FINLAY MINERALS LTD.

Condensed Interim Financial Statements

First Quarter ended March 31, 2015

Unaudited

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

These interim financial statements of the Company for the period ending March 31, 2015 have been prepared by management and have not been subject to review by the Company's auditors.

FINLAY MINERALS LTD.

Condensed Balance Sheets

(Unaudited - Expressed in Canadian Dollars)

	March 31, 2015	December 31, 2014
	$	$
Assets		
Current assets		
Cash and cash equivalents	126,082	145,227
Amounts receivable	3,536	10,352
Prepaid expenses	2,002	2,984
	131,620	158,563
Reclamation deposits	57,200	57,200
Mineral properties (note 3)	7,822,582	7,826,650
	8,011,402	8,042,413
Liabilities and Equity		
Current Liabilities		
Accounts payable and accrued liabilities	6,940	14,235
Due to related parties (note 5)	802	7,514
	7,742	21,749
Non-current liability		
Deferred income taxes	1,496,961	1,501,382
	1,504,703	1,523,131
Equity		
Share capital (note 6)	7,870,718	7,870,718
Contributed surplus	1,115,290	1,115,290
Deficit	(2,479,309)	(2,466,726)
	6,506,699	6,519,282
	8,011,402	8,042,413

See accompanying notes to the condensed interim financial statements

Approved by the Board of Directors and authorized for issue on May 30, 2015.

"Robert F. Brown"

Robert Brown, Director

"John Barakso"

John Barakso, Chairman of the Board & Director

FINLAY MINERALS LTD.

Condensed Interim Statements of Comprehensive (Loss) Income
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended March 31, 2015	Three Months Ended March 31, 2014
	$	$
Operating costs and expenses		
Advertising and promotion	858	2,401
Bank charges and interest	10	66
Insurance	983	982
Legal and accounting	2,500	-
Office and administration	3,107	2,373
Rent	2,932	2,866
Shareholder relations	40	-
Telephone	234	222
Travel and accommodation	745	929
Trust and filing fees	5,595	6,204
Loss before other item	(17,004)	(16,043)
Interest income	-	73
Loss before tax	(17,004)	(15,970)
Future income tax recovery	4,421	4,152
Net loss and comprehensive loss for the period	(12,583)	(11,818)
Weighted average number of common shares outstanding	62,924,372	55,170,993
Basic and diluted loss per share	(0.00)	$ (0.00)

See accompanying notes to the condensed interim financial statements

FINLAY MINERALS LTD.

Condensed Statements of Cash Flows
(Unaudited - Expressed in Canadian dollars)

	Three Months Ended March 31, 2015	Three Months Ended March 31, 2014
	$	$
Cash provided by (used for):		
Operating activities		
Net loss for the period	(12,583)	(11,818)
Item not involving the use of cash		
Future income tax recovery	(4,421)	(4,152)
	(17,004)	(15,970)
Changes in non-cash operating capital:		
Amounts receivable	6,813	2,483
Prepaid expenses	982	981
Accounts payable and accrued liabilities	(6,491)	2,044
Due to related parties	(7,514)	-
	(23,214)	(10,462)
Investing activity		
Mineral property costs	4,069	(6,176)
	4,069	(6,176)
Financing activity		
Cash from shares issued	-	-
Share issue costs	-	-
	-	-
(Decrease) increase in cash and cash equivalents	(19,145)	(16,639)
Cash and cash equivalents, beginning of the period	145,227	56,412
Cash and cash equivalents, end of the period	126,082	39,773
Cash and cash equivalents consist of:		
Cash	114,067	27,758
Short-term deposits	12,015	12,015
	126,082	39,773

See accompanying notes to condensed interim financial statements

Supplementary disclosure:

During the three month period ended March 31, 2015, the company received Nil (2014 - $73) in interest and accrued Nil (2014 - $2,093) in exploration expenditures in accounts payable and accrued liabilities and due to related parties.

FINLAY MINERALS LTD.

Statements of Changes in Equity
(Unaudited - Expressed in Canadian dollars)

	Number of shares	Share capital	Contributed surplus	Deficit	Total Equity
		$	$	$	$
December 31, 2014	62,924,372	7,870,718	1,115,290	(2,466,726)	6,519,282
Net loss for the period	-	-	-	(12,583)	(12,583)
March 31, 2015	62,924,372	7,870,718	1,115,290	(2,479,309)	6,506,699
December 31, 2013	56,507,705	7,570,399	1,115,290	(2,360,167)	6,325,522
Private Placement (flow-through)	2,916,667	145,833	-	-	145,833
Private Placement (non-flow through)	3,500,000	175,000	-	-	175,000
Share issue costs	-	(20,514)	-	-	(20,514)
Net loss for the period	-	-	-	(106,559)	(106,559)
March 31, 2014	62,924,372	7,870,718	1,115,290	(2,466,726)	6,519,282

See accompanying notes to condensed interim financial statements

1) NATURE AND CONTINUANCE OF OPERATIONS

The Company was incorporated under the Business Corporations Act (British Columbia) and its principal business activity is the acquisition and exploration of resource properties. The properties of the Company are without a known economically feasible ore body. The exploration programs undertaken and proposed constitute an exploratory search. There is no assurance that the Company will be successful in its search. The business of exploring for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish ore reserves, to develop metallurgical processes, and to construct mining and processing facilities at a particular site. It is not possible to ensure that the current exploration programs planned by the Company will result in a profitable commercial mining operation.

Although the Company has taken steps to verify title to resource 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 noncompliance with regulatory requirements.

These financial statements have been prepared on the going-concern basis, which assumes the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Several adverse conditions cast substantial doubt on the validity of this assumption. The Company has incurred operating losses since inception and a loss for the three months ended March 31, 2015 of $ 12,583 (2014 - $11,818), has limited financial resources, no source of operating cash flow, and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its mineral property projects.

The application of the going-concern concept is dependent upon the Company's ability to generate future profitable operations and receive continued financial support from its creditors and shareholders. These financial statements do not give effect to any adjustments that might be required should the Company be unable to continue as a going-concern and therefore, be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts differing from those reflected in the financial statements.

Management plans to continue to pursue equity or debt financing to support operations. Management believes this plan will be sufficient to meet the Company's liabilities and commitments as they become payable over the next twelve months. There can be no assurance that management's plan will be successful. Failure to maintain the support of creditors and obtain additional external equity financing will cause the Company to curtail operations and the Company's ability to continue as a going-concern will be impaired. The outcome of these matters cannot be predicted at this time.

2) SIGNIFICANT ACCOUNTING POLICIES

a) Statement of Compliance

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. Accordingly, these Financial Statements do not include all of the information and footnotes required by IFRS for complete financial statements for year-end reporting purposes. These financial statements should be read in conjunction with the Company's financial statements for the year ended December 31, 2014, which have been prepared in accordance with IFRS as issued by the IASB.

The accounting policies applied by the Company in these financial statements are the same as those applied by the Company in its most recent annual financial statements for the year ended December 31, 2014.

2) SIGNIFICANT ACCOUNTING POLICIES (*continued*)

b) Critical accounting estimates and judgments

The preparation of financial statements requires management to use judgment in applying its accounting policies and estimates and assumptions about the future. Estimates and other judgments are continuously evaluated and are based on management's experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. The following discusses the most significant accounting judgments and estimates that the Company has made in the preparation of the financial statements.

- Impairment

  The Company considers both external and internal sources of information in assessing whether there are any indicators that mineral interests are impaired. External sources of information include changes in the market, and the economic and legal environment in which the Company operates. Internal sources of information include the manner in which mineral interests are being used or are expected to be used. Management has assessed impairment indicators on the Company's mineral interests and has concluded that no impairment indicators existed as of March 31, 2015.

c) Significant accounting policies

These interim financial statements have been prepared using the same accounting policies and methods of computation as the annual financial statements of the Company for the year ended December 31, 2014. The disclosure contained in these interim financial statements does not include all the requirements in IAS 1 Presentation of Financial Statements ("IAS 1"). Accordingly these interim financial statements should be read in conjunction with the Company's financial statements for the year ended December 31, 2014.

There are no other IFRS or IFRIC interpretations that are not yet effective that are expected to have a material impact on the Company.

3) EXPLORATION AND EVALUATION EXPENDITURES

Omineca Mining Division
British Columbia

Silver Hope Claims

The Company has a 100% interest in 29 mineral tenures, eight of which are subject to a 1½% Net Smelter Returns royalty ("NSR"), and were acquired during 2006 by the issue of two million common shares. One half of the NSR (3/4%) is purchasable prior to a production decision for one million dollars.

Atty and Pil Claims

The Company has a 100% interest in 52 mineral claims (formerly 376 mineral claim units) of which 23 mineral claims were acquired from a private company controlled by a director of the Company, in consideration for the issuance to that private company of nine million common shares (post subdivision) and a 3% NSR. The Company is also obligated to issue a further two million shares to this private company when the property is put into commercial production and may also, prior to that date, purchase a 1½ % NSR (½ of the 3% NSR) for two million dollars.

(Unaudited - Expressed in Canadian dollars)

3) EXPLORATION AND EVALUATION EXPENDITURES (*continued*)

	December 31, 2013	Net Additions	December 31, 2014	Net Additions	March 31, 2015
	$	$	$	$	$
BRITISH COLUMBIA					
Silver Hope Claims					
Acquisition	166,873	-	166,873	-	166,873
Assay, IP and linecutting	159,815	13,112	172,927	1,558	174,485
Camp and travel	83,175	26,681	109,856	-	109,856
Drilling	1,179,317	95,635	1,274,952	-	1,274,952
Equipment rental	27,913	3,474	31,387	-	31,387
Field office	8,392	2,238	10,630	-	10,630
Geological and geophysical	772,493	28,286	800,779	-	800,779
Road construction	43,498	1,741	45,239	-	45,239
Tenure management	31,644	3,826	35,470	-	35,470
BCMETC refund	(14,514)	(1,361)	(15,875)	(6,173)	(22,048)
	2,458,606	173,632	2,632,238	(4,615)	2,627,623
Atty and Pil Claims					
Acquisition	29,076	-	29,076	-	29,076
Assay, IP and linecutting	254,062	430	254,492	-	254,492
Camp and travel	1,022,794	1,920	1,024,714	372	1,025,086
Drilling	1,466,687	-	1,466,687	-	1,466,687
Equipment rental	130,483	-	130,483	-	130,483
Field office	117,449	-	117,449	-	117,449
Geological and geophysical	1,725,052	944	1,725,996	-	1,725,996
Road construction	392,273	-	392,273	-	392,273
Tenure management	53,500	174	53,674	174	53,848
BCMETC refund	(432)	-	(432)	-	(432)
	5,190,944	3,468	5,194,412	546	5,194,958
Total exploration and evaluation expenditures	7,649,550	177,100	7,826,650	(4,069)	7,822,581

4) RELATED PARTY TRANSACTIONS

Key management personnel compensation:

	3 Months Ended March 31, 2015	Year Ended December 31, 2014
	$	$
Share-based compensation	-	-
Total management compensation	-	-

All transactions with related parties have occurred in the normal course of operations and management represents that they have occurred on a basis consistent with those involving unrelated parties.

5) DUE TO RELATED PARTIES

At March 31, 2015, the Company owes private companies owned by a director and the Company's president $802 (December 31, 2014 - $5,303). The amounts are unsecured, do not bear interest and have no fixed terms of repayment.

(Unaudited - Expressed in Canadian dollars)

6) SHARE CAPITAL

a) The authorized share capital of the Company consists of: an unlimited number of common shares.
100,000,000 Class A preference shares
100,000,000 Class B preference shares

	3 Months Ended March 31, 2015		Year Ended December 31, 2014	
	Number of Shares	$	Number of Shares	$
Opening balance	62,924,372	7,870,718	62,924,372	7,870,718
Issued for:				
Private placements	-	-	-	-
Ending balance	62,924,372	7,870,718	62,924,372	7,870,718

b) Share purchase options

The following is a summary of the changes in the Company's outstanding stock options:

	3 Months Ended March 31, 2015		Year Ended December 31, 2014	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
		$		$
Balance, beginning of the year	3,450,000	0.15	4,600,000	0.15
Granted	-	-	-	-
Expired	-	-	(1,150,000)	0.10
Balance, end of the year	3,450,000	0.15	3,450,000	0.15
Exercisable, end of the year	3,450,000	0.15	3,450,000	0.15
Weighted average years to expiry		1.77		2.01

c) Share purchase warrants

The continuity of share purchase warrants is as follows:

	3 Months Ended March 31, 2015		Year Ended December 31, 2014	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
		$		$
Balance, beginning of the year	9,215,833	0.18	10,763,399	0.18
Issued	-	-	4,458,333	0.08
Expired	(270,000)	0.45	(6,005,899)	0.21
Balance, end of the year	8,945,833	0.18	9,215,833	0.18
Weighted average years to expiry		1.22		1.43

The Company has no Agents' Warrants or Agents' Options outstanding.

7) CAPITAL MANAGEMENT

The Company's objectives for the management of capital are to safeguard the Company's ability to continue as a going-concern, including the preservation of capital, and to achieve reasonable returns on invested cash after satisfying the objective of preserving capital.

The Company considers its cash and cash equivalents to be its manageable capital. The Company's policy is to maintain sufficient cash and deposit balances to cover operating and exploration costs over a reasonable future period. The Company accesses capital markets as necessary and may also acquire additional funds where advantageous circumstances arise.

The Company currently has no externally-imposed capital requirements.

8) COMMITMENTS

As at March 31, 2015, the Company must incur an additional $11,986 in qualifying flow-through expenditures prior to December 31, 2015, pursuant to its renunciation to investors in the October 2014 flow-through financing.