-	-	56,441	-	56,441
Loss for the period	-	-	-	(1,968,067)	(1,968,067)
Balance, September 30, 2016	55,490,392	\$ 35,205,568	\$ 520,982	\$ (17,923,990)	\$ 17,802,560
Balance, December 31, 2014	43,813,012	\$ 33,096,647	\$ 613,438	\$ (12,977,524)	\$ 20,732,561
Share-based compensation	_	_	22,179	_	22,179
Reserves transferred on cancelled options (Note 8c)	_	_	(10,943)	10,943	-
Loss for the period	-	-	-	(1,878,341)	(1,878,341)
Balance, September 30, 2015	43,813,012	\$ 33,096,647	\$ 624,674	\$ (14,844,922)	\$ 18,876,399

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

Independence Gold Corp. ("Independence" or the "Company") was incorporated under the Business Corporation Act (British Columbia) on November 1, 2011 and is considered to be in the exploration stage with respect to its mineral properties. Based on the information available to date, the Company has not yet determined whether its properties contain economically recoverable mineral reserves.

The Company's head office and principal address is 1020 - 625 Howe Street, Vancouver, British Columbia, Canada, V6C 2T6. The Company's registered and records office is 2300 - 550 Burrard Street, Vancouver, British Columbia, Canada, V6C 2B5.

The recovery of the amounts comprised in mineral properties is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon future profitable production.

These condensed consolidated interim financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred ongoing losses and has no source of recurring revenue. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal business operations as they become due. Management believes that the Company has sufficient working capital to maintain its operations for the upcoming fiscal year.

These condensed consolidated interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. BASIS OF PREPARATION

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34, "Interim Financial Reporting" on a basis consistent with the accounting policies disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2015.

These condensed consolidated interim financial statements should be read in conjunction with the most recently issued audited consolidated financial statements, which include information necessary or useful to understanding the Company's business and financial statement presentation. In particular, the Company's significant accounting policies which were presented in Note 3 to the Consolidated Financial Statements for the fiscal year ended December 31, 2015 and have been consistently applied in the preparation of the Company's consolidated interim financial statements.

The Company's condensed consolidated interim financial statements are unaudited. Financial information in this report reflects any adjustments (consisting of normal recurring adjustments) that are, in the opinion of management, necessary to a fair presentation of results for the interim periods in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

3. MARKETABLE SECURITIES

	September	· 30, 2016	December	31, 2015	
Rojo Resources Ltd.	\$	2,750	\$	1,000	

As at September 30, 2016, the Company holds 25,000 (December 31, 2015 – 25,000) common shares of Rojo Resources Ltd. (formerly known as Lucky Strike Resources Ltd.), a public company listed on the TSX Venture Exchange.

4. COMMITMENTS

a) The Company entered into an operating lease agreement for its premises expiring in 2021. The minimum annual commitment for basic rent under this lease is as follows:

2016	\$ 73,692	2019	\$ 92,642
2017	\$ 88,431	2020	\$ 92,942
2018	\$ 88,782	2021	\$ 23,162

As at September 30, 2016, the Company has paid \$73,137 (December 31, 2015 - \$87,434) as long term security deposits towards its office and storage facility lease agreements.

b) During the prior year, the Company also entered into an operating lease agreement for its storage facility expiring in 2017. The minimum annual lease commitment under this lease is as follows:

2016 \$ 20,800 2017 \$ 3,480

- c) During the prior year, the Company entered into a management agreement with a company controlled by a director which requires the Company to pay \$21,666 per month for geological consulting, management and administrative services. The agreement contains clauses which provides between 24 and 36 months remuneration should the contract be terminated or certain specified transactions occur. Effective September 1, 2014 this fee was reduced to \$16,250 per month.
- d) On June 24, 2016, the Company completed a Private Placement in which Goldcorp Inc. ("Goldcorp") acquired approximately 19.9% of the issued and outstanding common shares of the Company and entered into an Investors' Rights Agreement (the "Agreement"). Pursuant to the Agreement, Goldcorp has been granted the right to maintain its pro rata ownership percentage during future financings and the right (but not the obligation) to participate in any future equity financing to the extent required to allow Goldcorp to maintain its equity ownership in the Company to a maximum of 19.9% of the issued and outstanding shares, provided that Goldcorp holds not less than 7.5% of the Company. Goldcorp also has the right to match non-equity financing and tolling arrangements related to future exploration on the Company's current and future Yukon properties and a 30 day right of first refusal over any sale, in full or part, of the Company's interest in the Boulevard Project.

5. LAND USE DEPOSITS

The Company has provided deposits as security for land use and potential future reclamation work relating to its mineral properties. As at September 30, 2016 a total of \$67,000 (December 31, 2015 - \$67,000) had been lodged with the British Columbia Ministry of Energy, Mines & Petroleum Resources.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

6. MINERAL PROPERTIES

Title to mineral properties 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 mineral properties. The Company has investigated title to all of its mineral properties, and, to the best of its knowledge, title to all of its properties, except as described below, are properly registered and in good standing.

The Company holds interests in various mineral claims located in Canada, the capitalized acquisition costs of which are as follows:

	Septe	mber 30, 2016	December 31, 2015			
BRITISH COLUMBIA						
3Ts PROJECT						
Taken Property	\$	345,693	\$	345,693		
A 100% interest in certain claims. The property is subject to a sliding scale net smelter						
returns royalty ("NSR") ranging from 2.0% to 4.0%. The Company may reduce the NSR						
to 1.0% by paying \$2,000,000 per percent.						
Tam Property		1,750,979		1,750,979		
A 100% interest, subject to a 1.0% NSR, one-half of which may be purchased back for						
\$250,000.						
Tsacha Property		2,121,788		2,121,788		
A 100% interest in certain claims subject to a 2.0% NSR.						
Tommy Lake Property		17,518		17,518		
A 100% interest.						
BOT Property		-		-		
A 100% interest, subject to a 1.5% NSR, two-thirds of which may be purchased back for						
\$700,000.						
Blackwater-South Property		-		-		
A 100% interest.						
YUKON						
BOULEVARD PROJECT						
Boulevard Property		4,667,528		4,637,528		
A 100% interest, subject to a 2.0% NSR. Upon completion of a 43-101 report with						
specific resource estimates, the Company will be obligated to issue a further 1,000,000						
common shares.						
YCS Property		425,237		425,237		
A 100% interest, subject to a 2.0% NSR. The Company can buy-back one-half of the		ŕ		ŕ		
NSR for \$1,000,000.						
Solitude Property		865,566		865,566		
A 100% interest by staking.						
Tiger Property		233,776		233,776		
A 100% interest, subject to a 2.0% NSR. The Company can buy-back one-half of the						
NSR for \$2,000,000.						
WHITE GOLD PROPERTIES						
Henderson Property		1,271,780		1,271,780		
A 100% interest.		1,271,780		1,271,780		
Moosehorn Property		88,416		88,416		
A 100% interest.		00,410		80,410		
Rosebute Property (Note 6a)		145,250				
Up to a 75% interest, subject to a 2% NSR.		143,230		_		
	. –		. —			
Total Mineral Properties	\$_	11,933,531	\$ <u></u>	11,758,281		

On June 30, 2016 the Company entered into an Option and Joint Venture agreement with Taku Gold Corporation ("Taku") to earn up to a 75% interest in the Rosebute Property (the "Property"). Pursuant to the agreement, the Company must make staged cash payments totaling \$295,000 (\$60,000 paid), issue 1,000,000 million shares (200,000 issued with an aggregrate value of \$66,000) and incur exploration expenditures of \$2,000,000 (\$176,546 incurred to date) on or before June 30, 2019. Upon completion of the 75% earn-in, Taku will have the right to elect to participate as a 25% interest joint venture partner, or elect to sell the remaining 25% to the Company for an additional cash payment of \$500,000 and issuance of 1,000,000 common shares of the Company. If Taku elects to sell the remaining 25%, it will retain a 1% net smelter royalty ("NSR") on the Property, with the Company having the right to buyback 0.5% of the NSR for \$500,000. In addition the Property is subject to a 2% underlying royalty, with the right to purchase 1.0% of the underlying royalty for \$2,000,000. An additional \$19,250 was spent to investigate and acquire this property.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

6. MINERAL PROPERTIES (continued)

During the period ended September 30, 2016, the Company incurred exploration expenditures as follows:

	& (Geology Geophysics	Field Sampling	Drilling	Land Use & Tenure	Data Evaluation	Safety & Reclamation	Recoveries	t	Total for the period
BRITISH COLUMBIA										
3Ts Project	\$	5,896	\$ 3,005	\$ -	\$ 131	\$ 8,815	\$ -	\$ -	\$	17,847
YUKON										
Boulevard Project		43,565	176,171	729,108	4,917	14,970	40,411	(63,000)		946,142
Moosehorn		6,927	120,954	28,262	-	2,337	-	-		158,480
Flow		25,425	-	-	-	-	-	-		25,425
Ember		25,053	-	-	-	-	-	-		25,053
Wolfcreek		12,943	-	-	-	-	-	-		12,943
Rosebute		11,074	-	160,493	-	4,979	-	-		176,546
	\$	130,883	\$ 300,130	\$ 917,863	\$ 5,048	\$ 31,101	\$ 40,411	\$ (63,000)	\$ 1	,362,436

During the period ended September 30, 2015, the Company incurred exploration expenditures as follows:

	& G	Geology eophysics	Field Sampling	Drilling	Land Use & Tenure	E	Data valuation	R	Safety & Reclamation	ı	Recoveries	t	Total for the period
BRITISH COLUMBIA													
3Ts Project	\$	5,943	\$ -	\$ -	\$ 131	\$	1,271	\$	-	\$	-	\$	7,345
YUKON													
Boulevard Project		81,256	-	934,026	-		14,681		868		-	1	,030,831
Moosehorn		61	519	-	-		456		-		-		1,036
Henderson		587	-	1,470	-		1,452		-		-		3,509
	\$	87,847	\$ 519	\$ 935,496	\$ 131	\$	17,860	\$	868	\$	-	\$1	,042,721

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

7. RELATED PARTY TRANSACTIONS

The consolidated financial statements include the financial statements of Independence Gold Corp. and its subsidiaries listed in the following table:

Name of Subsidiary	Country of Incorporation	Ownership	Principal Activity		
Golden Pavilion Resources Ltd.	British Columbia, Canada	100%	Holding company		
Silver Quest Resources (US) Ltd.	Nevada, USA	100%	Inactive		

Key Management Personnel

Key management personnel includes those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of executive and non-executive members of the Company's Board of Directors and corporate officers, including the Company's Chief Executive Officer and Chief Financial Officer.

Compensation paid or payable to key management for services rendered are as follows:

	Nine month pe Septemb	riod ended er 30, 2016	Nine month p Septem	eriod ended ber 30, 2015
Management fees	\$	143,812	\$	146,413
Directors fees		25,500		24,750
Geological consulting fees		60,138		61,230
Property investigation		25,467		58,997
Share-based compensation*		37,627		15,234
Total	\$	292,544	\$	306,624

^{*} Share-based compensation consists of options granted to key management. The value shown above is calculated using the Black-Scholes option pricing model and does not represent actual amounts received.

Included in receivables at September 30, 2016 is \$120,094 (December 31, 2015 - \$75,822) due from companies with directors and/or officers in common. Included in accounts payable and accrued liabilities at September 30, 2016 is \$46,670 (December 31, 2015 - \$51,328) due to directors and companies with directors and/or officers in common.

The Company provides geological, office and administrative services to public companies with common directors. During the period ended, September 30, 2016 the Company received or accrued \$31,500 (September 30, 2015 - \$60,000) for rent and \$62,461 (September 30, 2015 - \$84,437) for accounting, investor relations, geology & other.

8. SHARE CAPITAL AND RESERVES

a) Authorized 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.

b) Issued share capital

During the period ended, September 30, 2016 the Company issued:

- 10,884,880 flow through shares ("FT Shares") as part of a Private Placement with Goldcorp Inc. at a price of \$0.18 per FT Share for total gross proceeds of \$1,959,278. The Company incurred \$35,857 in other share issuance costs,

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

8. SHARE CAPITAL AND RESERVES (continued)

b) Issued share capital (continued)

- 100,000 common shares with an aggregate value of \$30,000 pursuant to the Boulevard Property Option Agreement,
- 200,000 common shares with an aggregate value of \$66,000 pursuant to the Rosebute Property Option Agreement, and
- 492,500 common shares with an aggregate value of \$89,500 pursuant to the exercise of incentive stock options.

The Company did not issue any common shares during the period ended, September 30, 2015.

c) Stock options

The Company has an incentive stock option plan in place under which it is authorized to grant options to directors and employees to acquire up to 10% of the Company's issued and outstanding common shares. Under the plan, the exercise price of each option may not be less than the market price of the Company's stock as calculated on the date of grant less the applicable discount. The options can be granted for a maximum term of 10 years and vesting periods are determined by the Board of Directors.

As at September 30, 2016, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

Number of Shares	Exercise Price	Expiry Date	
2,125,000	\$ 0.20	March 1, 2017	
730,000	\$ 0.20	November 7, 2018	
300,000	\$ 0.15	June 2, 2020	
630,000	\$ 0.20	May 18, 2021	
3,785,000	-		

Stock option transactions are summarized as follows:

	September 30, 2016		December 31, 2015		
		Weighted		Weighted	
		Average		Average	
	Number	Exercise	Number	Exercise	
	of Options	Price	of Options	Price	
Balance, beginning of period	3,832,500	\$ 0.19	3,857,500	\$ 0.20	
Granted	630,000	\$ 0.20	495,000	0.15	
Exercised	(492,500)	\$ 0.18	-	-	
Expired/cancelled	(185,000)	\$ 0.20	(520,000)	\$ 0.20	
Balance, end of period	3,785,000	\$ 0.20	3,832,500	\$ 0.19	
Options exercisable, end of period	3,785,000	\$ 0.20	3,832,500	\$ 0.19	

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016 (Expressed in Canadian Dollars)

8. SHARE CAPITAL AND RESERVES (continued)

d) Share-based compensation

During the nine month period ended, September 30, 2016 the Company granted 630,000 (2015 - 495,000) stock options with a fair value of \$56,441 (2015 - \$22,179) or \$0.09 (2015 - \$0.04) per option. All options vest immediately on grant.

	2016	2015
Risk-free interest rate	0.71%	1.76%
Expected life of options	5.00	5.00
Annualized volatility	82.42%	79.97%
Dividend rate	-	-
Weight average fair value	\$ 0.08959	\$ 0.04481

e) Warrants

As at September 30, 2016 and 2015 the Company had no outstanding share purchase warrants.

9. SEGMENT INFORMATION

The Company operates in one reportable operating segment, being the acquisition, exploration, and evaluation of mineral properties in North America. All of the Company's capital assets are located in Canada.

10. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Significant non-cash investing and financing transactions during the nine month period ended September 30, 2016 consisted of the issuance of 100,000 common shares valued at \$30,000 pursuant to the Boulevard Property Option Agreement and the issuance of 200,000 common shares valued at \$66,000 pursuant to the Rosebute Property Option Agreement.

There were no significant non-cash investing and financing transactions during the nine month period ended September 30, 2015.