

NORTH AMERICAN NICKEL INC.

Financial Statements

For the Year Ended December 31, 2015

(Expressed in Canadian Dollars)



DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of North American Nickel Inc.

We have audited the accompanying financial statements of North American Nickel Inc., which comprise the statements of financial position as at December 31, 2015 and 2014, and the statements of comprehensive loss, changes in shareholders' equity and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards and the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of North American Nickel Inc. as at December 31, 2015 and 2014, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the financial statements which describes certain conditions that indicate the existence of a material uncertainty that cast substantial doubt about North American Nickel Inc.'s ability to continue as a going concern.

A handwritten signature in black ink that reads "DMCL".

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, Canada
April 12, 2016

NORTH AMERICAN NICKEL INC.
Statements of Financial Position
(Expressed in Canadian Dollars)

	Notes	<u>December 31,</u> <u>2015</u>	<u>December 31,</u> <u>2014</u>
ASSETS			
Current assets			
Cash		\$ 524,923	\$ 326,117
Short-term investments	7	2,300,000	6,000,000
Receivables	8	65,367	56,427
Prepaid expenses and deposits		41,711	21,399
Total current assets		<u>2,932,001</u>	<u>6,403,943</u>
Non-current assets			
Equipment	9	93,328	28,341
Exploration and evaluation assets	10	29,703,848	20,617,754
Total non-current assets		<u>29,797,176</u>	<u>20,646,095</u>
Total assets		<u>\$ 32,729,177</u>	<u>\$ 27,050,038</u>
LIABILITIES			
Current liabilities			
Trade payables and accrued liabilities	11, 13	\$ 249,604	\$ 297,344
SHAREHOLDERS' EQUITY			
Share capital - preferred	12	590,931	590,931
Share capital - common	12	50,574,095	42,677,187
Share-based payments reserve	12	5,134,560	5,199,706
Deficit		<u>(23,820,013)</u>	<u>(21,715,130)</u>
Total shareholders' equity		<u>32,479,573</u>	<u>26,752,694</u>
Total liabilities and shareholders' equity		<u>\$ 32,729,177</u>	<u>\$ 27,050,038</u>
APPROVED BY THE DIRECTORS:			
<u>"Keith Morrison"</u>			,Director
Keith Morrison			
<u>"Edward D. Ford"</u>			,Director
Edward D. Ford			

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

NORTH AMERICAN NICKEL INC.
Statements of Comprehensive Loss
(Expressed in Canadian Dollars)

	Notes	Year Ended December 31, 2015	Year Ended December 31, 2014
Expenses			
Amortization	9	\$ 72,675	\$ 9,335
Consulting	13	250,056	103,192
Filing fees		32,733	68,214
Investor relations		203,702	325,332
General and administrative	13	168,721	92,195
Management and director fees	13	546,962	318,683
Professional fees	13	197,790	59,394
Property investigation and port costs		163,571	3,333
Salaries and benefits	13	232,626	165,227
Share-based payments	12, 13	258,567	2,283,775
Travel and accommodation		156,692	78,554
		<u> </u>	<u> </u>
Loss before other items		(2,284,095)	(3,507,234)
Other items:			
Interest income		36,916	81,099
Foreign exchange loss		(141,791)	(314,872)
		<u> </u>	<u> </u>
Net loss and comprehensive loss for the year		<u>\$ (2,388,970)</u>	<u>\$ (3,741,007)</u>
Loss per common share - basic and diluted		<u>\$ (0.01)</u>	<u>\$ (0.02)</u>
Weighted average number of common shares outstanding			
- basic and diluted		<u>188,384,506</u>	<u>157,986,561</u>

The accompanying notes are an integral part of these financial statements

NORTH AMERICAN NICKEL INC.

**Statement of Changes In Shareholders' Equity
(Expressed in Canadian Dollars)**

For the years ended December 31, 2015 and 2014

	Notes	Number of shares	Share capital	Preferred Stock	Share-based payments reserve	Deficit	Total
Balance at December 31, 2013		140,576,584	\$ 33,026,511	\$ 604,724	\$ 3,022,767	\$ (17,974,123)	\$ 18,679,879
Net and comprehensive loss		-	-	-	-	(3,741,007)	(3,741,007)
Preferred shares converted	12	15,326	13,793	(13,793)	-	-	-
Share capital issued - private placement	12	28,424,152	9,379,970	-	-	-	9,379,970
Shares issued for finders fee	12	50,000	16,500	-	-	-	16,500
Share-based payments	12	-	-	-	2,283,775	-	2,283,775
Stock options exercised	12	604,500	215,511	-	(106,836)	-	108,675
Warrants exercised	12	294,117	61,765	-	-	-	61,765
Share issue costs	12	-	(36,863)	-	-	-	(36,863)
Balance at December 31, 2014		169,964,679	42,677,187	590,931	5,199,706	(21,715,130)	26,752,694
Net and comprehensive loss		-	-	-	-	(2,388,970)	(2,388,970)
Share capital issued - private placement	12	29,054,079	6,391,897	-	-	-	6,391,897
Forfeited/expired stock options	14	-	-	-	(284,087)	284,087	-
Share-based payments	12	-	-	-	258,567	-	258,567
Stock options exercised	12	1,149,000	172,350	-	(57,450)	-	114,900
Warrants exercised	12	7,461,748	1,566,967	-	-	-	1,566,967
Share issue costs	12, 13	-	(234,306)	-	17,824	-	(216,482)
Balance at December 31, 2015		207,629,506	\$ 50,574,095	\$ 590,931	\$ 5,134,560	\$ (23,820,013)	\$ 32,479,573

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

NORTH AMERICAN NICKEL INC.**Statements of Cash Flows****(Expressed in Canadian Dollars)**

	Year Ended December 31, 2015	Year Ended December 31, 2014
OPERATING ACTIVITIES		
Loss for the year	\$ (2,388,970)	\$ (3,741,007)
Items not affecting cash		
Amortization	72,675	9,335
Share-based payments	258,567	2,283,775
Interest Income	(36,916)	(81,099)
Changes in non-cash working capital items:		
Receivables	(37,348)	(6,433)
Prepaid expenses	(20,312)	(10,701)
Trade payables and accrued liabilities	(110,503)	241,271
Other:		
Interest received	65,324	78,115
Cash used in operating activities	(2,197,483)	(1,226,744)
INVESTING ACTIVITIES		
Expenditures on exploration and evaluation assets	(9,023,331)	(8,256,105)
Short-term investments	3,700,000	-
Purchase of equipment	(137,662)	-
Cash used in investing activities	(5,460,993)	(8,256,105)
FINANCING ACTIVITIES		
Proceeds on issuance of common shares	6,391,897	9,379,970
Costs of issue of shares	(216,482)	(20,363)
Proceeds from exercise of warrants	1,566,967	61,765
Proceeds from exercise of options	114,900	108,675
Cash provided by financing activities	7,857,282	9,530,047
Increase in cash during the year	198,806	47,198
Cash at beginning of year	326,117	278,919
Cash at end of year	\$ 524,923	\$ 326,117

Supplemental cash flow information - (Note 14)

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

1. NATURE AND CONTINUANCE OF OPERATIONS

North American Nickel Inc. (the "Company") was incorporated on September 23, 1983, under the laws of the Province of British Columbia, Canada. The head office, principal address and records office of the Company are located at Suite 500 – 200 West Esplanade, North Vancouver, British Columbia, Canada, V7M 1A4. The Company's common shares trade on the TSX Venture Exchange ("TSX-V") under the symbol "NAN".

The Company's principal business activity is the exploration and development of mineral properties in Canada and Greenland. The Company has not yet determined whether any of these properties contain ore reserves that are economically recoverable. The recoverability of carrying amounts shown for exploration and evaluation assets is dependent upon a number of factors including environmental risk, legal and political risk, the existence of economically recoverable mineral reserves, confirmation of the Company's interests in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete exploration and development, and to attain sufficient net cash flow from future profitable production or disposition proceeds.

These financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. The ability of the Company to continue operations as a going concern is ultimately dependent upon achieving profitable operations. To date, the Company has not generated profitable operations from its resource activities and will need to invest additional funds in carrying out its planned exploration, development and operational activities. These uncertainties cast substantial doubt about the Company's ability to continue as a going concern. These 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 as a going concern.

The exploration and evaluation properties in which the Company currently has an interest are in the exploration stage. As such, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and cover administrative costs, the Company will use its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire interests in additional properties if there is sufficient geologic or economic potential and if adequate financial resources are available to do so.

2. SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF PREPARATION

The financial statements were approved by the board of directors on April 12, 2016.

Statement of compliance with International Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") applicable to the preparation of these financial statements.

Basis of preparation

These financial statements have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars, unless otherwise noted, which is the Company's functional currency.

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

Foreign currency translation

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the statement of comprehensive loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive loss to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

Exploration and evaluation assets

Exploration and evaluation assets include the costs of acquiring licenses, costs associated with exploration and evaluation activity, and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination. Exploration and evaluation expenditures are initially capitalized. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss.

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

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts, events and circumstances suggest that the carrying amount exceeds the recoverable amount.

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 equipment.

Recoverability of the carrying amount of any exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

The Company may occasionally enter into farm-out arrangements, whereby it will transfer part of an interest, as consideration, for an agreement by the farmee to meet certain exploration and evaluation expenditures which would have otherwise been undertaken by the Company. The Company does not record any expenditures made by the farmee on its behalf. Any cash consideration received from the agreement is credited against the costs previously capitalized to the mineral interest given up by the Company, with any excess consideration accounted for in profit.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss/income.

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

Restoration and environmental obligations

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future restoration cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to exploration and evaluation assets along with a corresponding increase in the restoration provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The restoration asset will be depreciated on the same basis as other mining assets.

The Company's estimates of restoration costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to exploration and evaluation assets with a corresponding entry to the restoration provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates.

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit and loss for the period.

The costs of restoration projects included in the provision are recorded against the provision as incurred. The costs to prevent and control environmental impacts at specific properties are capitalized in accordance with the Company's accounting policy for exploration and evaluation assets.

Impairment of assets

Impairment tests on intangible assets with indefinite useful economic lives are undertaken annually at the financial year-end. Other non-financial assets, including exploration and evaluation assets, are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount, which is the higher of value in use and fair value less costs to sell, the asset is written down accordingly.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the asset's cash-generating unit, which is the lowest group of assets in which the asset belongs and for which there are separately identifiable cash inflows that are largely independent of the cash inflows from other assets.

An impairment loss is charged to the profit or loss, except to the extent the loss reverses gains previously recognized in other comprehensive loss/income.

Financial instruments

The Company classifies its financial instruments in the following categories: at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale and financial liabilities. The classification depends on the purpose for which the financial instruments were acquired. Management determines the classification of its financial instruments at initial recognition.

Financial assets are classified at fair value through profit or loss when they are either held for trading for the purpose of short-term profit taking, derivatives not held for hedging purposes, or when they are designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Such assets are subsequently measured at fair value with changes in carrying value being included in profit or loss.

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

Financial instruments (cont'd)

The Company has classified cash, short-term investments and receivables as loans and receivables. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortized cost. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets.

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the Company's intention to hold these investments to maturity. They are subsequently measured at amortized cost. Held-to-maturity investments are included in non-current assets, except for those which are expected to mature within 12 months after the end of the reporting period.

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not suitable to be classified as financial assets at fair value through profit or loss, loans and receivables or held-to-maturity investments and are subsequently measured at fair value. These are included in current assets. Unrealized gains and losses are recognized in other comprehensive income, except for impairment losses and foreign exchange gains and losses.

The Company has classified its trade payable as other financial liabilities. Subsequent to initial recognition, trade payable are measured at amortized cost using the effective interest rate method.

Regular purchases and sales of financial assets are recognized on the trade-date – the date on which the Company commits to purchase the asset.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

At each reporting date, the Company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a significant and prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen.

Loss per share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per common share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period.

Basic loss per common share is calculated using the weighted average number of common shares outstanding during the period and does not include outstanding options and warrants. Dilutive loss per common share is not presented differently from basic loss per share as the conversion of outstanding stock options and warrants into common shares would be anti-dilutive.

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

Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net income except to the extent that it arises in a business combination, or from items recognized directly in equity or other comprehensive loss/income.

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax is provided using the asset and liability method of 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.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets and deferred income tax liabilities are offset, only 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.

Share-based payments

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is recognized over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether these non-vesting and market vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition or where a non-vesting condition is not satisfied.

Where the terms and conditions of options are modified, the increase in the fair value of the options, measured immediately before and after the modification, is also recognized over the remaining vesting period.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received. Amounts related to the issuance of shares are recorded as a reduction of share capital.

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

Share-based payments (cont'd)

When the value of goods and services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of a valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

All equity-settled share-based payments are reflected in share-based payments reserve, until exercised. Upon exercise shares are issued from treasury and the amount reflected in share-based payments reserve is credited to share capital along with any consideration paid.

Share capital

The Company's common shares, preferred shares, share warrants and flow-through shares are classified as equity instruments.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds.

Proceeds received on the issuance of units, consisting of common shares and warrants are allocated to share capital.

Equipment

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

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of a significant replaced part is derecognized. All other repairs and maintenance are charged to the statement of income and comprehensive income during the financial period in which they are incurred. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized in profit or loss.

Depreciation and amortization are calculated on a straight-line method to charge the cost, less residual value, of the assets to their residual values over their estimated useful lives. The depreciation and amortization rate applicable to each category of equipment is as follows:

Equipment	Depreciation rate
Exploration equipment	20%
Computer software	50%
Computer equipment	55%

3. ACCOUNTING STANDARDS, AMENDMENTS AND INTERPRETATIONS NOT YET EFFECTIVE

The Company has not early adopted the following new standard and is currently assessing the impact that it will have on its future financial statements.

New standard IFRS 9 “Financial Instruments”

This new standard is a partial replacement of IAS 39 “Financial Instruments: Recognition and Measurement”. IFRS 9 introduces new requirements for the classification and measurement of financial assets, additional changes relating to financial liabilities, a new general hedge accounting standard which will align hedge accounting more closely with risk management. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company’s financial statements.

4. USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. The preparation of the financial statements also requires management to exercise judgment in the process of applying the accounting policies.

On an on-going basis, management evaluates its judgements and estimates in relation to assets, liabilities and expenses. Management uses historical experience and various other factors it believes to be reasonable under the circumstances, as the basis for its judgments and estimates. Revisions to accounting estimates are recognised prospectively from the period in which the estimates are revised. Actual outcomes may differ from those estimates.

Critical Accounting Estimate

The following is the key estimate and assumption uncertainty that has a significant risk of resulting in a material adjustment within the next financial year.

Share-based payment transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining an appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 12.

4. USE OF ESTIMATES AND JUDGEMENTS (cont'd)

Critical Judgments Used in Applying Accounting Policies

Restoration provisions

Management's best estimates regarding the restoration provisions are based on the current economic environment. Changes in estimates of contamination, restoration standards and restoration activities result in changes to provisions from period to period. Actual restoration provisions will ultimately depend on future market prices for future restoration obligations. Management has determined that the Company does not have any significant restoration obligations as at December 31, 2015.

Going concern

Financial statements are prepared on a going concern basis unless management either intends to liquidate the Company or to cease trading, or has no realistic alternative to do so. Assessment of the Company's ability to continue as a going concern requires the consideration of all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. This information includes estimates of future cash flows and other factors, the outcome of which is uncertain. When management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern those uncertainties are disclosed.

Exploration and evaluation expenditures

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances.

Management is required to assess impairment in respect of exploration and evaluation assets. The triggering events for exploration and evaluation asset impairment are defined in *IFRS 6 Exploration and Evaluation of Mineral Resources* and are as follows:

- the period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of mineral resources in the specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

Assumptions made may change if new information becomes available. If, after the expenditure is capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the amount capitalized is written off in the statement of comprehensive loss in the period the new information becomes available.

Income taxes

The Company recognizes deferred tax assets relating to tax losses carried forward to the extent that it is probable that future taxable profits will be available against which they can be utilized.

5. CAPITAL MANAGEMENT

The Company manages its capital structure, which consists of share and working capital, and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

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

There were no changes in the Company's approach to capital management during the year ended December 31, 2015. The Company is not exposed to externally imposed capital requirements.

6. FINANCIAL INSTRUMENT AND RISK MANAGEMENT

All financial instruments are measured in the statement of financial position at amortized cost. The carrying amount of the Company's financial instruments approximate their fair value due to the short term maturity of these instruments.

Risk management is carried out by the Company's management team with guidance from the Board of Directors. The Company's risk exposures and their impact on the Company's financial instruments are summarized below:

a) Credit Risk

Credit risk is the risk of a loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to cash, short-term investments and receivables. Cash and short-term investments are held with one reputable Canadian chartered bank and are closely monitored by management. Financial instruments included in receivables consist of interest earned on investments. Management believes that the credit risk concentration with respect to financial instruments included in cash, short-term investments and receivables is minimal.

b) 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's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2015, the Company held cash of \$524,923 (2014 - \$326,117), and short-term investments of \$2,300,000 (2014 - \$6,000,000) and had current liabilities of \$249,604 (2014 - \$297,344). All of the Company's liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

c) Market Risk

i) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company had cash balances and short-term investments, and no interest bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit worthiness of its banks. Interest rate risk is minimal.

6. FINANCIAL INSTRUMENT AND RISK MANAGEMENT (cont'd)

c) Market Risk (cont'd)

ii) Foreign Currency Risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company operates in Canada and Greenland and a portion of exploration and evaluation assets are incurred in US dollars, Euros and Danish Kroner. Consequently, the Company is exposed to foreign currency risk.

The Company's Canadian dollar equivalent of financial assets and liabilities that are denominated in Danish Kroner and Euros at December 31, 2015 consist of accounts payable of \$3,029 (2014 - \$Nil).

iii) Price Risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. To mitigate price risk, the Company closely monitors commodity prices of precious metals and the stock market to determine the appropriate course of action to be taken by the Company.

7. SHORT-TERM INVESTMENTS

Short-term investments are comprised of a highly liquid Canadian dollar denominated guaranteed investment certificate with an initial term to maturity greater than ninety days, but not more than one year, that is readily convertible to a contracted amount of cash. The counter-party is a Canadian financial institution. At December 31, 2015, the instrument was yielding an annual interest rate of 0.90% - 1.05% (2014 - 1.20%). The fair market value of the Company's short-term investment approximates its carrying value at the balance sheet dates.

8. RECEIVABLES

	December 31,	December 31,
	2015	2014
Sales taxes receivable	\$ 53,732	\$ 16,383
Interest receivable	11,635	40,044
	<u>\$ 65,367</u>	<u>\$ 56,427</u>

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9. EQUIPMENT

	Exploration Equipment	Computer Equipment	Computer Software	Total
Cost:				
At December 31, 2014	\$ 46,674	\$ -	\$ 5,360	\$ 52,034
Additions	-	7,141	130,521	137,662
At December 31, 2015	\$ 46,674	\$ 7,141	\$ 135,881	\$ 189,696
Amortization:				
At December 31, 2014	\$ 18,333	\$ -	\$ 5,360	\$ 23,693
Charge for the year	9,335	3,592	59,748	72,675
At December 31, 2015	\$ 27,668	\$ 3,592	\$ 65,108	\$ 96,368
Net book value:				
At December 31, 2015	\$ 19,006	\$ 3,549	\$ 70,773	\$ 93,328

	Exploration Equipment	Computer Software	Total
Cost:			
At December 31, 2013	\$ 46,674	\$ 5,360	\$ 52,034
Additions	-	-	-
At December 31, 2014	\$ 46,674	\$ 5,360	\$ 52,034
Amortization:			
At December 31, 2013	\$ 8,998	\$ 5,360	\$ 14,358
Charge for the year	9,335	-	9,335
At December 31, 2014	\$ 18,333	\$ 5,360	\$ 23,693
Net book value:			
At December 31, 2014	\$ 28,341	\$ -	\$ 28,341

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10. EXPLORATION AND EVALUATION ASSETS

	Canada		Greenland	Total
	Post Creek Property	Halcyon Property	Maniitsoq Property	
Acquisition				
Balance, December 31, 2014	\$ 238,000	\$ 179,000	\$ 11,497	\$ 428,497
Acquisition costs - cash	20,000	19,000	-	39,000
Balance, December 31, 2015	\$ 258,000	\$ 198,000	\$ 11,497	\$ 467,497
Exploration				
Balance, December 31, 2014	\$ 976,009	\$ 118,233	\$ 19,095,015	\$20,189,257
Administration	-	-	231,500	231,500
Assay and sampling	-	-	187,774	187,774
Camp costs	-	-	1,945,505	1,945,505
Charter aircraft	-	-	2,712,656	2,712,656
Claim and assessment fees	458	686	1,135	2,279
Consulting services	26,976	8,200	1,328,844	1,364,020
Drilling	-	-	542,346	542,346
Equipment and supplies	335	20,531	201,430	222,296
Equipment rental	-	-	12,747	12,747
Environment, health and safety	-	-	4,300	4,300
Geophysics	-	-	1,229,367	1,229,367
Licenses and fees	-	-	9,180	9,180
Shipping and printing costs	-	-	110,061	110,061
Survey costs	-	-	33,659	33,659
Storage	-	-	8,422	8,422
Technical studies	-	-	79,020	79,020
Telephone	-	-	681	681
Travel and accommodation	1,726	-	349,555	351,281
	29,495	29,417	8,988,182	9,047,094
Balance, December 31, 2015	\$ 1,005,504	\$ 147,650	\$ 28,083,197	\$29,236,351
Total, December 31, 2015	\$ 1,263,504	\$ 345,650	\$ 28,094,694	\$29,703,848

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10. EXPLORATION AND EVALUATION ASSETS (cont'd)

	Canada		Greenland	
	Post Creek Property	Halcyon Property	Maniitsoq Property	Total
Acquisition				
Balance, December 31, 2013	\$ 223,000	\$ 164,000	\$ 11,497	\$ 398,497
Acquisition costs - cash	15,000	15,000	-	30,000
Balance, December 31, 2014	238,000	179,000	11,497	428,497
Exploration				
Balance, December 31, 2013	\$ 975,049	\$ 95,906	\$ 10,872,164	\$ 11,943,119
Administration	-	-	131,650	131,650
Assay and sampling	-	-	174,395	174,395
Automobile costs	-	-	150	150
Consulting services	960	-	835,982	836,942
Drilling expenses	-	-	1,522,613	1,522,613
Equipment and supplies	-	22,327	400,006	422,333
Equipment rental	-	-	33,448	33,448
Camp costs	-	-	2,129,670	2,129,670
Charter aircraft	-	-	2,006,158	2,006,158
Shipping and printing costs	-	-	18,633	18,633
Survey costs	-	-	832,728	832,728
Telephone	-	-	2,315	2,315
Travel and accommodation	-	-	135,102	135,102
	960	22,327	8,222,851	8,246,138
Balance, December 31, 2014	\$ 976,009	\$ 118,233	\$ 19,095,015	\$ 20,189,257
Total, December 31, 2014	\$ 1,214,009	\$ 297,233	\$ 19,106,512	\$ 20,617,754

10. EXPLORATION AND EVALUATION ASSETS (cont'd)

The following is a description of the Company's exploration and evaluation assets and the related spending commitments:

Post Creek

On December 23, 2009, the Company executed a letter of intent whereby the Company has an option to acquire a mineral claim known as the Post Creek Property located within the Sudbury Mining District of Ontario, and paid a non-refundable deposit of \$7,500.

On April 5, 2010 and as amended on March 12, 2013, the Company entered into an option agreement to acquire a 100% interest in the Post Creek Property, subject to certain net smelter return royalties ("NSR") and advance royalty payments. To December 31, 2015, the Company has completed the required consideration and acquired its interest in the Post Creek Property. Commencing August 1, 2015, the Company is obligated to pay advances on the NSR of \$10,000 per annum, totaling \$5,000 (paid) for the year ended December 31, 2015, which will be deducted from any payments to be made under the NSR.

During the year ended December 31, 2015, the Company paid acquisition costs totalling \$15,000 (2014 - \$15,000) and incurred exploration expenditures totalling \$29,495 (2014 - \$960) on the Post Creek Property.

Halcyon

On April 5, 2010 and as amended on March 12, 2013, the Company entered into an option agreement to acquire rights to Halcyon Property, subject to certain NSR and advance royalty payments. To December 31, 2015, the Company has completed the required consideration and acquired its interest in the Halcyon Property. Commencing August 1, 2015, the Company is obligated to pay advances on the NSR of \$8,000 per annum, totaling \$4,000 (paid) for the year ended December 31, 2015, which will be deducted from any payments to be made under the NSR.

During the year ended December 31, 2015, the Company paid acquisition costs totaling \$15,000 (2014 - \$15,000) and incurred \$29,417 (2014 - \$22,327) in exploration expenditures on the Halcyon Property.

Maniitsoq

Effective August 15, 2011, the Company was granted an exploration license (the "Sulussugut License") by the Bureau of Minerals and Petroleum ("BMP") of Greenland for exclusive exploration rights of an area located near Sulussugut, Greenland. The Company paid a license fee of \$5,742 (Danish Kroner ("DKK") 31,400) upon granting of the Sulussugut License. The Sulussugut License is valid for 5 years until December 31, 2015, with December 31, 2011 being the first year providing the Company meets the terms of the license, which includes that specified eligible exploration expenditures must be made. The application for another 5 year term on the Sulussugut License was submitted to the Greenland Mineral Licence & Safety Authority which was effective on April 11, 2016.

On the current 5 year license, the Company completed the exploration requirements of an estimated minimum of DKK 83,809,340 (approximately CDN \$15,808,386) between the years ended December 31, 2011 to 2015 by incurring \$26,110,746 on the Sulussugut License.

10. EXPLORATION AND EVALUATION ASSETS (cont'd)

Maniitsoq (cont'd)

To December 31, 2015, the Company's expenditures exceeded the minimum requirement and the Company has a surplus of DKK 62,822,024 (approximately CDN \$11,981,920), and the Company was granted a credit for the excess, which may be used towards future expense requirements on the Sulussugut License in year 2016.

Under the terms of the Sulussugut License, the Company is obligated to reduce the area of the license by at least 30%, which was accomplished by the Company reducing the area by 1,505 square kilometres by December 31, 2013. This amended the minimum required eligible exploration expenditure in 2013 to be DKK 26,197,760 (approximately CDN \$4,807,000).

In 2014, the Company reduced the Sulussugut License from 3,366 square kilometres to 2,689 square kilometres with an exploration commitment of DKK 21,368,070 (approximately CDN \$4,205,000). The Company completed approved expenditures for 2014 of DKK 55,509,353 (approximately CDN \$7,715,000). With a credit from 2013 of DKK 28,680,741 (approximately CDN \$5,406,000) and commitment of DKK 21,368,070 leaves the Company with excess credits of DKK 62,822,024 (approximately CDN \$11,981,920).

The required minimum exploration expenditures on the Sulussugut License for year 5, ending December 31, 2015, is based on an annual approximation of DKK 21,668,160 (approximately CDN \$4,121,284). The Company did not reduce the Sulussugut License area in 2015 and therefore the exploration commitment will be held to DKK 21,668,160 (approximately CDN \$4,121,284).

Effective March 4, 2012, the Company was granted an additional exploration license (the "Ininngui License") by the BMP of Greenland for exclusive exploration rights of an area located near Ininngui, Greenland. The Company paid a license fee of \$5,755 (DKK 32,200) upon granting of the Ininngui License. The Ininngui License is valid for 5 years until December 31, 2016, with December 31, 2012 being the first year. The Ininngui License is contiguous with the Sulussugut License.

To December 31, 2015, the Company's expenditures exceeded the minimum requirement and the Company has a surplus of DKK 7,993,737 (approximately CDN \$1,507,000), and the Company was granted a credit for the excess, which may be used towards future expense requirements on the Ininngui License in years 2015 DKK 1,945,569 and 2016 DKK 2,523,309 and, should the Company be granted an extension on the exploration license, 2017 DKK 5,470,428.

On September 18, 2013, the Ininngui license was enlarged to 265 square kilometers at the Company's request. The required minimum eligible exploration expenses for year 2 on the Ininngui License was DKK 565,950 (approximately CDN \$104,000). The license area was unchanged during 2014 and the exploration commitment was DKK 2,388,150 (approximately CDN \$470,000).

In 2014, the Company had approved expenditures of DKK 5,470,428 which is made up of exploration expenditures of DKK 3,646,952 (approximately CDN \$507,000) and a general supplement of DKK 1,823,476. The exploration obligation for 2014 was DKK 2,388,150 (approximately CDN \$470,000). The Company carried credits from 2012 of DKK 1,945,569 and 2013 of DKK 2,965,890 with a credit balance of DKK 7,993,737 (approximately CDN \$1,507,000) at the end of 2014.

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10. EXPLORATION AND EVALUATION ASSETS (cont'd)

Maniitsoq (cont'd)

The required minimum exploration expenditures on the Ininngui License for years 4-5, ending December 31, 2016, have not yet been determined, but are based on an annual approximation of DKK 2,421,600 (approximately CDN \$460,000).

For both licenses, future required minimum exploration expenditures will be adjusted each year on the basis of the change to the Danish Consumer Price Index.

Should the Company not incur the minimum exploration expenditures on either license in any one year from years 2-5, the Company may pay 50% of the difference in cash to BMP as full compensation for that year. This procedure may not be used for more than 2 consecutive calendar years. To December 31, 2015, the Company has not used the procedure for either license.

After year 5, the Company may apply for an additional 5 years for either license. Thereafter, the Company may apply for a license for up to 6 additional years, in 2 year license increments. The Company will be required to pay additional license fees and will be obligated to incur minimum exploration costs for such years, which are yet to be determined.

The Company may terminate the licenses at any time; however, any unfulfilled obligations according to the licenses will remain in force, regardless of the termination.

As of December 31, 2015, the Company has spent \$26,115,831 on exploration costs for the Sulussugut License (2014 - \$17,575,845) and the Company has spent \$1,967,366 on exploration costs for the Ininngui License (2014 - \$1,519,170).

The property is subject to a 2.5% NSR. The Company can reduce the NSR to 1% by paying \$2,000,000 on or before 60 days from the decision to commence commercial production.

11. TRADE PAYABLES AND ACCRUED LIABILITIES

	December 31,	December 31,
	2015	2014
Trade payables	\$ 164,057	\$ 60,218
Amounts due to related parties (Note 13)	24,026	216,877
Accrued liabilities (Note 13)	61,521	20,249
	<u>\$ 249,604</u>	<u>\$ 297,344</u>

12. SHARE CAPITAL

- a) The authorized capital of the Company comprises an unlimited number of common shares without par value and 100,000,000 Series 1 convertible preferred shares without par value.

12. SHARE CAPITAL (cont'd)

b) Common shares issued and outstanding

Year ended December 31, 2015:

The Company issued 1,149,000 common shares for stock options exercised at \$0.10 per share for proceeds of \$114,900. The Company reallocated \$57,450 from share-based payments reserve to share capital upon exercise.

The Company issued 7,461,748 common shares for warrant exercises at \$0.21 per share for proceeds of \$1,566,967.

On July 20, 2015, the Company closed a private placement of 29,054,079 units at a price of \$0.22 per unit for proceeds of \$6,391,897. Each unit consists of one common share of the Company and one half of one common share purchase warrant. Each whole warrant entitles the purchaser to purchase an additional common share at a price of \$0.30 per share until July 20, 2017. Share issuance costs of \$216,482 were incurred in connection with the private placement. The Company also issued 251,370 broker's warrants, exercisable at \$0.30 per warrant until July 20, 2017. The Company allocated a fair value of \$17,824 to the broker's warrants under the Black-Scholes Option Pricing Model with the following assumptions: expected life of 2 years, expected dividend yield of 0%, a risk-free interest rate of 0.42% and an expected volatility of 89.61%.

Year ended December 31, 2014:

The Company issued 300,000 common shares for stock options exercised at \$0.15 per share for proceeds of \$45,000. The Company reallocated \$49,402 from share-based payments reserve to share capital upon exercise.

The Company issued 200,000 common shares for stock options exercised at \$0.24 per share for proceeds of \$48,000. The Company reallocated \$39,887 from share-based payments reserve to share capital upon exercise.

On April 17, 2014, the Company issued 294,117 common shares for warrants exercised at \$0.21 per share for proceeds of \$61,765.

On May 29, 2014, the Company closed a private placement of 28,424,152 shares at a price of \$0.33 per share for proceeds of \$9,379,970. In lieu of cash, 50,000 shares were issued as finder's fees with a fair value of \$16,500. Share issuance costs of \$20,363 were incurred in relation to this private placement.

The Company issued 15,326 common shares upon the conversion of 13,794 preferred shares. The par value of \$13,794 was transferred to share capital.

The Company issued 104,500 common shares for stock options exercised at \$0.15 per share for proceeds of \$15,675. The Company upon the stock option exercise reversed \$17,547 in stock-based compensation amounts.

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12. SHARE CAPITAL (cont'd)

c) Preferred shares issued and outstanding

At December 31, 2015, there are 590,931 (2014 – 590,931) series 1 preferred shares outstanding. In July 2014, 13,794 preferred shares were converted into 15,326 common shares and the par value of \$13,794 was transferred to share capital.

The rights and restrictions of the preferred shares are as follows:

- i) dividends shall be paid at the discretion of the directors;
- ii) the holders of the preferred shares are not entitled to vote except at meetings of the holders of the preferred shares, where they are entitled to one vote for each preferred share held;
- iii) the shares are convertible at any time after 6 months from the date of issuance, upon the holder serving the Company with 10 days written notice; and
- iv) the number of the common shares to be received on conversion of the preferred shares is to be determined by dividing the conversion value of the share, \$1 per share, by \$0.90.

d) Warrants

A continuity schedule of outstanding common share purchase warrants at December 31, 2015 is as follows:

	December 31, 2015		December 31, 2014	
	Number outstanding	Weighted average exercise price	Number outstanding	Weighted average exercise price
Outstanding, beginning of year	25,137,030	\$ 0.47	25,431,147	\$ 0.46
Issued	14,778,344	0.30	-	-
Cancelled/ Expired	(4,715,282)	0.21	-	-
Exercised	(7,461,748)	0.21	(294,117)	0.21
Outstanding, end of year	<u>27,738,344</u>	<u>\$ 0.49</u>	<u>25,137,030</u>	<u>\$ 0.47</u>

At December 31, 2015, the Company had outstanding common share purchase warrants exercisable to acquire common shares of the Company as follows:

Warrants outstanding	Expiry date	Exercise price	Weighted average remaining contractual life (in years)
3,460,000	August 30, 2016	\$ 1.00	0.67
4,750,000	August 30, 2016	\$ 0.50	0.67
4,750,000	August 30, 2016	\$ 0.70	0.67
14,778,344	July 20, 2017	\$ 0.30	1.55
<u>27,738,344</u>			<u>1.14</u>

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12. SHARE CAPITAL (cont'd)

e) Stock options

The Company adopted a Stock Option Plan (the "Plan"), providing the authority to grant options to directors, officers, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. Under the Plan, the exercise price of each option equals the market price or a discounted price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of 10 years.

The changes in stock options during the year ended December 31, 2015 are as follows:

	December 31, 2015		December 31, 2014	
	Number	Weighted	Number	Weighted
	outstanding	average	outstanding	average
		exercise price		exercise price
Outstanding, beginning of year	12,548,000	\$ 0.31	8,087,500	\$ 0.17
Granted	1,350,000	0.25	5,120,000	0.50
Cancelled/ Expired	(2,876,500)	0.11	(55,000)	0.62
Exercised	(1,149,000)	0.10	(604,500)	0.18
Outstanding, end of year	<u>9,872,500</u>	<u>\$ 0.37</u>	<u>12,548,000</u>	<u>\$ 0.31</u>

During the year ended December 31, 2015, the Company granted 1,350,000 incentive stock options to employees, directors and consultants with a maximum term of 5 years. Of the total, 200,000 options granted to a consultant vest 25% every 3 months and all other options vested immediately. The Company calculates the fair value of all stock options using the Black-Scholes Option Pricing Model. The granting of these options resulted in a stock-based compensation expense of \$231,603. The Company recorded a further \$26,964 in stock-based compensation for previously issued stock options that vested during the year.

During the year ended December 31, 2014, the Company granted 5,120,000 incentive stock options to employees and consultants with a maximum term of 5 years. Of the total, 200,000 options granted to a consultant vest 25% every 3 months and 50,000 had vested by December 31, 2014. An additional 200,000 options granted to employees vest according to specific performance conditions and 45,000 had vested by December 31, 2014. All other options vested immediately. The Company calculates the fair value of all stock options using the Black-Scholes Option Pricing Model. The granting of these options resulted in stock-based compensation expense of \$2,283,775.

The fair value of stock options granted during the years ended December 31, 2015 and 2014 was calculated using the Black-Scholes Option Pricing Model with the following weighted-average assumptions:

	December 31, 2015	December 31, 2014
Expected dividend yield	0%	0%
Expected share price volatility	110.60% - 115.88%	168.57% - 170.23%
Risk-free interest rate	0.64% - 0.79%	1.54% - 1.67%
Expected life of options	5 years	5 years

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12. SHARE CAPITAL (cont'd)

e) Stock options (cont'd)

Details of options outstanding and exercisable as at December 31, 2015 are as follows:

Options outstanding	Options outstanding and exercisable	Expiry date	Exercise price	Weighted average remaining contractual life
150,000	150,000	May 24, 2016	\$ 0.20	0.40
150,000	150,000	June 29, 2016	\$ 0.20	0.50
925,000	925,000	September 6, 2016	\$ 0.25	0.68
1,615,000	1,615,000	August 13, 2017	\$ 0.24	1.62
150,000	150,000	January 15, 2018	\$ 0.15	2.04
200,000	200,000	April 22, 2018	\$ 0.15	2.31
150,000	150,000	July 29, 2018	\$ 0.20	2.58
200,000	200,000	September 30, 2018	\$ 0.37	2.75
3,270,000	3,270,000	July 9, 2019	\$ 0.62	3.52
62,500	62,500	July 9, 2019	\$ 0.62	3.52
200,000	200,000	August 27, 2019	\$ 0.32	3.66
100,000	100,000	September 26, 2019	\$ 0.26	3.74
350,000	350,000	November 5, 2019	\$ 0.21	3.85
1,000,000	1,000,000	December 19, 2019	\$ 0.22	3.97
900,000	900,000	February 3, 2020	\$ 0.275	4.10
450,000	250,000	October 5, 2020	\$ 0.20	4.77
<u>9,872,500</u>	<u>9,672,500</u>			<u>2.95</u>

f) Share-based payments reserve

The share-based payments reserve records items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital. Amounts recorded for forfeited or expired unexercised options and warrants are transferred to deficit.

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13. RELATED PARTY TRANSACTIONS

Related party balances - The following amounts due to related parties are included in accrued liabilities (Note 11):

	December 31,	December 31,
	2015	2014
Directors and officers of the Company	\$ 8,100	\$ 149,000
Companies controlled by directors of the Company	15,926	67,877
	<u>\$ 24,026</u>	<u>\$ 216,877</u>

These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

Related party transactions –

During the year ended December 31, 2015, the Company recorded \$35,794 (2014 - \$17,249) in rent and utilities expense to VMS Ventures Inc. a company that is a significant shareholder and related through a common director, which is included in general and administrative expense.

During the year ended December 31, 2015, the Company recorded \$216,895 (2014 - \$nil) in fees charged by a legal firm in which the Company's chairman is a consultant. The fees have been allocated as \$182,305 (2014 - \$nil) in legal fees \$34,590 (2014 - \$nil) in share issuance costs.

During the year ended December 31, 2015, two significant shareholders acquired 25,448,503 common shares as part of the private placement for a total price of \$5,553,615 (2014 - 15,527,304 common shares as part of the private placement for a total price of \$5,124,010) (Note 12).

Related party transactions - Key management personnel compensation:

	Year ended	Year ended
	December 31,	December 31,
	2015	2014
Geological consulting fees - expensed	\$ 72,104	\$ 51,960
Geological consulting fees - capitalized	94,039	67,389
Management and director fees - expensed	546,962	174,683
Termination benefits included in management fees	-	144,000
Salaries - expensed	77,333	69,000
Stock-based compensation	35,794	1,681,356
	<u>\$ 826,232</u>	<u>\$ 2,188,388</u>

14. NON-CASH TRANSACTIONS

During the year ended December 31, 2015, the Company transferred \$284,087 from share capital to deficit for forfeited and expired stock options. The Company also recorded \$86,276 in accrued exploration and evaluation expenditures.

During the year ended December 31, 2014, the Company issued 50,000 common shares at \$0.33 per share for a value of \$16,500 for a finder's fee on a private placement and recorded \$23,513 in accrued exploration and evaluation expenditures.

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15. COMMITMENTS

Effective July 1, 2014, the Company had changes to management and entered into the following agreements for services with directors of the Company and a company in which a director has an interest:

- i) Management fees: Effective June 2014 the Company had changes to management and the fees for interim CEO were \$6,000 per month and effective December 2014 a permanent CEO was in place for a fee of \$27,083 per month until settlement of restricted share units are issued at which time the monthly fee will be \$20,833.
- ii) COO fees: \$10,000 per month, as amended effective January 1, 2015.
- iii) Effective July 2014, four independent directors collect a monthly stipend of \$2,000 each and effective November 2014 the chairman of the board will collect a monthly stipend of \$3,000.

Effective October 1, 2015, an independent director came on board and will collect a monthly stipend of \$2,000.

Each of the agreements shall be continuous and may only be terminated by mutual agreement of the parties, subject to the provisions that in the event there is a change of effective control of the Company, the party shall have the right to terminate the agreement, within sixty days from the date of such change of effective control, upon written notice to the Company. Within thirty days from the date of delivery of such notice, the Company shall forward to the party the amount of money due and owing to the party hereunder to the extent accrued to the effective date of termination.

16. SEGMENTED INFORMATION

The Company operates in one reportable operating segment being that of the acquisition, exploration and development of mineral properties in two geographic segments being Canada and Greenland (Note 10). The Company's geographic segments are as follows:

	December 31, 2015	December 31, 2014
Equipment		
Canada	\$ 74,322	\$ -
Greenland	19,006	28,341
	<u>\$ 93,328</u>	<u>\$ 28,341</u>
Exploration and evaluation assets		
Canada	\$ 1,609,154	\$ 1,511,242
Greenland	28,094,694	19,106,512
	<u>\$ 29,703,848</u>	<u>\$ 20,617,754</u>

NORTH AMERICAN NICKEL INC.
Notes to the Financial Statements
Expressed in Canadian Dollars
For the year ended December 31, 2015

17. INCOME TAXES

A reconciliation of the expected income tax recovery to the actual income tax recovery is as follows:

	Year ended December 31, 2015	Year ended December 31, 2014
Net loss	\$ (2,388,970)	\$ (3,741,007)
Statutory tax rate	26.0%	26.0%
Expected income tax recovery at the statutory tax rate	(621,132)	(972,662)
Permanent differences and other	6,308	579,007
Effect of changes in tax rates	-	(32,358)
Change in valuation allowance	614,824	426,013
Net deferred Income tax recovery	\$ -	\$ -

The significant components of the Company's deferred income tax assets and liabilities are as follows:

	December 31, 2015	December 31, 2014
Exploration and evaluation assets	\$ 10,604	\$ 9,691
Loss carry-forwards	1,660,698	1,104,055
Share issuance costs	66,293	27,920
Cumulative eligible capital	32,372	32,372
Equipment	79,860	60,965
	1,849,827	1,235,003
Valuation allowance	(1,849,827)	(1,235,003)
Net deferred tax asset	\$ -	\$ -

The tax pools relating to these deductible temporary differences expire as follows:

	Canadian non-capital losses	Canadian net-capital losses	Canadian resource pools	Canadian share issue costs
2030	\$ 695,500	\$ -	\$ -	\$ -
2031	517,383	-	-	-
2032	645,332	-	-	-
2033	847,020	-	-	-
2034	1,484,420	-	-	-
2035	2,140,932	-	-	-
No expiry	-	56,712	29,744,634	254,972
	\$ 6,330,587	\$ 56,712	\$ 29,744,634	\$ 254,972

18. SUBSEQUENT EVENT

On January 28, 2016 the Company granted 6,058,000 stock options to directors, officers, employees and consultants of the Company. The options are exercisable at \$0.21 per share for a period of 5 years.



NORTH AMERICAN NICKEL INC.

Management Discussion and Analysis
For the Year Ended December 31, 2015

Preliminary Information

This Management's Discussion and Analysis ("MD&A") contains information up to and including April 12, 2016.

The following MD&A of North American Nickel Inc. (the "Company") should be read in conjunction with the audited financial statements for the year ended December 31, 2015 and the related notes contained therein. It should be noted that the audited financial statements for the year ended December 31, 2015 were prepared in accordance with International Financial Reporting Standards ("IFRS").

All financial information in this MD&A related to 2015 have been prepared in accordance with International financial reporting standards ("IFRS"), and all dollar amounts are expressed in Canadian dollars unless otherwise indicated.

Caution Regarding Forward Looking Statements

Statements contained in this MD&A that are not historical facts are forward-looking statements (within the meaning of the Canadian securities legislation and the U.S. Private Securities Litigation Reform Act of 1995) that involve risks and uncertainties. Forward-looking statements include, but are not limited to, statements with respect to the future price of metals; the estimation of mineral reserves and resources, the realization of mineral reserve estimates; the timing and amount of estimated future production, costs of production, and capital expenditures; costs and timing of the development of new deposits; success of exploration activities, permitting time lines, currency fluctuations, requirements for additional capital, government regulation of mining operations, environmental risks, unanticipated reclamation expenses, title disputes or claims, limitations on insurance coverage and the timing and possible outcome of pending litigation. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such risks and other factors include, among others, risks related to the integration of acquisitions; risks related to operations; risks related to joint venture operations; actual results of current exploration activities; actual results of current reclamation activities; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices of metals; possible variations in ore reserves, grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities, as well as those factors discussed in the sections entitled "Risks and Uncertainties" in this MD&A. Although the Company has attempted to identify important factors that could affect the Company and may cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The forward-looking statements in this MD&A speak only as of the date hereof. The Company does not undertake any obligation to release publicly any revisions to these forward-looking statements to reflect events or circumstances after the date hereof to reflect the occurrence of unanticipated events.

Forward-looking statements and other information contained herein concerning the mining industry and general expectations concerning the mining industry are based on estimates prepared by the Company using data from publicly available industry sources as well as from market research and industry analysis and on assumptions based on data and knowledge of this industry which the Company believes to be reasonable. However, this data is inherently imprecise, although generally indicative of relative market positions, market shares and performance characteristics. While the Company is not aware of any misstatements regarding any industry data presented herein, the industry involves risks and uncertainties and is subject to change based on various factors.

Description of Business

The Company is a mineral exploration and resource development company engaged in the business of acquiring, exploring and evaluating mineral properties, and either joint venturing, developing or disposing of the properties, when the evaluation is

complete. The Company is currently focusing its resources in conducting exploration programs on its Maniitsoq Property, in Greenland and Sudbury, Ontario nickel properties being Post Creek and Halcyon.

Company History

North American Nickel Inc. (the “Company”) was incorporated under the laws of the Province of British Columbia, Canada, by filing of Memorandum and Articles of Association on September 20, 1983, under the name Rainbow Resources Ltd. The company’s name was changed to Widescope Resources Ltd. on May 1, 1984, and to Gemini Technology Inc. on September 17, 1985. In conjunction with a reverse split of its common shares on a five-old for one-new basis, the Company adopted the name International Gemini Technology Inc., effective September 23, 1993. The Company’s name was changed to Widescope Resources Inc., effective July 12, 2006. Effective April 19, 2010, the Company’s shareholders approved a special resolution to reorganize the Company’s capital structure by consolidating in a reverse stock split the existing common shares on the basis of every 2 old shares being equal to 1 new share and concurrently increasing the authorized capital of the Company from 100,000,000 common shares without par value to an unlimited number of common shares without par value. Also effective this date, the Company’s name was changed to North American Nickel Inc. to reflect its new focus. All references to common shares, stock options, warrants and weighted average number of shares outstanding in this discussion and the accompanying consolidated financial statements retroactively reflect the share consolidation unless otherwise noted.

In April 2010, the Company initiated a series of actions to realign its focus into the field of nickel exploration in the prolific nickel belts around Sudbury, Ontario and Thompson, Manitoba. Concurrently, the directors of the Company appointed new senior management to oversee the daily operations of the Company.

On May 3, 2011, the Company’s listing application was conditionally accepted by the TSX-V Venture Exchange. On May 30, 2011, the common shares of the Company began trading under the symbol “NAN”.

On August 15, 2011, the Company was granted an exploration license by the Bureau of Minerals and Petroleum of Greenland for exclusive exploration rights over an area totalling 4,841 square kilometres located near Sulussugut, Greenland.

On March 4, 2012, the Company was granted an additional exploration license by the Bureau of Minerals and Petroleum of Greenland for exclusive exploration rights over an area covering a total of 142 square kilometres license and located near Ininngui, Greenland.

On January 19, 2015, the Company signed an exclusivity agreement with Minelco AS (“Minelco”) to acquire the deepwater Seqi Port (the “Port”). Minelco granted to the Company the right to proceed with a due diligence process on the Port and to negotiate exclusively with Minelco in relation to this transaction according to the terms set out in the agreement. During the exclusivity period, Minelco provided the Company with access to its facilities, personnel, books, records and documents to allow the Company to conduct the due diligence process for the purpose of evaluating the transaction and use its commercially reasonable efforts to provide all documents and information requested by the Company. On March 31, 2015, Minelco and the Company signed an assignment agreement for the Port. Under the terms of the agreement, Minelco will transfer to the Company all its rights, title, and interest in and to the Port. The assignment will, subject to the assumption of closure obligations of DKK 6,000,000 by the Company, be made free of charge with no consideration payable by the Company to Minelco. To date, the Company has completed a surface and underwater due diligence examination of the Seqi pier. Environmental due diligence and a preliminary assessment of reindeer was completed by Golder Associates – INUPLAN in and around the Port and a report has been completed.

Trend Analysis

The business of the Company entails significant risks. Any analysis of the trend of the Company’s activities would reveal this and there is nothing to suggest that these trends will change.

The recoverability of amounts shown for mineral property costs is dependent upon a number of factors including environmental risk, legal and political risk, the existence of economically recoverable mineral reserves, confirmation of the Company’s interests in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete exploration and development, and to attain sufficient net cash flow from future profitable production or disposition proceeds.

As of December 31, 2015, the Company had working capital of \$2,682,397 (2014 - \$6,106,599) and a deficit of \$23,820,013 (2014 - \$21,715,130). The Company has sufficient capital to continue its planned operations and to meet its obligations.

When managing capital, the Company's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management adjusts the capital structure as necessary in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management team to manage its capital.

The properties in which the Company currently has an interest are in the exploration stage. As such, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire interests in additional properties if there is sufficient geologic or economic potential and if it has adequate financial resources available to do so. The Company has not yet determined whether these properties contain ore reserves that are economically recoverable.

Resource Properties

All technical information in this document has been reviewed by Patricia Tirschmann, P. Geo, the qualified person for the Company under National Instrument 43-101.

Maniitsoq, Greenland:

The project is located adjacent to the coastline 80 km north of Nuuk, the capital of Greenland (a safe, stable, mining-friendly jurisdiction) and covers numerous high-grade nickel-copper sulphide & PGM occurrences associated with norite and other mafic-ultramafic intrusions. The deep water coastline adjacent to Maniitsoq is typical of Greenland's southwest coast which is pack ice free with a year-round shipping season. The optimum shipping conditions are due to the Irminger current, a tributary of the warming Gulf Stream flowing continuously past the south west coastline of Greenland. The Company acquired the project because it believes that modern, time-domain, helicopter EM systems will be more effective at detecting nickel sulphide deposits in the rugged terrain of Maniitsoq than previous fixed wing geophysical surveys performed in the 1990's. These earlier surveys failed to produce any drill targets. Helicopter TEM systems were not available in 1990's and their availability now gives the Company a significant advantage over previous explorers.

Effective August 15, 2011, the Company was granted an exploration license (the "Sulussugut License") by the Bureau of Minerals and Petroleum ("BMP"), now called Mineral License and Safety Authority ("MLSA"), of Greenland for exclusive exploration rights in an area totalling 4,841 square kilometres located near Sulussugut, Greenland. The Company paid a license fee of Danish Kroner ("DKK") 31,400 upon granting of the Sulussugut License. The Sulussugut License is valid for 5 years until December 31, 2015, with December 31, 2011 being the first year providing the Company meets the terms of the license including specified eligible exploration expenditures. The chart below shows the eligible exploration expenditures and the granted credits for the excess which may be used towards future expense requirements. The surplus per year cannot be carried forward for credit more than three years.

In conjunction with the granting of the Sulussugut License, on August 12, 2011, the Company entered into an arm's length Intellectual Property and Data Acquisition Agreement (the "IP Acquisition Agreement") with Hunter Minerals Pty Limited ("Hunter") and Spar Resources Pty Limited ("Spar"). Pursuant to the IP Acquisition Agreement, Hunter and Spar agreed to sell the IP Rights to the Company in consideration for the Company paying \$300,000 in cash (\$150,000 to each of Hunter and Spar which is paid) and the issuing of 12,960,000 share purchase warrants, 6,480,000 to each of Hunter and Spar exercisable for a period of five years expiring on August 30, 2016. The warrants are exercisable at the following prices, 4,750,000 of the warrants are at a price of \$0.50 per share, 4,750,000 of the warrants are at a price of \$0.70 per share and 3,460,000 of the warrants are at a price of \$1.00 per share. The warrants are subject to an accelerated exercise provision in the event the Company relinquishes its interests in the Maniitsoq Licenses or any other mineral titles held within a defined area of interest without receiving consideration for such relinquishment. The granted warrants have been recorded at a fair value of \$1,813,263 using the Black-Scholes option-pricing model. Granting to each of Hunter and Spar or their designates a 1.25% net smelter returns royalty, subject to rights of NAN to reduce both royalties to a 0.5% net smelter returns royalty upon payment to each of Hunter and Spar (or their designates) of \$1,000,000 on or before the 60th day following a decision to commence commercial production on the mineral properties. On August 30, 2011 the Company issued 200,000 common shares at \$0.14 per share for a value of \$28,000 as a finder's fee on the Greenland project.

Greenland
Sulussugut License - 2011/54

Exploration commitment	2011	2012	2013	2014	2015
Fixed amount	145,600	148,800	310,400	313,200	317,500
4,841 km2 of DKK 1.460 per km2	7,067,860				
4,841 km2 of DKK 1.490 per km2		7,213,090			
3,336 km2 of DKK 7.760 per km2			25,887,360		
2,689 km2 of DKK 7.830 per km2				21,054,870	-
2,689 km2 of DKK 7.940 per km2					21,350,660
Exploration Obligation	7,213,460	7,361,890	26,197,760	21,368,070	21,668,160
Total Credits Available					
Approved exploration expenditures	8,489,457	23,615,611	37,348,783	55,509,353	*40,000,000
Exploration obligation	(7,213,460)	(7,361,890)	(26,197,760)	(21,368,070)	(21,668,160)
Credit from previous year	-	1,275,997	17,529,718	28,680,741	62,822,024
Total credit	DKK 1,275,997	17,529,718	28,680,741	62,822,024	41,153,864

* estimated expenditures, not yet approved by MLSA

Carry forward period:

- 1) **2011 DKK 1,275,997** from 2011 until December 31, 2014
- 2) **2012 DKK 17,529,718** from 2012 until December 31, 2015
- 3) **2013 DKK 28,680,741** from 2013 until December 31, 2016
- 4) **2014 DKK 7,312,671** from 2013 until December 31, 2016
- 5) **2014 DKK 55,509,353** from 2014 until December 31, 2017

Under the terms of the Sulussugut License, the Company was obligated to reduce the area of the license by at least 30% (1,452 square kilometres) by December 31, 2013. The Company completed this in 2013.

In 2014, the Company reduced license 2011/54 from 3,336 square kilometres to 2,689 square kilometres with an exploration commitment of DKK 21,368,070. The Company has had approved expenditures from MLSA for 2014 of DKK 55,509,353 which is made up of exploration expenditures of DKK 37,006,242 and a general supplement of DKK 18,503,121. With a credit from 2013 of DKK 28,680,741 and commitment of DKK 21,368,070 leaves the Company with excess credits of DKK 62,822,024

The required minimum exploration expenditures on the Sulussugut License for year 5, ending December 31, 2015, is based on an annual approximate cost of DKK 21,668,160. The Company did not reduce the Sulussugut License area in 2015.

Effective March 4, 2012, the Company was granted an additional exploration license (the "Ininngui License") by the BMP of Greenland for exclusive exploration rights over an area covering a total of 142 square kilometres. The license is located near Ininngui, Greenland. The Company paid a license fee of DKK 32,200 upon granting of the Ininngui License. The Ininngui License is valid for 5 years until December 31, 2016, with December 31, 2012 being the first year. The Ininngui License is contiguous with the Sulussugut License.

Iningui License - 2012/28

Exploration commitment	2012	2013	2014	2015
Fixed amount	148,800	155,200	313,200	317,500
142 km2 of DKK 1.490 per km2	211,580			
265 km2 of DKK 1.550 per km2		410,750		
265 km2 of DKK 7.830 per km2			2,074,950	-
296 km2 of DKK 7.940 per km2				2,104,100
Exploration Obligation	360,380	565,950	2,388,150	2,421,600
Total Credits Available				
Approved exploration expenditures	2,871,899	2,965,890	5,470,428	*3,000,000
Exploration obligation	(360,380)	(565,950)	(2,388,150)	(2,421,600)
Credit from previous year	-	2,511,519	4,911,459	7,993,737
Total credit	DKK 2,511,519	4,911,459	7,993,737	5,572,137

* estimated expenditures, not yet approved by MLSA

Carry forward period:

- 1) 2012 DKK 2,511,519 from 2012 until December 31, 2015
- 2) 2013 DKK 1,945,569 from 2012 until December 31, 2015
- 3) 2013 DKK 2,965,890 from 2013 until December 31, 2016
- 4) 2014 DKK 2,523,309 from 2013 until December 31, 2016
- 5) 2014 DKK 5,470,428 from 2014 until December 31, 2017

On September 28, 2013, the Iningui License was enlarged to 265 square kilometres at the Company's request.

In June 2015, the Iningui License was enlarged to 299 square kilometres at the Company's request.

For both licenses, future required minimum eligible exploration expenses will be adjusted each year on the basis of the change to the Danish Consumer Price Index.

Should the Company not incur the minimum eligible exploration expenses on either license in any one year from years 2-5, the Company can pay 50% of the difference in cash to MLSA as full compensation for that year. This procedure may not be used for more than 2 consecutive calendar years. To December 31, 2015, the Company has not used the procedure for either license.

The Company may apply for an additional 5 years for either license following year five of the initial licence. Thereafter, the Company may apply for a license for up to 6 additional years, in 2 year license increments. The Company will be required to pay additional license fees and will be obligated to incur minimum eligible exploration expenses for such years.

The Company may terminate the licenses at any time; however, any unfulfilled obligations applicable to the license will remain in force, regardless of the termination.

Performance Summary

During the year ended December 31, 2011:

During 2011, the Company initiated its exploration program at Maniitsoq with a compilation of historic databases, the examination of historic mineralized occurrences and the collection of 54 rock samples with subsequent analysis by Activation Laboratories (Ancaster, Ontario). Assay results of up to 3.35% nickel were obtained thereby confirming previous sampling results by Kyrolitselskabet Øresund A/S (1965-71), Cominco Ltd. (1995-96) and Falconbridge Greenland A/S (1993-2000). Drill core from several Kyrolitselskabet Oresund A/S drill holes were examined at a government core facility in Kangerlussuaq, Greenland.

Subsequently, two areas covering a total of 375 square kilometres, were selected for helicopter-borne geophysical (electromagnetic and magnetic) surveys. SkyTEM ApS of Beder, Denmark completed the work on October 5, 2011 flying 2,217 line-kilometers. Condor Consulting identified 25 electromagnetic conductive zones from this survey.

A second mineral exploration license of approximately 142 square kilometres contiguous with its original license (2011/54) was acquired. Unclear- does this mean the original licence was expanded by 142 km².

During the year ended December 31, 2012:

Exploration in 2012 continued with the geophysical interpretation of data acquired in 2011. Three dimensional Maxwell models were established by Condor Consulting for the 25 anomalies defined by the 2011 airborne surveys and three of these were selected for priority follow-up prior to the first drill program on the property. Heliborne geophysical surveys by Geotech Ltd. totaling 3,532 line-kilometers over portions of mineral exploration licences 2011/54 and 2012/28 were continued in 2012. Preliminary interpretation of the data was completed August 13, 2012.

In August a field camp was established at the property to facilitate ground checking of geophysical anomalies identified from the SkyTEM and VTEM surveys. A total of 40 rock samples were submitted for geochemical/assay analysis. A diamond drill program was commenced September 23 and nine holes totaling 1,551 meters were drilled to test selected electromagnetic anomalies in the Imiak Hill area, the Spotty Hill area, Fossilik and P-59. A total of 636 core samples (including standards and blanks) were submitted to Activation Laboratories for geochemical/assay analysis.

The intersection of high grade nickel – copper mineralization at Imiak Hill was announced in November. The mineralization intersected by DDH MQ-12-001 averaged 1.36% nickel, 0.52% copper and 0.07% cobalt over 16.41 meters including 5.12 meters at 2.20% nickel, 0.55% copper and 0.07% cobalt. The mineralization in MQ-12-002 averaged 0.55% nickel, 0.20% copper and 0.02% cobalt over 66.08 meters and included 14.18 meters at 1.33% nickel, 0.38% copper and 0.04% cobalt. A new discovery of shallow nickel-copper-PGE mineralization was announced in December and included 123.94 meters grading: 0.81% nickel, 0.21% copper, 0.03% cobalt and 0.26 g/t platinum + palladium + gold.

During the year ended December 31, 2013:

Assay and geochemical analyses on samples from the 2012 drilling program were completed in January and confirmed significant nickel + copper ± cobalt ±PGE mineralization at Imiak Hill and Spotty Hill. The 2013 Maniitsoq exploration plan consisting of 3,000 meters of diamond drilling, surface EM surveys and 550 line-km of heliborne geophysical surveys was finalized in May 2013.

Results from a QEMSCAN (Quantitative Evaluation of Materials by Scanning Electron Microscopy) study for three samples of mineralized drill core at Imiak Hill and Spotty Hill were announced in June. Results indicated that nickel was hosted primarily in pentlandite and that potential existed for good recovery of nickel and copper.

Field work at Maniitsoq was completed on September 16, 2013 and included 25 diamond drill holes totaling 4,266 metres, 917.3 line-kilometres of helicopter-borne VTEM electromagnetic and magnetic surveys and field checking of all targets identified from 2012 field work. All but one of the diamond drill holes were surveyed by Crone Geophysics with a three-component bore hole electromagnetic (BHEM) probe.

In August and September of 2013 the Company announced the intersection of massive to semi-massive sulphide mineralization at Imiak Hill. Hole MQ-13-026 intersected this mineralization between 142 and 159 m vertically below surface and subsequently hole MQ-13-028 extended the mineralization to 185 m below surface, the deepest intercept at Imiak Hill to date.

Significant mineralization at Imiak North, 950 metres north northeast of Imiak Hill and 1200 metres northwest of Spotty Hill was announced in September. These three closely spaced mineralized zones are referred to as the Imiak Hill Complex (IHC). Later

the same month a new discovery within the Fossilik norite intrusion situated approximately 9 kilometres from the IHC was announced. DDH MQ-13-018 intersected 4.53m @1.06% nickel, 0.23% copper, 0.04% cobalt, 0.33 g/t platinum+palladium+gold at 51.8 metres down the hole. This zone remains open at depth and additional drilling is warranted.

Assay results were received in October 2013 from mineralization intersected in DDH MQ-13-026 at Imiak Hill and averaged 3.25% nickel, 0.48% copper and 0.11% cobalt over a core length of 25.51 metres including 18.62 metres at 4.31% nickel, 0.62% copper and 0.14% cobalt. Assay results for holes MQ-13-024 and 019 which intersected mineralization above hole MQ-13-026 returning significant assays including 14.90 metres grading 2.67% nickel, 0.39% copper and 0.09% cobalt and 8.68 metres grading 1.53% nickel, 0.43% copper and 0.06% cobalt, respectively. Additional assays for high-grade intercepts were also announced for DDH MQ-13-029 and MQ-013-027 at Imiak Hill and included 4.65% nickel over a core length of 9.99 metres and 64.11 metres grading 0.45% nickel and 0.20% copper, respectively. DDH MQ-13-022 drilled at Spotty Hill returned 20.07 metres grading 0.68% nickel, 0.28% copper and 0.32g/t platinum+palladium+gold. Assay results from the deepest hole drilled on the Imiak Hill mineralization to date at 180 metres below surface, DDH MQ-13-028, were announced in November 2013 and returned 3.19% nickel, 1.14% copper and 0.11% cobalt over 24.75 metres core length. The mineralization remains open at depth. A new discovery at target P-13 was also announced in November 2013 and included an intercept of from hole MQ-13-032 grading 0.44% nickel, 0.20% copper over 6.51 metres core length in DDH MQ-13-032.

The discovery of an additional 100 new electromagnetic exploration targets identified at Maniitsoq from the 2013 helicopter-borne geophysical surveys was announced in December 2013.

During the year ended December 31, 2014:

The commencement of surface time-domain electromagnetic and gravity surveys was announced in April 2014 and subsequently Crone Geophysics completed gravity surveys at 655 stations and 67 km of surface Time Domain EM surveys at the IHC. Diamond drilling was commenced with one drill at the IHC and a second drill was used to test regional mineralized targets. In July 2014, new TDEM anomalies were identified at the IHC and Fossilik areas by the Crone surveys and gravity surveys were found to be potentially effective in outlining noritic intrusions in the subsurface. Structural geological mapping was initiated at the IHC and Fossilik in August 2014. An intercept of 11.03 metres of 3.07% nickel at Imiak hill was also announced along with the intersection of near-massive sulphide at Spotty Hill and target P-13.

An exploration update for the 2014 field season was provided by the Company in September 2014. Thirty – nine drill holes and one deepened hole were completed totalling 8,773 metres. Detailed structural mapping by Dr. John Fedorowich contributed significantly to the geological understanding of the structurally complex area at IHC. Later in September new regional discoveries were announced at targets P-058, P-149, P-004, P-013, P-030 and P-053. Highlights include DDH MQ-14-054 intersected 1.72% nickel and 0.26% copper over 5.58 metres, DDH MQ-14-041 intersected 0.36% nickel, 0.17% copper and 0.15 g/t platinum+palladium+gold over 23.2 metres and DDH MQ-14-051 intersected 0.94% nickel, 0.17% copper and 0.99 g/t platinum+palladium+gold over 4.31 metres.

Additional assay results were received in October including 2.98% nickel, 0.59% copper and 0.86 g/t platinum+palladium+gold over 8.55 metres and 1.69% Ni, 0.34% Cu and 0.50 g/t TPM over 10.60 metres at Spotty Hill.

Additional drilling and assay results at target P-13 were announced in November. Multiple nickel sulphide intersections at target P-013 included 5.85 metres of 2.07% nickel and 0.12% copper in DDH MQ-14-066 and 3.40 metres of 2.07% nickel and 0.34% copper in DDH MQ-14-068. Mineralization was described as net textured to semi-massive sulphide. More new nickel sulphide discoveries were announced in November 2014 including those from the southern portion of the Maniitsoq project and the IHC. Highlights from southern Maniitsoq included 20.10 metres of 0.63% nickel and 0.20% copper in DDHMQ-14-070 at target P-030 and 0.24 metres of 0.85% nickel and 1.80% copper in hole MQ-14-071 at target P-053. At Imiak Hill, DDH MQ-14-072 intersected 16.35 metres of 2.51% nickel and 0.77% copper and confirmed the continuity of mineralization in Zone 10 between holes historical hole IM-9 and MQ-14-037. At Imiak North, DDH MQ-14-073 intersected 61.35 metres of 0.63% nickel and 0.18% copper confirming the steep north easterly plunge of this mineralization.

During the year ended December 31, 2015:

On March 2, 2015, the Company announced potential high nickel recoveries utilizing SGS Canada Inc. QEMSCAN (Quantitative Evaluation of Minerals by Scanning Electron Microscopy) on its regional targets. Pentlandite was found to be the main nickel-bearing mineral in each sample with nickel contents ranging from 90.1 to 93.1%. Potential recoveries ranged from 96.1 to 97.2% based on liberation, association and exposed characteristics of crushed samples that were stage pulverized to 90% passing 150µm.

In September, 2015 the Company announced several new nickel sulphide intersections including:

- MQ-15-075: 1.06% nickel, 0.24% copper and 0.31 g/t platinum+palladium+gold over 15.55 metres including 1.77% nickel, 0.23% copper and 0.46 g/t platinum+palladium+gold over 6.0 metres at Spotty Hill. These results extended the mineralization by 80m in down plunge direction.
- MQ-15-078: 1.16% Ni, 1.00% Cu and 0.27 g/t TPM over 12.15 metres at P-059 (Fossilik area)
- MQ-15-079: 1.03% nickel and 0.39% copper over 10.65 metres at P-013
- MQ-15-082: 1.98% nickel and 0.62% copper over 23.70 metres at P-053.

An exploration update was announced by the Company in November announcing the completion of the summer program at Maniitsoq. Thirty (30) holes were drilled for a total of 5,655 metres and a 6,696 line km helicopter-borne electromagnetic and magnetic geophysical survey (AEM) was completed. Numerous target zones were assessed with 61.7 line km of surface electromagnetic and gravity surveys. A geological mapping and prospecting program was initiated and state-of-the-art Worldview-3 satellite data was acquired for the entire property. Highlights from these efforts include 77 additional targets from the AEM survey, six regional nickel-copper targets were expanded and the Spotty Hill zone was extended by 80 metres down-plunge.

Subsequent Events

There were no subsequent events to report at this time.

Activities contemplated in the future

The Company is completing QEMSCAM analysis on selected drill core and surface samples.

Sudbury, Ontario nickel properties:

Post Creek Property

On December 23, 2009, the Company executed a letter of intent whereby the Company has an option to acquire the mineral claim known as the Post Creek Property located within the Sudbury Mining District of Ontario. The Company paid a non-refundable deposit of \$7,500. On April 5, 2010 the Company entered into an option agreement to acquire rights to Post Creek Property. On March 12, 2013 the Post Creek Property Option Agreement was amended, in order to acquire 100% working interests in the property, subject to certain net smelter return royalties ("NSR") and advance royalty payments the Company agreed to the following amended consideration, which has been met, cash payments totalling \$137,500 and the issuance of 1,000,000 common shares. The Company has exercised its option on Post Creek and as of August 1, 2015 the Company is obligated to pay advances on the NSR of \$10,000 per annum, which will be deducted from any payments to be made under the NSR.

The property is located 35 km east of Sudbury in Norman and Parkin townships and consists of 40 unpatented mining claims covering an area of 928 hectares. It is strategically located adjacent to the past-producing Podolsky copper-nickel-platinum group metal deposit of KGHM. The property lies along the extension of the Whistle Offset Dyke Structure which hosted the former INCO Whistle Offset copper-nickel-PGM Mine as well as the Podolsky North and Podolsky 2000 copper-precious metal deposits. For 2009 production at Podolsky was forecast to be 372,049 tons of ore yielding 1.8 million pounds of payable nickel, 28.5 million pounds of payable copper and 27,300 ounces of payable platinum, palladium and gold. Previous operators located the extension of the Whistle Offset Dyke structure on the Post Creek property as a direct result of their geological, geophysical and Mobile Metal Ion geochemical surveys. A reconnaissance rock sample collected along the structure assayed 0.83% Ni, 0.74% Cu, 0.07% Co, 2.24 g/t Pt and 1.05 g/t Pd. Significant potential for nickel-copper-PGM is demonstrated on the Post Creek property.

Performance Summary

The exploration program to evaluate the mineral potential of the Whistle Offset Dyke Structure was initiated September 24, 2010. This project included outcrop stripping, washing and detailed mapping. The geophysical approach to exploration on the property included compilation of historic airborne VTEM surveys, ground IP and magnetic surveys and new surveys including beep mat, VLF-EM, Abitibi Geophysics EM and magnetics. Mineralization exposed by outcrop stripping and washing was chip sampled for multi-element geochemical analysis including assays for nickel, copper, cobalt, gold, platinum and palladium. Selected Mobile Metal Ion Technology geochemical soil geochemical surveys were undertaken over historic IP chargeability anomalies.

Dr. Walter Peredery prepared a 43-101 technical report as part of listing requirements for North American Nickel. The report was accepted by the Exchange on May 27, 2011.

On October 18, 2011 new electromagnetic and magnetic anomalies were detected by EM surveys undertaken by Abitibi Geophysics. Anomalies were assessed with a seven hole, 1532.5 metre diamond drill program on December 14, 2011. All holes were surveyed utilizing borehole electromagnetic technology.

Prospecting expanded the offset dyke subsequently named the CJ Zone. Abitibi Infinitem geophysical anomalies were tested by seven diamond drill holes totally 1,532.5 metres and documented heavily disseminated to near-solid pyrrhotite, pyrite and minor chalcopyrite hosted within large blocks of Archean mafic volcanic rocks present within the offset dyke. AGAT Laboratory assay results indicate low base and precious metal values. The mineralization is interpreted to be Archean in age.

A review of all characteristics of the Whistle Offset target and the results of diamond drilling indicate the CJ Zone is more accurately described as a breccia zone rather than a sharp-walled offset dyke. The breccia zone extends along strike from the past-producing Podolsky nickel-copper-platinum group metal deposit and is still considered as a high-priority exploration target. The breccia zone is now interpreted as an embayment structure based on a petrographic study of drill core samples from 2011. The base of this new embayment has not been intersected by drilling, and consequently, the most prospective section of the observed embayment has not been reached. The mapped embayment is open to the east, south and north.

In the fall of 2015 the Company re-logged historical core to improve on the knowledge of the CJ breccia zone. The breccia zone has now been extended for two km south of the trenching and diamond drilling program completed by the Company in 2011.

During the year ended December 31, 2015:

On March 27, 2015, the Company made the \$15,000 payment as per the Post Creek Property Option Agreement.

On August 1, 2015, the Company made a \$5,000 advance royalty payment as per the Post Creek Property Option Agreement. On the same date, Dr. Gordon Osinski from the University of Western Ontario initiated a research project to assess the geological environment of the CJ Zone.

Subsequent Events

There were no subsequent events to report at this time.

Activities contemplated in the future

The Company is planning a prospecting, geological mapping and trenching program in the spring to summer of 2016.

Halcyon Property

On April 5, 2010, the Company entered into an option agreement to acquire rights to Halcyon Property. On March 12, 2013, the Halcyon Property Option Agreement was amended. In order to acquire up to a 100% working interests in the property, subject to certain net smelter return royalties ("NSR") and advance royalty payments the Company agreed to the following amended consideration, which has been met, cash payments totalling \$120,000 and the issuance of 700,000 common shares. Further, commencing on the amended date of August 1, 2015, if the Company exercises its option, the Company will be obligated to pay advances on the NSR of \$8,000 per annum, which will be deducted from any payments to be made under the NSR.

The property is located 35 Km NNE of Sudbury in the SE corner of Parkin Twp, and consists of 53 unpatented mining claims for a total of 864 hectares. It is readily accessible by paved and all-weather gravel road. Halcyon is adjacent to the Post Creek property and contains the extension of the metallogenetically significant Whistle Offset Structure now interpreted to represent an embayment. It is approximately 2 km north of the producing Podolsky Mine of FNX Mining. Previous operators on the property defined numerous conductive zones based on induced polarization (I.P.) surveys with coincident anomalous Mobile Metal Ions soil geochemistry. Base and precious metal mineralization have been found in multiple locations on the property but follow-up work was never done. The former producing Jon Smith Mine (nickel-copper-cobalt-platinum) is situated 1 Km North of the property.

Performance Summary

Data compilation was initiated with the aim of delineating potential areas for follow-up exploration. Based on newly acquired information from the Post Creek Property the adjacent Halcyon Property will be the target of geological prospecting and geophysical surveys.

On September 14, 2011, a partial cut grid was established on the western edge of the Halcyon Property to accommodate the Abitibi Geophysics EM survey covering the adjacent Post Creek Property.

On December 14, 2011, prospecting and a small amount of outcrop stripping were completed in preparation for a drill program. A single hole was drilled on the southeast corner of the property with the purpose of providing geological information and to provide a platform for bore hole pulse EM ("BHPEM"). No anomalies were detected although quartz diorite breccia and partial melt material with 2-3% disseminated pyrrhotite and chalcopyrite was intersected over short core lengths.

The Halcyon Property Option Agreement was amended March 12, 2013 by modifying the property expenditure and property payment requirements in order for the Optionee to earn a 100% interest in the claims.

During the year ended December 31, 2015:

On March 27, 2015, the Company made the \$15,000 payment as per the Halcyon Property Option Agreement.

On August 1, 2015, the Company made a \$4,000 advance royalty payment as per the Halcyon Property Option Agreement.

Subsequent Events

There were no subsequent events to report at this time.

Activities contemplated in the future

The Company is planning a prospecting, geological mapping and trenching program for spring to summer of 2016.

Selected Financial Information

The Company's financial statements for the year ended December 31, 2015 have been prepared in accordance with International Financial Reporting Standards ("IFRS") and practices. Currency amounts are in Canadian dollars, except where stated otherwise. The following selected financial information is taken from the audited Financial Statements and should be read in conjunction with those statements.

	For the year ended		
	December 31, 2015	December 31, 2014	December 31, 2013
Financial Results			
Net loss	\$ 2,388,970	\$ 3,741,007	\$ 1,260,301
Basic loss per share	0.01	0.02	0.01
As at:	December 31, 2015	December 31, 2014	December 31, 2013
Balance Sheet Data			
Share capital	\$ 51,165,026	\$ 43,268,118	\$ 33,631,235
Common shares issued	207,629,506	169,964,679	140,576,584
Weighted average shares outstanding	188,384,506	157,986,561	111,753,433
Total assets	\$ 32,729,177	\$ 27,050,038	\$ 18,715,919
Net assets (liabilities)	32,479,573	26,752,694	18,679,879
Exchange rates (US\$ to CDN\$) period average	1.2785	1.1046	1.0299

Results of Operations

Year Ended December 31, 2015 compared with Year Ended December 31, 2014

For the year ended December 31, 2015, the Company incurred a net loss of \$2,388,970 compared to a net loss of \$3,741,007 for the year ended December 31, 2014. The decrease of \$1,352,037 in net loss is mainly the result of a share-based payment variance. At the end of December 31, 2015, a share-based payment amount of \$258,567 was recorded for the grant and vesting of options versus \$2,283,775 recorded at the end of December 31, 2014.

The general operating costs increased by \$802,071 which is mainly the result of the changes made to management in 2014 and 2015 reflecting an entire year of the changes. This resulted in an increase of \$228,279 in management fees, an increase of \$78,138 in travel and accommodation for increased management and technical meetings held for the Company, an increase of \$146,864 in consulting fees as a result of engaging a human resource consultant and an advisory consultant. The Company brought in an employee benefits program and changed the status of an employee which generated an increase of \$67,399 in salaries and benefits.

The Company has shared office space with VMS Ventures Inc. with the rent split at 40% for the Company and some general and administrative costs split at 50%. During the year 2015, the Company started consolidating its own business functionality and as a result a couple employees status went to full-time positions. The Company maintains its exploration staff as full-time employees with most of the cost being directly related to a project expense and the balance as a general and administrative cost. There was an increase of \$76,526 in general and administrative costs as a result of higher rent on the new office and additional office setup.

Investor relations reported a decrease of \$121,630 as a result of less trade shows attended in the year. During the year, the Company started the due diligence on the Seqi Port which generated an increase of costs of \$160,238. The professional fees increased as a result of increased legal fees of \$138,396. There has been a decrease of \$44,183 for interest earned and there was a decrease in foreign exchange loss of \$173,081 as a result of the Greenland drill program starting later than the previous year.

As at December 31, 2015, share capital increased since December 31, 2014 due to the Company closing a private placement of 29,054,079 units for net proceeds of \$6,157,591, having 1,149,000 stock options exercised for net proceeds of \$172,350 and having 7,461,748 warrants exercised for net proceeds of \$1,566,967. As at December 31, 2015, total assets increased by \$5,679,139 since December 31, 2014 as a result of capital expenditure purchases of \$137,662 mainly computer software and spending \$9,086,094 on the exploration properties and raising funds through a private placement. As at December 31, 2014, the Company had total assets of \$27,050,038, an increase of \$8,334,119 since December 31, 2013 which reported total assets of \$18,715,919. The increase is a result of the Company raising funds through a private placement of \$9,379,970 and using the funds on the drill program in Greenland.

Selected Financial Data Quarterly

	Three months ended			
	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Net loss	\$ (556,084)	\$ (656,013)	\$ (485,464)	\$ (691,409)
Basic loss per share	0.00	0.00	0.00	0.00

	Three months ended			
	December 31, 2014	September 30, 2014	June 30, 2014	March 31, 2014
Net loss	\$ (585,679)	\$ (2,387,359)	\$ (552,345)	\$ (215,624)
Basic loss per share	0.00	0.01	0.00	0.00

Balance Sheet Data

As at:	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Share capital	\$ 51,165,026	\$ 51,224,376	\$ 44,807,995	\$ 43,893,265
Common shares issued	207,629,506	207,629,506	177,476,427	172,955,855
Weighted average shares outstanding	188,384,506	181,759,174	172,577,183	171,280,855
Total assets	\$ 32,729,177	\$ 33,471,660	\$ 27,868,064	\$ 27,076,635
Net assets (liabilities)	\$ 32,479,573	\$ 33,121,035	\$ 27,359,357	\$ 26,922,125

As at:	December 31, 2014	September 30, 2014	June 30, 2014	March 31, 2014
Share capital	\$ 43,268,118	\$ 43,256,764	\$ 43,255,258	\$ 33,673,914
Common shares issued	169,964,679	169,884,679	169,844,853	140,676,584
Weighted average shares outstanding	157,986,561	153,952,324	145,835,740	140,599,917
Total assets	\$ 27,050,038	\$ 28,035,605	\$ 28,347,763	\$ 18,716,439
Net assets (liabilities)	\$ 26,752,694	\$ 27,053,470	\$ 27,446,644	\$ 18,479,255

During the three months ended September 30, 2015, the Company granted stock options reporting \$319,015 in share-based payment. The Company also closed a private placement increasing share capital by \$6,621,941. During the current three month period, the Company reported \$102,733 was used on property investigation and the port development and reported a share-based payment amount of \$56,259 for the fair value of broker's warrants granted in the private placement. During the current three month period the Company had 1,099,000 stock options exercised for net proceeds of \$109,900.

During the three months ended June 30, 2015, the Company reported \$7,965 in share-based payment as a result of vested options. During the three month period ended June 30, 2015, there was an increase in legal fees of \$53,617, an increase in consulting fees of \$29,784 as a result of corporate development meetings which was the reason for the increase in travel of \$18,939. As well in the three month period ending June 30, 2015, there was \$27,856 spent on the port development. During the three months ended June 30, 2015, the Company received \$949,320 for some warrant exercises at \$0.21 per share

During the three months ended March 31, 2015, the Company reported a share-based payment of \$238,194 and reported an increase of \$82,250 in management fees and an increase of \$51,790 in corporate travel. An increase of \$43,288 was reported in general and administrative due to relocating to the new office space.

During the three months ended December 31, 2014, the Company reported a share-based payment of \$286,983 and had an increase in management fees and corporate travel of \$59,928 as a result in changes to management and corporate development.

During the three months ended September 30, 2014, the Company reported a share-based payment of \$1,996,792 as a result of granting stock options and had an increase in foreign exchange loss of \$140,368 as a result of the drill program in Greenland.

During the three months ended June 30, 2014, the Company reported a foreign exchange loss of \$129,489 as a result of the drill program in Greenland with most costs converted from DKK. During the three months ended June 30, 2014 the Company had an increase in management fees of \$141,000 due to the resignation of the CEO.

During the three months ended June 30, 2014, the Company raised funds of \$9,379,970 through a private placement accounting for the increase in total assets and share capital. In the quarter ended December 31, 2013, the Company issued 18,276,199 common shares for warrant exercise at \$0.21 per share for proceeds of \$3,838,002 which was the reason for the increase in share capital and total assets.

Liquidity

As at December 31, 2015, the Company had accumulated losses totaling \$23,820,013. The Company had working capital of \$2,682,397 at December 31, 2015. The continuation of the Company is dependent upon the continued financial support of shareholders, its ability to raise capital through the issuance of its securities, as well as obtaining long-term financing when the company concludes an appropriate merger or acquisition agreement. During the year, the Company issued 7,461,748 common shares upon conversion of 7,461,748 warrants at a price of \$0.21 for proceeds of \$1,566,967. During the year, the Company closed a private placement raising net proceeds of \$6,157,591 and had 1,149,000 stock options exercised for net proceeds of \$172,350.

The Company has financed its operations to date primarily through the issuance of common shares and exercise of stock options and warrants. The Company continues to seek capital through various means including the issuance of equity and/or debt and the securing of joint venture partners where appropriate.

Capital Management

When managing capital, the Company's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management adjusts the capital structure as necessary in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management team to manage its capital.

The properties in which the Company currently has an interest are in the exploration stage. As such, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management considers its approach to capital management to be appropriate given the relative size of the Company. There were no changes in the Company's approach to capital management during the year.

Financial Instruments and Other Instruments

The Company's financial instruments consist of cash and cash equivalents, receivables and trade payables and accrued liabilities. Cash and cash equivalents are designated as held for trading and therefore carried at fair value, with the unrealized gain or loss recorded in income. Receivables are designated as loan receivables and trade payables, are designated as other financial liabilities and recorded at amortized cost. Marketable securities are available for sale with the unrealized gain or loss recorded in other comprehensive income.

The fair value hierarchy establishes three levels to classify inputs to the valuation techniques used to measure fair value. Level 1 inputs are quoted market prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are inputs other than quoted market prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable (supported by little or no market activity).

Cash and cash equivalents are stated at fair value and are classified as Level 1 of the fair value hierarchy. The fair values of accounts receivables and trade payables approximate carrying value because of the short term nature of these instruments.

The fair value of available for sale investments are determined based on a market approach reflecting the closing price of each particular security at the closing balance sheet date. The closing price is a quoted market price obtained from the exchange that is the principal active market for the particular security, and therefore available for sale securities are classified within Level 1 of the fair value hierarchy.

Financial Instrument Risk Factors

Risk management is carried out by the Company's management team with guidance from the Board of Directors. The Company's risk exposures and their impact on the Company's financial instruments are summarized below:

Credit Risk

The Company's credit risk is primarily attributable to cash, short-term investments and amounts receivable. Cash and cash equivalents, and short-term investments are held with one reputable Canadian chartered bank which is closely monitored by management. Financial instruments included in amounts receivable consist primarily of HST/GST recoverable from the Canadian government. Management believes that the credit risk concentration with respect to financial instruments included in cash and cash equivalents, short-term investments and amounts receivable is minimal.

Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2015, the Company held cash and a short-term investment totaling \$2,824,923 (2014 - \$6,326,117) and had current liabilities of \$249,604 (2014 - \$297,344). All of the Company's liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market Risk

i) **Interest Rate Risk**

The Company had cash balances and no interest bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its banks. As of December 31, 2015, the Company had non-interest bearing accounts with one Canadian chartered bank.

ii) **Foreign Currency Risk**

The Company is exposed to the financial risk related to fluctuations of foreign exchange rates. The Company operates in Canada and Greenland and a portion of exploration and evaluation assets are incurred in US dollars, Euros and Danish Kroner ("DKK"). Foreign currency risk is considered low as the majority of transactions are settled and reported in Canadian dollars.

iii) **Price Risk**

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. To mitigate price risk, the Company closely monitors commodity prices of precious metals and the stock market to determine the appropriate course of action to be taken by the Company.

Accounting Standards Not Yet Effective

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

New standard IFRS 9 "Financial Instruments"

This new standard is a partial replacement of IAS 39 "Financial Instruments: Recognition and Measurement". IFRS 9 introduces new requirements for the classification and measurement of financial assets, additional changes relating to financial liabilities, a new general hedge accounting standard which will align hedge accounting more closely with risk management. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted.

Additional Disclosure for Venture Issuers Without Significant Revenue

The business of the Company entails significant risks, and an investment in the securities of the Company should be considered highly speculative. An investment in the securities of the Company should only be undertaken by persons who have sufficient financial resources to enable them to assume such risks. The following is a general description of all material risks, which can adversely affect the business and in turn the financial results, ultimately affecting the value of an investment the Company:

The Company has no significant revenues.

The Company has limited funds.

There is no assurance that the Company can access additional capital.

There is no assurance that the Company will be successful in its quest to find a commercially viable quantity of mineral resources.

The Company has a history of operating losses and may have operating losses and a negative cash flow in the future.

The Company's auditors have indicated that U.S. reporting standards would require them to raise a concern about the company's ability to continue as a going concern.

Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements.

Table of Property Contractual Obligations

Post Creek

<u>Date</u>	<u>Cash</u>	<u>Issuance of shares</u>		<u>Exploration Requirements</u>	
On or before April 5, 2010	\$ 12,500	400,000	paid & issued		
On or before April 5, 2011	\$ 30,000	300,000	paid & issued	\$ 15,000	Exploration requirements to April 5, 2011 \$624,715
On or before April 5, 2012	\$ 50,000	300,000	paid & issued	\$ 15,000	Exploration requirements to April 5, 2012 \$830,127
On or before April 5, 2013	\$ 15,000	-	paid	\$ 15,000	Exploration requirements to April 5, 2013 \$975,049
On or before April 5, 2014	\$ 15,000	-	paid	\$ 15,000	
On or before April 5, 2015	\$ 15,000	-	paid	\$ 15,000	

Halcyon

<u>Date</u>	<u>Cash</u>	<u>Issuance of shares</u>		<u>Exploration Requirements</u>	
On or before April 5, 2010	\$ 15,000	300,000	paid & issued		
On or before April 5, 2011	\$ 25,000	200,000	paid & issued	\$ 22,000	Exploration requirements to April 5, 2011 \$40,299
On or before April 5, 2012	\$ 35,000	200,000	paid & issued	\$ 22,000	Exploration requirements to April 5, 2012 \$53,985
On or before April 5, 2013	\$ 15,000		paid	\$ 22,000	Exploration requirements to April 5, 2013 \$80,675
On or before April 5, 2014	\$ 15,000	-	paid	\$ 22,000	
On or before April 5, 2015	\$ 15,000	-	paid	\$ 22,000	

Related Party Transactions

Related party transactions were in the normal course of business and have been recorded at the exchange amount which is the fair value agreed to between the parties. Amounts due to related parties are unsecured, non-interest bearing and without specific terms of repayment.

During the year ended December 31, 2015 and prior years ending December 31, 2014 and 2013, the Company entered into transactions with related parties comprised of directors, officers and companies with common directors as follows:

<u>Related party</u>	<u>Nature of transaction</u>
Mount Morgan Resources Ltd.	Geological consulting fees provided by Mark Fedikow, President for a monthly retainer of \$6,000. Effective June 16, 2014, Mark Fedikow was assigned interim CEO until December 2014. Effective September 1, 2015, Mark Fedikow was appointed a full-time employee position as President for an annual salary of \$200,000.
Dockside Capital Group Inc.	Management fees for services provided by 2 directors for a monthly retainer of \$4,000.
VMS Ventures Inc.	Management fees for services provided by Rick Mark for a monthly retainer of \$8,000, as amended April 1, 2013, CEO, effective June 15, 2014 Rick Mark resigned, Cheryl Messier for a monthly retainer of \$5,750, effective January 1, 2014, CFO, Neil Richardson adjusted monthly retainer of \$6,000, COO and shared administrative costs. Effective January 1, 2015, separate employee agreements were done for Neil and Cheryl separating both Companies. The North American Nickel Inc. agreements provided a monthly fee to Neil of \$10,000 and a monthly fee to Cheryl of \$5,750.
Jim Clucas	A stipend of \$2,000 per month for an independent director.
667981 BC Ltd.	A stipend to John Roozendaal of \$2,000 per month for an independent director.
John Sabine	A stipend of \$3,000 per month for a director and non-executive chairman.
Keith Morrison	Appointed CEO for a monthly retainer of \$27,083.
Christopher Messina	A stipend of \$2,000 per month for an independent director.

Included in trade payables and accrued liabilities as at December 31, 2015 is \$24,026 (2014 - \$216,877) owing to directors for stipends \$8,100, owing to VMS for share administrative costs \$15,926.

During the year ended December 31, 2015, the Company recorded \$216,895 (2014 - \$nil) in legal fees (\$182,305) and share issuance costs (\$34,590) charged by a legal firm in which the Company's chairman is a consultant.

During the year ended December 31, 2015, the Company recorded \$35,794 (2014 - \$17,279) in rent and utilities expense to VMS Ventures Inc.

For the year ended December 31, 2015, the Company paid \$546,962 (2014 - \$318,683) for management fees. Paid to Keith Morrison, CEO was \$350,000, Mark Fedikow, President was \$58,962 and paid to directors for stipends was \$138,000.

Included in exploration and evaluation assets for the period ended December 31, 2015 is \$94,039 (2014 - \$67,389) which was paid regarding geological fees for Neil Richardson, COO of \$94,039.

Included in geological consulting fees for the year ended December 31, 2015 is \$72,104 (2014 - \$51,960) which Mount Morgan Resources Ltd. was paid \$48,000 regarding geological fees for Mark Fedikow, President and \$24,104 was paid regarding geological fees for Neil Richardson, COO.

The Company has identified certain directors and certain senior officers as its key management personnel. The compensation costs for key management personnel for the year ended December 31, 2015 and December 31, 2014 are as follows:

	Year ended	
	December 31, 2015	December 31, 2014
Geological consulting fees - expensed	\$ 72,104	\$ 51,960
Geological consulting fees - capitalized	94,039	67,389
Management fees - expensed	546,962	174,683
Termination benefits included in management fees	-	144,000
Salaries - expensed	77,333	69,000
Stock-based compensation	35,794	1,681,356
	<u>\$ 826,232</u>	<u>\$ 2,188,388</u>

Share Capital Data

The following table sets forth the Company's share capital data as at April 12, 2016

Common Shares

-issued & outstanding 207,629,506

Preferred Shares

-issued & outstanding 590,931

Options

-issued & outstanding 15,930,500

Warrants

-issued & outstanding 27,738,344

Further Information

Additional information about the Company is available at the Canadian disclosure website www.sedar.com