ROBEX

CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2014 and 2013

April 16, 2015

Independent Auditor's Report

To the Shareholders of
Robex Resources Inc.

We have audited the accompanying consolidated financial statements of Robex Resources Inc. and its subsidiaries, which comprise the consolidated balance sheet as at December 31, 2014 and the consolidated statements of loss, comprehensive income (loss), changes in equity and cash flows for the year then ended, and the related notes, which comprise a summary of significant accounting policies and other explanatory information.

Management's responsibility for the consolidated financial statements
Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

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

PricewaterhouseCoopers LLP/s.r.l./s.e.n.c.r.l
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Opinion
In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Robex Resources Inc. and its subsidiaries as at December 31, 2014 and their financial performance and their cash flows for the year then ended in accordance with International Financial Reporting Standards.

Emphasis of matter
Without qualifying our opinion, we draw attention to note 1 in the consolidated financial statements which states matters and conditions indicating the existence of a material uncertainty that may cast significant doubt about the ability of Robex Resources Inc. and its subsidiaries to continue as a going concern.

Other Matter
The financial statements of Robex Resources Inc. for the year ended December 31, 2013, were audited by another auditor who expressed an unmodified opinion on those statements on April 25, 2014.

PricewaterhouseCoopers LLP[1]

[1] CPA auditor, CA, public accountancy permit No. A121191

CONSOLIDATED STATEMENTS OF LOSS
YEARS ENDED DECEMBER 31

(all amounts are in Canadian dollars unless otherwise indicated)

	2014	2013
	$	$
INCOME		
Interest	**1,718**	18,218
Others	**1,912**	2,600
	3,630	20,818
EXPENSES		
Administration expenses - note 8	**4,243,067**	1,134,283
Operating expenses - note 8	**166,317**	---
Stock-based compensation expense	**31,665**	35,208
Professional expenses	**1,671,964**	876,333
Financial fees - note 8	**1,000,937**	400,475
Foreign exchange losses	**127,156**	619,426
Change in fair value of financial liabilities - note 28	**(1,319,448)**	(410,573)
Depreciation of property, plant and equipment and intangible assets	**792,289**	132,659
Provision for impairment of mining properties	**4,219,147**	1,076,052
	10,933,094	3,863,863
NET LOSS	**10,929,464**	3,843,045
NET LOSS FOR THE YEAR ATTRIBUTABLE TO:		
Common shareholders	**10,549,484**	3,818,523
Non-controlling interests	**379,980**	24,522
	10,929,464	3,843,045
NET LOSS PER SHARE, BASIC AND DILUTED - note 24	**0.037**	0.014

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

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
YEARS ENDED DECEMBER 31

(all amounts are in Canadian dollars unless otherwise indicated)	**2014** **$**	2013 $
NET LOSS	**(10,929,464)**	(3,843,045)
Other comprehensive income (loss) - Items that may be reclassified subsequently to profit or loss		
Exchange difference	**(1,708,369)**	3,906,971
COMPREHENSIVE INCOME (LOSS)	**(12,637,833)**	63,926
COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:		
Common shareholders	**(12,257,853)**	88,448
Non-controlling interests	**(379,980)**	(24,522)
	(12,637,833)	63,926

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Year ended December 31, 2014

(all amounts are in Canadian dollars unless otherwise indicated)

	Share capital	Reserve - Stock options	Deficit	Accumulated other comprehensive loss (note 21)	Total	Non-controlling interests	Total equity
Balance as at December 31, 2013	45,253,460	2,381,571	(22,560,505)	2,232,980	27,307,506	(23,584)	27,283,922
Net loss	---	---	(10,549,484)	---	(10,549,484)	(379,980)	(10,929,464)
Exchange difference	---	---	---	(1,719,132)	(1,719,132)	10,763	(1,708,369)
Comprehensive loss for the year	---	---	(10,549,484)	(1,719,132)	(12,268,616)	(369,217)	(12,637,833)
Share issue - note 20	2,649,000	---	---	---	2,649,000	---	2,649,000
Share issue expenses	(13,245)	---	---	---	(13,245)	---	(13,245)
Stock options exercised during the year - note 20	54,875	(21,125)	---	---	33,750	---	33,750
Stock options charged to expense during the year - note 20	---	31,665	---	---	31,665	---	31,665
Balance as at December 31, 2014	**47,944,090**	**2,392,111**	**(33,109,989)**	**513,848**	**17,740,060**	**(392,801)**	**17,347,259**

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

ROBEX RESOURCES INC.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Year ended December 31, 2013

(all amounts are in Canadian dollars unless otherwise indicated)

	Share capital	Reserve - Stock options	Deficit	Accumulated other compren-hensive loss (note 21)	Total	Non-controlling interests	Total equity
Balance as at December 31, 2012	43,853,774	2,392,263	(18,736,982)	(1,673,991)	25,835,064	938	25,836,002
Net loss	---	---	(3,818,523)	---	(3,818,523)	(24,522)	(3,843,045)
Exchange difference	---	---	---	3,906,971	3,906,971	---	3,906,971
Comprehensive loss for the year	---	---	(3,818,523)	3,906,971	88,448	(24,522)	63,926
Share issue - note 20	1,000,000	---	---	---	1,000,000	---	1,000,000
Exercise of warrants - note 17	282,536	---	---	---	282,536	---	282,536
Share issue expenses	---	---	(5,000)	---	(5,000)	---	(5,000)
Stock options exercised during the year - note 20	117,150	(45,900)	---	---	71,250	---	71,250
Stock options charged to expense during the year - note 20	---	35,208	---	---	35,208	---	35,208
Balance as at December 31, 2013	**45,253,460**	**2,381,571**	**(22,560,505)**	**2,232,980**	**27,307,506**	**(23,584)**	**27,283,922**

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

CONSOLIDATED BALANCE SHEETS

(all amounts are in Canadian dollars unless otherwise indicated)

	December 31, 2014 $	December 31, 2013 $
ASSETS		
CURRENT		
Cash and cash equivalents	**787,754**	5,523,373
Inventories - note 9	**2,502,596**	19,526
Accounts receivable - note 10	**354,201**	1,521,961
Prepaid expenses	**50,759**	---
	3,695,310	7,064,860
DEPOSITS PAID	**14,011**	13,611
MINING PROPERTIES - notes 11 and 12	**16,684,331**	20,820,555
PROPERTY, PLANT AND EQUIPMENT - note 13	**44,093,098**	25,607,220
INTANGIBLE ASSETS - note 14	**209,520**	253,152
	64,696,270	53,759,398
LIABILITIES		
CURRENT		
Bank overdraft	**240,804**	---
Accounts payable - note 15	**10,967,392**	2,026,257
Current portion of long-term debt - note 16	**13,592,511**	3,239,964
Lines of credit - note 16	**6,497,663**	1,350,398
	31,298,370	6,616,619
CONVERTIBLE DEBENTURES - note 19		
Conversion rights at fair value	**3,028,967**	4,332,495
Debt component at amortized cost	**8,726,262**	7,393,378
WARRANTS - note 17	**2,857,793**	3,131,898
LONG-TERM DEBT - note 16	**1,070,001**	4,790,943
ENVIRONMENTAL LIABILITIES - note 18	**367,618**	210,143
	47,349,011	26,475,476
EQUITY		
Share capital - note 20	**47,944,090**	45,253,460
Reserve - stock options - note 20	**2,392,111**	2,381,571
Deficit	**(33,109,989)**	(22,560,505)
Accumulated other comprehensive loss - note 21	**513,848**	2,232,980
	17,740,060	27,307,506
Non-controlling interests	**(392,801)**	(23,584)
	17,347,259	27,283,922
	64,696,270	53,759,398

Going concern (note 1)
Commitments (note 27)
Subsequent events (note 30)
The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31

(all amounts are in Canadian dollars unless otherwise indicated)

	2014	2013
	$	$
CASH FLOWS FROM THE FOLLOWING ACTIVITIES :		
Operating		
Net loss	**(10,929,464)**	(3,843,045)
Adjustments for :		
Changes in fair value of financial liabilities	**(1,319,448)**	(410,573)
Exchange difference	**166,797**	335,628
Financial expenses	**999,219**	382,257
Depreciation of property,plant and equipment and intangible assets	**792,289**	132,659
Environnemental liabilities	**166,317**	---
Provision for impairment of mining properties	**4,219,147**	1,076,052
Stock-based compensation expense	**31,665**	35,208
Net changes in non-cash working capital items - note 22	**733,625**	(21,955)
Interest paid	**(280,696)**	(865,665)
Interest received	**1,718**	18,218
	(5,418,831)	(3,161,216)
Investing		
Increase in deposits paid	**(400)**	(13,611)
Acquisition of mining properties	**(719,924)**	(1,665,222)
Acquisition of property, plant and equipment	**(12,949,637)**	(20,298,925)
Acquisition of intangible assets	**(41,647)**	(252,596)
	(13,711,608)	(22,230,354)
Financing		
Long-term debt contracted	**13,961,929**	15,707,129
Repayment of long-term debt	**(1,931,260)**	(6,528,458)
Issue of convertible debentures	**---**	11,940,000
Issue and subscription of common shares	**1,488,750**	1,345,750
Share issue expenses	**(13,245)**	(5,000)
	13,506,174	22,459,421
Effect of exchange rate changes on cash and cash equivalents	**647,842**	138,065
Decrease in cash and cash equivalents	**(4,976,423)**	(2,794,084)
Cash and cash equivalents - Beginning of year	**5,523,373**	8,317,457
Cash and cash equivalents - End of year	**546,950**	5,523,373
Cash and cash equivalents are composed of:		
Cash and cash equivalents	**787,754**	5,523,373
Bank overdraft	**(240,804)**	---
	546,950	5,523,373

Additionnal information (note 22)

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

1 - NATURE OF OPERATIONS AND GOING CONCERN

Nature of activities

Robex Resources Inc. (the "Company") is a junior Canadian exploration and mining development company, which currently holds five exploration licenses, all located in Mali, in West Africa. These permits all demonstrate a favourable geology with a potential to discover of gold deposits. In addition to their exploration activities, the Company is notably developing the Nampala deposit located on the Mininko permit, for which a feasibility study was conducted and demonstrates profitability for the operation of a mine. The Company is currently working on developing its "doré" production facilities, to achieve the level of commercial production planned. The head office address is 437, Grande-Allée Est, Québec (Quebec) G1R 2J5, Canada.

Going concern

The accompanying consolidated financial statements have been prepared using generally accepted accounting principles (GAAP) applicable to a going concern, which contemplates the realization of assets and settlement of liabilities in the normal course of business as they come due. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. Management is aware in making its assessment of material uncertainties related to events and conditions that lend a significant doubt upon the Company’s ability to continue as a going concern and accordingly, the appropriateness of the use of IFRS applicable to a going concern, as described in the following paragraph. These consolidated financial statements do not reflect the adjustment to the carrying values of assets and liabilities, expenses and consolidated balance sheet classifications that would be necessary were the going concern assumption inappropriate. These adjustments could be material.

The Company recorded a net loss of $10,929,464 for the year ended December 31, 2014, and has an accumulated deficit of $33,109,989 as at December 31, 2014. In addition to ongoing working capital requirements, the Company must secure sufficient funding to meet its obligations and existing commitments for exploration and evaluation programs, for mining development and pay general and administration costs. As at December 31, 2014, the Company had working capital deficiency of $27,603,060, including cash and cash equivalents of $787,754. As at December 31, 2014, management considered that these funds are insufficient for the Company to continue operating. Subsequently as at December 31, 2014, the Company received an amount due to the issuance of a private placement and repaid a long-term debt through the issuance of share capital [note 30].

As long as the Company will not be in operation, the continuation of its activities depends on its ability to raise additional financing by through the issue of debt or equity instruments. While management has been successful in securing financing in the past, there can be no assurance it will be able to do so in the future, that such sources of funding or initiatives will be available to the Company or that they will be available on terms acceptable to the Company. If management is unable to obtain new funding, the Company may be unable to continue its operations, and amounts realized for assets might be less than amounts reflected in these consolidated financial statements.

1 - NATURE OF OPERATIONS AND GOING CONCERN - (Continued)

Going concern - (continued)

Although the Company has taken steps to verify the title to mining properties in which it has an interest in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements and may not be in compliance with regulatory requirements.

For several years Mali has been affected by the armed conflict in the northern area. Although geopolitical conditions have improved, especially since the presidential elections that were held on August 11, 2013, and despite the fact that the licenses held by the Company are located in the southern and western part of Mali, there is always a risk that the Company cannot cover its assets or assume liabilities, or continue its activities, including the operation of its Nampala mine in the event that the geopolitical context deteriorates.

2 - BASIS OF PRESENTATION

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and were approved by the Board of Directors on April 16, 2015.

3 - SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

These consolidated financial statements have been prepared on a going concern basis, under the historical cost convention, except for the revaluation of certain financial assets at fair value.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company, its subsidiaries and those of African Peak Trading House Limited, in which Robex Resources Inc. has made a significant investment, in which all after-tax earnings are redistributed to the Company in the form of preferred dividends. The Company's subsidiaries are Robex N'Gary SA in which the Company holds an 85% interest, Robex Resource Mali SARL, which is wholly-owned and Nampala SA, in which the Company holds a 90% interest. These three subsidiaries are all located in Mali. All intercompany transactions and balances are eliminated.

Non-controlling interests in the net assets of consolidated subsidiaries are presented within equity but separate from the Company's equity. Non-controlling interests consist of the non-controlling interests at the date of the original business combination plus the non-controlling interests' share of recognized changes in equity since the date of acquisition.

Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Functional and presentation currency

The Canadian dollar is the presentation currency. The Company's functional currency is the CFA franc. These consolidated financial statements are translated into the presentation currency as follows: assets and liabilities are translated into Canadian dollars at the exchange rate in effect on the date of the balance sheet. The foreign currency translation adjustment arising from such translation is included in accumulated other comprehensive loss in the shareholders' equity. Income and expenses are translated at the exchange rate in effect on the date of the transaction.

Foreign currency translation

Transactions denominated in currencies other than the functional currency are translated into the relevant functional currency as follows: monetary assets and liabilities are translated at the exchange rate in effect on the date of the balance sheet, and income and expenses are translated at the exchange rate in effect on the date of the transaction. Non-monetary assets and liabilities measured at historical cost and denominated in a foreign currency are translated using the exchange rate at the date of the transaction; and non-monetary items that are measured at fair value and denominated in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Foreign exchange gains and losses arising from such translation are recorded in profit or loss.

Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provision of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

All financial instruments are required to be measured at fair value on initial recognition. Subsequent to initial recognition, financial assets and financial liabilities are measured based on their classification. At initial recognition, the Company classifies its financial instruments in the following categories:

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Financial instruments - (continued)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

Loans and receivables are recognized initially at the amount expected to be received, less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, they are measured at amortized cost using the effective interest method less a provision for impairment. Loans and receivables are included in current assets, except for those with maturities greater than twelve months after the end of the reporting period, which are classified as non-current assets.

The Company's loans and receivables include cash and cash equivalents, accounts receivable and deposits paid.

Financial liabilities at amortized cost

Financial liabilities at amortized cost include bank overdraft, accounts payable, lines of credit, the debt component of convertible debentures and long-term debt. Financial liabilities are initially recognized at the amount required to be paid, less, when material, a discount to reduce the payables to fair value. Subsequently, they are measured at amortized cost using the effective interest method. They are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.

Derivative financial instruments

Financial liabilities at fair value include warrants and the conversion rights of the convertible debentures and the variation thereof is recorded in profit or loss.

The convertible debentures (note 19) are valued in Canadian dollars, which is not the functional currency of the Company. Therefore, they must be separated in a debt component and a derivative financial instrument component, based on the characteristics listed in the description of the share capital of the Company. The fair value of the derivative financial instrument associated with the debenture was initially evaluated using the Black and Scholes model. This amount has been classified as a liability and measured initially and subsequently at fair value until the instrument is converted or the expiry date has arrived, with exchange differences recorded in profit or loss. The difference between the fair value and the amount of funding was allocated to the debt component of the debenture. This will be amortized until it is carried out or until the expiry date.

Due to a settlement currency other than the functional currency, the warrants do not qualify as equity instruments and are classified as derivative instruments in the liability section. They are measured initially and subsequently at fair value.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Transaction costs

Transaction costs related to financial instruments, that are not classified as assets or liabilities at fair value through profit or loss are recognized as adjustments to the cost of the financial instrument in the balance sheet, at the time of initial recognition and are amortized using the effective interest rate.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, balances with banks and other highly liquid short-term investments with original maturities of three months or less or that can be redeemed at any time without penalties.

Inventories

Material extracted from mines is classified as either ore or waste. Ore represents material that, at the time of extraction, is expected to be processed into a saleable form and sold at a profit. Raw materials are comprised of ore in stockpiles. Ore is accumulated in stockpiles that are subsequently processed into gold in a saleable form. Work in process represents gold in the processing circuit that has not completed the production process, and is not yet in a saleable form. Mine operating supplies represent commodity consumables and other raw materials used in the production process, as well as spare parts and other maintenance supplies that are not classified as property, plant and equipment.

Inventories are valued at the lower of cost and net realizable value. Cost is determined on a weighted average basis and includes all costs incurred, based on a normal production capacity, in bringing each product to its present location and condition. Cost of inventories includes direct labour, materials and contractor expenses and an allocation of mine site overhead costs. As ore is sent to the mill for processing, costs are reclassified out of inventory based on the average cost per tonne of the stockpile.

The Company records provisions to reduce inventory to net realizable value to reflect changes in economic factors that impact inventory value and to reflect present intentions for the use of slow moving and obsolete supplies inventory. Net realizable value is determined with reference to relevant market prices less applicable variable selling expenses. Provisions recorded also reflect an estimate of the remaining costs of completion to bring the inventory into its saleable form. Provisions are also recorded to reduce mine operating supplies to net realizable value, which is generally calculated by reference to its salvage or scrap value, when it is determined that the supplies are obsolete. Provisions are reversed to reflect subsequent recoveries in net realizable value where the inventory is still on hand.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Mining properties

Expenditures incurred on activities that precede exploration for and evaluation of mineral resources, being all expenditures incurred prior to securing the legal rights to explore an area, are expensed immediately.

Exploration expenditures include rights in mining properties, paid or acquired through an acquisition of assets, and costs related to the initial search for mineral deposits with economic potential or to obtain more information about existing mineral deposits.

Mining rights are recorded at acquisition cost or at fair value in the case of a loss in value caused by an impairment of value. Mining rights and options to acquire undivided interests in mining rights are depreciated only as these properties are put into production. These costs are written off when properties are abandoned or when cost recovery or access to resources is uncertain. Proceeds from the sale of mining properties are applied against the related carrying amount and any excess or shortfall is recorded as a gain or loss in the consolidated statement of income (loss). In the case of partial sale, if the carrying amount exceeds the proceeds, only the losses are recorded.

Exploration expenditures also typically include costs associated with prospecting, sampling, trenching, drilling and other work involved in searching for ore like topographical, geological, geochemical and geophysical studies. Generally, expenditures relating to exploration activities are capitalization when it is more likely than not that future economic benefits will be realized. The assessment of probability is based on factors such as the level of exploration and the degree of management’s confidence in the ore body.

Exploration and evaluation expenditures reflect costs related to establishing the technical and commercial viability of extracting a mineral resource identified through exploration or acquired through a business combination or asset acquisition. Exploration and evaluation expenditures include the cost of:

- establishing the volume and grade of deposits through drilling of core samples, trenching and sampling activities in an ore body that is classified as either a mineral resource or a proven and probable reserve;
- determining the optimal methods of extraction and metallurgical and treatment processes;
- studies related to surveying, transportation and infrastructure requirements;
- permitting activities; and
- economic evaluations to determine whether development of the mineralized material is commercially justified, including scoping, prefeasibility and final feasibility studies.

Exploration and evaluation expenditures are capitalized if management determines that there is sufficient evidence to support probability of generating positive economic returns in the future. When a mine project moves into the development phase, exploration and evaluation expenditures are capitalized to mine development costs. If an exploration and evaluation activity does not prove viable, all irrecoverable costs with the project are written off. Exploration and evaluation expenditures include overhead expenses directly attributable to the related activities.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Mining properties - (continued)

Impairment loss

The recoverability of amounts shown as mining properties is dependent upon the discovery of recoverable reserves on the economical plan, the ability of the Company to obtain necessary financing to complete the development and future profitable production or proceeds from the disposition. The amount appearing as mining interests do not necessarily represent the current or future value of the mining interests.

Mining properties are reviewed for impairment at each reporting date whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment test is performed when impairment indicators arise, typically when one of these conditions occurs:

- The right to explore in the specific area expires or will expire in the near future and is not expected to be renewed;
- No exploration expense and subsequent evaluation in the specific area is planned or in the budget;
- No resource discovery is commercially viable and the Company has decided to cease exploration in the specific area;
- Sufficient work has been done to indicate that the carrying amounts of the expense recognized in the asset will not be fully recovered.

An impairment loss is recognized for the amount by which the carrying amount of a mining property exceeds its recoverable amount. For the purpose of measuring the recoverable amount, mining properties are grouped at the lowest levels for which there are separately identifiable cash flows ("cash-generating unit" or "CGU"). The recoverable amount of a mining property is the higher of its fair value less costs of disposal and its value in use. The value in use is determined based on the present value of the expected future cash flows of the relevant asset or CGU. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount.

The Company evaluates impairment losses at each reporting date for potential reversals when events or circumstances warrant such consideration.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Property, plant and equipment

Property, plant and equipment are initially and subsequently recorded at cost less accumulated depreciation and impairment. Cost includes expenditures that are directly attributable to the acquisition of an asset. 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 can be measured reliably. The carrying amount of a replaced asset is derecognized when replaced.

Repairs and maintenance costs are charged to the consolidated statement of income (loss) during the period in which they are incurred.

Depreciation is calculated to amortize the cost of the property, plant and equipment less their residual values over their estimated useful lives, using the units of production method, the straight-line method or the declining balance method.

Category	Method	
Mining development costs	Units of production	
Equipment related to mining operations	Units of production	
Buildings and office development	Straight-line	3 to 6 years
Tools, equipment and vehicles	Declining balance	20% to 30%
Exploration equipment	Declining balance	20% to 45%

Depreciation of exploration equipment is expensed or capitalized to mining properties according to the capitalization policy of mining properties. Depreciation of property, plant and equipment, if related to mine development expenditures, is capitalized in mine development costs. These amounts will be recognized in the consolidated statement of income (loss) through depreciation of property, plant and equipment when they are put into production. For those which are not related to exploration and development activities, depreciation expense is recognized directly in the consolidated statement of income (loss).

The Company allocates the amount initially recognized in respect of an item of property, plant and equipment to its significant parts and depreciates separately each such part. Residual values, method of depreciation and useful lives of the assets are reviewed annually and adjusted if appropriate. In case of change in these estimates, they are accounted for prospectively.

Gains and losses on disposals of property, plant and equipment are determined by comparing the proceeds with the carrying amount of the asset and are included in the consolidated statement of income (loss).

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Property, plant and equipment - (continued)

Mine development costs

The mine development phase generally begins after completion of a feasibility study and the decision by management to proceed with the commercial development of a project and ends upon the commencement of commercial production. Mine development expenditures include costs incurred in accessing the ore body. The costs included in the mining properties in regard to the properties placed into production are added to these costs.

Once a project enters commercial production, the overall costs associated with this project are depreciated on a unit-of-production basis.

Stripping costs

In open pit mining operations, it is necessary to remove overburden and other waste materials to access ore from which minerals can be extracted economically. The process of mining overburden and waste materials is referred to as stripping. Stripping costs incurred in order to provide initial access to the ore body (referred to as pre production stripping) are capitalized as mine development costs and are amortized when the ore in which the costs are attached is extracted from the pit and the mine is considered operational. When these costs are directly attributable to the development of a tangible asset category, they are recorded into it.

It may be also required to remove waste materials and to incur stripping costs during the production phase of the mine. The Company recognizes a stripping activity asset if all of the below conditions are met:

(i) It is probable that the future economic benefit (improved access to the component of the ore body) associated with the stripping activity will flow to the Company.

(ii) The Company can identify the component of the ore body for which access has been improved.

(iii) The costs relating to the stripping activity associated with that component can be measured reliably.

The Company measures the stripping activity at cost based on an accumulation of costs incurred to perform the stripping activity that improves access to the identified component of ore, plus an allocation of directly attributable mine site overhead costs.

After initial recognition, the stripping activity asset is carried at cost less depreciation and impairment losses in the same way as the existing asset of which it is a part.

The stripping activity asset is depreciated over the expected useful life of the identified components.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Property, plant and equipment - (continued)

Assets under construction

Assets under construction include borrowing costs and the estimated present value of related environmental restoration obligations at recognition. Once they are brought into working condition for their intended use, depreciation begins.

Borrowing costs

Borrowing costs attributable to the acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognized as financial expenses in the consolidated statement of income (loss) in the period in which they are incurred.

Intangible assets

Intangible assets are initially and subsequently recorded at cost and amortized on a declining balance basis at an annual rate of 30 %.

Impairment of non-financial assets

Property, plant and equipment and intangible assets are tested for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating unit – "CGU"). The recoverable amount is the higher of its fair value less costs of disposal and value in use (being the present value of the expected future cash flows of the relevant asset or CGU). An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount.

The Company evaluates impairment losses for potential reversals when events or circumstances warrant such consideration.

Provision for asset retirement obligations

The Company records the present value of estimated costs of legal and constructive obligations required to restore locations in the period in which the obligation is incurred with a corresponding increase in the carrying amount of the related mining asset. For locations where mining activities have ceased, changes to provisions are charged directly to the consolidated statement of income (loss). The obligation is generally considered to have been incurred when mining assets are constructed or the ground environment is disturbed at the production location.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Provision for asset retirement obligations - (continued)

Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the reporting period, and are discounted to present value where the effect is material. The increase in the provisions due to passage of time is recognized as interest expense. Changes in assumptions or estimates are reflected in the period in which they occur.

The discounted liability is adjusted at the end of each period to reflect the passage of time, based on a risk-free real discount rate that reflects current market assessments, and changes in the estimated future cash flows underlying the obligation.

Income tax and deferred taxes

The tax expense for the period comprises current and deferred tax. Tax is recognized in the consolidated statement of income (loss), except if it concerns items recognized directly in equity. In this case, the related tax is also recognized directly in equity.

The Company provides for deferred income taxes using the liability method. Under this method, deferred income tax assets and liabilities are determined based on deductible or taxable temporary differences between financial statement values and tax values of assets and liabilities, using enacted or substantively enacted income tax rates at the balance sheet dates, that are expected to be in effect for the years in which the assets are expected to be recovered or the liabilities to be settled.

A deferred tax asset is only recognized in the event that it is probable that future taxable profits, against which the asset can be utilized, will be available.

Deferred tax assets and liabilities are presented as non-current and are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when deferred tax assets and liabilities levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Stock option plan

The Company grants stock options to directors, members of management, employees and service providers. The board offers such options for periods of up to five years, with no vesting period, except for stock options granted to the financial advisor for whom the options are exercisable for a period of 12 months at 25% per quarter, at prices determined by the Board of Directors.

The fair value of options is measured at the grant date using the Black and Scholes model and is recognized over the period during which employees acquire options. The fair value is recognized as an expense with offset to "Reserve - Stock options." The amount recognized as an expense is adjusted to reflect the number of options that are expected to be acquired.

3 - SIGNIFICANT ACCOUNTING POLICIES - (continued)

Income recognition

Revenues include the sale of gold and by-products (silver). Revenue from the sale of gold and silver is recognized when legal titles (rights and obligations) on metals are transferred to the buyer, it is probable that economic benefits associated with the transaction will flow to the Company and it can be measured reliably. Since the mine is still in the pre-production phase, proceeds from sales are recognized as a reduction of capitalized development costs, from the asset, as a fixed asset instead of being recognized as revenue.

Loss per share

Basic loss per share is calculated using the weighted average number of common shares outstanding during the year.

Diluted loss per share is calculated using the weighted average number of common shares outstanding during the year, plus the effects of dilutive potential common shares outstanding during the year. The treasury stock method is used to determine the dilutive effect of the warrants, stock options and the if-converted method is used for convertible debentures. Under these methods, the calculation of diluted loss per share is made, as if all dilutive potential shares had been issued at the later of the beginning of the year or the date of issuance, as the case may be, and as if the funds obtained thereby had been used to purchase common shares of the Company at the average quoted market value of the common shares during the year.

4 - CHANGES IN ACCOUNTING POLICIES

The Company has adopted the following new and revised standards, along with any consequential amendments, effective January 1, 2014. The accounting policies have been applied consistently by all subsidiaries of the Company.

IAS 36, Impairment of Assets

In May 2013, the IASB made amendments to the disclosure requirements of IAS 36, "*Impairment of Assets*", requiring disclosure, in certain instances, of the recoverable amount of an asset or CGU, and the basis for the determination of fair value less costs of disposal, when an impairment loss is recognized or when an impairment loss is subsequently reversed.

IFRIC 21, Levies ("IFRIC 21")

In May 2013, the IFRS Interpretations Committee ("IFRIC") issued International Financial Reporting Standard Interpretation 21, "*Levies*" ("IFRIC 21"), an interpretation on the accounting for levies imposed by governments. IFRIC 21 is an interpretation of IAS 37, "*Provisions, Contingent Liabilities and Contingent Assets*" ("IAS 37"). IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). IFRIC 21 clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.

The adoption of these standards and amendments did not have a significant impact on the Company's consolidated financial statements.

5 - FUTURE ACCOUNTING CHANGES

The Company has not yet adopted certain standards and amendments which have been issued but have an effective date of later than December 31, 2014.

(IAS 1), *Presentation of Financial Statements*

In December 2014, the IASB issued amendments to IAS 1, "*Presentation of Financial Statements*". These amendments clarify guidance on how to exercise professional judgment in determining the extent and structure of disclosures in financial statements. Since IAS 1 is a presentation standard, the amendments thereto, which are effective for annual periods beginning on or after January 1, 2016, will have no impact on the Company's profit or loss or financial position.

5 - FUTURE ACCOUNTING CHANGES - (Continued)

(IAS 15), *Revenue from contracts with customers*

In May 2014, , the IASB issued IFRS 15 *"Revenue from Contracts with Customers"*. The objective of this new standard is to provide a single, comprehensive revenue recognition model for all contracts with customers to improve comparability. This new standard contains principles that an entity will apply to determine the measurement of revenue and timing of when it is recognized. The underlying principle is that an entity will recognize revenue to depict the transfer of goods or services to customers at an amount that the entity expects to be entitled to in exchange for those goods or services. This new standard is effective for annual periods beginning on or after January 1, 2017. Early adoption is permitted. The Company has not yet assessed the impact that the new standard will have on its consolidated financial statements or whether or not to early adopt the new standard.

(IFRS 9), *Financial Instruments*

In July 2014, the IASB issued the final version of IFRS 9, *"Financial Instruments"*, and will replace IAS 39, *"Financial Instruments: Recognition and Measurement"*. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. Requirements relating to hedge accounting representing a new hedge accounting model have also been added to IFRS 9. The new standard is effective for annual periods beginning on or after January 1, 2018, and must be applied retrospectively. The Company has not yet assessed the impact that the new standard will have on its consolidated financial statements.

6 - CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The determination of estimates requires the exercise of judgement based on various assumptions and other factors such as historical experience and current and expected economic conditions. Actual results could differ from those estimates. Management believes that there is no critical judgement that may result in material adjustment to the carrying amounts of assets and liabilities.

Critical accounting estimates and assumptions

The preparation of financial statements in conformity with IFRS requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilitis and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Company also makes estimates and assumptions concerning the future.

6 - CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS - (Continued)

Impairment of property, plant and equipment

The Company's recoverability of its recorded value of its property, plant and equipment (including mining properties and associated deferred expenditures) is based on market conditions for metals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through mining operations or by sale.

Any change in the quality and quantity of recoverable ore reserves, expected selling prices and operating costs could materially affect the estimated fair value of mining assets, which could result in material write-downs or write-offs in the future.

Ore reserves and mineral resource estimates

Ore reserves are estimates of the amount of ore that can be economically and legally extracted from the Company's mining properties. The Company estimates its ore reserves and mineral resources based on information compiled by appropriately qualified persons relating to the geological and technical data on the size, depth, shape and grade of the ore body and suitable production techniques and recovery rates. Such an analysis requires complex geological judgements to interpretation of the data.

As the economic assumptions used may change and as additional geological information is produced during the operation of a mine, estimates of reserves may change. Such changes may impact the Company's reported financial position and results which include:

(i) The carrying value of property, plant and equipment may be affected due to changes in estimated future cash flows;

(ii) Amortization charges in the consolidated statement of income (loss) may change where such charges are determined using the units of production method, or where the useful life of the related assets change; and

(iii) Provisions for environmental restoration obligations may change - where changes to the reserve estimates affect expectations about when such activities will occur and the associated cost of these activities.

Estimated useful life of mining assets

The calculation of the units-of-production rate of amortization could be impacted to the extent that actual production in the future is different from current forecast production based on proved and probable ore reserve. This would generally arise when there are significant changes in any of the factors or assumptions used in estimating ore reserve.

6 - CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS - (Continued)

Estimated useful life of mining assets - (continued)

Management estimates the useful lives of mining assets based on the period during which the assets are expected to be available for use. The amounts and timing of recorded expenses for amortization of mining assets for any period as well as their net recoverable value amounts are affected by these estimated useful lives. The estimates are reviewed at least annually and are updated if expectations change as a result of changes in the ore reserves, of physical wear and tear, technical or commercial obsolescence and legal or other limits to use. It is possible that changes in these factors may cause significant changes in the estimated useful lives of the Company's mining assets in the future, therefore affecting the amortization and net realizable value of these assets.

Provision for environmental restoration obligations

The Company's mining and exploration activities are subject to various laws and regulations governing the protection of the environment. The Company recognizes management's best estimate for decommissioning and restoration obligations in the period in which they are incurred. Actual costs incurred in future periods could differ materially from the estimates. Additionally, future changes to environmental laws and regulations, life of mine estimates and discount rates could affect the carrying amount of this provision. Such changes could similarly impact the useful lives of assets depreciated on a straight-line-basis, where those lives are limited to the life of mine.

Fair value of warrants, conversion rights, convertible debentures and stock options

The Company makes certain estimates and assumptions when calculating the fair value of warrants, conversion rights, convertible debenture and stock options granted. The significant assumptions used include estimates of expected volatility, expected life and expected risk-free rate of return. Any change in these estimates or inputs use to determine fair value could result in a significant impact of the Company's future operating results, liabilities or other components of equity. Fair value assumptions used are described in notes 17 - *Warrants* , 19 - *Convertible debentures* and 20- *Share capital* .

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
Years ended on December 31, 2014 and December 31, 2013

(all amounts are in Canadian dollars unless otherwise indicated)

7 - SEGMENTED INFORMATION

A) Operating segments - The Company's operations are primarily directed towards the acquisition, exploration and production of gold in the West Africa area. As a result, the Company is organized as a single sector.

B) Geographic segments - The Company's assets by geographic areas are as follows :

			December 31, 2014
			$
	West Africa	**Canada**	**Total**
Inventories	**2,502,596**	**---**	**2,502,596**
Mining properties	**16,684,331**	**---**	**16,684,331**
Property, plant and equipment	**44,021,717**	**71,381**	**44,093,098**
Intangible assets	**209,520**	**---**	**209,520**
	63,418,164	**71,381**	**63,489,545**

			December 31, 2013
			$
	West Africa	Canada	Total
Inventories	19,526	---	19,526
Mining properties	20,820,555	---	20,820,555
Property, plant and equipment	25,528,503	78,717	25,607,220
Intangible assets	253,152	---	253,152
	46,621,736	78,717	46,700,453

8 - ADMINISTRATION EXPENSES, OPERATING EXPENSES AND FINANCIAL EXPENSES

	2014	2013
FINANCIAL EXPENSES	**$**	$
Real interest debt component of the convertible debenture	**1,194,000**	130,849
Imputed interest debt component of the convertible debenture	**1,332,884**	134,623
Interest on lines of credit	**817,407**	19,006
Interest on debts	**689,986**	881,799
Bank charges	**76,344**	34,313
	4,110,621	1200,590
Capitalized financial expenses - note 13	**3,109,684**	800,115
	1,000,937	400,475

(all amounts are in Canadian dollars unless otherwise indicated)

8 - ADMINISTRATION EXPENSES, OPERATING EXPENSES AND FINANCIAL EXPENSES - (continued)

ADMINISTRATION EXPENSES	**2014** **$**	2013 $
Salaries and fringe benefits	**2,537,708**	374,896
Travel fees	**432,537**	178,356
Congress	**2,389**	---
Insurance	**19,984**	8,024
Rent	**67,971**	22,538
Financial reporting and stock exchange fees	**115,132**	118,705
Marketing	**24,144**	2,770
Telecommunications	**141,037**	15,690
Office expenses	**78,353**	19,958
General expenses	**823,812**	393,346
	4,243,067	1,134,283
OPERATING EXPENSES		
Provision for rehabilitation of the site Nampala	**166,317**	---

9 - INVENTORIES

	2014 **$**	2013 $
Ore stockpiles	**513,879**	---
Work in progress inventory ("doré")	**329,192**	---
Parts and supplies	**1,659,525**	19,526
	2,502,596	19,526

10 - ACCOUNTS RECEIVABLE

	2014 **$**	2013 $
Advances to suppliers	**297,209**	1,305,845
Commodity taxes receivable	**30,195**	64,467
Other receivables	**26,797**	151,649
	354,201	1,521,961

ROBEX RESOURCES INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Year ended December 31, 2014

(all amounts are in Canadian dollars unless otherwise indicated)

11 - MINING PROPERTIES

	Diangounté (A)	Kolomba (B)	Mininko (C)	Sanoula (D)	N'Golopène (E)	Properties pending renewal (F)	
Undivided interest	100%	100%	100%	100%	49%		**Total**
Mining rights and titles							
Balance as at December 31, 2013	1,135,669	63,282	666,237	191,493	---	321,376	**2,378,057**
Acquisition costs	---	---	---	---	---	---	**---**
Provisions or sub-options	---	---	---	---	---	(307,854)	**(307,854)**
Impact of exchange rate changes	(47,784)	(2,663)	(28,032)	(8,057)	---	(13,522)	**(100,058)**
Balance as at December 31, 2014	**1,087,885**	**60,619**	**638,205**	**183,436**	**---**	**---**	**1,970,145**
Exploration costs							
Balance as at December 31, 2013	4,161,815	646,869	8,828,087	681,722	638,455	3,485,550	**18,442,498**
Expenses incurred	69,103	69,289	48,259	70,350	---	462,923	**719,924**
Provisions or write-offs	---	---	---	---	---	(3,911,293)	**(3,911, 293)**
Depreciation and amortization	39,628	39,628	26,638	39,627	---	142,876	**288,397**
Impact of exchange rate changes	(179,322)	(31,539)	(374,539)	(33,019)	(26,865)	(180,056)	**(825,340)**
Balance as at December 31, 2014	**4,091,224**	**724,247**	**8,528,445**	**758,680**	**611,590**	**---**	**14,714,186**
Total as at December 31, 2014	**5,179,109**	**784,866**	**9,166,650**	**942,116**	**611,590**	**---**	**16,684,331**

(all amounts are in Canadian dollars unless otherwise indicated)

11 - MINING PROPERTIES - (Continued)

	Diangounté (A)	Kolomba (B)	Mininko (C)	Sanoula (D)	N'Golopène (E)	Properties pending renewal (F)	
Undivided interest	85%	100%	100%	100%	49%		**Total**
Mining rights and titles							
Balance as at December 31, 2012	1,016,714	56,655	596,451	171,435	---	882,641	**2,723,896**
Acquisition costs	---	---	---	---	---	---	**---**
Provisions or sub-options	---	---	---	---	---	(664,535)	**(664,535)**
Impact of exchange rate changes	118,955	6,627	69,786	20,058	---	103,270	**318,696**
Balance as at December 31, 2013	**1,135,669**	**63,282**	**666,237**	**191,493**	**---**	**321,376**	**2,378,057**
Exploration costs							
Balance as at December 31, 2012	3,678,402	533,216	7,709,420	564,542	524,404	2,015,866	**15,025,850**
Expenses incurred	38,907	37,274	195,391	37,150	38 574	1,317,926	**1,665,222**
Provisions or write-offs	---	---	---	---	---	(411,518)	**(411,518)**
Depreciation and amortization	10,616	10,616	10,616	10,616	10 616	212,319	**265,399**
Impact of exchange rate changes	433,890	65,763	912,660	69,414	64,861	350,957	**1,897,545**
Balance as at December 31, 2013	**4,161,815**	**646,869**	**8,828,087**	**681,722**	**638,455**	**3,485,550**	**18,442,498**
Total as at December 31, 2013	**5,297,484**	**710,151**	**9,494,324**	**873,215**	**638,455**	**3,806,926**	**20,820,555**

11 - Mining properties - (continued)

(A) The mining title of Diangounté is 100% owned by Robex N'Gary SA, a Malian rights Company, of which Robex Resources Inc. holds 85% of the issued shares and N'Gary Transport, an unrelated Company, owns 15%. The license was awarded on May 18, 2009 and expires on May 17, 2016. The license has received a first renewal on October 9, 2012. The Company filed an application for renewal and is still waiting for that renewal.

The Company is subject to certain minimal requirements in terms of exploration work to be carried out over the validity of the permit.

(B) The Company holds the license, through its wholly-owned subsidiary, Robex Resources Mali SARL. This license was granted on January 17, 2013. The validity of this permit is 3 years renewable twice for 2 years, for a total of 7 years.

The Company is subject to certain minimal requirements in terms of exploration work to be carried out over the validity of the permit.

(C) Since April 30, 2007, the Company holds 100% of the mining titles of these properties and the seller benefited from a 2% NSR (Net Smelter Return) royalty on which the Company has a right of first refusal. During the year ended December 31, 2012, the Company completed the acquisition of half of the royalties for a cash consideration of $250,000. Now, the seller will receive a 1% NSR on which the Company still has a right of first refusal.

On November 8, 2011, the Company released a feasibility study confirming a possible profitable exploitation on the Mininko site.

On March 1, 2012, a wholly-owned subsidiary, Robex Resources Mali SARL, was granted a license for research and exploration. The duration of this permit is three years and is renewable twice. The duration of each renewal period is two years, for a total of 7 years. This permit expires on February 28, 2019.

On March 21, 2012, the subsidiary Nampala S.A., 90% owned by the Company, received its gold mining and mineral substances permit regarding a portion of the Mininko property. This exploitation permit is valid for 30 years.

In addition, when assigning the operating permit, the Malian government has been awarded 10% of the Nampala SA shares, for free. The Malian government could decide to acquire an additional 10% for a fee, which has not been done at the date of these financial statements.

The Company is subject to certain minimal requirements in terms of exploration work to be carried out over the validity of the permit.

11 - Mining properties - (continued)

(D) Since May 30, 2008, the Company holds 100% of mining titles through the subsidiary Robex Resources Mali SARL, a wholly-owned subsidiary. The seller will receive NSR royalties of 2% on which Robex Resources Inc. will have a right of first refusal.

The research and mining permit was granted on February 2, 2012. The permit is valid for a initial period of three years ans is renewable twice. Each period is equal to two years, for a total of seven years. This permit expires in February 2019.

The Company is subject to certain minimal requirements in terms of exploration work to be carried out over the validity of the permit.

(E) In July 2011, the Company entered into a partnership agreement with Resolute Mining Limited permitting the latter to acquire up to a 70% interest in the N'Golopene permit. Under the terms of this agreement, Resolute Mining Limited could acquire an initial holding of 51% in the joint venture once the following conditions are met: pay an initial amount of A$400,000 in the first 12 months of the agreement, either in cash or in shares of Resolute Mining Limited, or a combination of both and contribute financially to the joint venture for a total of US$1 million during the initial 2-year acquisition. After this period, Resolute Mining Limited may choose to acquire an additional 19% of the joint venture by investing an additional US$1.5 million in the 2 subsequent years or by completing a feasibility study. To date, a total of A$400,000 was received in relation to this agreement. This amount was recorded as a reduction of the value of the property. In addition, Resolute Mining Limited has invested more than US$1 million in the first 2 years. Therefore, Robex now owns only 49% of this joint venture.

An NSR of 2% will be retained by the seller, which can be repurchased by the Company.

The research and mining permit was assigned in May 2010 and is valid for 3 years, renewable twice, for a total of 7 years. The permit was renewed in August 2013 and the next renewal is scheduled for August 2015.

The Company is subject to certain minimal requirements in terms of exploration work to be carried out over the validity of the permit.

(F) The Company has invested in exploration, in the past, on 4 other mining properties in Mali which, as at December 31, 2014, were not renewed by the Malian government. Although the Company is currently taking steps to obtain the renewal of these permits and since it cannot assume the success of these renewals, the Company has decided to recognize an impairment loss on these permits.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
Years ended on December 31, 2014 and December 31, 2013

(all amounts are in Canadian dollars unless otherwise indicated)

12 - ACQUISITION COST OF MINING PROPERTIES AND DEFERRED EXPLORATION AND DEVELOPMENT EXPENSES

ACQUISITION COST OF MINING PROPERTIES	2014 $	2013 $
Balance at beginning	**2,378,057**	2,723,896
Provision for impairment	**(307,854)**	(664,534)
Impact of exchange rate changes	**(100,058)**	318,695
Balance at end	**1,970,145**	2,378,057

DEFERRED EXPLORATION AND DEVELOPMENT EXPENSES		
Balance at beginning	**18,442,498**	15,025,850
Add:		
Management fees	**54,436**	175,005
Exploration expenses	**442,151**	1,110,349
Equipment	**69,912**	48,169
Development fees	**62,215**	128,701
Travel expenses	**17,204**	108,433
Supplies and other	**74,006**	94,565
	719,924	1,665,222
Depreciation of property, plant and equipment and amortization of intangible assets	**288,397**	265,399
Provision for impairment	**(3,911,293)**	(411,518)
Impact of exchange rate changes	**(825,340)**	1,897,545
	(3,728,312)	3,416,648
Balance at end	**14,714,186**	18,442,498
TOTAL BALANCE	**16,684,331**	20,820,555

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Years ended on December 31, 2014 and December 31, 2013

(all amounts are in Canadian dollars unless otherwise indicated)

13 - PROPERTY, PLANT AND EQUIPMENT

	Defered development costs	Buildings and office development	Equipment related to mining operations	Tools, equipment and vehicles	Exploration equipment	**Total**
Cost						
Balance as at December 31, 2012	**---**	**469,123**	**1,558,807**	**313,296**	**1,321,214**	**3,662,440**
Additions						
Assets acquired	---	2,488,822	17,715,641	693,185	432,858	**21,330,506**
Impact of exchange rate changes	---	92,868	1,544,113	(56,767)	197,588	**1,777,802**
Balance as at December 31, 2013	**---**	**3,050,813**	**20,818,561**	**949,714**	**1,951,660**	**26,770,748**
Additions						
Assets acquired	6,659,377	520,502	13,214,704	1,026,817	---	**21,421,400**
Impact of exchange rate changes	(134,026)	(143,374)	(1,529,896)	(74,614)	(82,295)	**(1,964,205)**
Balance as at December 31, 2014	**6,525,351**	**3,427,941**	**32,503,369**	**1,901,917**	**1,869,365**	**46,227,943**

For the year ended December 31, 2014 ,an amount of nil is included in the acquisition costs representing the provision for obligations regarding environmental restoration ($210,143 for the year ended December 31, 2013). Also, for the year ended December 31, 2014, an amount of $58,888 relating to the amortization of certain assets were recorded into the cost of the equipment related to mining operations ($21,324 for the year ended December 31, 2013).

(all amounts are in Canadian dollars unless otherwise indicated)

13 - PROPERTY, PLANT AND EQUIPMENT - (Continued)

	Defered development costs	Buildings and office development	Equipment related to mining operations	Tools, equipment and vehicles	Exploration equipment	**Total**
Accumulated depreciation						
Balance as at December 31, 2012	**---**	**2,248**	**---**	**42,087**	**639,157**	**683,492**
Depreciation for the year	---	40,981	---	110,148	232,890	**384,019**
Impact of exchange rate changes	---	132	---	5,301	90,584	**96,017**
Balance as at December 31, 2013	**---**	**43,361**	**---**	**157,536**	**962,631**	**1,163,528**
Depreciation for the year	**---**	523,795	---	309,917	227,105	**1,060,817**
Impact of exchange rate changes	**---**	(17,950)	---	(20,418)	(51,132)	**(89,500)**
Balance as at December 31, 2014	**---**	**549,206**	**---**	**447,035**	**1,138,604**	**2,134,845**
Net amount:						
as at December 31, 2013	---	3,007,452	20,818,561	792,178	989,029	**25,607,220**
as at December 31, 2014	**6,525,351**	**2,878,735**	**32,503,369**	**1,454,882**	**730,761**	**44,093,098**

Property, plant and equipment with a carrying amount of $39,028,720 are not depreciated because they are either under construction or being installed as at December 31, 2014 ($20,818,561 as at December 31, 2013).

(all amounts are in Canadian dollars unless otherwise indicated)

14 - INTANGIBLE ASSETS

	2014	2013
	$	$
Software		
COST		
Balance at the beginning	**296,906**	20,459
Additions:		
Assets acquired	**41,647**	252,596
Impact of exchange rate changes	**(14,811)**	23 851
Balance at the end	**323,742**	296,906
ACCUMULATED DEPRECIATION		
Balance at the beginning	**43,754**	5,537
Amortization for the year	**75,320**	35,363
Impact of exchange rate changes	**(4,852)**	2 854
Balance at the end	**114,222**	43,754
Net amount:	**209,520**	253,152

15 - ACCOUNTS PAYABLE

	2014	2013
	$	$
Accrued interest	**642,925**	331,151
Payables to related parties	**769,861**	107,649
Other payables	**9,554,606**	1,587,457
	10,967,392	2,026,257

(all amounts are in Canadian dollars unless otherwise indicated)

16 - LONG-TERM DEBT

	2014	2013
	$	$
Loan from a supplier, annual interest rate of 10 %, payable in monthly instalments of $207,584 (97,001,777 CFA francs), principal and interest, until December, 2015.	**2,598,425**	4,679,907
Loan from a supplier, maximum amount of $3,210,005 (1,500,000,000 CFA francs), annual interest of 10.1%, secured by a land mortgage on the operating license for gold and minerals in the region of Nampala. The Company may not pay dividends before the settlement of payments due to the supplier. This loan is repayable in 36 monthly instalments of $89,167 (41,666,667 CFA francs) plus interest, until December, 2016, inclusive.	**3,210,005**	3,351,000
Loan from a shareholder of the Company, in the amount of $8,500,000, annual interest of 8%, secured by a legal hypothec on the universality of the Company's assets (note 30).	**8,854,082**	---
	14,662,512	8,030,907
Current portion of long-term debt	**13,592,511**	3,239,964
	1,070,001	4,790,943

The principal payments required over the next two years are as follows:

	$
2015	13,592,511
2016	1,070,001

Authorized lines of credit	2014	2013
	$	$
Authorized line of credit from a bank in Mali, for a maximum amount of $1,070,001 (500,000,000 CFA francs). Annual interest rate of 9%.	**1,035,734**	1,350,398
Authorized line of credit from a bank in Mali, for a maximum amount of $5,350,008 (2,500,000,000 CFA francs). Annual interest rate of 8%.	**5,461,929**	---
	6,497,663	1,350,398

17 - WARRANTS

The warrants that were granted varied as follows :

	2014		2013	
	Number	**Weighted average exercise price**	Number	Weighted average exercise price
Outstanding at the beginning	**81,388,888**	**$0.24**	101,811,438	$0.25
Exercised	**---**	**---**	(1,525,000)	$0.18
Cancelled or expired	**(1,388,888)**	**$0.30**	(18,897,550)	$0.26
Outstanding at the end	**80,000,000**	**$0.25**	81,388,888	$0.24
Exercisable	**80,000,000**	**$0.25**	81,388,888	$0.24

No warrants were issued during the year ended December 31, 2014 (no warrants issued for the year ended December 31, 2013).

The following table summarizes information about the Company's warrants as at December 31, 2014

Number	Exercise price	Remaining Life (years)
80,000,000	$0.25	2.8
80,000,000		

Since these instruments are payable in Canadian dollars, which is not the functional currency of the Company, stock purchase warrants do not respect the criteria defined by the IFRS for classification as equity instruments. They are thus considered as derivative instruments initially and subsequently valued at fair value and presented as financial liability. Any subsequent change in the fair value is recognized in profit or loss.

(all amounts are in Canadian dollars unless otherwise indicated)

17 - WARRANTS - (Continued)

Fair values measured as at December 31, 2014 and 2013 have been estimated using the Black-Scholes option-pricing model with the following assumptions:

	2014	2013
Risk-free interest rate	**1.00%**	1.65%
Expected volatility	**100.54%**	50.00%
Dividend yield	**0%**	0%
Expected life	**2.83 years**	3.83 years

The fair value of warrants is presented in note 28 hereinafter.

18 - ENVIRONMENTAL LIABILITIES

	December 31, 2014	December 31, 2013
	$	$
Provision related to the subsequent dismantling of the facilities being built on the Nampala site	**367,618**	210,143

The Company's activities are subject to various laws and regulations regarding environmental restoration and closure provisions for which the Company estimates future costs. These provisions may be revised on the basis of amendments to such laws and regulations and the availability of new information, such as changes in reserves corresponding to a change in the mine life and discount rates, changes in estimated costs of reclamation activities and acquisition or construction of a new mine. The Company makes a provision based on a best estimate of the future cost of rehabilitating mine sites and related production facilities on a discounted basis.

(all amounts are in Canadian dollars unless otherwise indicated)

19 - CONVERTIBLE DEBENTURES

The Company issued, on November 21, 2013, convertible debentures in the amount of $11,940,000, unsecured, maturing on November 20, 2016. This amount is convertible into 79,600,000 common shares of the Company until November 20, 2016 at a price of $0.15 per share. The debentures bear interest at 10% annually and are payable in cash on each anniversary date. Interest is not convertible into shares of the Company, but may be settled in shares of the Company based on the share price at that time, and subject to pre-approval of the Exchange. In certain situations, the Company has the possibility to make a redemption offer equal to 105% of the principal amount and accrued and unpaid interest to the holders prematurely.

The convertible debentures are divided into two components, the debt portion and the conversion right. The conversion right component was initially measured at fair value at the date of issuance of the debentures, on November 21, 2013, and the debt component was initially measured at residual value. For the year ended December 31, 2014, an amount of $1,194,000 was recorded as accrued interest ($130,849 for the year ended December 31, 2013) and an amount of effective interest of $1,332,884 was recorded on the debt portion of this debenture ($134,623 for the year ended December 31, 2013). The carrying amounts of these debentures are as follows:

	December 31, 2014 $	December 31, 2013 $
Conversion rights at fair value	**3,028,967**	4,332,495
Debt component at amortized cost	**8,726,262**	7,393,378
	11,755,229	11,725,873

Fair values of conversion rights measured as at December 31, 2014 and 2013 have been estimated using the Black-Scholes option-pricing model with the following assumptions:

	December 31, 2014	December 31, 2013
Risk-free interest rate	**1.00%**	1,10%
Expected volatility	**106.86%**	50%
Expected dividend yield	**0%**	0%
Remaining life	**1.89 years**	2,89 years

(all amounts are in Canadian dollars unless otherwise indicated)

20 · SHARE CAPITAL

Authorized :

Unlimited number of shares without par value:

Common shares

Preferred shares, non-voting, variable non-cumulative dividend not exceeding 14%, non-participating in the remaining assets, redeemable at the purchase price

	2014	2013
	$	$
Issued and fully paid		
310,165,539 common shares		
(December 31, 2013 - 283,425,539 common shares)	**47,944,090**	45,253,460

Year 2014

In December 2014, the Company issued 11,940,000 shares at a price of $0.10 per share in payment of a debt for gross proceeds of $1,194,000.

In November 2014, the Company closed a private placement consisting of 14,550,000 shares at a price of $0.10 per share for gross proceeds of $1,455,000.

Share issue costs relating to these private placements total $13,245.

In April 2014, the Company issued 250,000 shares following the exercise of stock options for a cash consideration of $33,750. The value of options exercised that was reclassified to share capital is $21,125.

Year 2013

In November 2013, the Company issued 6,666,667 shares for a cash consideration of $1,000,000.

In July 2013, the Company issued 250,000 shares following the exercise of stock options for a cash consideration of $35,000. The value of options exercised that was reclassified to share capital is $24,000.

In May 2013, the Company issued 250,000 shares following the exercise of options to purchase shares for a cash consideration of $36,250. The value of options exercised that was reclassified to share capital is $21,900.

In February 2013, the Company issued 1,525,000 common shares following the exercise of warrants for a cash consideration of $274,500. The fair value of warrants exercised that was reclassified to share capital is $8,036.

An amount of $5,000 was paid for the issuance of these shares. No financing costs have been paid concerning these issued shares in 2013.

(all amounts are in Canadian dollars unless otherwise indicated)

20 · SHARE CAPITAL (Continued)

Stock option plan

Pursuant to the stock option plan, the Company may award options to directors, officers, employees and consultants. The maximum number of common shares of the Company issuable under the plan is 10,000,000. The maximum number of common shares which may be reserved for issuance to any one optionee within a one-year period, other than a consultant or a person employed to provide investor relations activities to the Company, may not exceed 5% of the common shares issued and outstanding at the date of grant. At the moment of issue of the options, the Board of Directors will fix the exercise price and the expiry date of options and determines terms and conditions regarding the vesting rules at the time of the allocation date. Term of the options cannot exceed ten years and the exercise price can be a discounted price. The maximum number of common shares which may be reserved for issuance to a holder who is a consultant or a person employed to provide investor relations activities to the Company in any 12-month period, may not exceed 2% of the common shares issued and outstanding at the date of grant. Finally, options granted to a person retained to provide investor relations activities to the Company will be vested in stages over a period of no less than 12 months with no more than ¼ of the Option vesting in any 3-month period.

The stock options granted by the Company are payable in equity instruments of the Company.

The stock options varied as follows:

		2014		2013
	Quantity	**Weighted average exercise price**	Quantity	Weighted average exercise price
Oustanding at the beginning	**2,950,000**	**$0.19**	7,959,715	$0.19
Granted	**1,380,000**	**$0.20**	400,000	$0.20
Exercised	**(250,000)**	**$0.14**	(500,000)	$0.14
Cancelled or expired	**(725,000)**	**$0.19**	(4,909,715)	$0.21
Oustanding at the end	**3,355,000**	**$0.19**	2,950,000	$0.19
Exercisable	**2,481,666**	**$0.19**	2,950,000	$0.19

For the year ended December 31, 2014, the weighted average price per share during the exercise of stock options was $0.22 ($0.19 for the year ended December 31, 2013).

(all amounts are in Canadian dollars unless otherwise indicated)

20 · SHARE CAPITAL (Continued)

The total fair value of stock options granted for the year ended December 31, 2014 was $90,834 ($35,208 for the year ended December 31, 2013). For the year ended December 31, 2014, an amount of $31,665 is included as stock-based compensation expense ($35,208 for the year ended December 31, 2013). The total fair value was estimated on the grant dates using the Black-Scholes option pricing model with the following weighted average assumptions:

	2014	2013
Risk-free interest rate	**1.09%**	1.65%
Expected volatility	**48.52%**	50%
Expected dividend yield	**0%**	0%
Expected life	**2.6 years**	5 years

The following table summarizes certain information on the Company's stock options as at December 31, 2014 and December 31, 2013 :

	Outstanding options as at December 31, 2014		**Exercisable options as at December 31, 2014**	
		Weighted average remaining contractual life		**Weighted average remaining contractual life**
Exercise price	**Number**	**Years**	**Number**	**Years**
From $0.10 to $0.145	**775,000**	**2.4**	**775,000**	**2.4**
From $0.15 to $0.195	**625,000**	**2.1**	**291,666**	**2.1**
From $0.20 to $0.245	**1,675,000**	**2.2**	**1,275,000**	**2.2**
From $0.25 to $0.295	**280,000**	**1.3**	**140,000**	**1.3**
	3,355,000		**2,481,666**	

	Outstanding options as at December 31, 2013		Exercisable options as at December 31, 2013	
		Weighted average remaining contractual life		Weighted average remaining contractual life
Exercise price	Number	Years	Number	Years
From $0.10 to $0.145	1,000,000	3.2	1,000,000	3.2
From $0.15 to $0.195	500,000	1.7	500,000	1.7
From $0.20 to $0.245	1,450,000	3.1	1,450,000	3.1
	2,950,000		2,950,000	

(all amounts are in Canadian dollars unless otherwise indicated)

21 - ACCUMULATED OTHER COMPREHENSIVE LOSS

	2014	2013
	$	$
Exchange difference		
Balance at the beginning	**2,232,980**	(1,673,991)
Exchange difference changes	**(1,708,369)**	3,906,971
Balance at the end	**524,611**	2,232,980
Attribuable to:		
Common shareholders	**513,848**	2,232,980
Non-controlling interests	**10,763**	---
	524,611	2,232,980

22 - ADDITIONAL INFORMATION ON THE CONSOLIDATED STATEMENT OF CASH FLOWS

	2014	2013
a) Net changes in non-cash working capital items	**$**	$
Decrease (increase) in current assets		
Accounts receivable	**1,153,017**	(1,312,576)
Inventories	**(2,576,783)**	(19,526)
Prepaid expenses	**(50,759)**	---
	(1,474,525)	(1,332,102)
Increase in current liabilities		
Accounts payable	**8,428,061**	1,310,147
	6,953,536	(21,955)
b) Items not affecting cash related to investing activities		
Acquisition of mining properties and property, plant and equipment and intangible assets included in accounts payable	**(6,219,911)**	---
	733,625	(21,955)

(all amounts are in Canadian dollars unless otherwise indicated)

23 · INCOME TAXES AND UNREALIZED TAX BENEFIT

Income taxes

The following table presents a reconciliation of the income tax expense at the tax rates stipulated by the Canadian law (federal and provincial), of 26.9% at December 31, 2014 (26,9% at December 31, 2013), and the tax expense actually recognized in the statement of income (loss).

	2014	2013
	$	$
Income taxes recoverable at statutory rates	**2,940,026**	999,449
Non-taxable and non-deductible items	**(1,137,625)**	100,974
	1,802,400	1,100,423
Expiration of tax losses	**(172,512)**	---
Unrecognized tax benefit	**(1,629,888)**	(1,100,423)
	---	---

Unrealized tax benefit

For tax purposes, the operations of the year result in a loss for which the tax benefit was not recorded. Thus, the Company has tax losses that can be used to reduce future taxable income. These losses expire as follows:

	Federal	Provincial
	$	$
2015	690,000	685,000
2026	656,000	656,000
2027	811,000	808,000
2028	707,000	707,000
2029	529,000	529,000
2030	433,000	429,000
2031	1,428,000	1,426,000
2032	1,998,000	1,997,000
2033	2,919,000	2,917,000
2034	4,421,000	4,421,000
	14,592,000	14,575,000

In 2013, the tax value of mining properties exceeds by approximately $8,800,000 ($4,155,000 in 2013) the carrying amount. The difference between the tax basis and the amounts capitalized in the financial statements mainly results from the write-offs of mining properties.

As at December 31, 2014, the unamortized balance, for tax purposes, of share issue expenses totals $370,000 ($700,000 in 2013) and will be deductible over the next five years.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
Years ended on December 31, 2014 and December 31, 2013

(all amounts are in Canadian dollars unless otherwise indicated)

24 · NET LOSS PER SHARE

The following table shows a reconciliation between the basic and the diluted loss per share:

	2014	2013
	$	$
Basic net loss	**10,549,484**	3,818,523
Adjustement related to interest and fair value variation of convertible debentures and warrants	**1,361,178**	(314,787)
Diluted net loss	**11,910,662**	3,503,736
Basic weighted average number of shares outstanding	**285,373,950**	276,964,648
Conversion rights related to convertible debentures (1)	**79,600,000**	79,600,000
Stock options (1)	**118,229**	578,801
Warrants (1)	**---**	47,835
Diluted weighted average number of shares outstanding	**365,092,179**	357,191,284
Basic and diluted net loss per share (2)	**0.037**	0.014

(1) The calculation of the hypothetical conversions excludes all anti-dilutive options and warrants. Some options, warrants and conversion rights are anti-dilutive because their price is higher than the average market value of the Company's common shares for each of the periods shown in the table. For the year ended December 31, 2014, 1,955,000 options and 80,000,000 are not included in the diluted net loss per share calculation (1,450,000 options and 81,388,888 warrants for the year ended December 31, 2013).

(2) Due to the net losses recorded during the years ended December 31, 2014 and 2013, all potentially dilutive securities were considered anti-dilutive.

(all amounts are in Canadian dollars unless otherwise indicated)

25 · CONTINGENCY

Environmental Protection

The Company's operations are subject to governmental laws concerning the protection of the environment. The environmental consequences are difficult to identify, whether it is at the level of the results, of the term or its impact. To the best knowledge of management, the Company is operating in compliance with the laws and regulations currently in effect. Costs resulting from the restructuring of sites are recorded in the period in which it will be possible to make a reasonable estimate.

26 · CAPITAL DISCLOSURES

The Company's objective when managing capital is to maintain adequate cash resources to support planned activities. The Company includes equity in the definition of capital. The Company's capital was respectivly $17,347,259 and $27,283,922 as at December 31, 2014 and 2013.

The Company's objective when managing capital is to maintain financial flexibility in order to preserve its ability to meet financial obligations. The Company monitors capital in the light of its monthly burn rate and short-term obligations linked to its financial liabilities.

Other operations that affect equity are presented in the consolidated statement of changes in equity.

27 · COMMITMENTS

On December 31, 2014, the Company has committed with different non-related suppliers, to purchase equipment and supplies, for a total amount of $1,249,077 ($1,545,122 as at December 31, 2013). In addition, the Company has committed to renting office space, under contracts expiring in 2016.

The payments required over the next years are as follows:

	$
2015	1,329,567
2016	75,520

(all amounts are in Canadian dollars unless otherwise indicated)

28 · FINANCIAL INSTRUMENTS

Measurement categories

Financial assets and liabilities have been classified into categories that determine their basis of measurement and, for items measured at fair value, whether changes in fair value are recognized in the consolidated statement of income (loss) or in the consolidated statement of comprehensive income (loss). These categories are: loans and receivables and financial liabilities at amortized cost. The following table shows the carrying amounts of assets and liabilities for each of these categories as at December 31, 2014 and December 31, 2013:

	December 31, 2014	December 31, 2013
	$	$
Financial assets		
Cash and cash equivalents	**787,754**	5,523,373
Accounts receivable	**324,003**	1,457,433
Deposits paid	**14,011**	13,611
	1,125,768	6,994,417
Financial liabilities at amortized cost		
Bank overdraft	**240,804**	---
Accounts payable	**10,404,668**	1,620,117
Lines of credit	**6,497,663**	1,350,398
Long-term debt	**14,662,512**	8,030,907
Debt component of convertible debentures	**8,726,262**	7,393,378
	40,531,909	18,394,800
Fair value		
Conversion rights of convertible debentures	**3,028,967**	4,332,495
Warrants	**2,857,793**	3,131,898
	5,886,760	7,464,393

Financial risk factors

Due to the nature of its activities, the Company is exposed to financial risks: market risk, credit risk and liquidity risk.

(all amounts are in Canadian dollars unless otherwise indicated)

28 · FINANCIAL INSTRUMENTS - (Continued)

a) Market risk

i) Fair value

The Company considers that the carrying amount of all its financial liabilities at amortized cost in its consolidated financial statements approximates their fair value. Current financial assets and liabilities are valued at their carrying amounts, which are reasonable estimates of their fair value due to their near-term maturities; this includes cash and cash equivalents, accounts receivable, bank overdraft, accounts payable. The fair value of long-term debts has not been determined due to the related specific conditions negotiated between the Company and the third parties concerned. The fair value of warrants and conversion rights is determined based on the Black and Scholes option model.

The table below provides an analysis of the financial instruments which are evaluated at fair value following the initial evaluation. Financial instruments are consolidated in levels 1 to 3, according to the degree to which fair value is observable.

- Level 1: measurement at fair value based on quoted prices (not subject to adjustment) in active markets for identical assets or liabilities;

- Level 2: measurement at fair value based on data, other than the quoted prices mentioned in Level 1, observable for asset or liability, directly (that is prices) or indirectly (that is derived from prices);

- Level 3: measurement at fair value based on valuation techniques including an important part of the data related to asset or liability and which are not based on observable market data (unobservable data).

	Level 1	**Level 2**	**Level 3**	**2014 Total fair value financial liabilities**
Financial liabilites				
Conversion rights	---	---	**3,028,967**	**3,028,967**
Warrants	---	---	**2,857,793**	**2,857,793**
	---	**---**	**5,886,760**	**5,886,760**

	Level 1	Level 2	Level 3	2013 Total fair value financial liabilities
Financial liabilites				
Conversion rights	---	---	4,332,495	4,332,495
Warrants	---	---	3,131,898	3,131,898
	---	---	7,464,393	7,464,393

(all amounts are in Canadian dollars unless otherwise indicated)

28 · FINANCIAL INSTRUMENTS - (continued)

a) Market risk - (continued)

i) Fair value - (continued)

The table below presents changes in financial instruments recognized at fair value and evaluated according to Level 3 parameters:

Conversion rights	**2014**	2013
	$	$
Balance at the beginning	**4,332,495**	---
Granted	**---**	4,681,245
Changes in fair value recorded in profit or loss	**(1,170,824)**	(510,831)
Impact of exchange rate changes presented in profit or loss	**(190,354)**	165,481
Impact of exchange rate changes presented in other comprehensive income (loss)	**57,650**	(3,400)
Balance at the end	**3,028,967**	4,332,495

Warrants	**2014**	2013
	$	$
Balance at the beginning	**3,131,898**	2,716,014
Exercised	**---**	(8,036)
Changes in fair value recorded in profit or loss	**(148,624)**	100,259
Impact of exchange rate changes presented in profit or loss	**(137,604)**	294,406
Impact of exchange rate changes presented in other comprehensive income (loss)	**12,123**	29,255
Balance at the end	**2,857,793**	3,131,898

During these years, there were no transfers of financial instruments between levels 1 and 2 and between levels 2 and 3.

ii) Interest rate risk

The Company’s current financial assets and financial liabilities are not significantly exposed to interest rate risk because either they are of a short-term nature or because they are non-interest bearing.

Lines of credit, convertible debentures and long-term debt bear interest at a fixed rate and are not exposed to interest rate risk.

28 · FINANCIAL INSTRUMENTS - (continued)

a) Market risk - (continued)

iii) Foreign exchange risk

The Company is exposed to foreign exchange risk arising from currency exposures, primarily with respect to the Canadian dollar.

The Company holds balances in cash and cash equivalents, accounts payable, long-term debt, convertible debentures and warrants in Canadian dollars. Accordingly, the Company is exposed to foreign exchange risk due to exchange rate fluctuations. The Company does not use derivatives to mitigate its exposure to foreign currency risk.

The balances in Canadian dollars are as follows as at December 31, 2014 and 2013:

	December 31, 2014 $	December 31, 2013 $
Cash and cash equivalents	**676,746**	3,546,280
Accounts payable	**(1,570,349)**	(634,009)
Long-term debt	**(8,854,082)**	---
Net balance in Canadian dollars	**(9,747,685)**	2,912,271
Net balance in CFA francs	**(4,554,985,978)**	1,360,872,058

Assuming that all other variables are constant, a 5% weakening or strengthening of dollar exchange rate would generate an impact of $ 457,000 on the net loss of the Company for the year ended December 31, 2014 ($ 112,000 in 2013).

b) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents and accounts receivable. The Company offsets these risks by depositing its cash and cash equivalents with Canadian and international financial institutions with excellent credit rating. The Company owns $6,792 with banks in Africa, which have no credit rating. Advances to suppliers were involved in the manufacture of parts for the construction of the mine. The Company has been doing business with these suppliers for many years and believes that the credit risk associated with these advances is low.

(all amounts are in Canadian dollars unless otherwise indicated)

28 · FINANCIAL INSTRUMENTS - (Continued)

c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due.

The following table shows the contractual maturities of financial liabilities as at December 31, 2014

	Carrying amount	Less than a year	From 1 to 3 years	From 3 to 5 years
Accounts payable	**10,967,392**	**10,967,392**	**---**	**---**
Convertible debentures - Conversion rights (1-3-4)	**3,028,967**	**---**	**3,028,967**	**---**
Convertible debentures - Debt component (2-3-4)	**8,726,262**	**---**	**11,940,000**	**---**
Warrants (3)	**2,857,793**	**---**	**2,857,793**	**---**
Long-term debt	**14,662,512**	**14,157,794**	**1,242,934**	**---**
Lines of credit	**6,497,663**	**6,497,663**	**---**	**---**
	46,740,589	**31,622,849**	**19,069,694**	**---**

The following table shows the contractual maturities of financial liabilities as at December 31, 2013

	Carrying amount	Less than a year	From 1 to 3 years	From 3 to 5 years
Accounts payable	2,026,257	2,026,257	---	---
Convertible debentures - Conversion rights (1-3-4)	4,332,495	---	4,332,495	---
Convertible debentures - Debt component (2-3-4)	7,393,378	---	11,940,000	---
Warrants (3)	3,131,898	---	---	3,131,898
Long-term debt	8,030,907	3,897,952	5,195,480	---
Lines of credit	1,350,398	1,350,398	---	---
	26,265,333	7,274,607	21,467,975	3,131,898

(1) Convertible into 79,600,000 common shares of the Company in November 2016.

(2) 1,388,000 warrants expired in May 2014 and 80,000,000 will expire in October 2017

(3) The settlement of these liabilities does not entail any cash outflows. In addition, the exercise of warrants will result in cash inflows and the exercise of convertible debentures conversion rights will result in the elimination of outflows to the nominal value of the convertible debentures.

(4) As described in note 19.

(all amounts are in Canadian dollars unless otherwise indicated)

29 · RELATED PARTY TRANSACTIONS

Results for the year ended December 31, 2014 include $1,563,137 ($784,532 for the year ended December 31, 2013) committed to the directors and officers of companies controlled by them. These transactions occurred in the normal course of operations and are measured at the exchange amount which is the amount of consideration established by the related parties.

The table below summarizes, for the respective years, the total compensation paid to directors and key management personnel having authority and responsibility for planning, directing and controlling the activities of the Company:

Compensation of key management	**2014**	2013
	$	$
Salaries and wages	**1,057,193**	589,079
Stock-based compensation	**31,665**	---
Attendance fees	**---**	7,000
	1,088,858	596,079

The table below summarizes, for the respective years, the transactions between the Company and the directors and key management personnel having authority and responsibility for planning, directing and controlling the activities of the Company:

	2014	2013
	$	$
Issuance and repayment of short-term borrowings	**8,500,000**	4,500,000
Issuance of convertible debentures	**---**	10,000,000
Transactions with the Company "FairChild Participation S.A." (1)	**771,134**	272,136
Rent	**---**	10,000
Interest paid on short-term borrowing	**354,082**	81,683
Interest paid on convertible debentures	**1,025,500**	---

(1) An amount of $675,097 included in this amount is related to the compensation of managers of the Company.

30 · SUBSEQUENT EVENTS

On January 21, 2015, the Company completed a private placement in the amount of $10,000,000. The Company issued 142,857,142 shares of its share capital at a price of $0.07 in regard to this financing.

On January 21, 2015, the Company also issued 126,486,885 shares of its share capital at a price of $0.07 in order to pay a debt in the amount of $8,854,082.

In February 2015, the agreement that had been reached with the Company Resolute Mining Limited, allowing it to acquire up to 70% interest in the N'Golopene permit, was cancelled by Resolute Mining Limited's desire to do so. Robex has therefore recovered 100% of the undivided rights of the mining property.