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**Petrolympic Ltd.**  
**Consolidated Financial Statements**  
**Years Ended December 31, 2015 and 2014**  
**(Expressed In Canadian Dollars)**

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**Petrolympic Ltd.**  
**Consolidated Statements of Financial Position**  
**(Expressed in Canadian Dollars)**

	As at December 31, 2015	As at December 31, 2014
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents (note 6)	\$ 1,076,553	\$ 265,355
Tax credit receivable	-	178,170
Amounts receivable and other assets (note 7)	44,437	122,708
<b>Total current assets</b>	<b>1,120,990</b>	<b>566,233</b>
<b>Non-current assets</b>		
Equipment (note 8)	24,937	35,625
Reclamation bond	11,017	9,233
<b>Total non-current assets</b>	<b>35,954</b>	<b>44,858</b>
<b>Total assets</b>	<b>\$ 1,156,944</b>	<b>\$ 611,091</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities (notes 9, 15(b) and 18)	\$ 105,413	\$ 148,416
Advances from related party (note 10)	4,844	-
Deferred premium on flow-through shares (note 12(b)(ii))	158,802	-
<b>Total current liabilities</b>	<b>269,059</b>	<b>148,416</b>
<b>Equity</b>		
Share capital (note 12)	8,887,828	7,835,540
Reserves	1,750,119	1,815,248
Deficit	(9,750,062)	(9,188,113)
<b>Total equity</b>	<b>887,885</b>	<b>462,675</b>
<b>Total equity and liabilities</b>	<b>\$ 1,156,944</b>	<b>\$ 611,091</b>

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

**Nature of operations and going concern** (note 1)  
**Commitments and contingencies** (note 19)

On behalf of the Board:

(Signed) Mendel Ekstein  
Director

(Signed) Frank Ricciuti  
Director

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**Petrolympic Ltd.****Consolidated Statements of Loss and Comprehensive Loss  
(Expressed in Canadian Dollars)**

	Year Ended December 31,	
	2015	2014
<b>Operating expenses</b>		
Exploration and evaluation expenditures (note 15)	\$ 323,814	\$ 431,456
General and administrative (note 17)	355,670	816,459
<b>Operating loss</b>	<b>(679,484)</b>	<b>(1,247,915)</b>
<b>Other Income (Expense)</b>		
Sale of oil	-	25,559
Premium on flow-through shares	42,918	-
Interest income	123	81
Accretion expense (note 11)	-	(4,265)
<b>Net loss for the year</b>	<b>(636,443)</b>	<b>(1,226,540)</b>
<b>Other comprehensive income</b>		
Item that will be reclassified subsequently to income:		
Exchange differences on translating foreign operations	5,130	2,089
<b>Net loss and comprehensive loss for the year</b>	<b>\$ (631,313)</b>	<b>\$ (1,224,451)</b>
<b>Basic and diluted net loss per share (note 16)</b>	<b>\$ (0.01)</b>	<b>\$ (0.01)</b>
<b>Weighted average number of common shares     outstanding (note 16)</b>	<b>104,407,815</b>	<b>98,582,174</b>

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

**Petrolympic Ltd.**  
**Consolidated Statements of Cash Flows**  
**(Expressed in Canadian Dollars)**

Year Ended  
December 31,  
**2015**                      **2014**

<b>Operating activities</b>		
Net loss for the year	\$ (636,443)	\$ (1,226,540)
Adjustment for:		
Depreciation (note 8)	10,688	15,268
Share-based payment (note 13)	6,920	605,350
Change in unrealized foreign exchange	(37,524)	2,089
Premium on flow-through shares	(42,918)	-
Accretion expense (note 11)	-	4,265
Non-cash working capital items:		
Tax credit receivable	178,170	(163,403)
Amounts receivable and other assets	78,271	(60,640)
Accounts payable and accrued liabilities	(43,003)	(167,872)
Reclamation bond	(1,784)	(768)
<b>Net cash and cash equivalents used in operating activities</b>	<b>(487,623)</b>	<b>(992,251)</b>
<b>Financing activities</b>		
Loan repayment (note 11)	-	(200,000)
Loan proceeds (note 10)	4,844	-
Net proceeds from private placement (note 12(b)(i)(ii))	993,523	947,958
Net proceeds from warrant exercise	257,800	197,620
<b>Net cash and cash equivalents from financing activities</b>	<b>1,256,167</b>	<b>945,578</b>
<b>Effect of exchange rate fluctuations on cash in foreign currency held</b>	<b>42,654</b>	<b>-</b>
<b>Net change in cash and cash equivalents</b>	<b>811,198</b>	<b>(46,673)</b>
<b>Cash and cash equivalents, beginning of year</b>	<b>265,355</b>	<b>312,028</b>
<b>Cash and cash equivalents, end of year (note 6)</b>	<b>\$ 1,076,553</b>	<b>\$ 265,355</b>

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

## Petrolympic Ltd.

### Consolidated Statements of Changes in Equity (Expressed in Canadian Dollars)

	Reserves						
	Share capital	Units to be issued	Contributed surplus	Warrant reserve	Other comprehensive income (loss)	Deficit	Total
<b>Balance, December 31, 2013</b>	<b>\$ 6,894,450</b>	<b>\$ 316,164</b>	<b>\$ 807,769</b>	<b>\$ 88,384</b>	<b>\$ (11,746)</b>	<b>\$ (8,158,823)</b>	<b>\$ (63,802)</b>
Common share units issued (note 12(b)(i))	1,315,600	(316,164)	-	-	-	-	999,436
Fair value of warrants issued (note 12(b)(i))	(505,649)	-	-	505,649	-	-	-
Fair value of compensation options issued (note 12(b)(i))	(52,494)	-	-	52,494	-	-	-
Cost of issuance (note 12(b)(i))	(51,478)	-	-	-	-	-	(51,478)
Warrants exercised	235,111	-	-	(37,491)	-	-	197,620
Share-based payment (note 13)	-	-	605,350	-	-	-	605,350
Reclassification of expired options	-	-	(197,250)	-	-	197,250	-
Net loss and comprehensive loss for the year	-	-	-	-	2,089	(1,226,540)	(1,224,451)
<b>Balance, December 31, 2014</b>	<b>\$ 7,835,540</b>	<b>\$ -</b>	<b>\$ 1,215,869</b>	<b>\$ 609,036</b>	<b>\$ (9,657)</b>	<b>\$ (9,188,113)</b>	<b>\$ 462,675</b>
<b>Balance, December 31, 2014</b>	<b>\$ 7,835,540</b>	<b>\$ -</b>	<b>\$ 1,215,869</b>	<b>\$ 609,036</b>	<b>\$ (9,657)</b>	<b>\$ (9,188,113)</b>	<b>\$ 462,675</b>
Flow-through shares issued (note 12(b)(ii))	731,235	-	-	-	-	-	731,235
Common share units issued (note 12(b)(ii))	124,995	-	-	-	-	-	124,995
Fair value of warrants issued (note 12(b)(ii))	(23,974)	-	-	23,974	-	-	-
Fair value of compensation options issued (note 12(b)(ii))	(24,234)	-	-	24,234	-	-	-
Cost of issuance (note 12(b)(ii))	(64,427)	-	-	-	-	-	(64,427)
Warrants exercised	308,693	-	-	(50,893)	-	-	257,800
Share-based payment (note 13)	-	-	6,920	-	-	-	6,920
Reclassification of expired options	-	-	(22,000)	-	-	22,000	-
Reclassification of expired warrants	-	-	-	(52,494)	-	52,494	-
Net loss and comprehensive loss for the year	-	-	-	-	5,130	(636,443)	(631,313)
<b>Balance, December 31, 2015</b>	<b>\$ 8,887,828</b>	<b>\$ -</b>	<b>\$ 1,200,789</b>	<b>\$ 553,857</b>	<b>\$ (4,527)</b>	<b>\$ (9,750,062)</b>	<b>\$ 887,885</b>

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

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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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### 1. Nature of operations and going concern

Petrolympic Ltd. (the "Company" or "Petrolympic") was incorporated under the Business Corporations Act (Ontario). Petrolympic is an exploration company, engaged in the acquisition, exploration and development of petroleum and natural gas properties. At the date of these consolidated financial statements, the Company has not yet discovered any significant deposits, nor has it earned any profit from its activities. The Company's common shares are listed on the TSX Venture Exchange under the symbol PCQ and on the OTCQX International under the symbol PCQRF. The primary office is located at 36 Toronto Street, Suite 1000, Toronto, Ontario, Canada, M5C 2C5. The Company's year end is December 31st.

Petrolympic is at an early stage of development and, as is common with many exploration companies, it raises financing for its exploration and acquisition activities in discrete tranches. The Company had working capital of \$851,931 at December 31, 2015 (December 31, 2014 - working capital of \$417,817). For the year ended December 31, 2015, the Company had a net loss and comprehensive loss of \$631,313 (year ended December 31, 2014 - net loss and comprehensive loss of \$1,224,451). For the year ended December 31, 2015, the Company had total cash inflows of \$811,198 (year ended December 31, 2014 - cash outflows of \$46,673).

The Company's ability to continue as a going concern is dependent upon its obtaining additional financing and eventually achieving profitable production in the future. These factors indicate the existence of a material uncertainty that may cast significant doubt as to the Company's ability to continue as a going concern. The Company is currently evaluating various options in order to address its financing needs. There can be no assurance that the Company's financing activities will continue to be successful or sufficient.

These consolidated financial statements have been prepared using accounting policies applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they become due. These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities that would be necessary if the Company were unable to continue as a going concern and was required to realize its assets or discharge its obligations in anything other than the ordinary course of operations. These adjustments could be material.

### 2. Significant accounting policies

#### (a) *Statement of compliance*

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and Interpretations of the IFRS Interpretations Committee ("IFRIC"), effective for the Company's reporting for the years ended December 31, 2015 and December 31, 2014.

The policies applied in these consolidated financial statements are based on IFRSs issued and outstanding as of December 31, 2015. These financial statements were approved by the Board of Directors on April 15, 2016.

#### (b) *Basis of presentation*

These consolidated financial statements have been prepared on a historical cost basis except for the revaluation of certain financial instruments carried at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

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

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**Petrolympic Ltd.**  
**Notes to Consolidated Financial Statements**  
**Years Ended December 31, 2015 and 2014**  
**(Expressed in Canadian Dollars)**

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**2. Significant accounting policies (continued)**

(c) *Basis of consolidation*

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries Petrolympia Inc., Petrolympic USA, Inc. and Oil-lympia Oil and Gas Inc. All intercompany transactions and balances have been eliminated. The financial statements of each subsidiary are consolidated from the date that control commences until the date that control ceases.

(d) *Foreign currencies*

The functional currency of the Company and its subsidiary Petrolympia Inc. is the Canadian Dollar. The functional currency of the subsidiaries Petrolympia USA, Inc. and Oil-lympia Oil and Gas Inc. is the US dollar. For the purpose of the consolidated financial statements, the results and financial position are expressed in Canadian Dollars.

Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. At each financial reporting date, monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at that date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are recognized in the consolidated statement of loss and comprehensive loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the spot rate at the date of the initial transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

The financial results and position of the US subsidiaries are translated as follows: (i) assets and liabilities are translated at the period end exchange rates prevailing at the reporting date; and (ii) income and expenses are translated at average exchange rates for the period. Exchange differences arising on translation of the US subsidiaries are recognized in other comprehensive loss. These differences are reclassified and recognized in loss and comprehensive loss in the period in which the foreign operation is disposed.

(e) *Financial assets and liabilities*

The Company's financial instruments consist of the following:

<b>Financial assets:</b>	<b>Classification:</b>
Cash and cash equivalents	Fair value through profit and loss ("FVTPL")
Reclamation Bond	Loans and receivables
<b>Financial liabilities:</b>	<b>Classification:</b>
Accounts payable and accrued liabilities	Other financial liabilities
Advances from related party	Other financial liabilities

Fair value through profit and loss:

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

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**Petrolympic Ltd.**  
**Notes to Consolidated Financial Statements**  
**Years Ended December 31, 2015 and 2014**  
**(Expressed in Canadian Dollars)**

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**2. Significant accounting policies (continued)**

(e) *Financial assets and liabilities (continued)*

Loans and receivables:

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially recognized at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost using the effective interest method, less any impairment losses.

Other financial liabilities:

Other financial liabilities are recognized initially at fair value net of any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest and any transaction costs over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the instrument or (where appropriate) a shorter period to the net carrying amount on initial recognition.

Other financial liabilities are de-recognized when the obligations are discharged, cancelled, or expired.

Impairment of financial assets:

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the investments have been negatively impacted. Evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- the likelihood that the borrower will enter bankruptcy or financial re-organization.

Financial instruments recorded at fair value:

Financial instruments recorded at fair value on the consolidated statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As of December 31, 2015 and December 31, 2014, except for cash and cash equivalents, none of the Company's financial instruments are recorded at fair value in the consolidated statements of financial position. Cash and cash equivalents are classified as Level 1.



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**Petrolympic Ltd.**  
**Notes to Consolidated Financial Statements**  
**Years Ended December 31, 2015 and 2014**  
**(Expressed in Canadian Dollars)**

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**2. Significant accounting policies (continued)**

*(t) Impairment of non-financial assets*

At the end of each reporting period, the Company reviews the carrying amounts of its non-financial assets with finite lives to determine whether there is any indication that those assets have suffered an impairment loss. Where such an indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. The recoverable amount is the higher of an asset's fair value less cost to sell or its value in use. In addition, long-lived assets that are not amortized are subject to an annual impairment assessment.

*(g) Exploration and evaluation expenditures*

The Company expenses exploration and evaluation expenditures as incurred. Exploration and evaluation expenditures include acquisition costs of petroleum and natural gas properties, property option payments and evaluation activity. Tax credits related to exploration and evaluation expenditures are netted against the related exploration and evaluation expenditures in the period in which they are recognized (see note 2(q)).

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

*(h) Finance costs*

Costs incurred on the issuance of the Company's equity instruments are charged directly to the respective equity account.

*(i) Flow-through shares*

The Company, from time to time, finances a portion of its planned exploration and development activities through the issue of flow-through shares. Under the terms of the flow-through agreements, the income tax deductions attributable to the capital expenditures are renounced to the subscribers. The difference between the subscription price of the flow-through shares and the common share prices at the date of issuance is initially recognized as a liability on the consolidated statement of financial position. The liability is then recognized on the consolidated statement of loss and comprehensive loss as other income when the Company has made the required expenditures and renounced to the tax authorities.

*(j) Cash and cash equivalents*

Cash and cash equivalents in the consolidated statements of financial position comprise cash at banks and on hand, and guaranteed investment certificates with an original maturity of three months or less, which are readily convertible into a known amount of cash. The Company does not invest in any asset-backed deposits/investments.

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**Petrolympic Ltd.**  
**Notes to Consolidated Financial Statements**  
**Years Ended December 31, 2015 and 2014**  
**(Expressed in Canadian Dollars)**

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**2. Significant accounting policies (continued)**

*(k) Joint Arrangements*

The Company determines whether the joint arrangement entered into by the Company is a joint operation or a joint venture based upon the rights and obligations of the parties to the arrangement. A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.

Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Where the Company determines the joint arrangement represents a joint operation, the Company accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the IFRSs applicable to the particular assets, liabilities, revenues and expenses.

Where the Company determines the joint arrangement represents a joint venture, the Company recognizes its interest in a joint venture as an investment and accounts for this investment using the equity method, whereby the investment is initially recognized at cost and adjusted thereafter for the post-acquisition change in the Company's share of the net assets of the joint venture. The Company's share of the joint venture's profit or loss and other comprehensive income (loss) is included in Company's profit or loss and other comprehensive income (loss), respectively.

*(l) Equipment*

Equipment is carried at cost, less accumulated depreciation and accumulated impairment losses.

The cost of an item of equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is recognized based on the cost of an item of equipment, less its estimated residual value, over its estimated useful life at the following rates:

<b>Detail</b>	<b>Percentage</b>	<b>Method</b>
Oil and gas equipment	30%	Declining balance

An asset's residual value, useful life and depreciation method are reviewed on an annual basis and adjusted if appropriate.

*(m) Provisions*

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

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

The Company had no material provisions at December 31, 2015 or December 31, 2014.

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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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### 2. Significant accounting policies (continued)

#### (n) *Share-based payment transactions*

The fair value of share options granted to employees is recognized as an expense over the vesting period with a corresponding increase in contributed surplus. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company. The fair value is measured at the grant date and recognized over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. At the end of each reporting period, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest.

The fair value of share-based payments to non-employees and other share-based payments are based on the fair value of the goods or services received. If the Company cannot estimate reliably the fair value of the goods or services received, the Company is required to measure their value, and the corresponding increase in contributed surplus, indirectly, by reference to the fair value of the equity instruments granted at the date the Company receives the goods or services.

The fair value of unexercised options is adjusted to deficit on expiry.

#### (o) *Equity*

In situations where the Company issues units, the value of warrants is bifurcated and is included as the separate reserve of the Company's equity.

The fair value of unexercised warrants is adjusted to deficit on expiry.

On extension of the expiry date of warrants, the Company does not recognize any value related to the adjustment.

#### (p) *Income taxes*

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

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

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

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

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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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### 2. Significant accounting policies (continued)

#### (q) *Restoration, rehabilitation and environmental obligations*

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

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

#### (r) *Loss per share*

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share is determined by adjusting the loss attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all warrants and options outstanding that may add to the total number of common shares.

#### (s) *Refundable tax credit for resources*

The Company is eligible for a refundable tax credit for resources for petroleum and natural gas industry companies in relation to eligible expenses incurred in Quebec, Canada. The refundable tax credit for resources represents up to 35% (December 31, 2014 - 35%) of the amount of eligible expenditures incurred. This tax credit is recognized as a credit to eligible exploration and evaluation costs expensed during the year, when the tax credit's collectability is reasonably assured.

#### (t) *Significant accounting judgments and estimates*

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

### Critical accounting estimates

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

- the inputs used in accounting for share-based payment transactions in profit or loss;
- management assumptions of no material restoration, rehabilitation and environmental provision, based on the facts and circumstances that existed during the year; and

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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements Years Ended December 31, 2015 and 2014 (Expressed in Canadian Dollars)

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### 2. Significant accounting policies (continued)

(t) *Significant accounting judgments and estimates (continued)*

#### Critical accounting judgments

The categorization of financial assets and liabilities and functional currency determination are accounting policies that require management to make judgments or assessments.

Management's judgment is used in the method used to established fair value of flow-through shares. Additionally, management's judgment is applied in determining whether qualified expenditures have been incurred. Differences in judgment between management and regulatory authorities can materially increase the flow-through premium liability and outstanding commitments.

Management's judgment is used in determining the eligible expenditures used in the recognition of tax credits receivable.

Management applied judgment in determining the Company's ability to continue as a going concern.

(u) *Recent Accounting Pronouncements*

Certain new standards, amendments and interpretations are effective for annual periods beginning after January 1, 2016 and have not been applied in these financial statements. None of these are expected to have a significant impact on the Company's financial statements.

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

IFRS 9 – Financial Instruments (“IFRS 9”) was issued by the IASB in July 2014 and will replace IAS 39 - Financial Instruments: Recognition and Measurement. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value and a new mixed measurement model for debt instruments having only two categories: amortized cost and fair value. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Final amendments released in July 2014 also introduce a new expected loss impairment model and limited changes to the classification and measurement requirements for financial assets. IFRS 9 is effective for annual periods beginning on or after January 1, 2018.

### 3. Capital risk management

The Company manages its capital to ensure that funds are available or are scheduled to be raised to provide adequate funds to carry out the Company's defined exploration programs and to meet its ongoing administrative costs. The Company considers its capital to be equity, which comprises share capital, units to be issued, reserves and deficit, which at December 31, 2015, totaled \$887,885 (December 31, 2014 - \$462,675).

This is achieved by the Board of Directors' review and acceptance of exploration budgets that are achievable within existing resources and the timely matching and release of the next stage of expenditures with the resources made available from private placements or other fund raisings.

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## **Petrolympic Ltd.**

### **Notes to Consolidated Financial Statements**

**Years Ended December 31, 2015 and 2014**

**(Expressed in Canadian Dollars)**

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#### **3. Capital risk management (continued)**

The Company is not subject to any material externally imposed capital requirements or covenants other than the obligation to incur eligible expenditures with respect to the flow-through shares issued (refer to notes 15(a)) and Policy 2.5 of the TSXV Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) \$50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of December 31, 2015, the Company believes it is compliant with Policy 2.5.

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

There were no changes in the Company's approach to capital management during the year ended December 31, 2015.

#### **4. Financial risk management**

##### **(i) Financial risk**

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate, foreign currency and commodity and equity price risk). Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

##### **(ii) Credit risk**

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

##### **(iii) Liquidity risk**

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or matters specific to the Company. The Company generates cash flow primarily from its financing activities. As at December 31, 2015, the Company had cash and cash equivalents of \$1,076,553 (December 31, 2014 - \$265,355) to settle current liabilities of \$269,059 (December 31, 2014 - \$148,416). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as liquidity and the Company's ability to continue as a going concern (see note 1).

##### **(iv) Market risk**

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

**Petrolympic Ltd.**  
**Notes to Consolidated Financial Statements**  
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**4. Financial risk management (continued)**

(iv) Market risk (continued)

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in guaranteed investment certificates or interest-bearing accounts of major Canadian chartered banks. The Company regularly monitors compliance with its cash management policy.

(b) Foreign currency risk

The Company's functional and reporting currency is the Canadian dollar and major purchases are transacted in Canadian dollars. The Company is exposed to foreign currency risk with respect to the expenditures incurred by its US subsidiaries.

(v) Sensitivity analysis

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:

(a) The Company has no interest bearing debt at December 31, 2015. Sensitivity to a plus or minus one percentage point change in interest rates would not have a material impact on the reported net loss and comprehensive loss.

(b) The Company has subsidiaries with balances denominated in US dollars. Sensitivity to a plus or minus five percentage point change in exchange rates would lead to a \$8,500 gain/loss in the reported net loss and comprehensive loss for the year ended December 31, 2015.

**5. Categories of financial instruments**

	<b>As at December 31, 2015</b>	<b>As at December 31, 2014</b>
<b>Financial assets:</b>		
FVTPL		
Cash and cash equivalents	\$ 1,076,553	\$ 265,355
Loans and receivables		
Reclamation bond	\$ 11,017	\$ 9,233
<b>Financial liabilities:</b>		
Other financial liabilities		
Accounts payable and accrued liabilities	\$ 105,413	\$ 148,416
Advances from related party	\$ 4,844	\$ -

As at December 31, 2015, the fair value of the Company's financial instruments approximates their carrying value due to the short-term nature of the instruments.

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**Petrolympic Ltd.****Notes to Consolidated Financial Statements****Years Ended December 31, 2015 and 2014****(Expressed in Canadian Dollars)**

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**6. Cash and cash equivalents**

	As at December 31, 2015	As at December 31, 2014
Cash	\$ 1,066,553	\$ 255,355
Cash equivalents	10,000	10,000
Total	\$ 1,076,553	\$ 265,355

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**7. Amounts receivable and other assets**

	As at December 31, 2015	As at December 31, 2014
Sales tax receivable - (Canada)	\$ 15,509	\$ 88,675
Prepaid expenses	28,928	34,033
	\$ 44,437	\$ 122,708

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**8. Equipment****Cost**

	Oil and gas equipment
Balance, December 31, 2013, December 31, 2014 and December 31, 2015	\$ 56,947

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**Accumulated depreciation**

	Oil and gas equipment
Balance, December 31, 2013	\$ 6,054
Depreciation	15,268
Balance, December 31, 2014	\$ 21,322
Depreciation	10,688
Balance, December 31, 2015	\$ 32,010

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**Carrying amounts**

	Oil and gas equipment
At December 31, 2014	\$ 35,625
At December 31, 2015	\$ 24,937

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## Petrolympic Ltd.

### Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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#### 9. Accounts payable and accrued liabilities

	As at December 31, 2015	As at December 31, 2014
Trade payables	\$ 47,425	\$ 51,275
Accrued liabilities	57,988	97,141
	<b>\$ 105,413</b>	<b>\$ 148,416</b>

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#### 10. Advances from related party

During the year ended December 31, 2015, the Company received \$4,844 from Mendel Ekstein who is a major shareholder of the Company. The advances do not bear any interest and are due on demand.

#### 11. Loan payable

The Company entered into a financing arrangement (the "Loan") for the purposes of funding exploration on the Chittim Ranch property and increasing its working capital, whereby the Company borrowed \$200,000 (the "Principal") from Mendel Ekstein, the Chief Executive Officer ("CEO") and the President of the Company (the "Lender"), for a term of 12 months, which Principal will bear no interest (but will bear interest at a rate of 30% per annum in the case of a default). In connection with the Loan, Petrolympic had entered into a promissory note and other agreements and executed certain documents, including entering into a share pledge agreement (the "Share Pledge Agreement") with the Lender, providing for the pledge by the Company to the Lender of shares in the capital of Petrolympia Inc. and Petrolympic USA, Inc., upon the terms and conditions set out in the Share Pledge Agreement. The Loan had a settlement date of February 20, 2014 and was repaid in January 2014. Upon repayment of the debt, the Company paid a finance fee of \$22,290 which was recorded in the general and administrative expense in the year ended December 31, 2014.

#### 12. Share capital

##### a) Authorized share capital

At December 31, 2015, the authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

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**Petrolympic Ltd.****Notes to Consolidated Financial Statements****Years Ended December 31, 2015 and 2014****(Expressed in Canadian Dollars)**

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**12. Share capital (continued)**

## b) Common shares issued

At December 31, 2015, the issued share capital amounted to \$8,887,828.

Issued:

	<b>Number of common shares</b>	<b>Amount</b>
<b>Balance, December 31, 2013</b>	<b>89,274,243</b>	<b>\$ 6,894,450</b>
Private placement (i)	8,770,666	1,315,600
Fair value of warrants issued (i)	-	(505,649)
Fair value of compensation options issued (i)	-	(52,494)
Costs of issuance - cash (i)	-	(51,478)
Exercise of warrants	1,976,190	235,111
<b>Balance, December 31, 2014</b>	<b>100,021,099</b>	<b>\$ 7,835,540</b>
	<b>Number of common shares</b>	<b>Amount</b>
<b>Balance, December 31, 2014</b>	<b>100,021,099</b>	<b>\$ 7,835,540</b>
Private placement (ii)	2,906,100	1,057,950
Premium on flow-through shares (ii)	-	(201,720)
Fair value of warrants issued (ii)	-	(23,974)
Fair value of compensation options issued (ii)	-	(24,234)
Costs of issuance - cash (ii)	-	(64,427)
Exercise of warrants	2,578,000	308,693
<b>Balance, December 31, 2015</b>	<b>105,505,199</b>	<b>\$ 8,887,828</b>

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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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### 12. Share capital (continued)

#### b) Common shares issued (continued)

(i) In the first quarter of 2014, the Company issued 8,770,666 units of the Company (the "Securities") at a price of \$0.15 per Security for aggregate gross proceeds of \$1,315,600. Each Security consists of one common share of the Company (a "Security Share") and one common share purchase warrant (a "2014 Warrant"). Each 2014 Warrant entitles the holder to purchase one common share at a price of \$0.25 per 2014 Warrant for a period of 18 months from the date of issuance.

Compensation options were also issued to certain finders. The finders received 877,066 compensation options ("2014 Compensation Option"), each 2014 Compensation Option being exercisable into one Security within 18 months of closing, at an exercise price of \$0.15.

A value of \$526,240 was estimated for the 8,770,666 warrants on the date of grant using a relative fair value method based on the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; share price of \$0.18; expected volatility of 158% using the historical price history of the Company; risk-free interest rate of 1.01%; and an expected average life of 18 months.

A value of \$87,496 was estimated for the 877,066 2014 Compensation Options on the date of grant using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; share price of \$0.15; expected volatility of 157% using the historical price history of the Company; risk-free interest rate of 1.01%; and an expected average life of 18 months. This value charged \$52,494 to share capital and \$35,002 to warrants as transaction costs. The 2014 Compensation Options were valued based on the equity instrument granted as no value could be reasonably determined for the services. Total share issue costs of \$51,478 were charged and allocated \$30,887 to share capital and \$20,591 to warrants.

(ii) On March 27, 2015, the Company issued 2,521,500 "flow-through" shares (the "Flow-Through Shares") at a price of \$0.37 per Flow-Through Share and 384,600 units of the Company ("Units") at a price of \$0.325 per Unit for aggregate gross proceeds of \$1,057,950. Each Unit consists of one common share of the Company (a "Unit Share") and one-half of one common share purchase warrant (each whole warrant, a "Warrant"), with each Warrant entitling the holder thereof to purchase one additional common share (a "Warrant Share") at a price of \$0.45 per Warrant Share for a period of 18 months from the date of issuance.

Finder's warrants were also issued to certain finders. The finders received a cash finder's fees of \$62,898 and 145,305 finder's warrants (5% of the total number of Units and Flow-Through Shares), each finder's warrant exercisable into one common share of the Company for a period of 18 months from the date of issuance at a price of \$0.325, in the case of finder's warrants issued for the subscribed Units and, \$0.37 in the case of finder's warrants issued for the subscribed Flow-Through Shares.

The fair value of the common shares was determined to be \$731,235 using the closing trading price on March 27, 2015 of \$0.29. A value of \$26,274 was estimated for the 192,300 warrants on the date of grant using a relative fair value method based on the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; share price of \$0.29; expected volatility of 143% using the historical price history of the Company; risk-free interest rate of 0.52%; and an expected average life of 18 months.

A value of \$24,234 was estimated for the 145,305 finder's warrants on the date of grant using the Black-Scholes option pricing model with the following assumptions: expected dividend yield of 0%; share price of \$0.29; expected volatility of 143% using the historical price history of the Company; risk-free interest rate of 0.52%; and an expected average life of 18 months. This value charged \$23,534 to share capital and \$700 to warrants as transaction costs. The finder's warrants were valued based on the equity instrument granted as no value could be reasonably determined for the services. Total share issue costs of \$64,427 were charged and allocated \$62,827 to share capital and \$1,600 to warrants. The remaining \$201,720 was determined to be the premium on flow-through shares of which, \$158,802 remains outstanding as of December 31, 2015.

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**13. Stock options**

The following table reflects the continuity of stock options for the periods presented:

	Number of stock options	Weighted average exercise price (\$)
<b>Balance, December 31, 2013</b>	<b>8,400,002</b>	<b>0.13</b>
Expired	(750,000)	0.295
Granted (i)(ii)(iii)	2,080,000	0.36
<b>Balance, December 31, 2014</b>	<b>9,730,002</b>	<b>0.17</b>

	Number of stock options	Weighted average exercise price (\$)
<b>Balance, December 31, 2014</b>	<b>9,730,002</b>	<b>0.17</b>
Granted (iv)	100,000	0.10
Expired	(100,000)	0.28
<b>Balance, December 31, 2015</b>	<b>9,730,002</b>	<b>0.17</b>

(i) On May 20, 2014, the Company granted 1,230,000 options of the Company at a price of \$0.36 per share, expiring May 20, 2019. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of \$0.36; 118% volatility; risk-free interest rate of 1.54%; and a dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was \$362,850 which was expensed in the consolidated statement of loss and comprehensive loss with a corresponding amount allocated to contributed surplus. These options have fully vested.

(ii) On May 20, 2014, the Company granted 100,000 options to purchase common shares of the Company to a consultant of the Company at an exercise price of \$0.36 per share, expiring May 20, 2019. These options were valued based on the equity instrument granted as no value could be reasonably determined for the services. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of \$0.36; 118% volatility; risk-free interest rate of 1.54%; and a dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was \$29,500 which was expensed in the consolidated statement of loss and comprehensive loss with a corresponding amount allocated to contributed surplus. These options have fully vested.

(iii) On June 20, 2014, the Company granted 750,000 options of the Company at a price of \$0.37 per share, expiring June 20, 2019. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of \$0.35; 117% volatility; risk-free interest rate of 1.60%; and a dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was \$213,000 which was expensed in the consolidated statement of loss and comprehensive loss with a corresponding amount allocated to contributed surplus. These options have fully vested.

## Petrolympic Ltd.

### Notes to Consolidated Financial Statements Years Ended December 31, 2015 and 2014 (Expressed in Canadian Dollars)

#### 13. Stock options (continued)

(iv) On August 21, 2015, the Company granted 100,000 options to purchase common shares of the Company to an officer of the Company at an exercise price of \$0.10 per share, expiring August 21, 2020. The fair value of these options at the date of grant was estimated using the Black-Scholes option pricing model with the following assumptions: a five year expected average life; share price of \$0.085; 121% volatility; risk-free interest rate of 0.61%; and a dividend yield of 0%. Volatility is calculated based on the changes in historical stock prices over the expected life of the options. The fair value assigned to these options was \$6,920 which was expensed in the consolidated statement of loss and comprehensive loss with a corresponding amount allocated to contributed surplus. These options have fully vested.

The following table reflects the actual stock options issued and outstanding as of December 31, 2015:

Expiry date	Exercise price (\$)	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options vested (exercisable)
April 24, 2017	0.120	1.32	1,100,000	1,100,000
March 25, 2018	0.100	2.23	3,333,335	3,333,335
June 26, 2018	0.100	2.49	1,466,667	1,466,667
November 21, 2018	0.175	2.89	800,000	800,000
December 9, 2018	0.150	2.94	850,000	850,000
May 20, 2019	0.360	3.39	1,330,000	1,330,000
June 20, 2019	0.370	3.47	750,000	750,000
August 21, 2020	0.100	4.64	100,000	100,000
		<b>2.56</b>	<b>9,730,002</b>	<b>9,730,002</b>

#### 14. Warrants

The following table reflects the continuity of warrants for the years presented:

	Number of warrants	Grant date fair value (\$)
<b>Balance, December 31, 2013</b>	<b>4,554,190</b>	<b>88,384</b>
Issued (note 12(b)(i))	8,770,666	505,649
2014 Compensation Options issued (note 12(b)(i))	877,066	52,494
Exercised	(1,976,190)	(37,491)
<b>Balance, December 31, 2014</b>	<b>12,225,732</b>	<b>609,036</b>
	Number of warrants	Grant date fair value (\$)
<b>Balance, December 31, 2014</b>	<b>12,225,732</b>	<b>609,036</b>
Issued (note 12(b)(ii))	192,300	23,974
Finder's warrants issued (note 12(b)(ii))	145,305	24,234
Exercised	(2,578,000)	(50,893)
Expired	(877,066)	(52,494)
<b>Balance, December 31, 2015</b>	<b>9,108,271</b>	<b>553,857</b>

# Petrolympic Ltd.

## Notes to Consolidated Financial Statements Years Ended December 31, 2015 and 2014 (Expressed in Canadian Dollars)

### 14. Warrants (continued)

The weighted average market price on the date of exercise of warrants during the year was \$0.36 (December 31, 2014 - \$0.37).

The following table reflects the actual warrants issued as of December 31, 2015:

	Number of warrants outstanding	Grant date fair value (\$)	Exercise price (\$)	Expiry date
(a)	6,300,000	363,209	0.25	March 13, 2016
(b)	2,470,666	142,440	0.25	April 7, 2016
	192,300	23,974	0.45	September 27, 2016
	126,075	20,903	0.37	September 27, 2016
	19,230	3,331	0.325	September 27, 2016
	<b>9,108,271</b>	<b>553,857</b>		

(a) On July 9, 2015, the Company announced that it received TSX Venture Exchange acceptance to extend the expiry date of 6,300,000 warrants to March 13, 2016 from July 13, 2015.

(b) On July 9, 2015, the Company announced that it received TSX Venture Exchange acceptance to extend the expiry date of 2,470,666 warrants to April 7, 2016 from August 7, 2015.

### 15. Exploration and evaluation expenditures

	Year Ended December 31,	
	2015	2014
<b>Québec, Canada (a)</b>		
Gross exploration activities		
General exploration costs	\$ 118,012	\$ 480,955
Consulting	72,226	27,108
Geology	-	975
Seismic	89,617	-
Permits and licenses	9,716	22,911
	\$ 289,571	\$ 531,949
Tax credit receivable	91	(169,548)
<b>Net costs</b>	<b>\$ 289,662</b>	<b>\$ 362,401</b>
<b>Texas, USA (b)</b>		
Development costs	\$ 23,464	\$ 61,946
Depreciation	10,688	15,268
Reimbursement of expenses	-	(8,159)
<b>Net costs</b>	<b>\$ 34,152</b>	<b>\$ 69,055</b>
<b>Total exploration costs</b>	<b>\$ 323,814</b>	<b>\$ 431,456</b>

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## Petrolympic Ltd.

### Notes to Consolidated Financial Statements

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#### 15. Exploration and evaluation expenditures (continued)

##### (a) Québec Properties, Québec (Canada)

As at December 31, 2015, Petrolympic had an interest in oil and gas exploration permits in the Appalachian Basin of Québec that include holdings in the St. Lawrence Lowlands and Gaspé Peninsula. The Company's holdings in the St. Lawrence Lowlands are a 30% interest through a joint operation with Squatex; a 12% interest in the Farmout and Joint Operating Agreement with Canbriam Energy Inc. ("Canbriam"); as well as a 100% interest in exploration permits located over the Lowlands shallow carbonates platform on the south shore of the St. Lawrence River, less than 30 kilometres southwest of Montreal. These properties represent a major position in the Utica-Lorraine and Trenton-Black River plays. Petrolympic also maintains holdings in the Gaspé and Lower St. Lawrence regions, including a 30% interest in a joint operation with Squatex and a 100% interest in a block of exploration permits located between Rimouski and Matane prospective for hydrothermal dolomite hosted light oil.

During the year ended December 31, 2015, the Company's share of exploration and evaluation expenditures on its Québec, Canada property interests amounted to \$289,662 (year ended December 31, 2014 - \$362,401). Total cumulative exploration and evaluation expenditures incurred on its Québec, Canada property interests to December 31, 2015 amounted to \$5,099,776 (December 31, 2014 - \$4,810,114).

##### (b) Chittim Ranch Property, Texas (USA)

During the year ended December 31, 2015, the Company's share of exploration and evaluation expenditures on its Chittim Ranch property in Texas (USA) amounted to \$34,152 (year ended December 31, 2014 - \$69,055). Total cumulative exploration and evaluation expenditures incurred on its Chittim Ranch property to December 31, 2015 amounted to \$1,810,911 (December 31, 2014 - \$1,776,759).

Petrolympic USA Inc. has an 80.25% working interest (net revenue interest of 60.1875%) in the Chittim Ranch 80 #2V Well (the "Well") located in the Chittim Ranch property. Revenues derived from the Well are subject to a 25% royalty payable to SWEPI, with the remaining 14.8125% due to the remaining partners of the Well (the "Partners"). Partners are required to reimburse 19.75% of the Well's operating expenses to the Company.

For the year ended December 31, 2015, the Company paid \$nil in royalties to SWEPI (year ended December 31, 2014 - \$11,151). As at December 31, 2015, the Company owed \$20,887(15,092USD) in royalties to SWEPI (December 31, 2014 - \$17,508 (15,092USD)) and this amount was included in accounts payable and accrued liabilities.

In the event that the Well is completed as a producing well with a minimum average of 50 barrels of oil production per day for the first 60 days, Petrolympic will have the obligation to tender to Texas HBP LLC an additional \$3,000,000 within 20 days of Petrolympic's receipt of confirmation of production volume. As at December 31, 2015, the Company has not received confirmation of production volume.

#### 16. Net loss per share

The calculation of basic and diluted loss per share for the year ended December 31, 2015 was based on the loss attributable to common shareholders of \$636,443 (year ended December 31, 2014 - \$1,226,540) and the weighted average number of common shares outstanding of 104,407,815 (year ended December 31, 2014 - 98,582,174). Diluted loss per share did not include the effect of 9,730,002 options outstanding (year ended December 31, 2014 - 9,730,002 options outstanding) as they are anti-dilutive. Diluted loss per share did not include the effect of 9,108,271 warrants outstanding (year ended December 31, 2014 - 12,225,732 warrants outstanding) as they are anti-dilutive.

## Petrolympic Ltd.

### Notes to Consolidated Financial Statements Years Ended December 31, 2015 and 2014 (Expressed in Canadian Dollars)

#### 17. General and administrative

	Year Ended December 31,	
	2015	2014
Share-based payment (note 13)	\$ 6,920	\$ 605,350
Professional fees	92,631	71,081
Management fees	161,245	5,738
Administrative and general	19,919	52,648
Salaries and benefits	-	28,246
Investor relations and promotion	50,650	38,593
Reporting issuer costs	24,305	14,803
	<b>\$ 355,670</b>	<b>\$ 816,459</b>

#### 18. Related party balances and transactions

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

As at December 31, 2015, Mendel Ekstein, an officer and director of the Company, controls or indirectly controls 26,528,736 common shares of the Company, or approximately 25% of the total common shares outstanding. As at December 31, 2015, Andreas Jacob, a director of the Company, controls or indirectly controls 11,967,625 common shares of the Company, or approximately 11% of the total common shares outstanding. As at December 31, 2015, the remaining directors and/or officers of the Company collectively control 276,874 common shares of the Company or less than 1% of the total common shares outstanding. To the knowledge of directors and officers of Petrolympic, the remainder of the Company's outstanding common shares are widely held. These holdings can change at any time at the discretion of the owner.

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

	Year Ended December 31,	
	2015	2014
Marrelli Support Services Inc. ("Marrelli Support") (i)	\$ 26,844	\$ 23,652
DSA Corporate Services Inc. ("DSA") (ii)	12,768	16,063
Fogler Rubinoff LLP ("Fogler") (iii)	30,851	10,327
Mendel Ekstein (iv)	4,844	22,290
Andreas Jacob (v)	-	51,478

(i) For the year ended December 31, 2015, the Company expensed \$26,844 (year ended December 31, 2014 - \$23,652) to Marrelli Support for the services of Carmelo Marrelli to act as Chief Financial Officer ("CFO") of the Company. In addition, Marrelli Support also provides bookkeeping services to the Company. Carmelo Marrelli is the president of Marrelli Support. As at December 31, 2015, Marrelli Support was owed \$2,472 (December 31, 2014 - \$4,296) and this amount was included in accounts payable and accrued liabilities.

(ii) For the year ended December 31, 2015, the Company expensed \$12,768 (year ended December 31, 2014 - \$16,063) to DSA for corporate secretarial services. DSA is a private company controlled by Carmelo Marrelli, the CFO of the Company. Carmelo Marrelli is also the corporate secretary and sole director of DSA. As at December 31, 2015, DSA was owed \$4,547 (December 31, 2014 - \$2,720) and this amount was included in accounts payable and accrued liabilities.



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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements

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### 18. Related party balances and transactions (continued)

(iii) For the year ended December 31, 2015, the Company expensed \$30,851 (year ended December 31, 2014 - \$10,327) to Fogler for legal services. Adam Szweras, the Corporate Secretary of Petrolympic, is a partner at Fogler. As at December 31, 2015, Fogler was owed \$1,235 (December 31, 2014 - \$nil) and this amount was included in accounts payable and accrued liabilities.

(iv) The total loan balance owed to the President and CEO of the Company as of December 31, 2015 amounted to \$4,844 (December 31, 2014 - \$nil) (see note 10). In Q1 2014, the Company repaid a prior loan of \$200,000, and upon repayment of the loan, the Company paid a financing fee of \$22,290 which was recorded as a general and administrative expense in 2014 (see note 11).

(v) During the year ended December 31, 2014, Andreas Jacob, Vice-President and a director of the Company was paid \$51,478 as a bonus.

(b) Remuneration of directors and key management personnel of the Company was as follows:

	Year Ended December 31,	
	2015	2014
Salaries and benefits	\$ 127,037	\$ 40,559
Share-based payment	6,920	575,850
Total remuneration	\$ 133,957	\$ 616,409

Payments to directors and key management personnel of the Company include certain transactions with related parties in (a) above, and (b) remuneration to directors and key management personnel of the Company. As at December 31, 2015, directors and key management personnel of the Company were owed \$6,920 (December 31, 2014 - \$25,000) for remuneration and reimbursable expenses, excluding amounts disclosed in (a) above.

### 19. Commitments and contingencies

(a) Québec, Canada

In order to maintain its petroleum and natural gas permits in good standing, the Company must pay an annual rent of \$0.102 per hectare and incur minimum exploration expenditures equivalent to \$0.50 per hectare in the first year, increasing by \$0.50 per hectare every subsequent year to a maximum of \$2.50. The Quebec Government has decided to maintain the annual rent obligations until further notice while completing environmental studies and preparing new Quebec oil and gas laws and regulations. Until then, permits owners must only pay the annual rental and have no work obligations to keep their permits. Present exploration expenditures (without hydraulic fracturation) are allowed and will be cumulated and credited to future permits work obligations.

Annual rentals and minimum exploration expenditures are reduced by past expenditures exceeding the minimum amounts due.

The Company's operations are subject to government environmental protection legislation. Environmental consequences are difficult to identify in terms of results, timetable and impact.

At this time, to management's best knowledge, the Company's operations are in compliance with current laws and regulations.

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## Petrolympic Ltd.

### Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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#### 19. Commitments and contingencies (continued)

##### (b) Flow-through shares

Pursuant to the terms of the flow-through share agreements, the Company is in the process of complying with its flow-through contractual obligations with subscribers with respect to the Income Tax Act (Canada) requirements for flow-through shares.

As at December 31, 2015, the Company was committed to incurring approximately \$932,955 in Canadian Exploration Expenditures by December 31, 2016, arising from the flow-through offerings. Of this amount, approximately \$198,496 has been spent as of December 31, 2015.

#### 20. Segmented information

As at December 31, 2015, the Company operates primarily in two reportable geographical segments, being the exploration for petroleum and natural gas interests in Canada and the USA. The Company maintains a head office in Toronto, Canada.

##### As at December 31, 2015

	Canada	USA	Total
Revenues	\$ -	\$ -	\$ -
Net loss and comprehensive loss	\$ (587,440)	\$ (43,873)	\$ (631,313)

##### As at December 31, 2014

	Canada	USA	Total
Revenues	\$ -	\$ 25,559	\$ 25,559
Net loss and comprehensive loss	\$ (1,171,336)	\$ (53,115)	\$ (1,224,451)

##### As at December 31, 2015

	Canada	USA	Total
Current assets	\$ 1,113,353	\$ 7,637	\$ 1,120,990
Non-current assets	\$ -	\$ 35,954	\$ 35,954

##### As at December 31, 2014

	Canada	USA	Total
Current assets	\$ 556,982	\$ 9,251	\$ 566,233
Non-current assets	\$ -	\$ 44,858	\$ 44,858

**Petrolympic Ltd.**  
**Notes to Consolidated Financial Statements**  
**Years Ended December 31, 2015 and 2014**  
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**21. Income taxes**

The reconciliation of the combined Canadian federal and provincial statutory income tax rate on the net loss for the years ended December 31, 2015 and 2014 is as follows:

	<b>Year Ended December 31,</b>	
	<b>2015</b>	<b>2014</b>
Loss before income taxes and tax credits	\$ (636,352)	\$ (1,396,088)
Combined federal and provincial statutory income tax rate	26.50 %	26.50 %
Expected income tax recovery	\$ (168,636)	\$ (369,960)
Share-based compensation and non-deductible expenses	47,766	71,110
Share issue costs	(17,073)	-
Effect of higher tax rates in foreign jurisdictions	(2,821)	(3,220)
True up of prior year balances and other	(62,193)	(111,880)
Effect of flow-through renunciation	250,965	-
Effect of premium on flow-through shares	(11,141)	-
Change in tax benefits not recognized	(36,867)	413,950
Income tax expense (recovery)	\$ -	\$ -

Deferred income taxes are provided as a result of temporary differences that arise due to the differences between the income tax values and the carrying amount of assets and liabilities. Deferred income tax assets have not been recognized in respect of the following deductible temporary differences:

	<b>As at December 31, 2015</b>	<b>As at December 31 2014</b>
<b>Deferred income tax assets and liabilities</b>		
Non-capital losses carried forward - Canada	\$ 1,265,147	\$ 1,212,121
Non-capital losses carried forward - U.S.	666,910	551,645
Petroleum and natural gas properties and other	315,907	488,663
Share issue costs deductible	22,162	12,503
Property, plant and equipment	35,619	32,749
Tax credits	-	44,931
Net deferred tax assets	2,305,745	2,342,612
Deferred tax assets not recognized	(2,305,745)	(2,342,612)
Net deferred tax assets	\$ -	\$ -

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# Petrolympic Ltd.

## Notes to Consolidated Financial Statements

Years Ended December 31, 2015 and 2014

(Expressed in Canadian Dollars)

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### 21. Income taxes (continued)

The Company's non-capital loss carry forwards expire as noted in the table below. Share issue and financing costs must be utilized by 2016. The remaining deductible temporary differences may be carried forward indefinitely. Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the group can utilize the benefits therefrom.

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

<b>Canada</b>	
2026	\$ 184,300
2027	165,900
2028	1,003,130
2029	613,800
2030	733,130
2031	859,560
2032	530,270
2033	235,700
2034	83,640
2035	364,710
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	\$ 4,774,140

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### 22. Subsequent event

a) On March 11, 2016, the Company received the consent of the Exchange to extend the term of the 2014 Warrants. Those warrants were issued as part of a private placements of its securities. The terms of the warrants were previously extended by 8 months on July 9, 2015. The expiry dates of 2014 Warrants are now extended as follows:

#### February 13, 2014

Number of Warrants: 6,300,000

Original Expiry Date of Warrants: July 13, 2015

July 9, 2015 Revised Expiry Date of Warrants: March 13, 2016

New Expiry Date of Warrants: March 13, 2017

Exercise Price of Warrants: \$0.25

#### March 6, 2014

Number of Warrants: 2,470,666

Original Expiry Date of Warrants: August 7, 2015

July 9, 2015 Revised Expiry Date of Warrants: April 7, 2016

New Expiry Date of Warrants: April 7, 2017

Exercise Price of Warrants: \$0.25

All other terms of the 2014 Warrants remain unchanged.

b) On February 22, 2016, the Company repaid Mendel Ekstein fully for his advance to the Company during the year ended December 31, 2015, for \$4,844. Mendel Ekstein is a major shareholder of the Company.