



CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Unaudited - prepared by management

September 30, 2015

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

NOTICE OF NO AUDITOR REVIEW OF INTERIM 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 financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed consolidated financial statements of Independence Gold Corp. (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 financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

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

INDEPENDENCE GOLD CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION (unaudited)

(Expressed in Canadian Dollars)

	<u>September 30</u> <u>2015</u>	<u>December 31</u> <u>2014</u>
ASSETS		
Current		
Cash and cash equivalents	\$ 1,775,822	\$ 2,183,790
Short-term investments	4,489,261	5,593,195
Marketable securities (Note 3)	1,375	2,000
Receivables	98,353	32,724
Prepaid expenses	1,506	21,030
	<u>6,366,317</u>	<u>7,832,739</u>
Land use deposits (Note 4)	67,000	67,000
Exploration advances	50,000	50,000
Mineral properties (Note 6)	<u>12,817,327</u>	<u>12,817,327</u>
	<u>\$ 19,300,644</u>	<u>\$ 20,767,066</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities	\$ <u>424,245</u>	\$ <u>34,505</u>
	<u>424,245</u>	<u>34,505</u>
Shareholders' equity		
Share capital (Note 7)	33,096,647	33,096,647
Reserves	624,674	613,438
Deficit	<u>(14,844,922)</u>	<u>(12,977,524)</u>
	<u>18,876,399</u>	<u>20,732,561</u>
	<u>\$ 19,300,644</u>	<u>\$ 20,767,066</u>
Nature and continuance of operations (Note 1)		
Basis of presentation (Note 2)		

Approved and authorized by the Board on November 26, 2015

"Randy C. Turner"

Randy C. Turner, Director

"Michael McPhie"

Michael McPhie, Director

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

INDEPENDENCE GOLD CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF LOSS AND COMPREHENSIVE LOSS (unaudited)

(Expressed in Canadian Dollars)

	Three Month Period Ended September 30 2015	Three Month Period Ended September 30 2014 (Note 2)	Nine Month Period Ended September 30 2015	Nine Month Period Ended September 30 2014 (Note 2)
EXPENSES				
Exploration expenditures (Note 6)	\$ 476,688	\$ 129,870	\$ 1,042,721	\$ 249,872
Corporate development	158,914	52,603	247,362	191,623
Insurance	-	-	5,197	-
Legal, audit and accounting	17,192	2,252	25,810	14,282
Management fees and corporate services	58,788	69,822	171,163	219,321
Office and miscellaneous	14,706	8,633	30,792	53,254
Regulatory and transfer agent fees	738	979	10,296	9,882
Rent	61,035	59,983	182,927	175,545
Share-based compensation (Note 7)	-	-	22,179	-
Shareholder communications	9,361	8,365	18,383	20,136
Travel	1,125	1,386	6,608	19,250
Wages and benefits	58,422	59,950	199,018	205,180
	<u>(856,969)</u>	<u>(393,843)</u>	<u>(1,962,456)</u>	<u>(1,158,345)</u>
Interest income	23,002	107,695	84,740	102,951
Unrealized (loss)/gain on marketable securities	<u>(375)</u>	<u>(4,000)</u>	<u>(625)</u>	<u>(14,000)</u>
	<u>22,627</u>	<u>103,695</u>	<u>84,115</u>	<u>88,951</u>
Loss and comprehensive loss for the period	<u>\$ (834,342)</u>	<u>\$ (290,148)</u>	<u>\$ (1,878,341)</u>	<u>\$ (1,069,394)</u>
Basic and diluted loss per common share	<u>\$ (0.02)</u>	<u>\$ (0.01)</u>	<u>\$ (0.04)</u>	<u>\$ (0.02)</u>
Weighted average number of common shares outstanding	43,813,012	43,813,012	43,813,012	43,813,012

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

INDEPENDENCE GOLD CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS (unaudited)

(Expressed in Canadian Dollars)

	Nine Month Period Ended September 30 2015	Nine Month Period Ended September 30 2014
		(Note 2)
Cash flows from operating activities		
Income (loss) for the period	\$ (1,878,341)	\$ (1,069,394)
Items not affecting cash:		
Share-based compensation	22,179	-
Interest on short-term investments	42,917	(17,482)
Unrealized (gain)/loss on marketable securities	625	14,000
Changes in non-cash working capital items:		
(Increase) decrease in prepaid expenses	19,524	2,241
(Increase) decrease in receivables	(65,629)	(51,552)
Increase (decrease) in accounts payable and accrued liabilities	389,740	(30,120)
Net cash used in operating activities	<u>(1,468,985)</u>	<u>(1,152,307)</u>
Cash flows from investing activities		
(Acquisition) disposition of mineral properties	-	(5,083)
(Increase) decrease in short-term investments	1,061,017	(2,442,297)
Net cash provided by (used in) investing activities	<u>1,061,017</u>	<u>(2,447,380)</u>
Change in cash and cash equivalents during the period	(407,968)	(3,599,687)
Cash and cash equivalents, beginning of the period	2,183,790	4,922,152
Cash and cash equivalents, end of the period	<u>\$ 1,775,822</u>	<u>\$ 1,322,465</u>
Supplemental disclosure with respect to cash flows (Note 9)		

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

INDEPENDENCE GOLD CORP.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (unaudited)

(Expressed in Canadian Dollars)

	<u>Share Capital</u>				
	<u>Number</u>	<u>Amount</u>	<u>Reserves</u>	<u>Deficit</u>	<u>Total</u>
Balance, December 31, 2014	43,813,012	\$ 33,096,647	\$ 613,438	\$ (12,977,524)	\$ 20,732,561
Share-based compensation (Note 7)	-	-	22,179	-	22,179
Reserves transferred on cancelled options	-	-	(10,943)	10,943	-
Loss for the period	-	-	-	(1,878,341)	(1,878,341)
Balance, September 30, 2015	<u>43,813,012</u>	<u>\$ 33,096,647</u>	<u>\$ 624,674</u>	<u>\$ (14,844,922)</u>	<u>\$ 18,876,399</u>
Balance, December 31, 2013	43,813,012	\$ 33,096,647	\$ 652,857	\$ (11,578,459)	\$ 22,171,045
Reserves transferred on expired options	-	-	(39,419)	39,419	-
Loss for the period	-	-	-	(1,069,394)	(1,069,394)
Balance, September 30, 2014	<u>43,813,012</u>	<u>\$ 33,096,647</u>	<u>\$ 613,438</u>	<u>\$ (12,608,434)</u>	<u>\$ 21,101,651</u>

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

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

1. NATURE AND CONTINUANCE OF OPERATIONS

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

The Company’s head office and principal address is 1410 - 650 West Georgia Street, Vancouver, British Columbia, Canada, V6B 4N8. The Company’s registered and records office is 2300 - 550 Burrard Street, Vancouver, British Columbia, Canada, V6C 2B5.

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

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

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

2. BASIS OF PREPARATION

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards (“IAS”) 34, “Interim Financial Reporting” on a basis consistent with the accounting policies disclosed in the audited consolidated financial statements for the fiscal year ended December 31, 2014. Certain prior year figures have been reclassified to conform with current year presentation.

These condensed consolidated interim financial statements should be read in conjunction with the most recently issued audited consolidated financial statements, which include information necessary or useful to understanding the Company’s business and financial statement presentation. In particular, the Company’s significant accounting policies which were presented in Note 3 to the Consolidated Financial Statements for the fiscal year ended December 31, 2014 and have been consistently applied in the preparation of the Company’s consolidated interim financial statements.

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

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

3. MARKETABLE SECURITIES

	September 30, 2015	December 31, 2014
Rojo Resources Ltd.	\$ 1,375	\$ 2,000

As at September 30, 2015, the Company holds 25,000 (December 31, 2014 – 25,000) common shares of Rojo Resources Ltd. (formerly known as Lucky Strike Resources Ltd.), a public company listed on the TSX Venture Exchange.

4. LAND USE DEPOSITS

The Company has provided deposits as security for land use and potential future reclamation work relating to its mineral properties. As at September 30, 2015 a total of \$67,000 (December 31, 2014 - \$67,000) had been lodged with the British Columbia Ministry of Energy, Mines & Petroleum Resources.

5. RELATED PARTY TRANSACTIONS

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

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

Key Management Personnel

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

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

	Nine month period ended September 30, 2015	Nine month period ended September 30, 2014 (Note 2)
Management fees	\$ 146,413	\$ 164,071
Geological consulting fees	61,230	60,629
Directors fees	24,750	55,250
Share-based compensation	15,234	-
Corporate development	58,997	79,059
Total	\$ <u>306,664</u>	\$ <u>359,009</u>

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

Included in receivables at September 30, 2015 is \$42,489 (December 31, 2014 - \$22,452) due from companies with directors and/or officers in common. Included in accounts payable and accrued liabilities at September 30, 2015 is \$72,838 (December 31, 2014 - \$2,730) due to directors and companies with directors and/or officers in common.

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

6. MINERAL PROPERTIES

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties, and, to the best of its knowledge, title to all of its properties, except as described below, are properly registered and in good standing.

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

	September 30, 2015	December 31, 2014
BRITISH COLUMBIA		
<u>3Ts PROJECT</u>		
Taken Property A 100% interest in certain claims. The property is subject to a sliding scale net smelter returns royalty ("NSR") ranging from 2.0% to 4.0%. The Company may reduce the NSR to 1.0% by paying \$2,000,000 per percent.	\$ 345,693	\$ 345,693
Tam Property A 100% interest, subject to a 1.0% NSR, one-half of which may be purchased back for \$250,000.	1,750,979	1,750,979
Tsacha Property A 100% interest in certain claims subject to a 2.0% NSR.	2,121,788	2,121,788
Tommy Lake Property A 100% interest.	17,518	17,518
BOT Property A 100% interest, subject to a 1.5% NSR, two-thirds of which may be purchased back for \$700,000.	-	-
Blackwater-South Property A 100% interest.	-	-
YUKON		
<u>BOULEVARD PROJECT</u>		
Boulevard Property A 100% interest, subject to a 2.0% NSR. To acquire its interest, the Company paid \$80,000, issued 400,000 common shares (with an aggregate value of \$58,000) and incurred \$3,000,000 in exploration expenditures. The Company has the option, at any time on or before July 20, 2016, to buy-back one-quarter of the NSR for \$750,000. Upon completion of a 43-101 report with specific resource estimates, the Company will be obligated to issue a further 1,000,000 common shares.	\$ 4,637,528	\$ 4,637,528
YCS Property A 100% interest, subject to a 2.0% NSR. The Company can buy-back one-half of the NSR for \$1,000,000.	\$ 425,237	\$ 425,237
Solitude Property A 100% interest by staking.	865,566	865,566
Tiger Property A 100% interest, subject to a 2.0% NSR. The Company can buy-back one-half of the NSR for \$2,000,000.	233,776	233,776

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

6. MINERAL PROPERTIES (continued)**YUKON (continued)**

Keno Property	27,011	27,011
A 100% interest.		

WHITE GOLD PROPERTIES

The Company holds a 100% interest in the following properties.

Henderson Property	1,271,780	1,271,780
Ember Property	71,686	71,686
Ladue Property	327,355	327,355
Moosehorn Property	88,416	88,416
Birdman Property	30,206	30,206
Gemini Property	44,967	44,967
Wolfcreek Property	24,761	24,761
CCR (Sizzler) Property	533,060	533,060

A 100% interest, subject to a 2.0% NSR. Upon completion of a 43-101 report with specific resource estimates, the Company will be obligated to pay an additional \$100,000 and issue a further 75,000 common shares.

Total Mineral Properties\$ 12,817,327\$ 12,817,327

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

6. MINERAL PROPERTIES (continued)

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

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

During the nine month period ended September 30, 2014, the Company incurred exploration expenditures as follows:

	Geology & Geophysics	Field Sampling	Drilling	Land Use & Tenure	Data Evaluation	Safety & Reclamation	Recoveries	Total for the period
BRITISH COLUMBIA								
3Ts	\$ 73,973	\$ -	\$ 429,950	\$ 5,389	\$ 7,131	\$ 8,409	\$ (291,055)	\$ 233,797
Emmett Lake	7,583	5,726	-	-	682	-	-	13,991
YUKON								
Boulevard	2,893	-	-	-	346	-	(1,155)	2,084
	\$ 84,449	\$ 5,726	\$ 429,950	\$ 5,389	\$ 8,159	\$ 8,409	\$ (292,210)	\$ 249,872

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

7. SHARE CAPITAL AND RESERVES

a) Authorized share capital

The authorized share capital of the Company is an unlimited number of common shares without par value. All issued shares are fully paid.

b) Issued share capital

The Company did not issue any common shares during the periods ended September 30, 2015 and 2014.

c) Stock options

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

As at September 30, 2015, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

	Number of Shares	Exercise Price	Expiry Date
	2,852,500	\$ 0.20	March 1, 2017
	945,000	\$ 0.20	November 7, 2018
	495,000	\$ 0.15	June 2, 2020
	4,292,500		

Stock option transactions are summarized as follows:

	September 30, 2015		December 31, 2014	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Balance, beginning of period	3,857,500	\$ 0.20	4,105,000	\$ 0.20
Granted	495,000	\$ 0.15	-	-
Exercised	-	-	-	-
Expired/cancelled	(60,000)	\$0.20	(247,500)	\$0.20
Balance, end of period	4,292,500	\$ 0.19	3,857,500	\$ 0.20
Options exercisable, end of period	4,292,500	\$ 0.19	3,857,500	\$ 0.20

INDEPENDENCE GOLD CORP.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2015 (Expressed in Canadian Dollars)

7. SHARE CAPITAL AND RESERVES *(continued)*

d) Share-based compensation

During the nine month period ended September 30, 2015, the Company granted 495,000 (2014 - NIL) stock options with a fair value of \$22,179 (2014 - \$NIL) or \$0.04 (2014 - \$NIL) per option. All options vest immediately on grant.

The following weighted-average assumptions were used for the Black-Scholes valuation of stock options granted during the noted years:

	2015	2014
Risk-free interest rate	1.76%	-
Expected life of options	5 years	-
Annualized volatility	79.97%	-
Dividend rate	-	-
Weighted average FV	\$ 0.04	-

e) Warrants

As at September 30, 2015 and 2014 the Company had no outstanding share purchase warrants.

8. SEGMENT INFORMATION

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

9. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

There were no significant non-cash investing or financing transactions during the nine month periods ended, September 30, 2015 and 2014.