
HANSA RESOURCES LIMITED

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED
SEPTEMBER 30, 2016

(Unaudited - Expressed in Canadian Dollars)

**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's auditors have not performed a review of these condensed consolidated interim financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in Canadian Dollars)

	Notes	September 30, 2016 \$	June 30, 2016 \$
ASSETS			
Current assets			
Cash		976,731	1,019,572
GST receivable		4,740	6,258
Prepaid expense		<u>1,300</u>	<u>2,600</u>
TOTAL ASSETS		<u>982,771</u>	<u>1,028,430</u>
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	6	65,144	50,928
Payment obligation	4	<u>65,585</u>	<u>64,935</u>
TOTAL LIABILITIES		<u>130,729</u>	<u>115,863</u>
SHAREHOLDERS' EQUITY			
Share capital	5	10,956,188	10,956,188
Share-based payments reserve	5	1,399,441	1,399,441
Deficit		<u>(11,503,587)</u>	<u>(11,443,062)</u>
TOTAL SHAREHOLDERS' EQUITY		<u>852,042</u>	<u>912,567</u>
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		<u>982,771</u>	<u>1,028,430</u>

Nature of Operations - see Note 1

Contingent Liability - see Note 4

These condensed consolidated interim financial statements were approved for issue by the Board of Directors on November 14, 2016 and are signed on its behalf by:

/s/ Robert G. Atkinson

Robert G. Atkinson
Director

/s/ John Nugent

John Nugent
Director

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

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
(Unaudited - Expressed in Canadian Dollars)

		Three Months Ended September 30,	
	Note	2016	2015
		\$	\$
Expenses			
Accounting and administrative	6(b)(ii)	3,250	4,900
Audit		10,000	19,110
General exploration	4	13,687	15,244
Legal	4	8,094	26,578
Management fees	6(a)	15,000	15,000
Office		802	1,720
Professional fees	6	12,000	12,000
Regulatory fees		1,300	1,300
Rent		1,005	1,005
Transfer agent		2,830	2,846
Travel		-	20,263
		<u>67,968</u>	<u>119,966</u>
Loss before other items		<u>(67,968)</u>	<u>(119,966)</u>
Other items			
Interest income		1,225	1,539
Foreign exchange		<u>6,218</u>	<u>74,351</u>
		<u>7,443</u>	<u>75,890</u>
Comprehensive loss for the period		<u>(60,525)</u>	<u>(44,076)</u>
Basic and diluted loss per common share		<u>(\$0.00)</u>	<u>(\$0.00)</u>
Weighted average number of common shares outstanding		<u>57,413,317</u>	<u>57,413,317</u>

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

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY
(Unaudited - Expressed in Canadian Dollars)

Three Months Ended September 30, 2016					
	Share Capital		Share-Based Payments Reserve	Deficit	Total Equity
	Number of Shares	Amount \$			
Balance at June 30, 2016	57,413,317	10,956,188	1,399,441	(11,443,062)	912,567
Net loss for the period	-	-	-	(60,525)	(60,525)
Balance at September 30, 2016	<u>57,413,317</u>	<u>10,956,188</u>	<u>1,399,441</u>	<u>(11,503,587)</u>	<u>852,042</u>

Three Months Ended September 30, 2015					
	Share Capital		Share-Based Payments Reserve	Deficit	Total Equity
	Number of Shares	Amount \$			
Balance at June 30, 2015	57,413,317	10,956,188	1,399,441	(11,018,954)	1,336,675
Net loss for the period	-	-	-	(44,076)	(44,076)
Balance at September 30, 2015	<u>57,413,317</u>	<u>10,956,188</u>	<u>1,399,441</u>	<u>(11,063,030)</u>	<u>1,292,599</u>

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

HANSA RESOURCES LIMITED
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended September 30,	
	2016	2015
	\$	\$
Operating activities		
Net loss for the period	(60,525)	(44,076)
Adjustments for:		
Foreign exchange	650	-
Changes in non-cash working capital items:		
GST receivable	1,518	2,221
Prepaid expense	1,300	1,300
Accounts payable and accrued liabilities	14,216	3,212
Net cash used in operating activities	(42,841)	(37,343)
Net change in cash during the period	(42,841)	(37,343)
Cash at beginning of period	1,019,572	1,364,444
Cash at end of period	976,731	1,327,101

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

HANSA RESOURCES LIMITED
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016
(Unaudited - Expressed in Canadian Dollars)

1. Nature of Operations

Hansa Resources Limited (the “Company”) was incorporated on March 19, 1980 under the provisions of the Company Act (British Columbia). The Company is listed and traded on the TSX Venture Exchange (“TSXV”) under the symbol “HRL”. The Company’s head office is located at #1305 - 1090 West Georgia Street, Vancouver, British Columbia V6E 3V7 Canada.

The Company has concluded an agreement whereby it has acquired a majority interest in a company which is conducting negotiations to acquire the rights to explore and develop the Zhumba Property in Kazakhstan. The Company is also negotiating with a major international mining corporation to assign the rights and work commitments on the Zhumba Property to the corporation. The negotiating process has been protracted and there is no assurance there will be a successful conclusion of all negotiations. See also Note 4. As at September 30, 2016 the Company had working capital of \$852,042 and expects that it has sufficient financial resources to continue to fund current levels of expenditures required for ongoing negotiations and assessments and corporate administration for the next twelve months. The Company’s operations are funded from equity financings which are dependent upon many external factors and may be difficult to impossible to secure or raise when required. While the Company has been successful in securing financings in the past, there can be no assurance that it will be able to do so in the future.

2. Basis of Preparation

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* (“IAS 34”), as issued by the International Accounting Standards Board (“IASB”), and its interpretations, using accounting policies consistent with International Financial Reporting Standards (“IFRS”). The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended June 30, 2016, which have been prepared in accordance with IFRS as issued by the IASB and interpretations of the IFRS Interpretations Committee (“IFRIC”). The accounting policies followed in these condensed consolidated interim financial statements are consistent with those applied in the Company’s consolidated financial statements for the year ended June 30, 2016.

Basis of Measurement

The Company’s condensed consolidated interim financial statements have been prepared on the historical cost basis except for the revaluation of certain financial assets and financial liabilities to fair value. The condensed consolidated interim financial statements are presented in Canadian dollars unless otherwise stated.

3. Subsidiaries

The subsidiaries of the Company are as follows:

<u>Company</u>	<u>Location of Incorporation</u>	<u>Ownership Interest</u>
Altynor Resources LLP	Kazakhstan	90%
Altyn-Komir LLP	Kazakhstan	90%

4. General Exploration

Since 2012 the Company has been conducting prospect generation activities. The Company has identified the Zhumba gold prospect (the “Zhumba Property”), which consists of two claims located in the Kokepektinsky and Ulansky districts in eastern Kazakhstan, and has been working to obtain tenure to the Zhumba Property. The granting of tenure rights over the Zhumba Property remains in process. The agreements are subject to the approval by the Ministry of Investments and Development of the Republic of Kazakhstan for waiver of pre-emptive right to purchase subsoil rights and permission to transfer subsoil rights. Concurrently with the ongoing acquisition negotiations the Company is also negotiating with a

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4. General Exploration (continued)

major international mining corporation with operations in Kazakhstan, under which the rights and work commitments on the Zhumba Property will be assigned from the Company to the corporation. Dealings with the Kazakhstan government ministries, other government entities, and the major mining corporation have been difficult. Although significant progress has been made, there can be no assurance of a successful conclusion of all negotiations.

The Company had originally agreed, subject to satisfaction of certain conditions, to pay US \$225,000 to the former owner of Komir. On April 25, 2016 the Company renegotiated the contingent payment, under which the Company paid US \$25,000 and US \$50,000 remains payable. A further US \$50,000 will be payable upon satisfaction of certain conditions. In addition to the US \$25,000 payment made and the US \$50,000 payment obligation recognized, during the three months ended September 30, 2016 the Company also paid a total of \$13,687 (2015 - \$15,244) to fund personnel related to ongoing negotiations and assessments of the Zhumba Property. These amounts have been recorded as general exploration expense. The Company also paid \$6,776 (2015 - \$25,219) for ongoing legal costs relating to preparation and review of agreements and negotiations of extension of the tenure rights over the Zhumba Property.

5. Share Capital

(a) *Authorized Share Capital*

The Company's authorized share capital consists of an unlimited number of common shares without par value. All issued common shares are fully paid. In addition the Company also has an unlimited number of preferred shares without par value.

(b) *Reconciliation of Changes in Share Capital*

There were no equity financings conducted by the Company during the three months ended September 30, 2016 or during the year ended June 30, 2016.

(c) *Share Option Plan*

The Company has established a rolling share option plan (the "Plan"), in which the maximum number of common shares which can be reserved for issuance under the Plan is 10% of the issued and outstanding shares of the Company. The minimum exercise price of the options is set at the Company's closing share price on the day before the grant date, less allowable discounts. Options granted may be subject to vesting provisions as determined by the Board of Directors and have a maximum term of five years.

No share options were granted or vested during the three months ended September 30, 2016 and 2015.

A summary of the Company's share options at September 30, 2016 and 2015 and the changes for the three months ended on those dates, is as follows:

	2016		2015	
	Number of Options Outstanding	Weighted Average Exercise Price \$	Number of Options Outstanding	Weighted Average Exercise Price \$
Balance, beginning of period	4,000,000	0.05	4,500,000	0.06
Expired	-	-	(500,000)	0.10
Balance, end of period	<u>4,000,000</u>	0.05	<u>4,000,000</u>	0.06

As at September 30, 2016 options to purchase 4,000,000 common shares were outstanding and exercisable at an exercise price of 0.05 per share expiring April 22, 2019.

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6. Related Party Disclosures

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Certain of these entities transacted with the Company during the reporting period.

(a) *Transactions with Key Management Personnel*

The following amounts were incurred with respect to the Chief Executive Officer and President (the “CFO”) and the Chief Financial Officer (“CFO”) of the Company:

	2016 \$	2015 \$
Management fees - CEO	15,000	15,000
Professional fees - CFO	<u>3,000</u>	<u>3,000</u>
	<u>18,000</u>	<u>18,000</u>

As at September 30, 2016, \$42,005 (June 30, 2016 - \$27,005) remained unpaid and has been included in accounts payable and accrued liabilities.

(b) *Transactions with Other Related Parties*

(i) The following amounts were paid to the non-executive directors of the Company:

	2016 \$	2015 \$
Professional fees	<u>9,000</u>	<u>9,000</u>

(ii) During the three months ended September 30, 2016 the Company incurred a total of \$3,250 (2015 - \$4,900) with Chase Management Ltd. (“Chase”), a private corporation owned by the CFO of the Company, for accounting and administrative services provided by Chase personnel, excluding the CFO, and \$1,005 (2015 - \$1,005) for rent. As at September 30, 2016, \$3,335 (June 30, 2016 - \$2,285) remained unpaid and has been included in accounts payable and accrued liabilities.

7. Financial Instruments and Risk Management

Categories of Financial Assets and Financial Liabilities

Financial instruments are classified into one of the following five categories: FVTPL; held-to-maturity investments; loans and receivables; AFS; and other financial liabilities. The carrying values of the Company’s financial instruments are classified into the following categories:

Financial Instrument	Category	September 30, 2016 \$	June 30, 2016 \$
Cash	FVTPL	976,731	1,019,572
Accounts payable and accrued liabilities	Other financial liabilities	(65,144)	(50,928)
Payment obligation	Other financial liabilities	(65,585)	(64,935)

The Company’s financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

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7. Financial Instruments and Risk Management (continued)

Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The recorded amounts for amounts receivable, accounts payable and accrued liabilities and payment obligation approximate their fair value due to their short-term nature. The Company's fair value of cash under the fair value hierarchy are measured using Level 1 inputs.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash. Management believes that the credit risk concentration with respect to financial instruments included in cash is remote.

Liquidity Risk

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company's financial liabilities are classified as current and are anticipated to mature within the next fiscal period. The following table is based on the contractual maturity dates of financial assets and the earliest date on which the Company can be required to settle financial liabilities.

	Contractual Maturity Analysis at September 30, 2016				
	Less than 3 Months \$	3 - 12 Months \$	1 - 5 Years \$	Over 5 Years \$	Total \$
Cash	976,731	-	-	-	976,731
Accounts payable and accrued liabilities	(65,144)	-	-	-	(65,144)
Payment obligation	(65,585)	-	-	-	(65,585)

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(a) Interest Rate Risk

The Company is exposed to interest rate risk to the extent that the cash bears floating rates of interest. The interest rate risk on cash and on the Company's obligations are not considered significant.

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7. Financial Instruments and Risk Management (continued)

(b) Foreign Currency Risk

The Company's operating expenses are incurred in Canadian Dollars. The Company maintains a US Dollar bank account in Canada to support the cash needs of its foreign operations. The fluctuation of the Canadian Dollar in relation to the US Dollar will have an impact upon the profitability of the Company and the value of the Company's assets and the amount of shareholders' equity. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks. At September 30, 2016, 1 Canadian Dollar was equal to \$0.76 US Dollar.

Balances are as follows:

	US Dollar	CDN \$ Equivalent
Cash	637,109	838,302
Accounts payable and accrued liabilities	(5,093)	(6,701)
Payment obligation	<u>(50,000)</u>	<u>(65,585)</u>
	<u>582,016</u>	<u>766,016</u>

Based on the net exposures as of September 30, 2016 and assuming that all other variables remain constant, a 10% fluctuation on the Canadian Dollar against the US Dollar would result in the Company's net loss being approximately \$74,000 higher (or lower).

Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital, cash and cash equivalents and short-term investments. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

8. Segmented Information

The Company operates in one reportable segment, the exploration and development of unproven exploration and evaluation assets. The Company's exploration activities have been conducted in Kazakhstan and its corporate assets are located in Canada. The Company is in the exploration stage and has no reportable segment revenues or operating results.

The Company's total assets and operations are segmented geographically as follows:

	September 30, 2016		
	Canada \$	Kazakhstan \$	Total \$
Current assets	<u>982,771</u>	<u>-</u>	<u>982,771</u>
Net loss for the period	<u>(40,062)</u>	<u>(20,463)</u>	<u>(60,525)</u>

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8. Segmented Information (continued)

	June 30, 2016		
	Canada	Kazakhstan	Total
	\$	\$	\$
Current assets	<u>1,028,430</u>	<u>-</u>	<u>1,028,430</u>
Net loss for the year	<u>(137,809)</u>	<u>(286,299)</u>	<u>(424,108)</u>