



**ROYAL NICKEL CORPORATION**

**CONDENSED INTERIM FINANCIAL STATEMENTS**  
Three and Nine Months Ended September 30, 2013  
(Unaudited)

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# Management's Responsibility for Financial Reporting

The accompanying unaudited condensed interim financial statements for Royal Nickel Corporation are the responsibility of the Management. The unaudited condensed interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited condensed interim financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions that were complete at the balance sheet date. In the opinion of management, the unaudited condensed interim financial statements have been prepared within acceptable limits of materiality and are in accordance with International Financial Reporting Standards applicable to the preparation of interim financial statements, including IAS 34.

Management has established systems of internal control over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced. Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Corporation, as of the date of and for the periods presented by the unaudited condensed interim financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited condensed interim financial statements together with other financial information of the Corporation and for ensuring that management fulfills its financial reporting responsibilities. The Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the financial statements together with other financial information of the Corporation. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited condensed interim financial statements together with other financial information of the Corporation for issuance to the shareholders.

Management recognizes its responsibility for conducting the Corporation's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

/s/ Tyler Mitchelson

Tyler Mitchelson  
President and Chief Executive Officer

/s/ Fraser Sinclair

Fraser Sinclair  
Chief Financial Officer

Toronto, Canada

November 8, 2013



Royal Nickel Corporation

## Interim Balance Sheets

(Expressed in thousands of Canadian dollars)  
(Unaudited)

	September 30, 2013	December 31, 2012
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$14,890	\$10,760
Amounts receivable and prepaids (note 12)	1,557	479
Tax credits receivable (note 10)	3,523	7,340
	19,970	18,579
<b>Non-current assets</b>		
Collateral investment (note 12)	2,000	-
Tax credits receivable	440	2,401
Deposits and prepaids	182	206
Property, plant and equipment	970	967
Intangible assets	111	144
Mineral property interests (note 3)	53,295	56,750
<b>Total assets</b>	<b>\$76,968</b>	<b>\$79,047</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	\$2,117	\$1,773
Deferred share units (note 5)	436	554
Restricted share units (note 5)	650	881
Flow-through share premium (note 4)	151	-
Current portion of finance lease obligation	24	20
	3,378	3,228
<b>Non-current liabilities</b>		
Share appreciation rights (note 5)	22	2
Finance lease obligation	54	-
Deferred income tax liability	9,441	7,804
<b>Total liabilities</b>	<b>12,895</b>	<b>11,034</b>
<b>EQUITY</b>		
Share capital (note 4)	98,137	95,922
Contributed surplus	21,816	22,823
Deficit	(55,880)	(50,732)
<b>Total equity</b>	<b>64,073</b>	<b>68,013</b>
<b>Total liabilities and equity</b>	<b>\$76,968</b>	<b>\$79,047</b>

*The notes to the interim financial statements are an integral part of these financial statements.*



Royal Nickel Corporation

## Interim Statements of Comprehensive Loss

(Expressed in thousands of Canadian dollars, except share and per share numbers)  
(Unaudited)

	Three months ended September 30		Nine months ended September 30,	
	2013	2012	2013	2012
<b>Expenses</b>				
General and administrative (note 7)	\$1,334	\$2,145	\$4,214	\$6,313
<b>Operating loss</b>	<b>(1,334)</b>	<b>(2,145)</b>	<b>(4,214)</b>	<b>(6,313)</b>
Finance income	63	40	135	172
<b>Loss before income tax</b>	<b>(1,271)</b>	<b>(2,105)</b>	<b>(4,079)</b>	<b>(6,141)</b>
Deferred income tax expense (note 10)	162	843	1,069	1,410
<b>Loss and comprehensive loss for the period</b>	<b>\$(1,433)</b>	<b>\$(2,948)</b>	<b>\$(5,148)</b>	<b>\$(7,551)</b>
<b>Loss per share</b>				
Basic and diluted (note 8)	<b>\$(0.02)</b>	<b>\$(0.03)</b>	<b>\$(0.06)</b>	<b>\$(0.08)</b>

*The notes to the interim financial statements are an integral part of these financial statements.*



Royal Nickel Corporation

## Interim Statements of Cash Flows

(Expressed in thousands of Canadian dollars)

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2013	2012	2013	2012
<b>Cash flow provided by (used in)</b>				
<b>OPERATING ACTIVITIES</b>				
<b>Loss for the period</b>	<b>\$(1,433)</b>	<b>\$(2,948)</b>	<b>\$(5,148)</b>	<b>\$(7,551)</b>
Items not involving cash				
Depreciation and amortization	22	32	66	91
Deferred income tax expense	162	843	1,069	1,410
Share-based payments (note 5)	(65)	544	112	534
	<b>(1,314)</b>	<b>(1,529)</b>	<b>(3,901)</b>	<b>(5,516)</b>
Changes in non-cash working capital				
Amounts receivable, prepaids and deposits	282	301	194	171
Redemption of restricted share units (note 5)	(37)	-	(37)	-
Tax credit receivable	-	8	39	50
Accounts payable and accrued liabilities	165	(214)	145	232
	<b>(904)</b>	<b>(1,434)</b>	<b>(3,560)</b>	<b>(5,063)</b>
<b>INVESTING ACTIVITIES</b>				
Expenditures on mineral property interests	(2,464)	(2,931)	(10,865)	(12,012)
Collateral investment (note 12)	(2,000)	-	(2,000)	-
Net tax credits and mining duties received (paid)	346	(103)	4,230	2,513
Sale of NSR, net of transaction costs (note 3)	(2)	11,811	14,540	11,811
Proceeds from disposal of property, plant and equipment	3	-	21	-
Acquisition of property, plant and equipment	-	-	(9)	(67)
	<b>(4,117)</b>	<b>8,777</b>	<b>5,917</b>	<b>2,245</b>
<b>FINANCING ACTIVITIES</b>				
Issuance of shares, net of issue costs (note 4)	-	-	1,806	-
Exercise of options and warrants for cash	-	52	-	279
Principal payments on finance leases	(11)	(11)	(33)	(40)
	<b>(11)</b>	<b>41</b>	<b>1,773</b>	<b>239</b>
<b>Change in cash and cash equivalents</b>	<b>(5,032)</b>	<b>7,384</b>	<b>4,130</b>	<b>(2,579)</b>
<b>Cash and cash equivalents, beginning of period</b>	<b>19,922</b>	<b>9,778</b>	<b>10,760</b>	<b>19,741</b>
<b>Cash and cash equivalents, end of period</b>	<b>\$14,890</b>	<b>\$17,162</b>	<b>\$14,890</b>	<b>\$17,162</b>
Components of cash and cash equivalents:				
Cash	\$726	\$457	\$726	\$457
Cash equivalents	14,164	16,705	14,164	16,705
	<b>\$14,890</b>	<b>\$17,162</b>	<b>\$14,890</b>	<b>\$17,162</b>
<b>SUPPLEMENTAL INFORMATION</b>				
Interest paid	\$-	\$22	\$33	\$26
Share-based payments in mineral property interests	1	107	59	157
Depreciation of property, plant and equipment in mineral property interests	15	14	48	41
Property, plant and equipment recorded pursuant to a finance lease	-	-	91	-
Mineral property interests included in accounts payable and accrued liabilities	1,106	1,735	1,106	1,735

*The notes to the interim financial statements are an integral part of these financial statements.*



Royal Nickel Corporation

## Interim Statements of Changes in Equity

(Expressed in thousands of Canadian dollars, except share numbers)

(Unaudited)

	Share Capital		Contributed Surplus	Deficit	Total Equity
	Number	Amount			
<b>Balance as at January 1, 2013</b>	<b>90,069,932</b>	<b>\$95,922</b>	<b>\$22,823</b>	<b>\$(50,732)</b>	<b>\$68,013</b>
Private placement – flow through common shares	4,000,000	2,000	-	-	2,000
Flow-through share premium on issuance	-	(720)	-	-	(720)
Private placement issue costs	-	(194)	-	-	(194)
Warrant valuation – private placement	-	(12)	12	-	-
Exercise of share purchase options on a cashless basis (note 5)	42,379	-	-	-	-
Fair value of share purchase options exercised (note 5)	-	1,141	(1,141)	-	-
Share-based payments	-	-	122	-	122
Loss and comprehensive loss for the period	-	-	-	(5,148)	(5,148)
<b>Balance as at September 30, 2013</b>	<b>94,112,311</b>	<b>\$98,137</b>	<b>\$21,816</b>	<b>\$(55,880)</b>	<b>\$64,073</b>
<b>Balance as at January 1, 2012</b>	<b>88,876,618</b>	<b>\$95,045</b>	<b>\$23,266</b>	<b>\$(41,570)</b>	<b>\$76,741</b>
Exercise of warrants	800,000	280	-	-	280
Exercise of warrants on a cashless basis (note 5)	127,648	-	-	-	-
Fair value of warrants exercised	-	482	(482)	-	-
Shares issued for redemption of restricted share units	3,000	2	-	-	2
Shares issued for redemption of deferred share units	262,666	113	-	-	113
Share-based payments	-	-	221	-	221
Tax effect of warrant expiry	-	-	(76)	-	(76)
Loss and comprehensive loss for the period	-	-	-	(7,551)	(7,551)
<b>Balance as at September 30, 2012</b>	<b>90,069,932</b>	<b>\$95,922</b>	<b>\$22,929</b>	<b>\$(49,121)</b>	<b>\$69,730</b>

*The notes to the interim financial statements are an integral part of these financial statements.*



Royal Nickel Corporation

# Notes to Condensed Interim Financial Statements

(Expressed in thousands of Canadian dollars, except share and per share numbers)

(Unaudited)

## 1. NATURE OF OPERATIONS AND LIQUIDITY

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Royal Nickel Corporation (the “**Corporation**” or “**RNC**”) was incorporated on December 13, 2006, under the Canada Business Corporations Act. The Corporation's registered office is located at 220 Bay Street, Suite 1200, Toronto, Ontario, Canada.

The principal business of the Corporation is the acquisition, exploration, evaluation and development of mineral property interests. The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that planned exploration and development programs will result in profitable mining operations. The recoverability of amounts shown for mineral property interests is dependent upon completion of the acquisition of the mineral property interests, the discovery of economically recoverable reserves, confirmation of the Corporation's interest in the underlying mineral claims, the ability of the Corporation to obtain necessary financing to complete the development and future profitable production or, alternatively, upon disposition of such property at a profit. Changes in future conditions could require material write downs of the carrying values of mineral property interests.

Although the Corporation has taken steps to verify title to the property on which it is conducting exploration and in which it is acquiring an interest in accordance with industry standards for the current stage of exploration and evaluation of such property, these procedures do not guarantee the Corporation's title. Property title may be subject to unregistered prior agreements, aboriginal claims and noncompliance with regulatory requirements.

As at September 30, 2013, the Corporation had working capital of \$16,592, had an accumulated deficit of \$55,880 and incurred a loss of \$1,433 for the three months then ended. Working capital included a current tax credits receivable of \$3,523 and cash and cash equivalents of \$14,890, of which \$420 is reserved for eligible exploration expenditures pursuant to a flow-through financing.

Management believes that the Corporation has sufficient funds to meet its obligations and planned expenditures for the ensuing twelve months as they fall 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. The Corporation's ability to continue future operations and fund its exploration, evaluation and development activities is dependent on management's ability to secure additional financing in the future, which may be completed in a number of ways including, but not limited to, a combination of strategic partnerships, joint venture arrangements, project debt finance, offtake financing, royalty financing and other capital markets alternatives. Management will pursue such additional sources of financing when required, and 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 or that these sources of funding or initiatives will be available for the Corporation or that they will be available on terms which are acceptable to the Corporation.

The Corporation's financial year ends on December 31. The unaudited condensed interim financial statements were authorized for publication by the Board of Directors on November 8, 2013.

**2. BASIS OF PREPARATION AND ADOPTION OF NEW ACCOUNTING STANDARDS**

These unaudited 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. The unaudited condensed interim financial statements should be read in conjunction with the Corporation’s audited annual financial statements for the year ended December 31, 2012.

**Accounting Policies**

The accounting policies followed in these unaudited condensed interim financial statements are consistent with those of the previous financial year, except as described below.

**Changes in Accounting Policies**

The Corporation adopted the following new and revised standards, along with any consequential amendments, effective January 1, 2013. These changes were made in accordance with the applicable transitional provisions.

The Corporation adopted the amendments to IAS 1 effective January 1, 2013. These amendments required the Corporation to group other comprehensive income items by those that will be reclassified subsequently to profit or loss and those that will not be reclassified. These changes did not result in any adjustments.

The Corporation adopted IFRS 13 on January 1, 2013, on a prospective basis. The adoption of IFRS 13 did not require any adjustments to the valuation techniques used by the Corporation to measure fair value and did not result in any measurement adjustments as at January 1, 2013.

The Corporation adopted the amendments to IFRS 12 effective January 1, 2013. These amendments carry forward existing disclosures and also introduce significant additional disclosure that address the nature of, and risks associated with, an entity’s interests in other entities. These changes did not result in additional disclosures as the Corporation does not have an interest in other entities.

**3. MINERAL PROPERTY INTERESTS**

On May 13, 2013, the Corporation completed a royalty financing with RK Mine Finance (“Red Kite”). Under the terms of the agreement, Red Kite acquired (through 8248567 Canada Limited) a 1% net smelter return royalty (“NSR”) in the Dumont project for a purchase price of US\$15 million. The investment was recorded as a reduction to Dumont’s mineral property interest.

<b>Exploration and evaluation expenses</b>	<b>Dumont</b>	<b>Jefmar</b>	<b>Marbridge</b>	<b>Total</b>
<b>Balance as at January 1, 2013</b>	<b>\$55,176</b>	<b>\$465</b>	<b>\$1,109</b>	<b>\$56,750</b>
Property acquisition costs	360	-	-	360
Depreciation	48	-	-	48
Drilling	797	-	1	798
Engineering	3,860	-	-	3,860
Environmental	414	-	-	414
Geological	1,766	-	11	1,777
Site activities and metallurgical testing	2,268	2	-	2,270
Share-based payments	59	-	-	59
Cash option payments	-	(10)	-	(10)
Sale of NSR, net of transaction costs	(14,540)	-	-	(14,540)
Quebec refundable tax credits	1,509	-	-	1,509
<b>Balance as at September 30, 2013</b>	<b>\$51,717</b>	<b>\$457</b>	<b>\$1,121</b>	<b>\$53,295</b>



### Pershimco Mineral Claims

The Pershimco mineral claim block comprises five claims totalling 195.64 hectares. The claims were originally held 100% by Pershimco Resources. The Corporation purchased these claims for \$30 pursuant to an agreement dated March 18, 2013. These claims are subject to a 3% NSR royalty payable to Pershimco Resources. The Corporation has the option to buy back the NSR in stages at any time by paying \$1,000 for the first percent, \$3,000 for the second percent and \$6,000 for the third percent bought back.

## 4. SHARE CAPITAL

On March 7, 2013, the Corporation closed a brokered private placement of 4,000,000 flow-through shares at a price of \$0.50 per flow-through share for gross proceeds of \$2,000 (the "Offering"). In connection with the Offering, the Corporation recorded a \$720 flow-through share premium liability calculated as the difference between the share issuance price and the market price at the time of closing. The expenses of the Offering consisted of cash issue costs of \$194 and 240,000 broker warrants exercisable for one year to acquire up to 240,000 common shares at a price of \$0.50 per share. The fair value of the 240,000 warrants granted was estimated at \$12 using the Black-Scholes option pricing formula with the following assumptions: expected dividend yield 0%, expected volatility 75%, risk free rate of return 0.96% and an expected maturity date of one year.

## 5. SHARE INCENTIVE PLAN

### Share Purchase Options

During the three months ended March 31, 2013, the Corporation amended the terms of 600,000 share purchase options, exercisable at \$0.35 per share until March 31, 2013, and held by a former director of the Corporation, to add a cashless exercise feature. On March 27, 2013, all 600,000 of these share purchase options were exercised using the cashless exercise feature. The closing share price on the day prior to the exercise of these 600,000 share purchase options was \$0.37 per share. A total of 42,379 common shares were issued in connection with the exercise of these share purchase options.

The following table reflects the continuity of share purchase options for the nine months ended September 30, 2013:

	Number of Options	Weighted Average Exercise Price
Balance as at January 1, 2013	7,960,250	\$1.56
Exercised	(600,000)	0.35
Expired	(575,000)	2.46
<b>Balance as at September 30, 2013</b>	<b>6,785,250</b>	<b>\$1.60</b>



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As at September 30, 2013, the Corporation had the following share purchase options outstanding:

Options Outstanding				Options Exercisable		
Exercise Price Range	Number of Options	Weighted Average Remaining Contractual Life (years)	Weighted Average Exercise Price	Number of Options	Weighted Average Remaining Contractual Life (years)	Weighted Average Exercise Price
\$0.35–\$0.99	2,122,000	7.1	\$0.44	1,350,667	6.0	\$0.43
\$1.00–\$1.99	525,000	5.0	\$1.04	525,000	5.0	\$1.04
\$2.00–\$2.50	4,138,250	5.5	\$2.26	4,138,250	5.5	\$2.26
	<b>6,785,250</b>	<b>6.0</b>	<b>\$1.60</b>	<b>6,013,917</b>	<b>5.6</b>	<b>\$1.74</b>

### Deferred Share Units

During the nine months ended September 30, 2013, 76,219 deferred share units were granted, all of which vested immediately.

The following table reflects the continuity of deferred share units for the nine months ended September 30, 2013:

	Number of Deferred Share Units
Balance as at January 1, 2013	1,270,124
Granted	76,219
<b>Balance as at September 30, 2013</b>	<b>1,346,343</b>

As at September 30, 2013, 1,292,178 deferred share units were vested.

### Restricted Share Units

During the three and nine months ended September 30, 2013, 100,000 restricted share units were redeemed for cash of \$0.365 per restricted share unit for a total cash payment of \$36.5.

The following table reflects the continuity of restricted share units for the nine months ended September 30, 2013:

	Number of Restricted Share Units
Balance as at January 1, 2013	2,100,427
Redeemed	(100,000)
<b>Balance as at September 30, 2013</b>	<b>2,000,427</b>

As at September 30, 2013, the weighted average remaining contractual life of the outstanding restricted share units was 1.1 years and all restricted share units were vested.

### Share Appreciation Rights

The fair value of each share appreciation right outstanding at the end of the period, as estimated as at September 30, 2013, was \$0.14 (2012: nil). This was calculated using the Black-Scholes option pricing model, using the following assumptions:



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	Nine months ended September 30,	
	2013	2012
Share price	<b>\$0.33</b>	-
Base price	<b>\$0.40</b>	-
Risk free interest rate	<b>1.38%</b>	-
Expected life	<b>2.9 years</b>	-
Expected forfeiture rate	<b>5%</b>	-
Expected volatility	<b>75%</b>	-
Expected dividends	<b>nil</b>	-

There was no activity in share appreciation rights during the period. As at September 30, 2013, there were 837,000 share appreciation rights outstanding with a weighted average base price of \$0.40 and a remaining contractual life of 9.2 years. As at the end of the period, none of the share appreciation rights were vested.

The expense (recovery) recognized from share-based payment transactions for services received during the period is shown in the following table:

	Three months ended September 30,		Nine months ended September 30,	
	2013	2012	2013	2012
<b>Equity settled share-based payment transactions</b>				
Share purchase options	<b>\$24</b>	\$64	<b>\$82</b>	\$142
Total equity settled share-based payment transactions	<b>24</b>	64	<b>82</b>	142
<b>Cash settled share-based payment transactions</b>				
Deferred share units	<b>2</b>	68	<b>5</b>	142
Restricted share units	-	14	<b>2</b>	38
Share appreciation rights	<b>6</b>	-	<b>22</b>	-
Mark-to-market adjustment for deferred and restricted share units and share appreciation rights	<b>(187)</b>	312	<b>(270)</b>	(70)
Total cash settled share-based payment transactions	<b>(179)</b>	394	<b>(241)</b>	110
<b>Accrued share-based payment transactions</b>	<b>90</b>	86	<b>271</b>	282
<b>Total expense (recovery) arising from share-based payment transactions</b>	<b>\$(65)</b>	\$544	<b>\$112</b>	\$534

The carrying amounts of the liabilities relating to deferred and restricted share units and share appreciation rights at September 30, 2013, are \$436, \$650 and \$22 respectively (at December 31, 2012: \$554, \$881 and \$2 respectively).



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## 6. WARRANTS

The following table reflects the continuity of warrants for the nine months ended September 30, 2013:

	Number of Warrants	Exercise Price
Balance as at January 1, 2013	-	\$-
Granted (note 4)	240,000	0.50
<b>Balance as at September 30, 2013</b>	<b>240,000</b>	<b>\$0.50</b>

As at September 30, 2013, the remaining contractual life of the outstanding warrants was 0.4 years.

## 7. GENERAL AND ADMINISTRATIVE EXPENSES

	Three months ended September 30,		Nine months ended September 30,	
	2013	2012	2013	2012
<b>Expense by nature</b>				
Salaries, wages and benefits	\$641	\$666	\$1,982	\$2,042
Share-based payments (note 5)	(65)	544	112	534
Professional fees	140	65	462	492
Consulting fees	15	286	40	994
Public company expenses	6	20	104	117
Office and general	270	244	774	840
Conference and travel	138	78	207	234
Investor relations	93	146	269	555
Business development	74	64	198	414
Depreciation and amortization	22	32	66	91
	<b>\$1,334</b>	<b>\$2,145</b>	<b>\$4,214</b>	<b>\$6,313</b>

## 8. LOSS PER SHARE

	Three months ended September 30,		Nine months ended September 30,	
	2013	2012	2013	2012
Loss attributable to common shares	<b>\$(1,433)</b>	(2,948)	<b>\$(5,148)</b>	\$(7,551)
Weighted average number of common shares	<b>94,112,311</b>	90,023,318	<b>93,123,539</b>	89,667,391
Loss per share – basic and diluted	<b>\$(0.02)</b>	\$(0.03)	<b>\$(0.06)</b>	\$(0.08)

The effect of potential issuances of shares under stock options, warrants, deferred share units and restricted share units would be anti-dilutive for the nine months ended September 30, 2013, and 2012, and accordingly, basic and diluted loss per share are the same.

**9. RELATED PARTY TRANSACTIONS**

The following table reflects the remuneration of key management, which consists of the Corporation's directors and executive officers, and other related party transactions:

<b>Remuneration of key management</b>	Three months ended September 30,		Nine months ended September 30,	
	<b>2013</b>	2012	<b>2013</b>	2012
Management salaries and benefits	<b>\$448</b>	\$435	<b>\$1,344</b>	\$1,305
Directors fees	<b>76</b>	45	<b>265</b>	197
Share-based payments – Management	<b>140</b>	164	<b>422</b>	504
Share-based payments – Directors	<b>5</b>	60	<b>16</b>	119
Mark-to-market adjustment for cash settled share-based payments	<b>(220)</b>	365	<b>(318)</b>	(74)
	<b>\$449</b>	\$1,069	<b>\$1,729</b>	\$2,051
<b>Administrative and general expenses</b>				
Consulting fees paid to a director	<b>\$-</b>	\$-	<b>\$-</b>	\$11

**10. INCOME TAX**

The Corporation incurred a loss for tax purposes for the nine months ended September 30, 2013, for which no tax benefit was recorded. In addition, the Corporation recorded a refundable tax credit for mining exploration expenses and a Quebec mining duties credit on the eligible exploration expenditures incurred in the nine months ended September 30, 2013. These credits were recorded as a reduction to mineral property interests. Tax laws are complex and can be subject to different interpretations. Uncertainties exist with respect to the interpretation of tax regulations, including the determination of which mining exploration expenditures are eligible for refundable tax credits and the amount and timing of collection. The amounts recognized in the financial statements are derived from the Corporation's best estimation and judgment. The Corporation may be required to change its provision for income taxes if the tax authorities ultimately are not in agreement with the Corporation's interpretation.

The deferred tax expense for the nine months ended September 30, 2013, is attributable to additional deferred tax liabilities relating to Quebec mining duties partially offset by a deferred tax recovery related to the amortization of the liability for the premium on the issuance of the flow-through shares as expenditures expected to be renounced are incurred.

**11. FINANCIAL RISK FACTORS****Financial Instruments**

The Corporation is exposed to various financial risks resulting from both its operations and its investment activities. The Corporation's management manages financial risks. The Corporation does not enter into financial instruments agreements, including derivative financial instruments, for speculative purposes. The Corporation's main financial risks exposure and its financial policies are as follows:



### ***Credit Risk***

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Corporation's credit risk is primarily attributable to amounts receivable, cash and cash equivalents and collateral investment (note 12). Amounts receivable mainly consists of interest receivable from Canadian chartered banks, goods and services tax due from the federal and Quebec governments, deposits (note 12) and mining tax credits due from the Quebec government. Management believes that the credit risk concentration with respect to financial instruments included in amounts receivable is minimal. The Corporation reduces its credit risk by diversifying its cash and cash equivalents investments with several major Canadian chartered banks.

### ***Liquidity Risk***

Liquidity risk is the risk that the Corporation will not have sufficient cash resources to meet its financial obligations associated with financial liabilities as they come due. The Corporation's liquidity and operating results may be adversely affected by delays in receiving the tax credits receivable from the Quebec government (or securing financing against the tax credit) and if the Corporation's access to the capital market or other alternative forms of financing is hindered, whether as a result of a downturn in stock market conditions generally or related to matters specific to the Corporation. The Corporation has historically generated cash flow primarily from its financing and investing activities. As at September 30, 2013, the Corporation had cash and cash equivalents of \$14,890 of which \$420 is reserved for eligible exploration expenditures pursuant to a flow-through financing, to settle current financial liabilities of \$2,141. All of the Corporation's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms with the exception of obligations under capital lease. The Corporation regularly evaluates its cash position to ensure preservation and security of capital as well as maintenance of liquidity.

### ***Interest Rate Risk***

The Corporation has cash balances and the Corporation's current policy is to invest excess cash in certificates of deposit or high interest savings accounts of major Canadian chartered banks. As of September 30, 2013, the Corporation had \$14,164 invested with various Canadian chartered banks bearing interest at variable rates. The collateral investment is held with a major Canadian bank and bears a fixed-rate of interest of 1.3%. Sensitivity to a plus or minus 1% change in the rates would affect the reported annual finance income by approximately \$162.

### ***Fair Value Risk***

The carrying values of cash and cash equivalents, amounts receivable, collateral investment, accounts payable and accrued liabilities and obligations under finance leases approximate their fair values due to their relatively short periods to maturity.

## **12. COLLATERAL INVESTMENT**

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On September 25, 2013, the Corporation entered into an agreement with Hydro-Québec for the construction of a high voltage power transmission line to connect the Corporation's planned Dumont Nickel Project to Hydro-Québec's existing electricity distribution network (the "**Power Line Project**"). The estimated cost of the work involved is \$25,600 which is required to be financed and secured by the Corporation with eight irrevocable letters of credit as follows: (i) \$2,000 was issued on September 10, 2013 for which a collateral investment of \$2,000, in the form of a one year fixed-rate non-redeemable guaranteed investment certificate bearing interest at the rate of 1.30%, was made to secure the outstanding letter of credit; (ii) \$1,600 by April 1, 2014; (iii) \$1,600 by June 1, 2014; (iv) \$4,200 by August



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1, 2014; (v) \$4,300 by November 1, 2014; (vi) \$3,400 February 1, 2015; (vii) \$3,400 by May 1, 2015 and (viii) \$5,100 by August 1, 2015. Hydro-Québec is required to progressively release the letters of credit as the Corporation fulfills its power consumption commitment over a ten year commitment period. Upon entering into this agreement, Hydro-Québec reimbursed the Corporation a guarantee deposit of \$1,250, which the Corporation provided to Hydro-Québec under a prior agreement related to the Power Line Project. This reimbursement of \$1,250 was outstanding as at September 30, 2013 and is included in amounts receivable and prepaids in the interim balance sheet as at September 30, 2013. The Corporation received the deposit of \$1,250 on October 7, 2013.

Under the agreement, the Corporation has the ability to suspend any additional work and postpone, up to 12 months, the issue date of all unissued letters of credit. During the suspension period, the Corporation is required to pay Hydro-Québec a regulated rate of return on the value of the expenses incurred and committed from the start of the Power Line Project up to the date work is resumed, plus any additional costs resulting directly from the suspension of work. The Corporation also has the ability under the agreement to abandon the Power Line Project and cancel its obligation to issue any additional letters of credit. In the event of abandonment, the Corporation is required to reimburse Hydro-Québec the cost of all the work that it completed and committed as at the date of abandonment, a regulated rate of return on such costs, and any additional costs directly related to the abandonment including dismantling and site restoration costs where applicable.