

GALILEO PETROLEUM LTD.
(An Exploration Stage Company)

**Condensed Consolidated Interim Financial Statements
(Unaudited)**

For the nine months

ended

March 31, 2016

Galileo Petroleum Ltd.
407 325 Howe Street
Vancouver, British Columbia, Canada V6C 1Z7

Trading Symbol: GPL
Telephone: 604-629-1929
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**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

In accordance with National instrument 51-102, Part 4, subsection 4.3 (3) (a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the financial statements.

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

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

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

GALILEO PETROLEUM LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars; Unaudited)

	Note	<u>March 31, 2016</u>	<u>June 30, 2015</u>
		(Unaudited)	(Audited)
ASSETS			
Current			
Cash		\$ 3,763	\$ 1,453
Accounts receivable		19,427	6,849
Prepaid expenses and deposits		33,835	33,835
		<u>57,025</u>	<u>42,137</u>
Non-current			
Petroleum and natural gas properties	6	8,542	12,936
		<u>8,542</u>	<u>12,936</u>
		<u>\$ 65,567</u>	<u>\$ 55,073</u>
LIABILITIES			
Current			
Accounts payable and accrued liabilities		135,015	201,001
Shareholders' loans	11	-	76,700
		<u>135,015</u>	<u>277,701</u>
Non-current			
Decommissioning obligation	8	82,109	82,109
		<u>82,109</u>	<u>82,109</u>
SHAREHOLDERS' EQUITY			
Share capital	9	4,644,830	4,433,423
Contributed surplus		1,300,586	1,277,793
Deficit		(6,096,973)	(6,015,953)
		<u>(151,557)</u>	<u>(304,737)</u>
		<u>\$ 65,567</u>	<u>\$ 55,073</u>

Going concern (Note 2)

These consolidated financial statements are authorized for issue by the Board of Directors on May 30, 2016.

They are signed on the Company's behalf by:

"David Hottman"

David Hottman, Director

"Mark T. Brown"

Mark Brown, Director

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

GALILEO PETROLEUM LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
(Expressed in Canadian dollars; Unaudited)

	Note	For the three months ended March 31,		For the nine months ended March 31,	
		2016	2015	2016	2015
Revenue					
Petroleum and natural gas		\$ 6,089	\$ 11,586	\$ 25,797	\$ 57,537
Royalties		(43)	(606)	(1,307)	(5,981)
		<u>6,046</u>	<u>10,980</u>	<u>24,490</u>	<u>51,556</u>
Expenses					
General and administrative	10	19,645	24,594	66,132	87,489
Resource operating expenses		10,414	13,813	34,968	47,261
Depletion	6, 7	1,822	19,194	6,410	57,582
		<u>31,881</u>	<u>57,601</u>	<u>107,510</u>	<u>192,332</u>
Other items					
Gain on sale of resource assets interest	6	-	-	-	2,280
Gain on extinguishment of debt	9	-	-	-	62,877
Other income		-	14,366	2,000	14,598
		<u>-</u>	<u>14,366</u>	<u>2,000</u>	<u>79,755</u>
Net income (loss) before income taxes		<u>(25,835)</u>	<u>(32,255)</u>	<u>(81,020)</u>	<u>(61,021)</u>
Total comprehensive income (loss) for the period		<u>\$ (25,835)</u>	<u>\$ (32,255)</u>	<u>\$ (81,020)</u>	<u>\$ (61,021)</u>
Loss per share		<u>\$ (0.003)</u>	<u>\$ (0.006)</u>	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>
Weighted average number of common shares outstanding		<u>10,106,181</u>	<u>5,422,692</u>	<u>8,101,808</u>	<u>5,379,712</u>

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

GALILEO PETROLEUM LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian dollars; Unaudited)

	Number of shares	Share Capital	Contributed surplus	Deficit	Total Shareholders' Equity
Balance at June 30, 2014 (Audited)	5,120,729	\$ 4,406,246	\$ 1,277,793	\$ (5,585,025)	\$ 99,014
Shares issued for debt settlement	301,952	27,177	-	-	27,177
Net income and comprehensive income	-	-	-	(61,021)	(61,021)
Balance at March 31 , 2015 (Unaudited)	5,422,681	4,433,423	1,277,793	(5,646,046)	65,170
Shares issued for debt settlement	-	-	-	-	-
Net income and comprehensive income	-	-	-	(369,907)	(369,907)
Balance at June 30, 2015 (Audited)	5,422,681	4,433,423	1,277,793	(6,015,953)	(304,737)
Shares issues:					
For debt settlement	1,634,000	81,700	-	-	81,700
Private placements	3,050,000	129,707	22,793	-	152,500
Net income and comprehensive income	-	-	-	(81,020)	(81,020)
Balance at March 31, 2016 (Unaudited)	10,106,681	\$ 4,644,830	\$ 1,300,586	\$ (6,096,973)	\$ (151,557)

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

GALILEO PETROLEUM LTD.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED MARCH 31
(Expressed in Canadian dollars; Unaudited)

	2016	2015
Cash provided by (used for):		
Operating Activities		
Net income (loss)	\$ (81,020)	\$ (61,021)
Items not involving cash:		
Depletion, depreciation and amortization	6,410	57,582
Gain on extinguishment of debt	-	(62,877)
Changes in non-cash working capital relating to operating activities	(80,594)	25,239
	(155,204)	(41,077)
Investing Activities		
Recovery of (additions to) petroleum and natural gas properties	(2,016)	(13,826)
	(2,016)	(13,826)
Financing activities		
Shareholders' loans	7,030	40,000
Shares issued for cash	152,500	-
	159,530	40,000
Net increase (decrease) in cash	2,310	(14,903)
Cash – beginning of period	1,453	15,414
Cash (Deficit) – end of period	\$ 3,763	\$ 511

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

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

1. NATURE OF OPERATIONS

Galileo Petroleum Ltd. (the “Company” or “Galileo”) was incorporated on August 14, 2000 under the Business Corporations Act of the Province of British Columbia and trades under the symbol “GPL” on the TSX Venture Exchange. Its registered office is 19th Floor, 885 West Georgia Street, Vancouver, BC V6C 3H4. On October 20, 2014, the Company completed a three for one share consolidation (see *Note 9*). All references to number of shares and per share amounts have been retroactively restated to reflect the consolidation.

The Company is a junior oil and gas company, engaged in the production, development and exploration of crude oil and natural gas reserves in Saskatchewan, Canada.

2. GOING CONCERN

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company incurred a net loss of \$81,020 for the nine months ended March 31, 2016 (2015 – \$61,021). To date, the Company has not earned significant revenues and has accumulated losses of \$6,096,973 (June 30, 2015 - \$6,015,953). The continuation of the Company as a going concern is dependent upon the ability of the Company to obtain necessary equity or other financing to continue operations, and/or to attain sufficient profitable operations.

There are material uncertainties that cast significant doubt about the appropriateness of the going concern assumption. The current market conditions and volatility increase the uncertainty of the Company’s ability to continue as a going concern given the need to both curtail expenditures and to raise additional funds. The Company is experiencing, and has experienced, negative operating cash flows. The Company will continue to search for new or alternate sources of financing but anticipates that the current market conditions may impact the ability to source such funds. The outcome of these matters cannot be predicted at the present time. These factors raise substantial doubt about the Company’s ability to continue as a going concern.

These condensed consolidated interim financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. If the going concern basis was not appropriate for these interim condensed consolidated financial statements, adjustments would be necessary in the carrying value of assets and liabilities, the reported expenses and the statements of financial position classifications used.

3. BASIS OF PRESENTATION

(a) Statement of compliance

These condensed consolidated interim financial statements, including comparatives, have been prepared in accordance and compliance with International Accounting Standards (“IAS”) 34 “Interim Financial Reporting” (“IAS 34”) using accounting policies consistent with IFRS issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

These consolidated financial statements, and the policies applied herein, were authorized for issue by the Board of Directors on May 30, 2016.

(b) Basis of preparation

These condensed consolidated interim financial statements have been prepared on the basis of accounting policies and methods of computation consistent with those applied in the Company’s June 30, 2015 consolidated annual financial statements.

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

3. BASIS OF PRESENTATION *(continued)*

(c) Basis of measurement

The condensed consolidated interim financial statements have been prepared under the historical cost method except for cash, marketable securities and share-based transactions which are measured at fair value.

(d) Functional and presentation currency

The condensed consolidated interim financial statements are presented in Canadian dollars, which is the Company's functional currency.

(e) Reporting entity

The condensed consolidated interim financial statements as at and for the periods ended March 31, 2016, March 31, 2015, and June 30, 2015 include the accounts of the Company and its inactive wholly owned subsidiary Portal Resources US Inc., and its formerly owned Argentinean subsidiary, Portal del Oro S.A. ("Portal S.A."). All significant inter-company transactions and balances have been eliminated.

(f) Significant accounting judgments and estimates

The timely preparation of the condensed consolidated interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Accordingly, actual amounts may differ from these estimates. Estimates and underlying assumptions are viewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Significant estimates and judgments made by management in the preparation of these consolidated financial statements are outlined below.

Reserves

Estimation of reported recoverable quantities of proved and probable reserves include judgmental assumptions regarding production profile, commodity prices, exchange rates, remediation costs, timing and amount of future development costs, and production, transportation and marketing costs for future cash flows. It also requires interpretation of geological and geophysical models in order to make an assessment of the size, shape, depth and quality of reservoirs, and their anticipated recoveries. The economical, geological and technical factors used to estimate reserves may change from period to period. Changes in reported reserves can impact the carrying values of the Company's petroleum and natural gas properties, the calculation of depletion and depreciation, the provision for decommissioning obligations, and the recognition of deferred tax assets due to changes in expected future cash flows. The recoverable quantities of reserves and estimated cash flows from the Company's petroleum and natural gas interests are independently evaluated by reserve engineers at least annually.

Identification of cash-generating units

The Company's assets are aggregated into cash-generating units, for the purpose of calculating impairment, based on their ability to generate largely independent cash flows. By their nature, these estimates and assumptions are subject to measurement uncertainty and may impact the carrying value of the Company's assets in future periods.

Share based payments

All equity-settled, share-based awards issued by the Company are fair valued using the Black-Scholes option-pricing model. In assessing the fair value of equity based compensation, estimates have to be made regarding the expected volatility in share price, option life, dividend yield, risk-free rate and estimated forfeitures at the initial grant date.

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

3. BASIS OF PRESENTATION *(continued)*

(f) Significant accounting judgments and estimates *(continued)*

Decommissioning obligations

The Company estimates future remediation costs of production facilities, wells and pipelines at different stages of development and construction of assets or facilities. In most instances, removal of assets occurs many years into the future. This requires judgment regarding abandonment date, future environmental and regulatory legislation, the extent of reclamation activities, the engineering methodology for estimating cost, future removal technologies in determining the removal cost and liability-specific discount rates to determine the present value of these cash flows.

Impairment of petroleum and natural gas assets

For the purposes of determining whether impairment of petroleum and natural gas assets has occurred, and the extent of any impairment or its reversal, the key assumptions the Company uses in estimating future cash flows are future petroleum and natural gas prices, expected production volumes and anticipated recoverable quantities of proved and probable reserves. These assumptions are subject to change as new information becomes available. Changes in economic conditions can also affect the rate used to discount future cash flow estimates. Changes in the aforementioned assumptions could affect the carrying amounts of assets, and impairment charges and reversal will affect profit or loss.

Impairment of exploration and evaluation assets

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. The carrying amount of the Company's exploration and evaluation assets is reviewed for impairment if there is any indication that the carrying amount may not be recoverable. If any such indication is present, the recoverable amount of the asset is estimated in order to determine whether impairment exists.

Taxes

Tax provisions are based on enacted or substantively enacted laws. Changes in those laws could affect amounts recognized in profit or loss both in the period of change, which would include any impact on cumulative provisions, and in future periods.

Deferred tax assets are recognized only to the extent it is considered probable that those assets will be recoverable. This involves an assessment of when those deferred tax assets are likely to reverse and a judgment as to whether or not there will be sufficient taxable profits available to offset the tax assets when they do reverse. This requires assumptions regarding future profitability and is therefore inherently uncertain. To the extent that assumptions regarding future profitability change, there can be an increase or decrease in the amounts recognized in respect of deferred tax assets as well as the amounts recognized in the statement of comprehensive loss in the period in which the change occurs.

4. SIGNIFICANT ACCOUNTING POLICIES

These unaudited condensed consolidated interim financial statements do not include all note disclosures required by IFRS for annual financial statements, and therefore should be read in conjunction with the annual financial statements for the year ended June 30, 2015. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flows have been included. Operating results for the nine month period ended March 31, 2016 are not necessarily indicative of the results that may be expected for the year ending June 30, 2016.

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

4. SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Accounting standards issued but not yet applied

Standards issued but not yet effective up to the date of issuance of the Company's financial statements are listed below. This listing is of standards and interpretations issued, which the Company reasonably expects to be applicable at a future date. The Company intends to adopt those standards when they become effective.

- IFRS 9, "Financial instruments" ("IFRS 9"). In November 2013, IFRS 9 was amended with significant changes to hedge accounting. In addition, an entity can now apply the "own credit requirement" in isolation without the need to change any other accounting for financial instruments. The standard is effective for annual periods beginning on or after January 1, 2018. The full impact of the standard on the Company's consolidated financial statements will not be known until the project is complete. The IASB has undertaken a three-phase project to replace IAS 39 "Financial Instruments: Recognition and Measurement" with IFRS 9 "Financial Instruments." In November 2009, the IASB issued the first phase of IFRS 9, which details the classification and measurement requirements for financial assets. Requirements for financial liabilities were added to the standard in October 2010. The new standard replaces the current multiple classification and measurement models for financial assets and liabilities with a single model that has only two classification categories: amortized cost and fair value.
- IFRS 15 "Revenue from Contracts with Customers" - On September 1, 2018, the Company will be required to adopt IFRS 15, "Revenue from Contracts with Customers". IFRS 15 was issued in May 2014 and will replace IAS 11, "Construction Contracts," IAS 18, "Revenue Recognition," IFRIC 13, "Customer Loyalty Programmes," IFRIC 15, "Agreements for the Construction of Real Estate," IFRIC 18, "Transfers of Assets from Customers," and SIC-31, "Revenue – Barter Transactions Involving Advertising Services." IFRS 15 provides a single, principle-based five-step model that will apply to all contracts with customers with limited exceptions, including, but not limited to, leases within the scope of IAS 17 and financial instruments and other contractual rights or obligations within the scope of IFRS 9 "Financial Instruments," IFRS 10, "Consolidated Financial Statements" and IFRS 11, "Joint Arrangements." In addition to the five-step model, the standard specifies how to account for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. The standard's requirements will also apply to the recognition and measurement of gains and losses on the sale of some non-financial assets that are not an output of the entity's ordinary activities.

5. MARKETABLE SECURITIES

The Company owns 150,000 shares of Pengram Corporation ("Pengram"). At March 31, 2016, the fair value of the Pengram shares was \$Nil (June 30, 2015 - \$Nil).

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

6. PETROLEUM AND NATURAL GAS PROPERTIES

Cost:

Balance, June 30, 2014	\$	1,912,907
Additions		13,984
Change in estimate in decommissioning obligations		2,279
Balance, June 30, 2015	\$	1,929,170
Additions		2,016
Balance, March 31, 2016	\$	1,931,186

Accumulated depletion and depreciation and impairment

losses:

Balance, June 30, 2014	\$	(1,561,477)
Depletion and depreciation expense		(141,678)
Impairment loss		(213,079)
Balance, June 30, 2015	\$	(1,916,234)
Depletion and depreciation expense		(6,410)
Balance, March 31, 2016	\$	(1,922,644)

Net book value:

June 30, 2014	\$	351,430
June 30, 2015	\$	12,936
March 31, 2016	\$	8,542

The depletion and depreciation of petroleum and natural gas properties are recognized in depletion, depreciation and amortization in the statement of comprehensive loss. Future development costs of \$10,600 (June 30, 2015 - \$10,600) are included in the depletion calculation. The impairment of petroleum and natural gas properties, and any eventual reversal thereof, are recognized in impairment on petroleum and natural gas properties in the statement of comprehensive loss.

At June 30, 2015, the Company tested its CGU's for impairment. The recoverable amount of the CGU was based on the higher of the value in use and the fair value less costs to sell. The estimate of fair value less costs to sell (2%) was determined using a discount rate of 10% and forecasted cash flows, with escalating prices and future development costs, as obtained from an independent reserves engineer for the Company's proved plus probable reserves. The forecast prices used to estimate the fair value less cost to sell are those used by the independent reserves engineer. The impairment loss during the year ended June 30, 2015 was \$213,079 (2014 - \$Nil). The following represent the prices that were used in the June 30, 2015 impairment tests.

Year	Average price forecast Oil
2015	53.13
2016	58.34
2017	62.51
2018	68.85
2019	69.88
2020	71.67

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

7. EQUIPMENT

Cost:

Balance, June 30, 2014	\$	112,359
Balance, June 30, 2015	\$	112,359
Balance, March 31, 2016	\$	112,359

Accumulated depletion and depreciation:

Balance, June 30, 2014	\$	(112,359)
Balance, June 30, 2015	\$	(112,359)
Balance, March 31, 2016	\$	(112,359)

Net book value:

June 30, 2014	\$	-
June 30, 2015	\$	-
Balance, March 31, 2016	\$	-

8. DECOMMISSIONING OBLIGATIONS

Balance June 30, 2013	\$	75,106
Accretion		2,049
Change in estimate		661
Balance June 30, 2014		77,816
Accretion		2,014
Change in estimate		2,279
Balance June 30, 2015	\$	82,109

The decommissioning obligations are estimated based on the Company's net ownership in all wells and facilities, the estimated cost to restore and abandon the wells and facilities and the estimated timing of the costs to be incurred in future periods. The Company estimates the undiscounted cash flows related to its decommissioning liabilities is approximately \$93,000 (2014 - \$93,000). The fair values of these obligations were calculated using risk free rates between 1.28% to 2.31% (2014 - 1.83% to 2.78%), an inflation rate of 2% (2014 - 2%) and expected abandonment dates between 2017 to 2022.

9. SHARE CAPITAL

a. Authorized

There are an unlimited number of common shares without par value.

On October 17, 2014, the TSX-V approved a common share consolidation on the basis of three pre-consolidation common shares for one post-consolidation common share of the Company. The consolidation was made effective on October 20, 2014. All references to the number of shares and per share amounts have been retroactively restated to reflect the consolidation.

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)

b. Detail of issuance of common shares

Fiscal 2016

On November 12, 2015, the Company issued 1,516,000 units at a price of \$0.05 per unit for gross proceeds of \$75,800, pursuant to a non-brokered private placement. Each unit consists of one common share and one-half common share purchase warrant. Each warrant is exercisable into one common share of the Company at a price of \$0.10 until November 12, 2017. The warrants were allocated a fair value of \$22,793 using the Black Scholes Option Pricing Model.

On November 5, 2015, the Company completed a non-brokered private placement for \$76,700. The offering consisted of 1,534,000 common shares at a price of \$0.05.

On September 14, 2015, the Company issued a total of 1,634,000 common shares at a fair value of \$81,700, based on the Company's share price on the date of issue, in settlement for certain shareholder's and other creditor's loans owed by the Company for an aggregate amount of \$81,700.

Fiscal 2015

On August 7, 2014, the Company issued a total of 301,963 common shares at a fair value of \$27,177, based on the Company's share price on the date of issue, in settlement for certain debts owed by the Company for an aggregate amount of \$45,295. The Company recorded a gain on extinguishment of debt of \$18,118 in addition to other debts settled in cash for amounts less than face value.

	Number of Shares		Amount
Balance at June 30, 2014	5,120,729	\$	4,406,246
Issued for settlement of debt	301,952		27,177
Balance at June 30, 2015	5,422,681		4,433,423
Issued for private placement	3,050,000		129,707
Issued for settlement of debt	1,634,000		81,700
Balance at March 31, 2016	10,106,681	\$	4,644,830

c. Share Purchase Option Compensation Plan

The Company established a 10% rolling stock option plan whereby the Board of Directors may from time to time grant options to individual eligible directors, officers, employees or consultants. The maximum term of any option is five years. The exercise price of an option is not less than the closing price on the last trading day preceding the grant date, less allowable discounts in accordance with the policies of the Exchange. In connection with the foregoing, the number of common shares reserved for issuance to any individual director or officer will not exceed 5% of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed 2% of the issued and outstanding common shares. Options granted under the Stock Option Plan are subject to a minimum one year vesting schedule whereby 25% of each option will vest on each of the three month anniversaries of the date of grant, up to and including the end of the first year after such grant, or such other more restrictive vesting schedule as the administrator of the Stock Option Plan may determine.

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

9. SHARE CAPITAL (continued)

c. Share Purchase Option Compensation Plan (continued)

The continuity of stock options for the nine months ended March 31, 2016 is as follows:

Expiry date	Exercise Price (\$)	June 30, 2015	Granted	Exercised	Expired/ cancelled	March 31 2016
September 9, 2015	2.10	6,667	-	-	(6,667)	-
Options outstanding		6,667	-	-	(6,667)	-
Options vested and exercisable		6,667	-	-	-	-
Weighted average exercise price (\$)		2.10	-	-	-	-

d. Warrants

The continuity of warrants for the nine months ended March 31, 2016 is as follows:

Expiry date	Exercise Price (\$)	June 30, 2015	Issued	Exercised	Expired/ cancelled	March 31, 2016
November 12, 2017	0.10	-	758,000	-	-	758,000
Warrants outstanding		-	758,000	-	-	758,000
Weighted average exercise price (\$)			0.10	-	-	0.10

The weighted average remaining contractual life of the outstanding warrants as at March 31, 2016 is 1.62 years (June 30, 2015 – nil years).

The following table summarizes the assumptions used in the Black-Scholes Option Pricing Model to estimate the fair value of the various warrants and agent warrants:

	Six months ended December 31, 2015	Year ended June 30, 2015
Risk-free interest rate	0.63%	Nil
Expected stock price volatility	137%	Nil
Expected option life in years	2 years	Nil
Expected dividend in yield	Nil	Nil
Forfeiture rate	Nil	Nil

GALILEO PETROLEUM LTD.

Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

(Expressed in Canadian dollars)

10. GENERAL AND AMINISTRATIVE EXPENSES

The components of general and administrative expenses are as follows:

For the six months ended:	March 31, 2016	March 31, 2015
Consulting	\$ 9,547	\$ 11,865
Investor relations	1,437	2,358
Other	14,982	18,910
Professional fees	15,285	23,361
Rent	-	8,495
Salaries and benefits	24,881	22,500
	<u>\$ 66,132</u>	<u>\$ 87,489</u>

11. RELATED PARTY TRANSACTIONS

Payments to related parties were made in the normal course of operations and were valued at fair value as determined by management. Amounts due to or from related parties are unsecured, non-interest bearing and due on demand. All outstanding balances are unsecured, and there are no commitments or guarantees associated with the outstanding balances.

	Services for:	Nine months ended March 31, 2016		Year ended June 30, 2015	
		Total Charges	Balance Outstanding	Total Charges	Balance Outstanding
Amounts in accounts payable					
A private company with a director in common with the Company	Accounting, finance, promissory note	\$ 9,988	\$ 15,764	\$ 43,276	\$ 43,276
A public company with directors in common with the Company	Administrative fees, advances	-	3,343	10,902	13,251
Directors	Accrued salaries, expense reimbursement, loans	22,500	35,500	64,200	64,200
Total		\$ 32,488	\$ 54,607	\$ 118,378	\$ 120,727

During the year ended June 30, 2015, the Company received a loan from a private company with a director in common for \$25,000. The loan is unsecured, non-interest bearing and has no fixed terms of repayment. On September 15, 2015 the Company issued 500,000 common shares in settlement for this loan. As of March 31, 2016 the Company owes this private company \$Nil (June 30, 2015 – \$25,000) in regards to this loan.

During the year ended June 30, 2015, the Company received loans from certain directors of the Company for \$51,700. The loans are unsecured, non-interest bearing and have no fixed terms of repayment. On September 15, 2015 the Company issued 1,034,000 common shares in settlement for these loans. As of March 31, 2016 the Company owes these certain directors \$Nil (June 30, 2015 – \$51,700) in regards to these loans.

During the nine months ended March 31, 2016, the Company received loans from a private company with a director in common for \$7,030. The loans are unsecured, non-interest bearing and have no fixed terms of repayment. As of March 31, 2016 the Company owes this private company \$Nil (June 30, 2015 - \$Nil) in regards to these loans.

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11. RELATED PARTY TRANSACTIONS *(continued)*

Key management personnel compensation includes all compensation paid to executive management and members of the board of directors of the Company.

	Six months ending March 31,	
	2016	2015
Short-term employee benefits	\$ 22,500	\$ 22,500
Share-based payments	-	-
Total	\$ 22,500	\$ 22,500

12. FINANCIAL INSTRUMENTS

The fair value of the Company's cash, marketable securities, amounts receivable and accounts payables and accrued liabilities approximate their carrying values.

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

Cash and marketable securities are measured using level 1 inputs. There were no transfers between levels 1,2 and 3.

The Company's financial instruments are exposed to certain financial risks, including currency risk, credit risk, liquidity risk and interest risk.

(a) Currency risk

The Company's formerly owned property interests in the United States made it subject to foreign currency fluctuations and inflationary pressures which may have adversely affected the Company's financial position, results of operations and cash flows. The Company was affected by changes in exchange rates between the Canadian Dollar and foreign functional currencies. The Company does not invest in foreign currency contracts to mitigate the risks, and has no foreign currency exposure at the balance sheet date.

(b) Credit risk

The Company's cash and short-term investments are held in a Canadian financial institution. The Company's amounts receivable consists primarily of joint venture receivables and tax due from the federal government of Canada.

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Notes to the Condensed Consolidated Interim Financial Statements

For the nine months ended March 31, 2016

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12. FINANCIAL INSTRUMENTS *(continued)*

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and periodic financial support from management. Accounts payable and accrued liabilities are due within the current operating year.

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company has no interest bearing risk.

(e) Commodity Price Risk

Commodity price risk is the risk that future cash flows will fluctuate as a result of changes in commodity prices, affecting results of operations and cash generated from operating activities. Such prices may also affect the value of exploration and development properties and the level of spending for future activities. Prices received by the Company for its production are largely beyond the Company's control as oil and gas prices are impacted by world economic events that dictate the levels of supply and demand. A 1% change in price will increase/decrease net income (loss) by an immaterial amount.

The Company did not have any commodity price contracts in place as at or during the nine months ended March 31, 2016.

13. MANAGEMENT OF CAPITAL RISK

The Company manages its shareholders' equity as capital. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral and oil and gas properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and short-term investments.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

In order to maximize ongoing development efforts, the Company does not pay out dividends. The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with maturities 90 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations. There are no externally imposed requirements.

The Company expects its current capital resources will not be sufficient to carry its exploration plans and operations through its current operating period and that further equity financing will be required.

14. COMPARATIVE FIGURES

Certain of the prior year's figures have been reclassified to conform to the current year's presentation.