

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions – Refer to Note 18 to the Condensed Interim Consolidated Financial Statements

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

- (a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
- (b) A description of the transaction(s), including those for which no amount has been recorded.
- (c) The recorded amount of the transactions classified by financial statement category.
- (d) The amounts due to or from Related Persons and the terms and conditions relating thereto. Contractual obligations with Related Persons, separate from other contractual obligations.
- (e) Contingencies involving Related Persons, separate from other contingencies.

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

- (a) summary of securities issued during the period. –

Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
units	Private placement	54,358,650	0.02	1,087,173	cash		

units		2,604,500	0.02	50,090	Commission paid on above		
units	Private placement	14,026,036	0.02	280,520	debt payment	Related parties	
units	Private placement	16,510,877	0.02	330,217	debt payment		
Common shares	Private placement	2,401,250	0.02	48,025	Services		

(b) summary of options granted during the period, **No options granted**

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
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3. **Summary of securities as at the end of the reporting period.**
Refer to Condensed Interim Consolidated Statements of Changes in Equity and to Notes 12, 13 and 14 to the Condensed Interim Consolidated Financial Statements

Provide the following information in tabular format as at the end of the reporting period:

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,
- (b) number and recorded value for shares issued and outstanding, -
- (c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and
- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer. **N/A**

4. **List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

Douglas M. Flett, Chairman and director

Frank C. Smeenk, President and CEO and director
Donald A. Sheldon, Director
Cynthia Thomas, Director
Thomas Pladsen, Director
Thomas E. Masters, CFO

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.
The MD&A is attached hereto.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to CNSX that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated August 31, 2016.

Frank C. Smeenk
Name of Director or Senior Officer

(s) *Frank C. Smeenk*

Signature

President & CEO
Official Capacity

Issuer Details		
Name of Issuer	For Quarter Ended	Date of Report YY/MM/D
KWG Resources Inc.	June 30, 2016	2016/08/31
Issuer Address 141 Adelaide St. West Suite 420t		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Toronto, Ontario M5H 3L5	416-644-0592	416-642-3575
Contact Name Frank C. Smeenk	Contact Position President and CEO	Contact Telephone No. 416-642-3575
Contact Email Address	Web Site Address www.kwgresources.com	