



# ANGKOR GOLD CORP.

## **ANGKOR GOLD CORP.**

**CONDENSED INTERIM FINANCIAL STATEMENTS**

**FOR THE THREE MONTHS ENDED 31 OCTOBER 2017**

Stated in Canadian Dollars

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

The accompanying unaudited condensed interim 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 condensed interim 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.

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## MANAGEMENT'S RESPONSIBILITY

To the Shareholders of Angkor Gold Corp.:

Management is responsible for the preparation and presentation of the accompanying condensed interim consolidated financial statements, including responsibility for significant accounting judgments and estimates in accordance with International Financial Reporting Standards. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The Board of Directors and the Audit Committee are composed primarily of directors who are neither management nor employees of the Company. The Board is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving the financial information presented. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and the external auditors. The Audit Committee has the responsibility of meeting with management, and the external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Board is also responsible for recommending the appointment of the Company's external auditors.

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

We draw attention to Note 1 in the condensed interim consolidated financial statements which indicates the existence of a material uncertainty that may cast substantial doubt on the Company's ability to continue as a going concern.

The condensed interim consolidated financial statements were approved by the Board of Directors on 22 December 2017 and were signed on its behalf by:

"Mike Weeks"

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Mike Weeks, CEO

"Grant T. Smith"

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Grant T. Smith, CFO

Canadian Dollars  
(Unaudited)

## CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note	As at 31 October 2017	As at 31 July 2017
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash		\$ 113,985	\$ 246,396
Amounts receivable		134,073	58,520
Prepaid amounts and deposits		169,303	139,266
Current portion of promissory note receivable	(10)	154,716	149,820
		<b>572,077</b>	594,002
<b>Non-current Assets</b>			
Promissory note receivable	(10)	386,790	374,550
Long-term prepaid amounts		67,561	66,525
Property and equipment	(7)	112,218	99,372
Exploration and evaluation assets	(8)	7,280,464	6,124,273
		<b>7,847,033</b>	6,664,720
		<b>\$ 8,419,110</b>	\$ 7,258,722
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Accounts payable and accrued liabilities	(12)	\$ 2,087,362	\$ 1,215,969
<b>EQUITY</b>			
Share capital	(11)	32,344,266	31,812,041
Contributed surplus	(11)	2,555,873	2,549,373
Warrants	(11)	558,725	529,005
Accumulated other comprehensive income		1,178,256	909,441
Deficit		(30,305,372)	(29,757,107)
		<b>6,331,748</b>	6,042,753
		<b>\$ 8,419,110</b>	\$ 7,258,722
Nature of operations and going concern	(1)	Commitments	(13)
Basis of preparation - Statement of Compliance	(2)	Capital management	(14)
Subsequent events	(15)		

The condensed interim consolidated financial statements were approved by the Board of Directors on 22 December 2017 and were signed on its behalf by:

**"Mike Weeks"**

Mike Weeks, Director

**"Terry Mereniuk"**

Terry Mereniuk, Director

Canadian Dollars  
(Unaudited)

## CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

	Note	Three months ended 31 October 2017	Three months ended 31 October 2016
<b>EXPENSES</b>			
<b>Exploration and evaluation</b>			
Camp costs		39,566	17,775
Geological consulting fees		\$ 12,000	\$ 28,532
		51,566	46,307
<b>General and administrative</b>			
Salaries, wages and benefits	(12)	168,425	106,931
Professional and consulting fees	(12)	117,534	55,901
Office and travel		95,978	54,179
Investor relations and other		49,328	43,239
Social development	(6)	20,258	883
Amortization	(7)	7,280	8,846
Share-based compensation	(11)	6,500	-
Filing fees		6,095	16,920
Interest and banking costs		2,076	2,777
		525,040	335,983
<b>Other expenses</b>			
Foreign exchange loss		23,225	158,939
<b>Net (loss) before other items</b>		<b>(548,265)</b>	<b>(494,922)</b>
<b>Other Comprehensive income (loss)</b>			
Foreign operations – foreign currency translation differences		268,815	282,481
<b>Total comprehensive (loss) for the period</b>		<b>\$ (279,450)</b>	<b>\$ (212,441)</b>
<b>Basic and Diluted (Loss) per Common Share</b>		<b>\$ (0.00)</b>	<b>\$ (0.00)</b>
<b>Weighted Average Number of Shares Outstanding</b>		<b>118,969,251</b>	<b>96,481,754</b>

Canadian Dollars  
 (Unaudited)

**CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

	Share Capital	Amount	Subscriptions Receivable	Warrant Amount	Option Amount	Accumulated Other Comprehensive Income	Deficit	Shareholders' Equity
<b>BALANCE 1 AUGUST 2016</b>	96,481,754	\$ 29,063,028	\$ (783,000)	\$ 529,005	\$ 2,453,023	\$ 1,195,881	\$ (26,102,348)	\$ 6,355,589
Shares issued on options exercise	1,110,000	277,500	-	-	-	-	-	277,500
Fair value transfer on options	-	238,650	-	-	(238,650)	-	-	-
Subscription received	-	-	783,000	-	-	-	-	783,000
Foreign currency translation	-	-	-	-	-	282,481	-	282,481
Net loss for the period	-	-	-	-	-	-	(494,922)	(494,922)
<b>BALANCE 31 OCTOBER 2016</b>	97,591,754	29,579,178	-	529,005	2,214,373	1,478,362	(26,597,270)	7,203,648
Shares issued for NSR	3,810,652	1,524,250	-	-	-	-	-	1,524,250
Share issuance costs	-	(9,052)	-	-	-	-	-	(9,052)
Foreign currency translation	-	-	-	-	-	(299,493)	-	(299,493)
Net loss for the period	-	-	-	-	-	-	(926,689)	(926,689)
<b>BALANCE 31 JANUARY 2017</b>	101,402,379	31,094,376	-	529,005	2,214,373	1,178,869	(27,523,959)	7,492,664
Private placements	1,506,250	482,000	-	-	-	-	-	482,000
Share issuance costs	-	-	-	-	-	-	-	-
Share based payments	-	-	-	-	247,000	-	-	247,000
Foreign currency translation	-	-	-	-	-	534,492	-	534,492
Net loss for the period	-	-	-	-	-	-	(1,437,691)	(1,437,691)
<b>BALANCE 30 APRIL 2017</b>	102,908,629	31,576,376	-	529,005	2,461,373	1,713,361	(28,961,650)	\$ 7,318,465
Private placement	589,164	235,665	-	-	-	-	-	235,665
Share based payments	-	-	-	-	88,000	-	-	88,000
Foreign currency translation	-	-	-	-	-	(803,920)	-	(803,920)
Net loss for the period	-	-	-	-	-	-	(795,457)	(795,457)
<b>BALANCE 31 JULY 2017</b>	103,497,793	31,812,041	-	529,005	2,549,373	909,441	(29,757,107)	6,042,753

Canadian Dollars  
(Unaudited)

**CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)**

	Share Capital	Amount	Subscriptions Receivable	Warrant Amount	Option Amount	Accumulated Other Comprehensive Income	Deficit	Shareholders' Equity
<b>BALANCE 31 JULY 2017</b>	103,497,793	\$ 31,812,041	\$ -	\$ 529,005	\$ 2,549,373	\$ 909,441	\$ (29,757,107)	\$ 6,042,753
Private placement	1,900,000	540,600	-	29,400	-	-	-	570,000
Share issuance costs	-	(8,375)	-	320	-	-	-	(8,055)
Share based payments	-	-	-	-	6,500	-	-	6,500
Foreign currency translation	-	-	-	-	-	268,815	-	268,815
Net loss for the period	-	-	-	-	-	-	(548,265)	(548,265)
<b>BALANCE 31 OCTOBER 2017</b>	105,397,793	\$ 32,344,266	\$ -	\$ 558,725	\$ 2,555,873	\$ 1,178,256	\$ (30,305,372)	\$ 6,331,748

Canadian Dollars  
(Unaudited)

## CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three months ended 31 October 2017	Three months ended 31 October 2016
<b>OPERATING ACTIVITIES</b>		
<b>(Loss) for the Period</b>	\$ (548,265)	(494,922)
<b>Items not Affecting Cash</b>		
Amortization	7,280	8,846
Share based payments	6,500	-
Foreign exchange loss	-	40,866
	<b>(534,485)</b>	<b>(445,210)</b>
<b>Net Change in Non-cash Working Capital</b>		
Amounts receivable	(75,553)	(9,336)
Prepaid amounts and other assets	(30,037)	(154,102)
Accounts payable and accrued liabilities	274,727	(403,684)
<b>Cash (Used in) Operating Activities</b>	<b>(365,348)</b>	<b>(1,012,332)</b>
<b>INVESTING ACTIVITIES</b>		
Purchases of property and equipment	(17,109)	-
Proceeds from option agreements	-	266,668
Advancement of exploration and evaluation assets	(309,180)	(179,528)
<b>Cash (Used in) Provided by Investing Activities</b>	<b>(326,289)</b>	<b>87,140</b>
<b>FINANCING ACTIVITIES</b>		
Issuance of shares	570,000	-
Share issuance costs	(8,055)	-
Proceeds from subscription receivable	-	783,000
<b>Cash Provided by Financing Activities</b>	<b>561,945</b>	<b>783,000</b>
<b>Net Effect of Translation on Foreign Currency Cash</b>	<b>(2,719)</b>	<b>25,223</b>
<b>Net (Decrease) in Cash</b>	<b>(132,411)</b>	<b>(116,969)</b>
Cash position – beginning of period	246,396	886,159
<b>Cash Position – End of Period</b>	<b>\$ 113,985</b>	<b>769,190</b>
<b>Supplementary Cash Disclosure</b>		
Proceeds from exercise of stock options included in accounts receivable	-	277,500
Accounts payable settled by shares	24,300	-
Fair value transfer on option exercises	-	238,650
Accounts payable included in exploration and evaluation assets	797,560	29,272



# ANGKOR GOLD CORP.

## FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

Canadian Dollars  
(Unaudited)

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

#### 1) Nature of operations and going concern

Angkor Gold Corp. (“Angkor” or the “Company”), was incorporated under the laws of the Province of British Columbia, Canada on 16 October 2008. The Company, together with its subsidiaries, is principally engaged in the exploration of its mineral property interests. The Company focuses on mineral property interests located in the Kingdom of Cambodia in the Banlung and Oyadao Regions. The registered address of the Company is Box 153, Sexsmith, Alberta, T0H 3C0. The Company commenced trading as a Tier 2 mining issuer on the TSX Venture Exchange (the “Exchange”) on 19 October 2011 under the trading symbol “ANK”.

These condensed interim consolidated financial statements (the “Financial Statements”) have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company’s ability to continue in operation for the foreseeable future and to realize its assets and discharge its liabilities in the normal course of operations.

There are several adverse conditions that may cast substantial doubt upon the Company’s ability to continue as a going concern. The Company has negative working capital, has incurred operating losses since inception, has no source of revenue, is unable to self-finance operations and has significant on-going cash requirements to meet its overhead requirements and maintain its mineral interests. Further, the business of mining and exploration involves a high degree of risk and there can be no assurance that current or future exploration programs will result in profitable mining operations. The recoverability of intangible exploration and evaluation assets is dependent upon several factors. These include the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of these properties, and future profitable production or proceeds from disposition of mineral properties. For the Company to continue to operate as a going concern it must obtain additional financing; although the Company has been successful in the past at raising funds, there can be no assurance that this will continue in the future. These factors indicate a material uncertainty that casts significant doubt over the Company’s ability to continue as a going concern.

If the going concern assumption were not appropriate for these Financial Statements then adjustments would be necessary to the carrying value of assets and liabilities, the reported expenses and the Condensed Interim Consolidated Statement of Financial Position classifications used and such adjustments could be material.

	<b>31 October 2017</b>	31 July 2017
Working capital (deficit)	\$ (1,515,285)	\$ (621,967)
Accumulated deficit	\$ (30,305,372)	\$ (29,757,107)

#### 2) Basis of preparation – statement of compliance

These Financial Statements, including comparatives, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and in accordance with International Accounting Standard (“IAS”) 34, Interim Financial Reporting. The Financial Statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Since the unaudited condensed interim consolidated financial statements do not include all disclosures required by the IFRS for annual consolidated financial statements, they should be read in conjunction with the Company’s audited annual consolidated financial statements for the year ended 31 July 2017.

# ANGKOR GOLD CORP.

## FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

*Canadian Dollars*  
(Unaudited)

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The policies set out were consistently applied to all the periods presented unless otherwise noted below. The preparation of condensed interim consolidated financial statements requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies.

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, profit and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

#### **3) Summary of significant accounting policies**

The accounting policies and methods of computation followed in preparing these Financial Statements are the same as those followed in preparing the most recent audited annual consolidated financial statements. For a complete summary of significant accounting policies, please refer to the Company's audited annual consolidated financial statements for the year ended 31 July 2017.

#### **4) Critical accounting judgments and key sources of estimation uncertainty**

In the application of the Company's accounting policies management is required to make judgments, estimates and assumptions about the carrying amount and classification of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revisions affect only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

The following are the critical judgments and areas involving estimates, that management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amount recognized in the consolidated financial statements.

##### **a) Critical accounting estimates:**

Significant assumptions about the future that management has made and other sources of estimation uncertainty at the financial position reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities relate to but are not limited to the following:

- The recoverability of exploration and evaluation assets presented on the consolidated statement of financial position;
- The estimated useful lives of property and equipment which are included in the consolidated statement of financial position and the related depreciation;
- The inputs used in accounting for share-based payment transactions in the consolidated statements of comprehensive income and loss;
- Management's determination that there is no material restoration, rehabilitation, and environmental exposure, based on the facts and circumstances that existed during the period; and,
- The valuation of deferred income tax assets.

# ANGKOR GOLD CORP.

## FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

*Canadian Dollars*  
(Unaudited)

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

#### **b) Critical accounting judgments:**

Significant judgments about the future that management has made and other sources of judgment uncertainty at the financial position reporting date that could result in a material adjustment to the carrying amounts of assets and liabilities relate to but are not limited to:

- Functional currency: The determination of the functional currency of AGC as the US dollar and the functional currency of the Company and other subsidiaries as the Canadian dollar.
- Going concern: The Company's ability to execute its strategy by funding future working capital requirements requires judgment. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, such as expectations of future events that are believed to be reasonable under the circumstances.
- Recoverability of the promissory note receivable: It is management's assumption the note will be collectible but there are uncertainties surrounding the time frame the proceeds will be received.

#### **5) Financial instruments and risk management**

##### **a) Financial instrument classification and measurement**

The Company holds various forms of financial instruments. The nature of these instruments and operations expose the Company to certain risks. The Company manages and monitors its exposure to these risks to ensure appropriate measures are implemented in a timely and effective manner.

At 31 October 2017, there is no significant difference between the carrying values and fair values of the Company's financial instruments except as discussed in Note 10.

The Company classifies the fair value measurements according to the following hierarchy.

- Level 1 – quoted prices in active markets for identical financial instruments.
- Level 2 – quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.
- Level 3 – valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

As at 31 October, 2017, the Company does not have any financial instruments measured at fair value.

##### **b) Market risk**

Market risk is the risk that changes in market prices will affect the Company's earnings or the value of its financial instruments. Market risk is comprised of other price risk, currency risk, and interest rate risk. The objective of market risk management is to manage and control exposures within acceptable limits, while maximizing returns. The Company's exposure to market risk is further disclosed below.

##### **c) Credit risk**

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Credit risk for the Company is associated with cash, amounts receivable and promissory note receivable. Cash is held with reputable financial institutions.

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## FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

Canadian Dollars  
(Unaudited)

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The amounts receivable which represent financial assets include accounts receivable from third parties. Based on currently available information, the Company anticipates full recoverability of amounts due on account.

The Company is also exposed to credit risk with respect to the unsecured promissory note receivable from Mesco in the amount of \$541,506 (US\$420,000). The Company has amended the payment of this note to now involve a payment plan as described in Note 10.

The Company has procedures in place to minimize its exposure to credit risk. Management evaluates credit risk on an ongoing basis including counterparty credit rating and activities related to accounts receivable and promissory note receivable and other counterparty concentrations as measured by amount and percentage.

#### d) Liquidity risk

Liquidity risk is the risk that the Company will not be able to settle or manage its obligations associated with financial liabilities. In the management of liquidity risk, the Company maintains a balance between continuity of funding and the flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations. The Company is dependent on external financing and will be required to raise additional capital in the future to fund its operations.

The contractual undiscounted future cash flows of the Company's significant non-derivative financial liabilities are as follows:

	31 October 2017	31 July 2017
Accounts payable	\$ 2,087,362	\$ 1,215,969

#### e) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company is exposed to cash flow interest rate risk on the variable rate of interest earned on its cash. The cash flow interest rate risk on cash is insignificant as deposits are either short term or pay interest at rates of 1.2% or less. The Company does not have any cash flow interest risk associated with its promissory note receivable as the note bears no interest. Fair value interest rate risk exists on the promissory note as it is non-interest bearing. The fair value of the promissory note is disclosed in Note 10. The Company does not hold any other financial assets or liabilities which incur interest. The fair value interest rate risk on the Company's other assets and liabilities are deemed to be insignificant.

The Company has not entered into any derivative instruments to manage interest rate fluctuations; however, management closely monitors interest rate exposure and the risk exposure is limited.

#### f) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company's major operating expenses and acquisition costs are denominated in U.S. dollars and a portion of the expenses of the Company are in Canadian dollars. The Company's corporate office is based in Canada and the exposure to exchange rate fluctuations arises mainly on foreign currencies which are the U.S. dollar.

The Company is exposed to foreign exchange risk. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations; however, management monitors foreign exchange exposure and if rates

## ANGKOR GOLD CORP.

### FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

*Canadian Dollars*  
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#### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

continue to fall, management will look at entering into derivative contracts. Should the US dollar and Canadian dollar exchange rate have changed by 12% at the period end the impact to profit or loss would be +/- \$20,000.

The Company's monetary assets and liabilities denominated in U.S. dollars are shown here in Canadian dollars:

	<b>31 October</b>		31 July
	<b>2017</b>		2017
Cash	\$ 21,195	\$	255,421
Promissory note receivable	\$ 541,506	\$	524,370
Accounts payable	\$ (730,350)	\$	(137,238)

#### 6) Social development

During the year ended 31 July 2017, the Company and the CEO agreed to amend the terms of the agreement that all fees relating to the services rendered by the CEO will be classified as “salaries, wages, and benefits” within the consolidated statement of loss and comprehensive loss and the previously accrued amounts will be settled as such with the CEO.

During the year ended 31 July 2017, the Company settled 80% of the outstanding salary payable of \$294,582 through the issuance of 589,164 shares at \$0.40 per share to the CEO totaling \$235,665.

## ANGKOR GOLD CORP.

### FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

Canadian Dollars  
(Unaudited)

### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

#### 7) Property and equipment

	Heavy Equipment	IT Equipment	Processing Equipment	Small Equipment, Tools and Other	Vehicles	Total
<b>COST</b>						
<b>Balance at 1 August 2016</b>	\$ 53,655	\$ 33,076	\$ 10,518	\$ 161,588	\$ 219,803	478,640
FX adjustment	(2,346)	(1,451)	(459)	(7,069)	(9,633)	(20,958)
Additions	-	3,198	-	1,581	19,062	23,841
<b>Balance at 31 July 2017</b>	51,309	34,823	10,059	156,100	229,232	481,523
FX adjustment	<b>1,709</b>	<b>1,160</b>	<b>335</b>	<b>5,201</b>	<b>7,637</b>	<b>16,042</b>
Additions	<b>17,109</b>	-	-	-	-	<b>17,109</b>
<b>Balance at 31 October 2017</b>	<b>\$ 70,127</b>	<b>\$ 35,983</b>	<b>\$ 10,394</b>	<b>\$ 161,301</b>	<b>\$ 236,869</b>	<b>514,674</b>
<b>AMORTIZATION</b>						
<b>Balance at 1 August 2016</b>	\$ 53,655	\$ 24,836	\$ 9,362	\$ 104,431	\$ 168,587	360,871
FX adjustment	(2,346)	(1,401)	(426)	(5,410)	(8,428)	(18,011)
Amortization	-	5,526	293	14,866	18,606	39,291
<b>Balance at 31 July 2017</b>	51,309	28,961	9,229	113,887	178,765	382,151
FX adjustment	<b>1,709</b>	<b>996</b>	<b>311</b>	<b>3,897</b>	<b>6,112</b>	<b>13,025</b>
Amortization	-	<b>807</b>	<b>52</b>	<b>2,632</b>	<b>3,789</b>	<b>7,280</b>
<b>Balance at 31 October 2017</b>	<b>\$ 53,018</b>	<b>\$ 30,764</b>	<b>\$ 9,592</b>	<b>\$ 120,416</b>	<b>\$ 188,666</b>	<b>402,456</b>
<b>CARRYING AMOUNTS</b>						
At 31 July 2017	\$ -	\$ 5,862	\$ 830	\$ 42,213	50,467	99,372
At 31 October 2017	<b>\$ 17,109</b>	<b>\$ 5,219</b>	<b>\$ 802</b>	<b>\$ 40,885</b>	<b>\$ 48,203</b>	<b>112,218</b>

As at 31 October 2017, property and equipment that have not been put into use, have not been amortized.

## ANGKOR GOLD CORP.

### FOR THE THREE MONTH PERIOD ENDED 31 OCTOBER 2017

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### NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

#### 8) Exploration and evaluation assets

The Company has interests in mineral properties; details of which follow for the period ended 31 October 2017, and the year ended 31 July 2017.

	Oyadao South (OYS)	Oyadao (OY)	Banlung South (BLS)	Koan Nheak (KHN)	Andong Meas (ADM)	Banlung North (BLN)	Total
<b>Balance at 1 August 2016</b>	\$ 2,495,959	\$ 623,990	\$ 2,301,308	\$ 701,988	\$ 545,990	\$ 701,988	\$ 7,371,223
Additions	249,202	50,643	458,585	234,845	14,412	-	1,007,687
Funds received under option agreements	(673,355)	-	(727,124)	-	-	-	(1,400,479)
Write-down of exploration and evaluation assets	(26,474)	-	-	(26,474)	(26,474)	(572,385)	(651,807)
Adjustment on currency translation	(29,549)	(7,387)	(21,036)	(8,311)	(6,465)	(129,603)	(202,351)
<b>Balance at 31 July 2017</b>	\$ 2,015,783	\$ 667,246	\$ 2,011,733	\$ 902,048	\$ 527,463	\$ -	\$ 6,124,273
<b>Balance at 1 August 2017</b>	\$ 2,015,783	\$ 667,246	\$ 2,011,733	\$ 902,048	\$ 527,463	\$ -	\$ 6,124,273
Additions	668,433	3,801	189,427	38,956	4,193	-	904,810
Adjustments on currency translation	21,894	1,648	165,998	36,615	25,226	-	251,381
<b>Balance at 31 October 2017</b>	\$ 2,706,110	\$ 672,695	\$ 2,367,158	\$ 977,619	\$ 556,882	\$ -	\$ 7,280,464

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### During the year ended 31 July 2017:

On 16 March 2017, the Company announced it had successfully renewed five exploration licenses for an initial three year term with the option to extend a further four years. The exploration licenses include: Andong Meas, Banlung South, Koan Nheak, Oyadao and Oyadao South.

### **Agreement to sell 5% beneficial interest in exploration and evaluation assets**

On 26 February 2015, the Company entered into an agreement with various investors ("Participants") for gross proceeds of \$1,427,933. The agreement resulted in a sale of a 5% beneficial interest in all mineral claims, including the potential NSR of Phum Syarung described in Note 8 (a). Of this 5%, 1% (total investment of \$285,667) is held by the spouse of the CEO.

The Company retained the right to buy back this beneficial interest at fair value within two years. The total proceeds received were deducted from the cost of total exploration and evaluation assets during the year ended 31 July 2015.

The two year period whereby the Company had the right to buy-back the 5% beneficial interest expired during the year ended 31 July 2017.

### During the three months ended 31 October 2017:

Management is currently working with the various investors to extend the buy-back option period.

### **a) Oyadao South (OYS)**

During the year ended 31 July 2017, the Company determined that performance bonds related to expired licenses were no longer recoverable. As a result, the Company has written off \$105,896 (US\$80,000), which was allocated evenly (\$26,474) between Andong Meas, Banlung North, Koan Nheak, and Oyadao South.

### **Mesco Gold (Cambodia) Ltd. ("Mesco") Agreement:**

On 20 February 2013, the Company sold to Mesco Gold (Cambodia) Ltd. ("Mesco") the rights to develop and mine the Company's Phum Syarung prospect located within its Oyadao South Concession in Ratanakiri Province, Cambodia. As per the Definitive Agreement the Company was to receive a 10% Net Smelter Return ("NSR") (the "Mesco Return") (subsequently adjusted to a sliding scale NSR based on the gold price, see below) from all future production at the Phum Syarung prospect. Mesco paid the Company US\$1,200,000 (US\$700,000 in cash and a US\$500,000 promissory note described in Note 10, for the prospect. The costs that had been capitalized to the portion of the license sold totalled US\$503,355 resulting in the gain on sale of Phum Syarung prospect of \$701,485 (US\$696,645).

On 11 November 2013, the Company closed a Purchase Agreement with Mesco which extended their existing land package from 6 square kilometres to 12 square kilometres to include Angkor's Blue Lizard prospect. Angkor received US\$700,000 in staged payments through 2013 – 2015. These payments were in addition to the US\$1,200,000 from its sale of the Phum Syarung Prospect in February 2013.

Angkor and Mesco agreed to amend the 10% Mesco Return and to introduce a 2%-7.5% sliding scale NSR on production from the expanded land package based on the price per ounce of gold.

In addition, the Company assigned 2.5% of the NSR to various individuals and subsequently purchased back the NSR option as described in Note 9.



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During the three month period ended 31 October 2017:

At 31 October 2017, \$541,506 (US\$420,000 (31 July 2017 - \$524,370 (US\$420,000)) is outstanding and has been included in promissory note receivable as described in Note 10.

### **Japan Oil, Gas and Metals National Corporation (“JOGMEC”) Agreement:**

On 14 June 2016, the Company entered into a joint exploration agreement with JOGMEC to explore the Company’s Oyadao South license. The agreement gives JOGMEC the option to acquire 51% of the Oyadao South license for a total investment of US\$3 million in exploration expenditures over a three year period, subject to meeting a minimum expenditure of US\$1 million at the end of each of 31 March 2018, 2019, 2020, respectively. In addition, a condition of the agreement was that the Company acquires a renewal or a new license with a minimum three year term. JOGMEC may accelerate its earn-in period by meeting the minimum expenditure of US\$3 million at any time prior to 31 March 2019.

The Company renewed the license for an initial three year term with the option to extend a further four years.

During the three months ended 31 October 2017:

As at 31 October 2017, the Company has received a total of \$673,355 (US\$500,000) in funds under the option agreement and have incurred exploration expenses of \$690,329 relating to the Oyadao South property. JOGMEC must fund a minimum of \$1,000,000 before the first Earn-in period which ends on 30 March 2018.

### **b) Oyadao (OY)**

Further to the agreement with Mesco dated 20 February 2013 whereby Phum Syarung site is now owned by Mesco, on 6 December 2015, the Company entered into another agreement with Mesco to explore Angkor’s 100% owned Oyadao North tenement in Ratanakiri Province, Cambodia. The agreement gives Mesco the right to acquire an 85% participating interest in the Oyadao North project and license. The Commencement Date of the agreement is deemed to be the later of (i) the date of the agreement, (ii) date of receipt of the written confirmation from the Ministry of Mines and Energy of the Kingdom of Cambodia (as defined in the agreement) and (iii) the date of the fully executed amendment to the Amended and Restated NSR agreement between Mesco and the Company described above.

Mesco is entitled to its participating interest from the Commencement Date, in return for which Mesco will (i) pay all liabilities and perform all obligations under the license post Commencement Date, (ii) pay all Expenditures (as defined in the agreement) post Commencement Date and (iii) make minimum Expenditure payments of \$250,000 for each of five years post Commencement Date subject to certain maximum amounts as detailed in the agreement.

During the three month period ended 31 October 2017:

As at 31 October 2017, the Commencement Date for the agreement dated 6 December 2015 was not established.

### **c) Banlung South (BLS)**

During the year ended 31 July 2017, the Company determined that performance bonds related to expired licenses were no longer recoverable. As a result, the Company has written off \$105,896 (US\$80,000), which was allocated evenly (\$26,474) between Andong Meas, Banlung North, Koan Nheak, and Oyadao South.

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### Blue River Resources (“Blue River”) Agreement:

On 3 May 2016, the Company entered into an agreement with Blue River to explore Angkor’s Banlung tenement in Ratanakiri Province, Cambodia. The agreement gives Blue River the right to acquire up to a 70% interest in the Banlung license upon exercise of the First, Second, Third, and Fourth options, as defined in the agreement. Blue River initially has the right, based on the first three options, to participate in up to a 50% interest in the Banlung license after the completion of a total investment of US\$3.5 million in exploration expenditures over a four year period. Once the first 3 options have been satisfied, Blue River may then exercise their option on an additional 20% interest of the Banlung tenement through the commission and completion of a Bankable Feasibility Study (as defined in the agreement) on the property or portion thereof.

The Company recognized \$(31 July 2017 - \$727,124) from Blue River which is recorded against the exploration and evaluation asset base for the Banlung South property.

#### During the three month period ended 31 October 2017:

Subsequent to the period end, the agreement was terminated and it is described in Note 15.

### d) Koan Nheak (KHN)

During the year ended 31 July 2017, the Company determined that performance bonds related to expired licenses were no longer recoverable. As a result, the Company has written off \$105,896 (US\$80,000), which was allocated evenly (\$26,474) between Andong Meas, Banlung North, Koan Nheak, and Oyadao South.

### Emerald Resources NL (“Emerald”) and Renaissance Minerals Ltd. (“Renaissance”) Agreement:

On 12 July 2017, the Company entered into a Definitive Earn-In-Agreement with Australian based gold company, Emerald on the Company’s wholly owned Koan Nheak property in north-eastern Cambodia.

The agreement terms include a total investment by Emerald’s subsidiary, Renaissance, for US\$2 million in exploration and development expenditures plus a US\$200,000 cash payment to the Company over a 2 year period for them to acquire a 51% participating interest in the Koan Nheak license.

Upon completion of the initial earn in option, Renaissance has the right to acquire an additional 29% participating interest. After that, the Company will maintain a 20% participating interest in the property, or at their discretion, can convert a 3.5% Net Smelter Return on all metals.

#### During the three month period ended 31 October 2017:

On 20 September, 2017 the Company received the approval of the Cambodian Ministry of Mines and Energy to proceed with its joint project with Renaissance on Angkor’s wholly-owned Koan Nheak property. This approval allows Angkor and Renaissance to proceed with their joint exploration plans of Koan Nheak under their Definitive Earn-In Agreement on 12 July 2017.

### e) Andong Meas (ADM)

During the year ended 31 July 2017, the Company determined that performance bonds related to expired licenses were no longer recoverable. As a result, the Company has written off \$105,896 (US\$80,000), which was allocated evenly (\$26,474) between Andong Meas, Banlung North, Koan Nheak, and Oyadao South.

#### During the three month period ended 31 October 2017:

There is currently no third parties in cooperation or partnerships, the Company maintains, secures and regularly monitors the license.

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### f) Banlung North (BLN)

On 6 March 2017, the Company determined no further work was warranted on the Banlung North property and as a result has dropped the property from its holdings and no longer owns any interest in the property. As a result of this management assessment, the Company has written off accumulated costs pertaining to that property in the amount of \$545,911 in accordance with the Company's accounting policy.

During the year ended 31 July 2017, the Company determined that performance bonds related to expired licenses were no longer recoverable. As a result, the Company has written off \$105,896 (US\$80,000), which was allocated evenly (\$26,474) between Andong Meas, Banlung North, Koan Nheak, and Oyadao South.

### 9) Net smelter return buy-back option

During the year ended 31 July 2015, the Company assigned, to various individuals, 2.5% of the Mesco Return (the "Mesco Return Interest") described in Note 8 (a) for gross proceeds of \$1,145,288 (US\$875,000). Of the various individuals that purchased the Mesco Return Interest, 1% or US\$350,000 was assigned to a director and officer of the Company to settle debts owed to them.

The Company had the option to re-purchase the Mesco Return Interest from the recipients at a price equal to 11%-150% of the purchase price if exercised within a period of two years.

On 16 December 2016, the Company announced the completion of the buyback of the 2.5% of Mesco Return Interest for an amount equal to 130% of the original purchase price of US\$875,000 which was settled by the Company in common shares at the deemed price of \$0.40 per share for a total of 3,810,625 common shares. This allowed the Company to maintain its original rights to the 2.5% NSR based on the sliding scale depending on the price of gold described in Note 8 (a).

### 10) Promissory note receivable

As part of the agreement dated 20 February 2013 with Mesco (as described in Note 8 (a)), the Company received a note payable of US\$500,000 from the sale price in the amount of US\$1,900,000 from the sale of Phum Syarung Prospect. This promissory note is unsecured and bears no interest.

During the year ended 31 July 2017, the Company agreed to amend the note receivable in the amount of US\$500,000 so that it could be paid in scheduled installments. The initial installment payment of US\$50,000 was due on 25 March 2017 (received) with additional payments of US\$30,000 due every three months thereafter (US\$30,000 payments due on 25 June 2017 and 25 September 2017 were received as at the date of this report) until the US\$500,000 is retired or the earlier of an amended mining license being issued or Mesco begins processing ore at Phum Syarung.

At as 31 October, 2017, the current portion of \$154,716 represents the Canadian dollar equivalent of US\$120,000 with the balance of \$386,790 (US\$300,000) allocated to non-current asset.

### 11) Share capital

#### a) Authorized:

Unlimited common shares without par value.

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### b) Issued or allotted and fully paid:

See Condensed Interim Consolidated Statements of Changes in Equity for further detail.

	Number of Shares	Amount
<b>Balance 31 July 2016</b>	96,481,754	\$ 29,063,028
Shares issued upon exercise of options	1,110,000	516,150
Shares issued for NSR buy-back	3,810,625	1,524,250
Private placement – net of share issuance costs	1,506,250	472,948
Shares issued to settle amount payable	589,164	235,665
<b>Balance 31 July 2017</b>	103,497,793	\$ 31,812,041
Private placement - net of share issuance costs	<b>1,900,000</b>	<b>532,225</b>
<b>Balance 31 October 2017</b>	<b>105,397,793</b>	<b>\$ 32,344,266</b>

On 21 April 2016, 190,000 common shares were issued upon exercise of options with an exercise price of \$0.32 per option for a value of \$60,800 in settlement of accounts payable. Of the \$60,800, the Company settled \$19,200 in accounts payable owing to officers of the Company.

On 28 July 2016, the Company completed a non-brokered private placement for 3,126,000 Units at \$0.40 per unit for gross proceeds of \$1,250,400. Each Unit comprises one common share plus one half warrant, with each full warrant exercisable at \$0.50 per common share within one year from the issuance of the Units. Of the total funds raised, \$783,000 was received subsequent to 31 July 2016. The value of \$93,780 ascribed to the warrants was determined on a residual value basis.

On 19 October 2016, 1,110,000 common shares were issued upon exercise of options with an exercise price of \$0.25 per option for a value of \$277,500. Of the value of \$277,500, the Company received \$49,900 cash, \$76,250 was in lieu of cash bonuses for certain Cambodian employees, and \$151,350 was used to settle accounts payable. Upon exercise of the options, \$238,650 in contributed surplus was allocated to share capital. The market price per share on the date of exercise was \$0.43.

On 16 December 2016, the Company issued 3,810,625 common shares of the Company with a value of \$1,524,250 to complete the NSR buy-back (Note 11).

On 11 April 2017, the Company completed a non-brokered private placement for 1,506,250 shares at \$0.32 per share for gross proceeds of \$482,000. The Company incurred \$9,052 in share issuance costs. Of the total shares, 337,500 were purchased by management of Angkor.

On 26 June 2017, the Company issued 589,164 common shares to Mike Weeks at \$0.40 per share to settle \$235,665 in accounts payable. The amount settled represented 80% of \$294,582 in salary due to him as CEO between October 2012 and November 2016 (see Note 8).

#### During the three month period ended 31 October 2017:

On 29 September 2017, the Company closed a non-brokered private placement for 1,900,000 Units at \$0.30 per unit for gross proceeds of \$570,000. Each Unit consists of one common share, and one full non-transferable share purchase warrant. Each full warrant entitles the holder to acquire one common share at an exercise price of \$0.35 for a period of 24 months from the closing date of the private placement. The Company incurred \$8,055 in cash and 20,000 finder's warrants valued \$320 in share issuance costs. The value of \$29,400 ascribed to the warrants was determined on a residual value basis. Of the total, 273,340 units were purchased by management of the

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Company. Total quantity of units issued in lieu of cash payment was 81,000 with a cash value of \$24,300. The common shares acquired by the subscribers are subject to a hold period of four months plus one day and may not be traded until 29 January 2018.

#### c) Summary of stock option activity

The Company has adopted an incentive stock option plan (the "Plan"). The essential elements of the Plan provide that the aggregate number of common shares of the Company's capital stock issuable pursuant to options granted under the 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 Plan will have a maximum term of ten years. The exercise price of options granted under the Plan will be fixed by the Board of Directors at the time the option is granted, provided however that the exercise price complies with the requirements of the Exchange. According to the 2010 stock option plan, the vesting periods of options granted under the plan may vary at the discretion of the Board of Directors, subject to regulatory approval.

During the three month period ended 31 October 2017:

Stock option activity during period ended 31 October 2017 and year ended 31 July 2017 is as follows:

	31 October 2017	Weighted Average Exercise price	31 July 2017	Weighted Average Exercise price
<b>STOCK OPTION ACTIVITY</b>				
<b>Balance – beginning of period</b>	<b>7,047,000</b>	<b>0.39</b>	4,559,000	\$ 0.38
Granted	-	-	4,290,000	0.36
Expired	<b>(250,000)</b>	<b>0.49</b>	(692,000)	0.32
Exercised	-	-	(1,110,000)	0.25
<b>Balance – end of period</b>	<b>6,797,000</b>	<b>0.39</b>	7,047,000	\$ 0.39

Details of stock options outstanding as at 31 October 2017 and 31 July 2017 are as follows:

Date of Grant	Expiry Date	Exercise Price	31 October 2017 Outstanding	31 October 2017 Exercisable	31 July 2017 Outstanding
4 December 2012	4 December 2017	\$ 0.33	235,000	235,000	235,000
13 April 2015	13 April 2020	\$ 0.45	272,000	272,000	272,000
7 August 2015	7 August 2017	\$ 0.49	-	-	250,000
14 June 2016	14 June 2021	\$ 0.45	2,000,000	2,000,000	2,000,000
11 April 2017	11 April 2022	\$ 0.38	2,990,000	2,990,000	2,990,000
18 July 2017	18 July 2022	\$ 0.30	1,000,000	1,000,000	1,000,000
18 July 2017	18 July 2022	\$ 0.30	300,000	75,000	300,000
			<b>6,797,000</b>	<b>6,572,000</b>	7,047,000

The outstanding options have a weighted average remaining life of the options of 4.02 years (31 July 2017 – 4.13 years).

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### d) Warrants

WARRANTS	31 October 2017	Weighted Average Exercise price	31 July 2017	Weighted Average Exercise price
Balance – beginning of period	1,563,000	0.50	1,563,000	\$ 0.50
Issued	1,920,000	0.35	-	-
Balance – end of period	3,483,000	0.42	1,563,000	\$ 0.50

On 24 April 2017, the TSX Venture Exchange accepted the Company's request to extend the expiry date of 1,563,000 common share purchase warrants by twelve months that were issued as part of a non-brokered private placement completed by the Company in July 2016. The new expiry date is 29 July 2018.

On 29 September 2017, the Company closed a non-brokered private placement issuing 1,920,000 warrants that will entitle the holder to acquire one common share at an exercise price of \$0.35 for a period of 24 months from the closing date of the private placement.

### e) Share-based payments

During the period ended 31 October 2017, the Company granted no incentive stock options to its directors, officer, and consultants (31 July 2017 – 4,290,000) and recognized share based payments on vested options as follows:

	31 October 2017	31 July 2017
<b>Total Options Granted &amp; Vested</b>	<b>75,000</b>	3,990,000
Average exercise price	\$ 0.30	\$ 0.36
Estimated fair value of compensation	\$ 6,500	\$ 335,000
Estimated fair value per option	\$ 0.09	\$ 0.09

The fair value of the stock-based compensation of options to be recognized in the accounts has been estimated using the Black-Scholes Model with the following weighted-average assumptions:

	31 October 2017	31 July 2017
Risk free interest rate	1.48%	1.20%
Expected dividend yield	0.00%	0.00%
Stock price	\$ 0.28	\$ 0.31
Expected stock price volatility (calculated monthly)	36%	33%
Expected option life in years	5 years	5 years
Forfeiture rate	0%	0%

The Black-Scholes Option Pricing Model was created for use in estimating the fair value of freely tradable, fully transferable options. Volatility was determined using historical stock prices. The Company's employee stock options have characteristics significantly different from those of traded options, and because changes in the highly subjective input assumptions can materially affect the calculated values, management believes that the accepted Black-Scholes model does not necessarily provide a reliable measure of the fair value of the Company's stock option awards.

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### 12) Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Transactions and balances with related parties not disclosed elsewhere in the Financial Statements are as follows:

#### RELATED PARTY DISCLOSURE – KEY MANAGEMENT PERSONNEL

Name and Principal Position	Year <sup>(i)</sup>	Remuneration or fees <sup>(ii)</sup>	Share based payments	Amounts Payable
Mike Weeks, CEO	2018	\$ 28,500	\$ -	\$ 672,175
	2017	\$ 28,500	\$ -	\$ 652,657
Delayne Weeks, VP of Social Development	2018	\$ 22,782	\$ -	\$ 346,774
	2017	\$ 12,000	\$ -	\$ 295,626
Clearline CPA, a company of which Grant T. Smith, CFO is a director	2018	\$ 26,837	\$ 6,500	\$ 14,025
	2017	\$ -	\$ -	\$ -
JP Dau, VP of Operations	2018	\$ 22,686	\$ -	\$ 19,399
	2017	\$ 17,709	\$ -	\$ 17,053
Stephen Burega, VP of Corporate Development	2018	\$ 28,000	\$ -	\$ 24,500
	2017	\$ 21,000	\$ -	\$ -

<sup>(i)</sup> For the periods ended 31 October 2017 and 2016.

<sup>(ii)</sup> Amounts disclosed were paid or accrued to the related party.

The total key management personnel compensation during the three months ended 31 October 2017 was \$135,304 (31 October 2016 - \$79,209), represented by fees of \$128,804 (31 October 2016- \$79,209) and \$6,500 (2017 - \$nil) in share based payments.

On 26 June 2017, the Company issued 589,164 common shares to Mike Weeks at \$0.40 per share to settle \$235,665 in amounts payable (Note 8). As part of the private placement dated 11 April 2017, the Company issued 312,500 common shares to settle \$100,000 of debt. On 19 October 2016, the Company exercised 165,000 options at \$0.25 per option on behalf of Terry Mereniuk as settlement of \$41,250 in accounts payable. On 19 October 2016, the Company exercised 75,000 options at \$0.25 per option on behalf of JP Dau in lieu of a cash bonus of \$18,750 and exercised an additional 75,000 options on his behalf at \$0.25 per option as settlement of \$18,750 in accounts payable.

On 23 September 2017, the Company received a non-interest bearing loan in the amount of \$55,000 from Mike Weeks, CEO. The loan is repayable within 6 months.

The transactions with related parties were in the normal course of operations, which is the amount of consideration established and agreed to by the related parties. There are no set terms of repayment for the balances owed to the related parties.

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### 13) Commitments

The Company previously entered into an exploration services agreement with Beijing Explo-Tech Engineering Co. Ltd. ("BETEC") under the following terms:

Cash payments due were \$287,500 of which \$203,500 was made during fiscal 2016 and \$46,200 was paid during the year ended 31 July 2017. In addition to the cash payments, the Company was due to issue BETEC shares of the Company with an aggregate value of \$287,500.

During the year ended 31 July 2017, the Company renegotiated the terms of the agreement with BETEC such that all previous cash payments were deemed satisfied, and the shares issuable under the agreement were replaced with a cash payment due of \$180,000. The renegotiated cash payment is payable in twelve equal monthly installments of \$15,000 beginning on 1 December 2016.

At 31 October 2017, the Company has recorded \$165,000 (31 July 2017 - \$120,000) to BETEC in accounts payable and accrued liabilities.

### 14) Capital management

The Company's objectives are to safeguard its ability to continue as a going concern in order to support the Company's normal operating requirements, and continue the development and exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including capital deployment, results from operations, results from the exploration and development of its properties and general industry conditions.

At 31 October 2017, the Company's capital structure consists of the share capital of the Company. The Company is not subject to any externally imposed capital requirements. In order to maximize ongoing development efforts, the Company does not pay dividends. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the size of the Company, is reasonable.

During the period ended 31 October 2017, there were no significant changes in the processes used by the Company or in the Company's objectives and policies for managing its capital. The Company expects that based on the proceeds from the planned financing activities, sufficient capital resources are available to support further expansion and development of its mining assets.

### 15) Subsequent events

Subsequent to the period end, on 13 November 2017, the Company announced the termination of the Company's earn-in exploration agreement with Blue River on Angkor's wholly-owned Banlung License, which includes the Okalla East and Okalla West Prospects for failing to meet its financial obligations under the agreement.

### 16) Comparative amounts

Certain amounts presented within the condensed interim consolidated statement of loss and comprehensive loss for the period ended 31 October 2016 have been reclassified to conform to the presentation adopted in the current period. The net effect of these reclassifications on comprehensive loss for the period ended 31 October 2016 \$Nil.