



**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
(Unaudited – Prepared by Management)**

(Expressed in US Dollars)

Nine Months Ended September 30, 2016 and 2015

Corporate Head Office

2300-1177 West Hastings Street
Vancouver, BC
Canada
V6E 2K3
Tel: 604-683-6332

INTERNATIONAL TOWER HILL MINES LTD.

September 30, 2016 and 2015

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PART 1

ITEM 1. FINANCIAL STATEMENTS

INTERNATIONAL TOWER HILL MINES LTD.

(An Exploration Stage Company)

CONDENSED CONSOLIDATED BALANCE SHEETS

As at September 30, 2016 and December 31, 2015

(Expressed in US Dollars - Unaudited)

	Note	September 30, 2016	December 31, 2015
ASSETS			
Current			
Cash and cash equivalents		\$ 1,759,123	\$ 6,493,486
Prepaid expenses and other		218,408	192,226
Total current assets		1,977,531	6,685,712
Property and equipment		26,120	30,083
Capitalized acquisition costs	4	55,204,041	55,204,041
Total assets		\$ 57,207,692	\$ 61,919,836
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable		\$ 186,860	\$ 122,043
Accrued liabilities		357,728	394,436
Derivative liability	6	14,800,000	-
Total current liabilities		15,344,588	516,479
Non-current liabilities			
Derivative liability	6	-	13,900,000
Total liabilities		15,344,588	14,416,479
Shareholders' equity			
Share capital, no par value; authorized 500,000,000 shares; 116,313,638 shares issued and outstanding at December 31, 2015 and 116,353,638 shares issued and outstanding at September 30, 2016	7	243,716,531	243,692,185
Contributed surplus		34,063,362	33,979,717
Accumulated other comprehensive income		1,149,086	816,435
Deficit		(237,065,875)	(230,984,980)
Total shareholders' equity		41,863,104	47,503,357
Total liabilities and shareholders' equity		\$ 57,207,692	\$ 61,919,836

General Information, Nature of Operations and Going Concern (Note 1)
Commitments (Note 9)

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

INTERNATIONAL TOWER HILL MINES LTD.

(An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

For the Three and Nine Months Ended September 30, 2016 and 2015

(Expressed in US Dollars - Unaudited)

	Note	Three Months Ended		Nine Months Ended	
		September 30, 2016	September 30, 2015	September 30, 2016	September 30, 2015
Operating expenses					
Consulting fees		\$ 63,973	\$ 82,091	\$ 200,660	\$ 340,463
Depreciation		1,323	1,754	3,963	5,293
Insurance		69,326	68,137	200,532	206,222
Investor relations		27,119	19,209	76,506	112,289
Mineral property exploration	4	528,117	727,477	2,504,284	1,957,019
Office		9,546	6,144	30,005	24,255
Other		4,487	4,675	14,508	15,427
Professional fees		63,057	63,572	155,007	189,185
Regulatory		50,307	40,444	108,281	139,812
Rent		35,374	36,733	106,109	121,719
Travel		42,702	41,064	81,350	80,706
Wages and benefits		537,872	657,914	1,630,035	1,962,707
Total operating expenses		(1,433,203)	(1,749,214)	(5,111,240)	(5,155,097)
Other income (expenses)					
Gain/(loss) on foreign exchange		(3,020)	334,228	(124,784)	905,123
Interest income		3,534	7,497	15,689	38,122
Unrealized gain/(loss) on derivative	6	(100,000)	400,000	(900,000)	500,000
Other income		8,100	-	39,440	19,000
Total other income (expenses)		(91,386)	741,725	(969,655)	1,462,245
Net loss for the period		(1,524,589)	(1,007,489)	(6,080,895)	(3,692,852)
Other comprehensive income (loss)					
Unrealized gain/(loss) on marketable securities		(13,210)	5,272	(2,459)	(8,895)
Exchange difference on translating foreign operations		38,852	(583,280)	335,110	(1,414,013)
Total other comprehensive income (loss) for the period		25,642	(578,008)	332,651	(1,422,908)
Comprehensive loss for the period		\$(1,498,947)	\$(1,585,497)	\$(5,748,244)	\$(5,115,760)
Basic and fully diluted loss per share		\$ (0.01)	\$ (0.01)	\$ (0.05)	\$ (0.03)
Weighted average number of shares outstanding					
		116,348,855	116,313,638	116,325,463	116,313,638

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

INTERNATIONAL TOWER HILL MINES LTD.

(An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the Nine Months Ended September 30, 2016 and 2015

(Expressed in US Dollars - Unaudited)

	Number of shares	Share capital	Contributed surplus	Accumulated other comprehensive income/(loss)	Deficit	Total
Balance, December 31, 2014	116,313,638	\$ 243,692,185	\$ 33,439,249	\$ 2,196,252	\$ (226,172,156)	\$ 53,155,530
Stock-based compensation	-	-	448,310	-	-	448,310
Unrealized loss on available- for-sale securities	-	-	-	(8,895)	-	(8,895)
Exchange difference on translating foreign operations	-	-	-	(1,414,013)	-	(1,414,013)
Net loss	-	-	-	-	(3,692,852)	(3,692,852)
Balance, September 30, 2015	116,313,638	243,692,185	33,887,559	773,344	(229,865,008)	48,488,080
Stock-based compensation	-	-	92,158	-	-	92,158
Unrealized gain on available- for-sale securities	-	-	-	3,057	-	3,057
Impairment of available-for- sale securities	-	-	-	219,402	-	219,402
Exchange difference on translating foreign operations	-	-	-	(179,368)	-	(179,368)
Net loss	-	-	-	-	(1,119,972)	(1,119,972)
Balance, December 31, 2015	116,313,638	243,692,185	33,979,717	816,435	(230,984,980)	47,503,357
Stock-based compensation	-	-	92,587	-	-	92,587
Unrealized loss on available- for-sale securities	-	-	-	(2,459)	-	(2,459)
Exchange difference on translating foreign operations	-	-	-	335,110	-	335,110
Exercise of options	40,000	15,404	-	-	-	15,404
Reallocation from contributed surplus	-	8,942	(8,942)	-	-	-
Net loss	-	-	-	-	(6,080,895)	(6,080,895)
Balance, September 30, 2016	116,353,638	\$ 243,716,531	\$ 34,063,362	\$ 1,149,086	\$ (237,065,875)	\$ 41,863,104

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

INTERNATIONAL TOWER HILL MINES LTD.

(An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

For the Nine Months Ended September 30, 2016 and 2015

(Expressed in US Dollars - Unaudited)

	Nine Months Ended	
	September 30, 2016	September 30, 2015
Operating Activities		
Loss for the period	\$ (6,080,895)	\$ (3,692,852)
Add items not affecting cash:		
Depreciation	3,963	5,293
Stock-based compensation	92,587	448,310
Unrealized (gain) loss on derivative liability	900,000	(500,000)
Changes in non-cash items:		
Accounts receivable	29,992	84,838
Prepaid expenses and other	(11,041)	(10,994)
Accounts payable and accrued liabilities	24,284	(461,699)
Cash used in operating activities	(5,041,110)	(4,127,104)
Financing Activities		
Issuance of share capital	15,404	-
Cash provided by financing activities	15,404	-
Effect of foreign exchange on cash	291,343	(1,485,764)
Decrease in cash and cash equivalents	(4,734,363)	(5,612,868)
Cash and cash equivalents, beginning of the period	6,493,486	13,521,473
Cash and cash equivalents, end of the period	\$ 1,759,123	\$ 7,908,605

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

1. GENERAL INFORMATION, NATURE OF OPERATIONS AND GOING CONCERN

International Tower Hill Mines Ltd. ("ITH" or the "Company") is incorporated under the laws of British Columbia, Canada. The Company's head office address is 2300-1177 West Hastings Street, Vancouver, British Columbia, Canada.

International Tower Hill Mines Ltd. consists of ITH and its wholly owned subsidiaries Tower Hill Mines, Inc. ("TH Alaska") (an Alaska corporation), Tower Hill Mines (US) LLC ("TH US") (a Colorado limited liability company), Livengood Placers, Inc. ("LPI") (a Nevada corporation), and 813034 Alberta Ltd. (an Alberta corporation). The Company is in the business of acquiring, exploring and evaluating mineral properties, and either joint venturing or developing these properties further or disposing of them when the evaluation is completed. At September 30, 2016, the Company was in the exploration stage and controls a 100% interest in its Livengood Gold Project in Alaska, U.S.A.

These unaudited condensed consolidated interim financial statements have been prepared on a going-concern basis, which presumes the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future.

As at September 30, 2016, the Company had cash and cash equivalents of \$1,759,123 compared to \$6,493,486 at December 31, 2015. The Company has no revenue generating operations from which it can internally generate funds. As at September 30, 2016, the Company's estimate of the amount of the Additional Payment due on January 12, 2017 (see Note 6) is \$14,800,000, which significantly exceeds the Company's available cash resources. The Company expects to seek to obtain significant additional financing on or before January 2017 in order to be able to make this payment, but there is no assurance that the Company will be able to obtain the additional financing required on acceptable terms, if at all.

Should the Company be unable to make the Additional Payment, the Company will have 30 days to remedy the event of default. Should the default not be remedied, the Company may be required to deliver the underlying claims, which are not part of the Project's gold resource but are part of the 75 square mile Livengood land package, into a trust in order for them to be sold. Should the proceeds from sale not be sufficient to satisfy the outstanding amount of the Additional Payment, the beneficiaries will have recourse against the Company for any shortfall. The Company considers it likely that the proceeds from any such sale, should it prove necessary, would be sufficient to satisfy the amount of the Additional Payment.

The Company will also require significant additional financing to continue its operations in connection with advancing activities at the Livengood Gold Project and for the development of any mine that may be determined to be built at the Livengood Gold Project. In addition, any significant delays in the issuance of required permits for the ongoing work at the Livengood Gold Project, or unexpected results in connection with the ongoing work, could result in the Company being required to raise additional funds to advance permitting efforts. The Company's review of its financing options includes pursuing a strategic alliance to assist in further development, permitting and future construction costs.

Despite the Company's success to date in raising significant equity financing to fund its operations, there is significant uncertainty that the Company will be able to secure any additional financing in the current or future equity markets. Even if the Company is able to secure some additional equity financing, the Company may be unable to raise enough capital to both make the Additional Payment and continue its operations in connection with advancing all activities at the Livengood Gold Project into 2017 and beyond. As a result, there is substantial doubt about our ability to continue as a going concern. The amount of funds to be raised and the terms of any proposed equity financing that may be undertaken will be negotiated by management as opportunities to raise funds arise. Specific plans related to the use of proceeds will be devised once financing has been completed and management knows what funds will be available for these purposes. Due to this uncertainty, if the Company is unable to secure sufficient additional financing, it may be unable to make the Additional Payment when due, and the Company may be required to reduce all discretionary activities at the Project to preserve its working capital to fund anticipated non-discretionary expenditures beyond the 2016 fiscal year.

These financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary were the going concern adjustment appropriate. Such adjustments could be material.

2. BASIS OF PRESENTATION

These unaudited condensed consolidated interim financial statements have been prepared in accordance with accounting principles generally accepted in the United States (“U.S. GAAP”) for interim financial information and with the instructions to Form 10-Q and Article 8 of Regulation S-X under the Securities Exchange Act of 1934, as amended. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for annual financial statements. These unaudited condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2015 as filed in our Annual Report on Form 10-K. In the opinion of the Company’s management these financial statements reflect all adjustments, consisting of normal recurring adjustments, necessary to present fairly the Company’s financial position at September 30, 2016 and the results of its operations for the nine months then ended. Operating results for the nine months ended September 30, 2016 are not necessarily indicative of the results that may be expected for the year ending December 31, 2016. The 2015 year-end balance sheet data was derived from audited financial statements but does not include all disclosures required by U.S. GAAP.

The preparation of financial statements in conformity with U.S. GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the period. These judgments, estimates and assumptions are continuously evaluated and are based on management’s experience and knowledge of the relevant facts and circumstances. While management believes the estimates to be reasonable, actual results could differ from those estimates and could impact future results of operations and cash flows.

On November 14, 2016, the Board approved these condensed consolidated interim financial statements.

Basis of consolidation

These consolidated financial statements include the accounts of ITH and its wholly owned subsidiaries TH Alaska, TH US, LPI and 813034 Alberta Ltd. All intercompany transactions and balances have been eliminated.

3. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying values of cash and cash equivalents, accounts receivable and accounts payable and accrued liabilities approximate their fair values due to the short-term maturity of these financial instruments.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the significance of the inputs used in making the measurement. The three levels of the fair value hierarchy are as follows:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

	Fair value as at September 30, 2016	
	Level 1	Level 2
Financial assets:		
Marketable securities	\$ 20,318	\$ -
Total	\$ 20,318	\$ -
Financial liabilities:		
Derivative liability (Note 6)	\$ -	\$ 14,800,000
Total	\$ -	\$ 14,800,000

Fair value as at December 31, 2015		
	Level 1	Level 2
Financial assets:		
Marketable securities	\$ 11,741	\$ -
Total	\$ 11,741	\$ -
Financial liabilities:		
Derivative liability (Note 6)	\$ -	\$ 13,900,000
Total	\$ -	\$ 13,900,000

4. CAPITALIZED ACQUISITION COSTS

The Company had the following activity related to capitalized acquisition costs:

Capitalized acquisition costs	Amount
Balance, December 31, 2015	\$ 55,204,041
Acquisition costs	-
Balance, September 30, 2016	\$ 55,204,041

The following table presents costs incurred for exploration and evaluation activities for the nine months ended September 30, 2016 and 2015:

	September 30, 2016	September 30, 2015
Exploration costs:		
Aircraft services	\$ 6,511	\$ 4,185
Assay	-	9,984
Environmental	233,398	509,274
Equipment rental	33,375	33,862
Field costs	87,754	140,355
Geological/geophysical	1,613,994	717,073
Land maintenance & tenure	494,316	496,968
Legal	27,845	18,262
Transportation and travel	7,091	27,056
Total expenditures for the period	\$ 2,504,284	\$ 1,957,019

Livengood Gold Project Property

The Livengood property is located in the Tintina gold belt approximately 113 kilometers (70 miles) northwest of Fairbanks, Alaska. The property consists of land leased from the Alaska Mental Health Trust, a number of smaller private mineral leases, Alaska state mining claims purchased or located by the Company and patented ground held by the Company.

Details of the leases are as follows:

- a) a lease of the Alaska Mental Health Trust mineral rights having a term beginning July 1, 2004 and extending 19 years until June 30, 2023, subject to further extensions beyond June 30, 2023 by either commercial production or payment of an advance minimum royalty equal to 125% of the amount paid in year 19 and diligent pursuit of development. The lease requires minimum work expenditures and advance minimum royalties (all of which minimum royalties are recoverable from production royalties) which escalate annually with inflation. A net smelter return ("NSR") production royalty of between 2.5% and 5.0% (depending upon the price of gold) is payable to the lessor with respect to the lands subject to this lease. In addition, an NSR production royalty of 1% is payable to the lessor with respect to the unpatented federal mining claims subject to the lease described in b) below and an NSR production royalty of between 0.5% and 1.0% (depending upon the price of gold) is payable to the lessor with respect to the lands acquired by the Company as a result of the purchase of Livengood Placers, Inc. in December 2011. During the nine months ended September 30, 2016 and from the

inception of this lease the Company has paid \$326,776 and \$2,302,666, respectively.

- b) a lease of federal unpatented lode mining claims having an initial term of ten years commencing on April 21, 2003 and continuing for so long thereafter as advance minimum royalties are paid and mining related activities, including exploration, continue on the property or on adjacent properties controlled by the Company. The lease requires an advance minimum royalty of \$50,000 on or before each anniversary date (all of which minimum royalties are recoverable from production royalties). An NSR production royalty of between 2% and 3% (depending on the price of gold) is payable to the lessors. The Company may purchase 1% of the royalty for \$1,000,000. During the nine months ended September 30, 2016 and from the inception of this lease the Company has paid \$50,000 and \$630,000, respectively.
- c) a lease of patented lode mining claims having an initial term of ten years commencing January 18, 2007, and continuing for so long thereafter as advance minimum royalties are paid. The lease requires an advance minimum royalty of \$20,000 on or before each anniversary date through January 18, 2017 and \$25,000 on or before each subsequent anniversary (all of which minimum royalties are recoverable from production royalties). An NSR production royalty of 3% is payable to the lessors. The Company may purchase all interests of the lessors in the leased property (including the production royalty) for \$1,000,000 (less all minimum and production royalties paid to the date of purchase), of which \$500,000 is payable in cash over four years following the closing of the purchase and the balance of \$500,000 is payable by way of the 3% NSR production royalty. During the nine months ended September 30, 2016 and from the inception of this lease the Company has paid \$20,000 and \$165,000, respectively.
- d) a lease of unpatented federal lode mining and federal unpatented placer claims having an initial term of ten years commencing on March 28, 2007, and continuing for so long thereafter as advance minimum royalties are paid and mining related activities, including exploration, continue on the property or on adjacent properties controlled by the Company. The lease requires an advance minimum royalty of \$15,000 on or before each anniversary date (all of which minimum royalties are recoverable from production royalties). The Company is required to pay the lessor the sum of \$250,000 upon making a positive production decision, payable \$125,000 within 120 days of the decision and \$125,000 within a year of the decision (all of which are recoverable from production royalties). An NSR production royalty of 2% is payable to the lessor. The Company may purchase all of the interest of the lessor in the leased property (including the production royalty) for \$1,000,000. During the nine months ended September 30, 2016 and from the inception of this lease the Company has paid \$15,000 and \$113,000, respectively.

Title to mineral properties

The acquisition of title to mineral properties is a detailed and time-consuming process. The Company has taken steps to verify title to mineral properties in which it has an interest. Although the Company has taken every reasonable precaution to ensure that legal title to its properties is properly recorded in the name of the Company, there can be no assurance that such title will ultimately be secured.

5. ACCRUED LIABILITIES

The following table presents the accrued liabilities balances at September 30, 2016 and December 31, 2015.

	September 30, 2016	December 31, 2015
Accrued liabilities	\$ 288,451	\$ 247,034
Accrued severance	-	19,900
Accrued salaries and benefits	69,277	127,502
Total accrued liabilities	\$ 357,728	\$ 394,436

Accrued liabilities at September 30, 2016 include accruals for general corporate costs and project costs of \$33,420 and \$255,031, respectively. Accrued liabilities at December 31, 2015 include accruals for general corporate costs and project costs of \$27,535 and \$219,499, respectively.

6. DERIVATIVE LIABILITY

During 2011, the Company acquired certain mining claims and related rights in the vicinity of the Livengood Gold Project located near Fairbanks, Alaska. The aggregate consideration for the claims and rights was \$13,500,000 in cash plus an additional payment based on the five-year average daily gold price (“Average Gold Price”) from the date of the acquisition (“Additional Payment”). The Additional Payment will equal \$23,148 for every dollar that the Average Gold Price exceeds \$720 per troy ounce. If the Average Gold Price is less than \$720, there will be no additional consideration due.

At initial recognition on December 13, 2011 the derivative liability was valued at \$23,100,000. The key assumption used in the valuation of the derivative is the estimate of the future Average Gold Price. The estimate of the future Average Gold Price was determined using a forward curve on future gold prices as published by the CME Group. Using this forward curve, the Company estimated an Average Gold Price based on actual gold prices to September 30, 2016 and projected gold prices from September 30, 2016 to the end of the five year period on December 13, 2016 of \$1,360 per ounce of gold.

The fair value of the derivative liability and the estimated Average Gold Price are as follows:

	Total	Average Gold Price (\$/oz.)
Derivative value at December 31, 2015	\$ 13,900,000	\$ 1,320
Unrealized loss for the period	900,000	
Derivative value at September 30, 2016	\$ 14,800,000	\$ 1,360

7. SHARE CAPITAL

Authorized

500,000,000 common shares without par value. At December 31, 2015 there were 116,313,638 shares issued and outstanding. At September 30, 2016 there were 116,353,638 shares issued and outstanding.

Share issuances

Issued 40,000 common shares pursuant to the exercise of stock options for total proceeds of \$15,404 and transferred related contributed surplus of \$8,942 during the nine months ended September 30, 2016.

Stock options

The Company adopted an incentive stock option plan in 2006, as amended September 19, 2012 and reapproved on May 28, 2015 at the Company’s Annual General Meeting (the “2006 Plan”). The essential elements of the 2006 Plan provide that the aggregate number of common shares of the Company’s capital stock that may be made issuable pursuant to options granted under the 2006 Plan may not exceed 10% of the number of issued shares of the Company at the time of the granting of the options. Options granted under the 2006 Plan will have a maximum term of ten years. The exercise price of options granted under the 2006 Plan shall be fixed in compliance with the applicable provisions of the TSX Company Manual in force at the time of grant and, in any event, shall not be less than the closing price of the Company’s common shares on the TSX on the trading day immediately preceding the day on which the option is granted, or such other price as may be agreed to by the Company and accepted by the Toronto Stock Exchange. Options granted under the 2006 Plan vest immediately, unless otherwise determined by the directors at the date of grant.

During the nine month period ended September 30, 2016, there were no incentive stock options granted by the Company.

A summary of the status of the stock option plan as of September 30, 2016 and December 31, 2015 and changes is presented below:

	Nine Months Ended September 30, 2016		Year Ended December 31, 2015	
	Number of Options	Weighted Average Exercise Price (C\$)	Number of Options	Weighted Average Exercise Price (C\$)
Balance, beginning of the period	6,066,200	\$ 1.60	5,854,000	\$ 2.68
Granted	-	\$ -	2,135,200	\$ 0.80
Exercised	(40,000)	\$ (0.50)	-	-
Cancelled	-	\$ -	(1,923,000)	\$ (4.01)
Balance, end of the period	6,026,200	\$ 1.61	6,066,200	\$ 1.60

The weighted average remaining life of options outstanding at September 30, 2016 was 4.29 years.

Stock options outstanding are as follows:

Expiry Date	September 30, 2016			December 31, 2015		
	Exercise Price (C\$)	Number of Options	Exercisable	Exercise Price (C\$)	Number of Options	Exercisable
August 24, 2017	\$ 3.17	1,675,000	1,675,000	\$ 3.17	1,675,000	1,675,000
March 14, 2018	\$ 2.18	319,000	319,000	\$ 2.18	319,000	319,000
February 25, 2022	\$ 1.11	1,030,000	1,030,000	\$ 1.11	1,030,000	686,666
February 25, 2022	\$ 0.73	594,000	594,000	\$ 0.73	594,000	396,000
March 10, 2022	\$ 1.11	430,000	430,000	\$ 1.11	430,000	286,666
March 16, 2023	\$ 1.00	1,260,000	839,999	\$ 1.00	1,260,000	419,999
March 16, 2023	\$ 0.50	688,200	445,466	\$ 0.50	728,200	242,733
June 9, 2023	\$ 1.00	30,000	20,000	\$ 1.00	30,000	10,000
		6,026,200	5,353,465		6,066,200	4,036,064

A summary of the non-vested options as of September 30, 2016 and changes during the nine months ended September 30, 2016 is as follows:

	Number of options	Weighted average grant- date fair value (C\$)
Non-vested options:		
Outstanding at December 31, 2015	2,030,136	\$ 0.34
Vested	(1,357,401)	\$ 0.38
Outstanding at September 30, 2016	672,735	\$ 0.25

At September 30, 2016 there was unrecognized compensation expense of C\$38,644 related to non-vested options outstanding. The cost is expected to be recognized over a weighted-average remaining period of approximately 0.46 years.

Share-based payments

During the nine month period ended September 30, 2016, there were no incentive stock options granted by the Company. Share-based payment charges for the nine months ended September 30, 2016 totaled \$92,587.

During the nine month period ended September 30, 2015, the Company granted 2,135,200 stock options with a fair value of \$435,213, calculated using the Black-Scholes option pricing model. Share-based payment charges for the nine months ended September 30, 2015 totaled \$448,310.

The following weighted average assumptions were used for the Black-Scholes option pricing model calculations:

	YTD December 31, 2015
Expected life of options	6 years
Risk-free interest rate	0.97%
Annualized volatility	80.60%
Dividend rate	0.00%
Exercise price (C\$)	\$0.80

The expected volatility used in the Black-Scholes option pricing model is based on the historical volatility of the Company's shares.

8. SEGMENT AND GEOGRAPHIC INFORMATION

The Company operates in a single reportable segment, being the exploration and development of mineral properties. The following tables present selected financial information by geographic location:

	Canada	United States	Total
September 30, 2016			
Capitalized acquisition costs	\$ -	\$ 55,204,041	\$ 55,204,041
Property and equipment	9,098	17,022	26,120
Current assets	1,445,449	532,082	1,977,531
Total assets	\$ 1,454,547	\$ 55,753,145	\$ 57,207,692
December 31, 2015			
Capitalized acquisition costs	\$ -	\$ 55,204,041	\$ 55,204,041
Property and equipment	9,563	20,520	30,083
Current assets	6,106,135	579,577	6,685,712
Total assets	\$ 6,115,698	\$ 55,804,138	\$ 61,919,836
Three months ended			
		September 30, 2016	September 30, 2015
Net gain/(loss) for the period – Canada		\$ (276,954)	\$ 8,703
Net loss for the period - United States		(1,247,635)	(1,016,192)
Net loss for the period		\$ (1,524,589)	\$ (1,007,489)
Nine months ended			
		September 30, 2016	September 30, 2015
Net loss for the period – Canada		\$ (915,561)	\$ (303,255)
Net loss for the period - United States		(5,165,334)	(3,389,597)
Net loss for the period		\$ (6,080,895)	\$ (3,692,852)

9. COMMITMENTS

The following table discloses, as of September 30, 2016, the Company's contractual obligations including anticipated mineral property payments and work commitments. Under the terms of the Company's mineral property purchase agreements, mineral leases and the terms of the unpatented mineral claims held by it, the Company is required to make certain scheduled acquisition payments, incur certain levels of expenditures, make lease or advance royalty payments, make payments to government authorities and incur assessment work expenditures as summarized in the table below in order to maintain and preserve the Company's interests in the related mineral properties. If the Company is unable or unwilling to make any such payments or incur any such expenditure, it is likely that the Company would lose or forfeit its rights to acquire or hold the related mineral properties. The following table assumes that the Company retains the rights to all of its current mineral properties, but does not exercise any lease purchase or royalty buyout options:

	Payments Due in Calendar Year						
	2016	2017	2018	2019	2020	2021 and beyond	Total
Livengood Property Purchase ⁽¹⁾	\$ -	\$ 14,800,000	\$ -	\$ -	\$ -	\$ -	\$ 14,800,000
Mineral Property Leases ⁽²⁾	-	421,850	426,903	432,032	442,237	447,521	2,170,543
Mining Claim Government Fees	-	114,925	114,925	114,925	114,925	114,925	574,625
Total	\$ -	\$ 15,336,775	\$ 541,828	\$ 546,957	\$ 557,162	\$ 562,446	\$ 17,545,168

1. The amount payable on January 12, 2017 of \$14,800,000 represents the fair value of the Company's derivative liability as at September 30, 2016 and will be revalued at each subsequent reporting period. See Note 6.
2. Does not include required work expenditures, as it is assumed that the required expenditure level is significantly below the level of work that will actually be carried out by the Company. Does not include potential royalties that may be payable (other than annual minimum royalty payments). See Note 4.

10. RELATED PARTY TRANSACTIONS

In December 2011, in accordance with a Stock and Asset Purchase Agreement (the "Agreement") between the Company, Alaska/Nevada Gold Mines, Ltd. ("AN Gold Mines") and the Heflinger Group, the Company acquired certain mining claims and related rights in the vicinity of the Livengood Gold Project located near Fairbanks, Alaska. The Company's derivative liability, as described in Note 6 above, represents the remaining consideration for the purchase of these claims and related rights and is payable in January 2017. Under the Agreement, the payment is due 70% to AN Gold Mines and 30% to the Heflinger Group.

Mr. Hanneman was appointed Chief Operating Officer of the Company on March 26, 2015. Mr. Hanneman is a partner of the general partner, as well as a limited partner, of AN Gold Mines and holds an 11.9% net interest in AN Gold Mines.