OREFINDERS
RESOURCES INC.

Interim Condensed
Financial Statements - Unaudited

For the Six Months Ended April 30, 2016 and 2015
(*Expressed in Canadian Dollars unless otherwise indicated)*

Management's responsibility for financial reporting

The accompanying interim condensed financial statements of Orefinders Resources Inc. (the "Company" or "Orefinders") were prepared by management in accordance with International Financial Reporting Standards ("IFRS"). Management acknowledges responsibility for the preparation and presentation of the interim condensed financial statements, including responsibility for significant accounting judgments and estimates and the choice of accounting principles and methods that are appropriate to the Company's circumstances. The significant accounting policies of the Company are summarized in Note 3 of the interim condensed financial statements.

Management has established processes which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the interim condensed financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the interim condensed financial statements and (ii) the interim condensed financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of April 30, 2016 and for the periods presented by the interim condensed financial statements.

The Board of Directors is responsible for reviewing and approving the interim condensed financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the interim condensed financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the interim condensed financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

Management's assessment of internal control over financial reporting ("ICFR")

Management is also responsible for establishing and maintaining adequate internal control over the Company's financial reporting. The internal control system was designed to provide reasonable assurance to the Company's management regarding the preparation and presentation of the financial statements.

("signed")
(Stephen Stewart)
CEO

("signed")
(Kirk Boyd)
CFO

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

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

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

The Company's independent auditor has not performed a review of these interim condensed financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim condensed financial statements by an entity's auditor.

OREFINDERS RESOURCES INC.
INTERIM CONDENSED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars)

		April 30 2016 (unaudited)		October 31 2015 (audited)
ASSETS				
Current Assets				
Cash and cash equivalents (note 12)	**$**	**24,195**	$	198,593
Amounts receivable		**-**		52,381
Prepaid expenses and deposits		**5,049**		5,613
		29,244		256,587
Non-Current Assets				
Equipment and software (note 5)		**7,021**		9,296
Exploration and evaluation assets (note 6)		**8,146,868**		8,092,380
Total Assets	**$**	**8,183,133**	$	8,358,263
LIABILITIES				
Current Liabilities				
Amounts payable and other liabilities (note 8)		**19,500**		38,963
SHAREHOLDERS' EQUITY				
Capital stock (note 10)		**13,172,499**		13,171,999
Share-based payments (note 10)		**2,309,751**		2,260,458
Accumulated deficit		**(7,318,617)**		(7,113,157)
Total Equity		**8,163,633**		8,319,300
Total Liabilities and Shareholders' Equity	**$**	**8,183,133**	$	8,358,263

Going concern (Note 1)
Subsequent event (Note 15)

Approved on behalf of the Directors:

"Stephen Stewart"
Stephen Stewart – Director

"Alex Stewart"
Alex Stewart– Director

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

OREFINDERS RESOURCES INC.
INTERIM CONDENSED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS - UNAUDITED
(Expressed in Canadian dollars)

	Six months ended		Three months ended	
	April 30	April 30	**April 30**	April 30
	2016	2015	**2016**	2015
Expenses				
Amortization	**2,275**	9,191	**-**	4,592
Consulting and management fees	**66,920**	97,128	**32,000**	51,890
Office, rent and general	**52,087**	20,801	**32,969**	6,573
Professional fees	**11,052**	31,694	**2,438**	24,539
Share-based payments	**49,293**	60,030	**-**	44,272
Transfer agent,filing fees and shareholder communications	**15,447**	61,190	**12,070**	33,559
Travel and related costs	**8,386**	11,629	**626**	11,442
Loss before income taxes	**205,460**	291,663	**80,103**	176,867
Other Items				
Interest income	**-**	(3,017)	**-**	(1,829)
Deferred income tax expense/(recovery)	**-**	(23,836)	**-**	(13,015)
Net loss and Comprehensive loss for the period	**$ 205,460**	$ 264,810	**$ 80,103**	$ 162,023
Comprehensive loss per weighted average number of common shares - basic and diluted	$ 0.00	$ 0.00	$ 0.00	$ 0.00
Weighted average number of common shares - basic and diluted	**51,076,143**	51,045,401	**51,101,143**	50,139,476

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

OREFINDERS RESOURCES INC.
INTERIM CONDENSED STATEMENTS OF CHANGES IN EQUITY - UNAUDITED
(Expressed in Canadian dollars)
For the Six Months Ended April 30, 2016 and 2015

	Capital Stock			Share Based				
	No. Shares		Amount		Payments		Deficit		Total
Balance October 31, 2014	**48,001,143**	**$**	**13,027,749**	**$**	**2,201,497**	**$**	**(6,822,964)**	**$**	**8,406,282**
Flow-through financing	3,000,000		300,000						300,000
Less: cash share issuance costs			(7,250)						(7,250)
Shares issued for exploration and evaluation assets	50,000		1,500						1,500
Premium on flow-through financing			(75,000)						(75,000)
Share-based payments expense on vested stock options					60,030				60,030
Net loss and Comprehensive loss for period							(264,810)		(264,810)
Balance April 30, 2015	**51,051,143**	**$**	**13,246,999**	**$**	**2,261,527**	**$**	**(7,087,774)**	**$**	**8,420,752**
Share-based payments expense on vested stock options					(1,069)				(1,069)
Premium on flow-through financing			(150,000)						(150,000)
Net loss and Comprehensive loss for period							(25,383)		(25,383)
Balance October 31, 2015	**51,051,143**	**$**	**13,171,999**	**$**	**2,260,458**	**$**	**(7,113,157)**	**$**	**8,319,300**
Shares issued for exploration and evaluation assets	**50,000**		**500**						500
Share-based payments expense on vested stock options					**49,293**				49,293
Net loss and Comprehensive loss for period							**(205,460)**		(205,460)
Balance April 30, 2016	**51,101,143**	**$**	**13,172,499**	**$**	**2,309,751**	**$**	**(7,318,617)**	**$**	**8,163,633**

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

OREFINDERS RESOURCES INC.
INTERIM CONDENSED STATEMENTS OF CASH FLOWS - UNAUDITED
(Expressed in Canadian dollars)

	Six months ended		Three months ended	
	April 30 2016	April 30 2015	**April 30 2016**	April 30 2015
Operations				
Net Loss and Comprehensive loss	**$ (205,460)**	$ (264,810)	**$ (80,103)**	$ (162,023)
Adjustments for non-cash items:				
Share-based payments expense	**49,293**	60,030	**-**	44,272
Depreciation	**2,275**	9,191	**-**	4,592
Accrued interest	**-**	(2,721)	**-**	(1,659)
Deferred income tax recovery	**-**	(23,836)	**-**	(13,015)
Net change in non-cash operating working capital items:				
Amounts payable and other liabilities	**(19,463)**	34,399	**(10,234)**	32,139
Amounts receivable	**52,381**	(12,113)	**29,762**	(35,701)
Prepaid expenses and deposits	**564**	(639)	**-**	(639)
Cash Flow From Operating Activities	**(120,410)**	(200,499)	**(60,575)**	(132,034)
Investing				
Short term investments	**-**	100,000	**-**	50,000
Expenditures on exploration and evaluation assets	**(61,073)**	(245,793)	**2,271**	(107,079)
Proceeds on sale of exploration equipment	**7,085**	-	**7,085**	-
Cash Flow Used in Investing Activities	**(53,988)**	(145,793)	**9,356**	(57,079)
Financing				
Issuance of common shares, net of share issue costs	**-**	292,750	**-**	-
Cash Flow from Financing Activities	**-**	292,750	**-**	-
Decrease in Cash and Cash Equivalents for the Period	**(174,398)**	(53,542)	**(51,219)**	(189,113)
Cash and Cash Equivalents at Beginning of Period	**198,593**	93,898	**75,414**	229,469
Cash and Cash Equivalents at End of Period	**$ 24,195**	$ 40,356	**$ 24,195**	$ 40,356

Supplemental cash flow information (Note 14)

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

1. NATURE OF OPERATIONS

Orefinders Resources Inc. ("Orefinders" or the "Company") was incorporated under the Business Corporations Act (British Columbia) on July 26, 2011 and its principal activity is the exploration and development of exploration and evaluation assets in Canada. On December 17, 2012, the Company completed an Initial Public Offering ("Offering") and its shares were listed for trading on the TSX Venture Exchange ("TSX-V").

The head and principal office of the Company is located at 2500-120 Adelaide St. West, Toronto, Ontario, Canada, M5H 1T1. The Company has no subsidiaries.

2. GOING CONCERN

The Company is in the process of exploring its mineral properties and has not yet determined whether the properties contain reserves that are economically recoverable. The recoverability of the amounts shown as exploration and evaluation assets is dependent upon future profitable production or proceeds from the disposition of properties.

The business of mining and exploration involves a high degree of risk and there can be no assurance that the Company's exploration programs will result in profitable mining operations. The Company's continued existence is dependent upon the discovery of economically recoverable reserves and resources, securing and maintaining title and beneficial interest in its properties, making the required payments pursuant to mineral property option agreements and/or securing additional financing; all of which are uncertain.

The Company has raised funds throughout the current fiscal year and has utilized these funds for its exploration programs and working capital requirements. The ability of Orefinders to arrange such financing in the future will depend in part upon the prevailing capital market conditions as well as the business performance of the Company. There can be no assurance that Orefinders will be successful in its efforts to arrange additional financing on terms satisfactory to the Company. If additional financing is raised by the issuance of shares from the treasury of the Company, control of Orefinders may change and existing shareholders may have their interest diluted. If adequate financing is not available, the Company may be required to relinquish rights to certain of its interests or terminate its operations.

As at April 30, 2016, the Company had yet to generate operating revenues, had positive working capital of $9,744 (October 31, 2015 - $217,624) and an accumulated deficit of $7,318,617 (October 31, 2015 - $7,113,157). Orefinders has no proven history of performance, earnings or success. These conditions raise material uncertainties which cast significant doubt as to whether the Company will be able to continue as a going concern over the next 12 months should it not be able to obtain the necessary financing to fund exploration programs and working capital requirements.

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Accordingly, it does not give effect to adjustments, if any that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities in other than in the normal course of business and at amounts that may differ from those shown in these financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION

The financial statements were authorized for issue on June 29, 2016 by the directors of the Company.

Statement of compliance
The Company applies International Financial Reporting Standards("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). These unaudited condensed interim financial statements have been prepared in accordance

with and fully comply with International Accounting Standard 34 ("IAS 34"), Interim Financial Reporting. Accordingly, certain information and disclosures included in annual financial statements prepared in accordance with IFRS, as issued by the IASB, have been omitted or condensed. These interim condensed financial statements should be read in conjunction with the annual financial statements of the Company for the year ended October 31, 2015, which are available on SEDAR at www.sedar.com and on the Corporation's website at www.orefinders.ca

The policies applied in these unaudited condensed interim financial statements are based on IFRSs issued and outstanding as of June 29, 2016, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim financial statements as compared with the most recent annual financial statements as at and for the year ended October 31, 2015, and were consistently applied to all the periods presented unless otherwise noted. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending October 31, 2016 could result in restatement of these unaudited condensed interim financial statements.

Basis of presentation
The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, except for certain financial instruments which are measured at fair value, as explained in the accounting policies.

Functional and presentation currency
The functional currency of the Company is determined using the currency of the primary economic environment in which that entity operates. The financial statements are presented in Canadian dollars which is the functional and presentation currency. The Company does not have any expenses in foreign currencies.

Significant estimates and assumptions
The preparation of financial statements in accordance with IFRS requires the Company to make estimates and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is the possibility of material adjustments to assets and liabilities in future accounting periods include the recoverability of the carrying value of exploration and evaluation assets and assumptions used in determination the share based payments.

Significant judgments
The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's financial statements include the classification of expenditures as exploration and evaluation expenditures or operating expenses and the classification of financial instruments.

Exploration and evaluation expenditures
Exploration and evaluation expenditures ("E&E") include the costs of acquiring licenses and costs associated with exploration and evaluation activities. Exploration and evaluation expenditures are capitalized. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss.

E&E costs consist of:

- Acquisition of exploration properties;
- Gathering exploration data through topographical and geological studies;
- Exploratory drilling, trenching and sampling;
- Determining the volume and grade of the resource;
- Test work on geology, metallurgy, mining, geotechnical and environmental; and
- Conducting engineering, marketing and financial studies.

3. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION (cont'd)

Government tax credits received are recorded as a reduction to the cumulative costs incurred and capitalized on the related property.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Impairment of non-financial assets
At each reporting date of the statement of financial position, the Company reviews the carrying amounts of its tangible and intangible non-financial assets to determine whether there is an indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the assets belong.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the statement of comprehensive income/loss.

Share-based payments
The Company has adopted an employee stock option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the share based payment reserve. The fair value of options is determined using a Black–Scholes pricing model which incorporates market and vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

The share-based payment reserve records items recognized as stock-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised, the amount remains in share-based payment reserve.

Loss per share
Loss per share and comprehensive loss per share is based on the weighted average number of common shares outstanding for the period. In a period when the Company reports a loss and comprehensive loss, the effect of potential issuances of shares under options and warrants outstanding would be anti-dilutive and, therefore basic and diluted loss and comprehensive loss per share are the same.

3. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION (cont'd)

Financial instruments and risk management

The Company has designated its cash as fair value through profit and loss. It designated its trade and other payables as other financial liabilities as they were not incurred for the purpose of selling or repurchasing in the near term.

The carrying value of cash and other payables approximates fair value due to the short-term or demand nature of these financial instruments.

Cash is classified as a level 1 under the fair value hierarchy

Equipment and software

Equipment and software is stated at historical cost less accumulated amortization and accumulated impairment losses.

Depreciation is provided at rates calculated to write off the cost of property and equipment, less their estimated residual value, using the declining balance method over their expected useful lives, at the following annual rates.

Class	**Amortization rate**
Equipment	30%
Software	55%

Deferred income tax

Deferred income tax is provided using the asset and liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be realized, it provides a valuation allowance against the excess.

Deferred income tax assets and deferred income tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Flow-through share issuances

The Company finances a portion of its exploration activities through the issue of flow-through shares issued pursuant to the Canadian Income Tax Act ("Tax Act"). Proceeds received from the issuance of flow-through shares are restricted to be used only for qualifying Canadian exploration and development expenses as defined in the Tax Act.

Pursuant to the terms of the flow-through share subscription agreements, these shares transfer the tax deductibility of qualifying expenditures to flow-through investors. On issuance, the Company allocates a portion of the subscription proceeds as a flow-through share premium, equal to the estimated premium, if any, that investors pay for the flow-through feature, which is recognized as a premium liability. As expenditures are incurred and applied against the Company's associated flow-through commitment, the premium liability is reduced proportionately, charged as a deferred income tax recovery in operations.

(Expressed in Canadian dollars)

5. EQUIPMENT AND SOFTWARE

	Equipment	Software	Total
Cost			
Balance, July 31, 2014	$ 26,560	$ 41,570	$ 68,130
Additions	-	-	-
Balance, October 31, 2015 and April 30, 2016	$ 26,560	$ 41,570	$ 68,130
Accumulated amortization			
Balance October 31, 2014	$ 13,280	$ 35,645	$48,925
Amortization	3,984	5,925	9,099
Balance October 31, 2015	17,264	41,570	58,834
Amortization	2,275	-	2,275
Balance April 30, 2016	11,005	41,570	61,109
Net book value, October 31, 2015	$ 10,673	$ 3,966	$ 14,606
Net book value, April 30, 2016	$ 7,021	$ -	7,021

6. EXPLORATION AND EVALUATION ASSETS

The following are details of the Company's exploration and evaluation assets:

	Derlak	Mirado	MZ Claims	Gold Hill Project	Total
Balance, October 31, 2014	**$2,219,644**	**$4,891,187**	**$531,436**	**$64,540**	**$7,706,807**
Acquisition costs	-	3,186	31,500	-	34,686
Exploration costs	-	270,900	77,443	2,544	350,887
Balance, October 31, 2015	**2,219,644**	**5,165,273**	**640,379**	**67,084**	**8,092,380**
Acquisition costs	-	-	**40,500**	-	**40,500**
Exploration costs	**-**	**21,073**	**-**	**-**	**21,073**
Proceeds on sale of exploration equipment	**-**	**(7,085)**	**-**	**-**	**(7,085)**
Balance, April 30, 2016	**$2,219,644**	**$5,179,261**	**$680,879**	**$67,084**	**$8,146,868**

(Expressed in Canadian dollars)

7. EXPLORATION AND EVALUATION ASSETS (cont'd)

Derlak Red Lake Project ("Derlak") and Mirado Gold Project ("Mirado")

On January 25, 2012 (amended on January 17, 2014, October 23, 2014 and September 9, 2015), the Company entered into an agreement with Fechi Inc. ("Fechi"), whereby Fechi agreed to transfer all its right, title and interest in an option agreement (the "Jubilee/Fechi Agreement") with Micon Gold Inc. ("Micon") to the Company. Micon subsequently changed its name to Jubilee Gold Exploration Ltd. ("Jubilee").
The terms of the Jubilee/Fechi Agreement provide for the granting of an option by Jubilee to Fechi for the acquisition of a 100% interest in the Derlak and twelve patented claims comprising part of the Mirado. The patented claims are located in the Catherine, McElroy, Baird and Heyson Townships, Ontario.

As of August, 2013, the Company completed its obligation icon and acquired a 100% interest in the 12 patented claims of the Mirado gold project, subject to a 3% NSR. The Mirado patent claims were transferred to the Company.

As of September 9, 2015 Orefinders has completed its obligation to Jubilee to acquire its 100% interest in the Derlak project, subject to a 3% royalty. The Derlak patent claims have been transferred to the Company.

<u>MZ Claims Comprising Part of the Mirado Project</u>

On February 9, 2012, as amended March 27, 2012, the Company entered into an agreement with Fechi whereby Fechi agreed to transfer all right, title and interest in an option agreement for the MZ Claims (the "MZ/Fechi Agreement") to the Company.

The Company has made the following cash payments, common shares issuances and incurred exploration expenditures in order to exercise its option to own a 100% interest in the MZ Claims.

Due Date	Cash Payments $	Cumulative Expenditures $	Share Issuances
February 8, 2012 (paid)	20,000	-	-
On April 8, 2012 (shares issued with a fair value of $7,500)	-	-	75,000
February 8, 2013 (paid and incurred; shares issued with a fair value of $13,750)	25,000	50,000	25,000
February 8, 2014 (paid and incurred; shares issued with a fair value of $6,750)	25,000	75,000	50,000
February 8, 2015 (paid and incurred; shares issued with a fair value of $1,500)	30,000	100,000	50,000
February 8, 2016 (paid and incurred; shares issued with a fair value of $500)	40,000	200,000	50,000
	140,000	425,000	250,000

The Company has met all of its cash payments, share issuances and expenditure requirements and accordingly has earned a 100% interest in the MZ group of claims which include ten claims that form the westerly extension of the Mirado mineralized zone. On March 20, 2016, the Company exercised its option and acquired the MZ Claims. These claims are subject to a 2% NSR payable to the vendors of which 1% of the NSR may be purchased by the Issuer for $1,000,000, and the second 1% of the NSR may be purchased for $2,000,000.

(Expressed in Canadian dollars)

7. EXPLORATION AND EVALUATION ASSETS (cont'd)

Gold Hill project, Kirkland Lake, Ontario

On September 19, 2014, the Company entered into an option agreement with Allan Legros, to acquire 9 patented claims encompassing the past producing Gold Hill mine. In order to earn a 100% interest in the mining rights claims, the Company was required to make a cash payment of $27,000 (paid) and issue 20,000 shares (issued with a fair value of $1,800) upon acceptance for filing by the TSX-V.

There is a 1.5% NSR payable to the vendor which can be purchased for $500,000.

The Company retains the exclusive rights to purchase the surface rights for a period of two years from the date of closing being September 29, 2014.

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities are principally comprised of amounts outstanding for trade purchases relating to exploration activities, financing activities, general and administrative expenses and professional fees. The usual credit period taken for trade purchases is between 30 to 90 days.

Accounts payable and accrued liabilities consist of the following:

	April 30, 2016	October 31, 2015
Trade payables	$ 19,500	$ 15,303
Accruals	-	23,460
	$ 19,500	$ 38,963

9. RELATED PARTY TRANSACTIONS

Key management personnel compensation

Key management includes directors, CEO and executive chairman. The remuneration of the key management of the Company during the period ended April 30, 2016 consisted of management and consulting fees of $59,250 (2015 - $80,500) and share based payments valued at $49,293 (2015 - $60,030).

Unless disclosed elsewhere, related party transactions for the periods ended April 30, 2016 and 2015 include:

	April 30, 2016	April 30, 2015
Management consulting fees	$ 59,250	$ 80,500
Geological consulting capitalized	-	56,000
	$ 59,250	$ 136,500

(Expressed in Canadian dollars)

10. SHARE CAPITAL

Authorized share capital
Unlimited number of voting common shares without par value.

Issued share capital

On January 17, 2016, the Company issued 50,000 common shares at a fair value of $0.01 per share to the vendors of the MZ claims pursuant to an agreement dated February 9, 2012, as amended March 27, 2012 (see note 7).

On February 2, 2015, the Company issued 50,000 common shares at a fair value of $0.03 per share to the vendors of the MZ claims pursuant to an agreement dated February 9, 2012, as amended March 27, 2012 (see note 7).

On December 22, 2014, the Company completed a Flow through private placement of 3,000,000 common shares at $0.10. The Company incurred $7,500 cash issue costs in connection with the private placement.

On September 29, 2014, the Company issued 20,000 common shares at a fair value of $0.09 per share to the vendors of the Gold Hill project pursuant to an agreement dated September 19, 2014 (see note 7).

On February 2, 2014, the Company issued 50,000 common shares at a fair value of $0.135 per share to the vendors of the MZ claims pursuant to an agreement dated February 9, 2012, as amended March 27, 2012 (see note 7).

Stock options
The Board of Directors of the Company has adopted a stock option plan which permits the Company to grant to directors, officers and consultants of the Company, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares and be exercisable for a period of up to five years from the date of grant. The number of common shares reserved for issuance to any individual director or officer will not exceed 5% of the issued and outstanding common shares and the number of common shares reserved for issuance to any one consultant or individual conducting investor relations activities will not exceed 2% of the issued and outstanding shares. Otherwise specified otherwise by the Board of Directors options vest on the date of grant.

The changes in options during the period ended April 30, 2016 and October 31, 2015 is as follows:

	April 30, 2016			October 31, 2015	
	Number of options	**Weighted average exercise price**	**Weighted average life (years)**	**Number of options**	**Weighted average exercise price**
Options outstanding, beginning of period	3,803,685	$ 0.35	2.49	4,978,571	$ 0.49
Options granted	2,600,000	0.10	4.74	1,525,114	0.10
Options cancelled	(1,403,571)	(0.50)	(1.18)	(2,700,000)	(0.46)
Options outstanding, end of period	5,000,114	$ 0.18	3.58	3,803,685	$ 0.35
Options exercisable, end of period	5,000,114	$ 0.18	3.58	3,803,685	$ 0.35

On May 7, 2014, the Company granted 200,000 stock options with an exercise price of $0.20 and a term of five years. These options vested 25% upon grant and 25% every 3 months thereafter. The total fair value of $21,464 was estimated using the Black-Scholes option pricing model assuming an expected life of 5 years, a risk-free interest rate of 1.50% and an expected volatility of 140%. The granting of these options resulted in a share-based payment expense of $15,797 being recorded during the fifteen months ended October 31, 2014 and $436 being recorded in the period ended April 30, 2015.

(Expressed in Canadian dollars)

10. SHARE CAPITAL (cont'd)

Stock options (cont'd)

On January 22, 2015, the Company granted 400,000 stock options with an exercise price of $0.10 and a term of five years. These options vested immediately. The total fair value of $15,562 was estimated using the Black-Scholes option pricing model assuming an expected life of 5 years, a risk-free interest rate of 0.84% and an expected volatility of 200%. The granting of these options resulted in a share-based payment expense of $15,322 being recorded during the period ended April 30, 2015.

On February 4, 2015, the Company granted 1,125,114 stock options with an exercise price of $0.10 and a term of five years. These options vested immediately. The total fair value of $37,732 was estimated using the Black-Scholes option pricing model assuming an expected life of 5 years, a risk-free interest rate of 0.62% and an expected volatility of 200%. The granting of these options resulted in a share-based payment expense of $44,272 being recorded during the period ended April 30, 2015.

On November 20,2015, the Company granted 2,600,000 stock options with an exercise price of $0.10 and a term of five years. These options vested immediately. The total fair value of $49,293 was estimated using the Black-Scholes option pricing model assuming, a risk-free interest rate of 0.80%, an expected volatility of 200% and an expected life of 5 years. The granting of these options resulted in a share-based payment expense of $49,293 being recorded during the period ended April 30, 2016.

The following incentive stock options were outstanding and exercisable at April 30, 2016:

Number of options outstanding	Number of options exercisable	Exercise Price	Expiry Date
975,000	975,000	$ 0.50	April 3, 2017
400,000	400,000	$ 0.10	January 22, 2020
1,025,114	1,025,114	$ 0.10	February 4, 2020
2,600,000	2,600,000	$ 0.10	November 15, 2020
5,000,114	5,000,114	$ 0.18	

Warrants

As at April 30, 2016 and October 31, 2015 no warrants were outstanding.

11. CAPITAL MANAGEMENT

The Company's capital structure is adjusted based on managements' and the Board of Directors' decision to fund expenditures with the issuance of debt or equity such that it may complete the acquisition, exploration and development of properties for the mining of minerals that are economically recoverable. The Board of Directors does not establish quantitative return on capital criteria, but rather relies on the expertise of management and other professionals to sustain future development of the business.

The Company's mineral properties are in the exploration stage and, as a result, the Company does not currently generate cash flow from operations. The Company intends to raise such funds as and when required to complete its exploration projects. There is no assurance that the Company will be able to raise additional funds on reasonable terms. The only sources of future funds presently available to Orefinders are through the exercise of outstanding stock options and the sale of equity capital of the Company, the issuance of loans and/or debentures or the sale of an interest in any of its mineral properties in whole or in part. The ability of the Company to arrange such financing in the future will depend in part upon the prevailing capital market conditions as well as the business performance of the Company. There can be no assurance that Orefinders will be successful in its efforts to arrange additional financing, if needed, on terms satisfactory to the Company.

(Expressed in Canadian dollars)

11. CAPITAL MANAGEMENT (cont'd)

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

There were no changes in the Company's approach to capital management during period ended April 30, 2016 or 2015. The Company is not subject to externally imposed capital restrictions.

12. FINANCIAL RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's exposure to credit risk is on its cash held in bank accounts and short term investment. Cash and short term investments is held with major banks in Canada. Management assesses credit risk of cash as remote.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.

To date, the Company's sole source of funding has been the issuance of equity securities for cash. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

The carrying value of the Company's financial instruments approximates fair value due to their short-term or demand nature.

Classification of financial instruments
Financial assets included in the statement of financial position are as follows:

	April 30, 2016	October 31, 2015
Fair value through profit and loss		
Cash	$ 24,195	$ 198,593
	$ 24,195	$ 198,593

Financial liabilities included in the statement of financial position are as follows:

	April 30, 2016	October 31, 2015
Other-financial liabilities:		
Account payable and accrued liabilities	$ 19,500	$ 38,962
	$ 19,500	$ 38,962

Cash is classified as a level 1 under the fair value hierarchy.

(Expressed in Canadian dollars)

13. SUPPLEMENTAL CASH FLOW INFORMATION

During the period ended April 30, 2016 and April 30, 2015, the Company incurred the following non-cash transactions that are not reflected in the statement of cash flows:

	April 30, 2016	April 30, 2015
Exploration expenditures included in accounts payable and accrued liabilities	$ 2,764	$ -
Fair value of shares, warrants and option warrants issued for mineral property option payments	$ 500	$ 1,500
Flow-through share liability	$ -	$ 75,000