ALMONTY INDUSTRIES

Unaudited Consolidated Interim Financial Statements

For the Three and Nine Month periods ended June 30, 2012

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Notice of No Auditor Review of Condensed Consolidated Interim Financial Statements

Pursuant to National Instrument 51-102 – *Continuous Disclosure Obligations*, financial statements must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of Almonty Industries Inc. ("**Almonty**" or the "**Company**") for the three and nine month periods ended June 30, 2012 have been prepared by the Company's management and are the 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 condensed interim financial statements by an entity's auditor.

Consolidated Balance Sheet

As at June 30, 2012

(in 000's of Canadian dollars unless otherwise noted)

	Note	June 30, 2012	September 30, 2011
Assets			
Current Assets			
Cash and cash equivalents	17	990	1,156
Trade receivable	16	1,030	-
VAT/HST receivable	16	767	1,024
Inventories	15	1,602	2,595
Other current assets		318	233
Total Current Assets		**4,707**	**5,008**
Non-Current Assets			
Property, plant and equipment	7	9,787	10,585
Mine development	8	11,469	9,362
Deferred tax assets		4,739	5,719
Other non-current assets		509	643
Total Non-Current Assets		**26,504**	**26,309**
Total Assets		**31,211**	**31,317**
Liabilities			
Current Liabilities			
Trade and other payables	18	3,760	2,884
Capital lease	19	66	33
Transaction liabilities	5	302	762
Other accrued liabilities	18	1,425	779
Total Current Liabilities		**5,553**	**4,458**
Non-Current Liabilities			
Non-interest bearing obligation	18	183	503
Capital lease	19	100	17
Deferred tax liabilities		3,805	4,709
Restoration provision	11	434	451
Total Non-Current Liabilities		**4,522**	**5,680**
Total Liabilities		**10,075**	**10,138**
Shareholders' Equity			
Share capital	14	21,984	21,958
Contributed surplus	14	1,427	1,217
Accumulated other comprehensive income (loss)		(1,562)	107
Deficit		(713)	(2,103)
Total Shareholders' Equity		**21,136**	**21,179**
Total Liabilities and Shareholders' Equity		**31,211**	**31,317**

On behalf of the Board:

"Lewis Black"
Lewis Black, Director, President & CEO

"Mark Trachuk"
Mark Trachuk, Director

See accompanying notes

Consolidated Statement of Operations and Comprehensive Loss

For the Three and Nine Month Periods Ended June 30, 2012

(in 000's of Canadian dollars unless otherwise noted)

	Note	Three Months Ended June 30, 2012	Nine Months Ended June 30, 2012
Revenue	12	4,802	16,251
Cost of sales		2,563	8,590
Gross Profit		**2,239**	**7,661**
Expenses			
General and administrative		(788)	(2,230)
Other income		68	145
Non-cash compensation	14	(69)	(221)
Earnings before the undernoted items		**1,450**	**5,355**
Depreciation and amortization – Los Santos Project		(622)	(2,139)
Amortization of fair value increment at acquisition		(548)	(1,725)
Other amortization		-	(57)
Earnings before the undernoted items		280	1,434
Interest expense		(17)	(44)
Earnings before taxes		263	1,390
Income tax provision			
Current		-	
Deferred		-	
Net income after tax		**263**	**1,390**
Net Income for Period		**263**	**1,390**
Other Comprehensive Loss		**(623)**	**(1,669)**
Total Comprehensive Income for the Period		**(360)**	**(279)**
Earnings (loss) Per Share	13		
Basic income (loss) per share		**$0.01**	**$0.04**
Diluted income (loss) per share		**$0.01**	**$0.03**

See accompanying notes

Consolidated Statement of Changes in Shareholders' Equity

For the Three and Nine Month Periods Ended June 30, 2012

(in 000's of Canadian dollars unless otherwise noted)

Three Months Ended June 30, 2012	**Share Capital**	**Contributed Surplus**	**Deficit**	**Accumulated Other Comprehensive Income**	**Shareholders' Equity**
Balance at March 31, 2012	**21,958**	**1,369**	**(976)**	**(939)**	**21,412**
Equity capital issued	15	-	-	-	15
Contributed surplus (warrants and options issued)	-	69	-	-	69
Contributed surplus (warrants exercised)	11	(11)	-	-	-
Net income for the period	-	-	263	-	263
Foreign currency translation adjustment	-	-	-	(623)	(623)
Transaction costs on share issue	-	-	-	-	-
Balance at March 31, 2012	**21,984**	**1,427**	**(713)**	**(1,562)**	**21,136**

Nine Months Ended June 30, 2012	**Share Capital**	**Contributed Surplus**	**Deficit**	**Accumulated Other Comprehensive Income**	**Shareholders' Equity**
Balance at September 30, 2011	**21,958**	**1,217**	**(2,103)**	**107**	**21,179**
Equity capital issued	15	-	-	-	15
Contributed surplus (warrants and options issued)	-	221	-	-	221
Contributed surplus (warrants exercised)	11	(11)	-	-	-
Net income for the period	-	-	1,390	-	1,390
Foreign currency translation adjustment	-	-	-	(1,669)	(1,669)
Transaction costs on share issue	-	-	-	-	-
Balance at June 30, 2012	**21,984**	**1,427**	**(713)**	**(1,562)**	**21,136**

See accompanying notes

Consolidated Statement of Cash Flows

For the Three and Nine Month Periods Ended June 30, 2012
(in 000's of Canadian dollars unless otherwise noted)

	Three Months Ended June 30, 2012	Nine Months Ended June 30, 2012
Cash Flows From Operating Activities		
Net income for the period	263	1,390
Add (deduct) non-cash items:		
Non–cash compensation expense	69	221
Depreciation and amortization	1,170	3,864
Other net non-cash charges	57	(18)
	1,559	5,457
Net change in non-cash working capital	975	649
Net Cash Flows Provided by Operating Activities	**2,534**	**6,106**
Cash Flows From Investing Activities		
Additions to property, plant and equipment	(2,583)	(6,485)
Net Cash Flows Used in Investing Activities	**(2,583)**	**(6,485)**
Cash Flows From Financing Activities		
Capital leases	(15)	154
Issuance of common stock on exercise of warrants	15	15
Non-cash interest expense	17	44
Net Cash Flows Provide by Financing Activities	**17**	**213**
Net Increase (decrease) in Cash and Cash Equivalents During the Period	**(32)**	**(166)**
Cash and cash equivalents at beginning of period	1,022	1,156
Cash and Cash Equivalents at End of Period	**990**	**990**

See accompanying notes

Notes to the Consolidated Financial Statements

(in 000's of Canadian dollars unless otherwise noted)

1. Description of Business

On September 23, 2011, Daytal Resources Spain, S.L. ("**Daytal**") was acquired by 7887523 Canada Inc. ("**Almonty Sub**") from Heemskirk Europe PLC and Heemskirk Consolidated Limited ("**Heemskirk**"). Immediately following this transaction, Almonty Sub completed the reverse acquisition of RCG Capital Inc. ("**RCG**"), a capital pool company that was listed on the TSX Venture Exchange (Note 9). Upon the closing of the transaction on September 23, 2011, RCG changed its name to Almonty Industries Inc. and continued trading on the TSX Venture Exchange under the symbol "AII". Almonty Sub was incorporated on June 9, 2011 for the express and sole purpose of completing the transactions described above in this paragraph. There was no activity in Almonty Sub during the period June 9 to June 30, 2011 and as such there are no comparative year figures available for the three or nine month periods ended June 30, 2012.

2. Basis of Preparation of the Consolidated Financial Statements

a) Statement of compliance

The unaudited consolidated financial statements of Almonty for the three and nine month periods ended June 30, 2012 have been prepared in accordance with International Financial Reporting Standards ("**IFRS**").

The consolidated financial statements were authorized for issuance by the Board of Directors of the Company on August 27, 2012.

b) Basis of preparation

The consolidated financial statements have been prepared on a going concern basis and include the accounts of the 100% owned subsidiaries of the Company, Daytal and Almonty Sub.

The accounting policies and methods of computation adopted in the preparation of the financial statements of the subsidiaries are consistent with those adopted and disclosed in Note 3.

Subsidiaries are fully consolidated from the date of acquisition, being the date on which Almonty obtained control, and continue to be consolidated until the date when such control ceases. All intra-group balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends have been eliminated in full on consolidation.

c) Economic dependence

Almonty's wholly-owned indirect subsidiary, Daytal has a long-term supply agreement with one customer who participates in the global tungsten business. Currently over 92% of the output of Daytal's operations is sold to this customer. Almonty is economically dependent on the revenue received from this customer in order to be able to meet its current obligations and is subject to the pricing terms set out in the supply agreement. There is no guarantee that Almonty would be able to find an alternative customer or customers on market terms similar to its existing supply agreement should this current customer cease operations or become unable to pay Almonty under the current contract.

Daytal's contract with Sanchez y Lago ("**SYL**"), under which SYL carries out contract mining activities for Daytal at the Los Santos Project, was renewed for the life-of-mine with an effective date of July 1, 2012. Daytal currently does not have any mining capabilities of its own and relies on SYL for all mining activity, including waste rock removal, pit development and delivery of ore to Daytal's crushing and processing plant. There is no guarantee that Daytal would be able to replace SYL with another contract mining firm should SYL no longer be able to perform contract mining services. Any disruption in the contract mining services provide by SYL would have negative impact on Daytal's short-term economic viability.

d) New accounting standards and interpretations

New accounting standards and interpretations not yet adopted

The following standards, amendments to standards and interpretations have been identified as those which may impact the consolidated financial statements of Almonty. They have been issued but are not yet effective and are available for early adoption; however, they have not been applied in preparing the consolidated financial statements.

Reference	Title	Application date for Almonty
IAS 1	Presentation of Financial Statements (revised)	October 1, 2012
IAS 12	Income Taxes (amended)	October 1, 2012
IFRS 9	Financial Instruments	October 1, 2013
IFRS 10	Consolidated Financial Statements	October 1, 2013
IFRS 11	Joint Arrangements	October 1, 2013
IFRS 12	Disclosure of Interests in Other Entities	October 1, 2013
IFRS 13	Fair Value Measurement	October 1, 2013
IAS 19	Employee Benefits (revised)	October 1, 2013

The adoption of these new or amended standards is not expected to have a material impact on the consolidated financial statements of Almonty.

3. Significant Accounting Judgments, Estimates and Assumptions

The preparation of Almonty's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenue and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

As these unaudited interim consolidated financial statements do not contain all of the disclosure required under IFRS for audited financial statements, they should be read in conjunction with the notes to the Company's audited consolidated financial statements for the period ended September 30, 2011.

4. Segment Information

Management monitors the business of Almonty as a single reporting segment whose operations relate to the exploration and mining of tungsten in Spain. All output is sold under a long-term supply agreement to an individual entity with global operations in the tungsten supply chain. As Almonty operates as a single segment, the consolidated financial statements should be read as a whole for the results of this operating segment.

5. Business Combinations – Acquisitions

Daytal Resources Spain, S.L.

Almonty acquired 100% of the share capital of Daytal, a company holding a 100% interest in the Los Santos Project, on September 23, 2011. The principal business of Daytal is the advancement of exploration, development and production activities at the Los Santos Project. The mine at the Los Santos Project is a sheelite mineral deposit consisting of the tungstate of calcium that is an ore of tungsten. The mine is located approximately 50 kilometres from Salamanca, in western Spain. The mine has been in production since 2008 and produces a tungsten concentrate product which is currently sold under a long-term supply agreement. The mine was opened in 2008 and commissioned in July 2010.

	Fair Value at Acquisition Date
Assets	
Property, plant and equipment	10,563
Mine development	9,332
Deferred tax asset	5,690
Other non-current assets	638
Inventories	2,257
Other current assets	1,033
Cash and cash equivalents	281
	29,794
Liabilities	
Trade and other payables	3,364
Capital lease	50
Other liabilities and accruals	17

Long-term non-interest bearing trade payables	500
Deferred tax liability	4,685
Restoration provision	449
	9,065
Total Identifiable Net Assets	**20,729**
Cash paid	14,427
Shares and warrants transferred at fair value	6,234
Total Consideration Transferred	**20,661**
Bargain purchase gain recorded in income	68
Direct costs attributable to the acquisition	786
Net cash acquired with Daytal	281
Cash paid	(14,427)
Transaction costs incurred	(786)
Net Consolidated Cash Outflow	**(14,932)**

The fair values disclosed above have been determined by management after review of the mine plan and review of the fair market value of the assets acquired.

The bargain purchase gain is a result of the excess of the fair market value of the net assets acquired over the purchase consideration. Mine development and property, plant and equipment will be amortized over the useful life of the mine based on a unit of production. See Note 7 regarding property, plant and equipment and Note 8 regarding mine development.

For the three month period ended June 30, 2012, Daytal contributed $4,802 ($16,251 for the nine month period ended June 30, 2012) to consolidated revenue and $515 ($1,910 for the nine month period ended June 30, 2012) to consolidated net income.

6. Related Party Transactions

There were no related party transactions that occurred in the three and nine month periods ended June 30, 2012.

Compensation of Key Management Personnel of Almonty

	Three Months Ended June 30, 2012	**Nine Months Ended June 30, 2012**
Short-term cash compensation	50	150
Long-term directors' incentive share-based compensation	45	135
Total Compensation of Key Management Personnel	**95**	**285**

7. Property, Plant and Equipment

Three Months Ended June 30, 2012	**Property, Plant and Equipment**
Cost at March 31, 2011	**10,622**
Additions	789
Translation adjustment	(302)
Cost at June 30, 2012	**11,109**
Accumulated Amortization at March 31, 2011	**907**
Amortization charge	
Three months ended June 30, 2012	415
Accumulated Amortization at June 30, 2012	**1,322**
Closing Net Book Value June 30, 2012	**9,787**

Nine Months Ended June 30, 2012	**Property, Plant and Equipment**
Cost at September 30, 2011	**10,624**
Additions	1,275
Translation adjustment	(790)
Cost at June 30, 2012	**11,109**
Accumulated Amortization at September 30, 2011	**39**
Amortization charge	
Nine months ended June 30, 2012	1,283
Accumulated Amortization at June 30, 2012	**1,322**
Closing Net Book Value June 30, 2012	**9,787**

8. Mine Development

Three Months Ended June 30, 2012	Mine Restoration	Inferred Resource	Mine Development	Total
Cost at March 31, 2012	**375**	**1,133**	**11,122**	**12,630**
Additions	-	-	1,794	1,794
Translation adjustment	(12)	(35)	(308)	(355)
Cost at June 30, 2012	**363**	**1,098**	**12,608**	**14,069**
Accumulated Amortization at March 31, 2012	-	-	1,845	1,845
Amortization charge				
Three months ended June 30, 2012	-	-	755	755
Accumulated Amortization at June 30, 2012	-	-	2,600	2,600
Closing Net Book Value June 30, 2012	**363**	**1,098**	**10,008**	**11,469**

Nine Months Ended June 30, 2012	Mine Restoration	Inferred Resource	Mine Development	Total
Cost at September 30, 2011	**390**	**1,188**	**7,803**	**9,381**
Additions	-	-	5,210	5,210
Translation adjustment	(27)	(90)	(405)	(522)
Cost at June 30, 2012	**363**	**1,098**	**12,608**	**14,069**
Accumulated Amortization at September 30, 2011	-	-	19	19
Amortization charge				
Nine months ended June 30, 2012	-	-	2,581	2,581
Accumulated Amortization at June 30, 2012	-	-	2,600	2,600
Closing Net Book Value June 30 , 2012	**363**	**1,098**	**10,008**	**11,469**

9. Reverse Acquisition

On September 23, 2011, RCG acquired Almonty Sub, a private company existing under the laws of Canada (Note 1). RCG issued 36,374,260 common shares in exchange for the 36,374,260 issued and outstanding common shares of Almonty Sub. In connection with the completion of the reverse acquisition on September 23, 2011, RCG changed its name to Almonty Industries Inc.

In accordance with IFRS 3, *Business Combinations*, the substance of the transaction is a reverse acquisition of a non-operating company. The transaction does not constitute a business combination as RCG does not meet the definition of a business under IFRS 3. As a result, the transaction is accounted for as a capital transaction with Almonty Sub being identified as the accounting acquirer and the equity consideration being measured at fair value. The resulting consolidated statement of financial position is presented as a continuance of Almonty Sub.

The consideration is comprised of the issuance of 637,181 common shares of Almonty Sub to the shareholders of RCG at a price of $1.00 per share and issuance of 82,455 options to former RCG agents and directors (Note 14) for a total consideration of $677.

In accordance with IFRS 2, *Share-based Payments,* any excess of the fair value of the shares issued by Almonty Sub over the value of the net monetary assets of RCG is recognized in the consolidated statement of operations and comprehensive loss.

Based on the statement of financial position of RCG at the time of the transaction, the net liabilities at estimated fair values that were acquired by Almonty Sub resulted in a charge to the consolidated statement of comprehensive loss as follows:

Net liabilities acquired	21
Consideration of common shares deemed to be issued and options	677
Listing Expense	**698**

10. Commitments and Contingent Liabilities

Almonty, through its wholly-owned indirect subsidiary, Daytal, owns the Los Santos Project, located approximately 50 kilometres from the town of Los Santos, near Salamanca in western Spain. Daytal leases the land where the Los Santos Project is located from several individual property owners as well as the municipalities of Los Santos and Fuenterroble. The leases range from 10 to 25 years and have expiry dates between 2017 and 2032. On all leases greater than 10 years, Daytal has the right to terminate the leases under certain circumstances without penalty. Annual lease commitments total €221 (C$285) and are payable throughout the year on the anniversary dates of the individual leases.

The mining license was granted to Daytal in September 2002, for a period of 30 years, extendable for 90 years. Daytal is required to pay annual land taxes (approximately €2/year) to the government. This amount is related to the surface covered and not to the production of minerals. There are no other royalty payments.

11. Restoration Provision

Almonty has recognized a restoration provision of $434 ($451 as at September 30, 2011) with respect to Daytal's future obligation to restore and reclaim the Los Santos Project once it has ceased to mine tungsten ore from the Los Santos Project. The restoration provision represents the present value of rehabilitation costs relating to the mine site which are expected to be incurred in 2019 after the mine ceases production. This provision has been created based on Almonty's internal estimates. Assumptions based on the current economic environment have been made which management believes are a reasonable basis upon which to estimate the future liability. These estimates are reviewed regularly to take into account any material changes to the assumptions. Actual rehabilitation costs will ultimately depend upon future market prices for the necessary decommissioning work required which will reflect current market conditions at that time. The timing of the rehabilitation is likely to depend on when the mine ceases to produce at economically viable rates. This in turn will depend on Almonty's ability to extend the mine life through additional exploration and also on the future price of WO_3 concentrate.

Banco Popular has posted a bank warranty of €180 (C$232) on behalf of Daytal with the Region of Castilla y Leon, Trade and Industry Department as a form of deposit to cover the expected costs of restoring the mining property as required by Daytal's Environmental Impact Statement that forms a part of its mining and exploitation license on the Los Santos Project provision. The bank warranty cannot be cancelled unless such cancellation is approved by the government of Castilla y Leon upon approval of the completion of the restoration work. The bank warranty is undrawn and carries a quarterly stand-by fee of approximately €1 per quarter.

12. Revenue

During the three months ended June 30, 2012 Almonty mined 113,492 tonnes of ore at a weighted average grade of 0.28% WO_3. The Company processed 116,166 tonnes of ore at a weighted average grade of 0.24% WO_3 for a total contained MTU WO_3 processed of 27,786. Tungsten concentrate recovery for the three month period averaged 58.1% and Almonty shipped 12,586 MTU of high grade concentrate (65.0% or higher WO_3) and 2,400 MTU of low grade concentrate (between 40.0% and 65.0% WO_3). Gross revenue for the three month period totalled $4,802.

During the nine months ended June 30, 2012 Almonty mined 347,574 tonnes of ore at a weighted average grade of 0.27% WO_3. The Company processed 356,688 tonnes of ore at a weighted average grade of 0.24% WO_3 for a total contained MTU WO_3 processed of 84,638. Tungsten concentrate recovery for the nine month period averaged 57.1% and Almonty shipped 42,022 MTU of high grade concentrate (65.0% or higher WO_3) and 5,820 MTU of low grade concentrate (between 40.0% and 65.0% WO_3). Gross revenue for the nine month period ended June 30, 2012 totalled $16,251.

13. Earnings per Share

Basic earnings per share amounts are calculated by dividing net income for the period by the weighted average number of common shares outstanding during the period.

	Three Months Ended June 30, 2012	**Nine Months Ended June 30, 2012**
Net income for the period attributable to Almonty shareholders	$263	$1,390
Weighted average number of common shares outstanding	37,022,668	37,018,926
Basic earnings per common share	$0.01	$0.04
Net income for the period attributable to Almonty shareholders	$263	$1,390
Weighted average number of fully diluted common shares outstanding	42,876,690	42,635,023
Diluted earnings per common share	$0.01	$0.03

14. Share Capital and Contributed Surplus

	Number of Shares	Amount
Authorized		
Unlimited common shares, without par value		
Common shares issued		
Shares issued for cash	16,986,328	17,442
Shares issued to Almonty Partners LLC	13,850,420	-
Shares issued to Heemskirk as part of Daytal acquisition	5,560,000	5,560
Shares issued to RCG shareholders as part of the reverse acquisition	637,181	637
Warrants exercised	-	11
Less agents' warrants issued as part of Daytal acquisition		(140)
Less common share issuance costs as part of Daytal acquisition		(1,526)
Total Share Capital	**37,033,929**	**21,984**

	Number of Warrants/Options	Amount
Contributed surplus		
Warrants issued to Heemskirk	3,701,144	674
Warrants issued to agents	656,650	140
Compensation options issued to former RCG directors	59,967	29
Compensation options issued to directors/officers	1,050,000	432
Compensation options issued to employees	400,000	152
Total Contributed Surplus	**5,867,761**	**1,427**
Total Share Capital and Contributed Surplus	**42,901,690**	**23,411**

During the period ended September 30, 2011, Almonty issued 16,963,840 common shares for gross proceeds of $17,427 at a value of $1.00 per common share in connection with the acquisition of Daytal and Almonty Sub's subscription receipt financing that closed on September 23, 2011. Proceeds of the financing were received in both US dollars and Canadian dollars. On closing of the acquisition of Daytal and reverse acquisition with RCG, the funds held in escrow were released. Also on closing of the acquisition of Daytal, Almonty issued 5,560,000 common shares to Heemskirk at an implied value of C$1.00 per share as partial consideration for the issued and outstanding shares of Daytal. See Note 5.

During the three month period ended June 30, 2012 Almonty issued 22,488 common shares for gross proceeds of $15 on the exercise of 22,488 warrants with a strike price of $0.667 per warrant. As part of the warrant exercise $11 was reclassified to share capital from contributed surplus.

The following assumptions were used for the Black-Scholes valuation of the agents' warrants and the Heemskirk warrants:

Risk-free interest rate	2.25%
Expected life of agents' warrants	2 years
Expected life of Heemskirk's warrants	3 years
Annualized volatility	35%

Dividend rate	0%
Strike price per agents’ warrant	$1.00
Strike price per Heemskirk warrant	$1.25

The following assumptions were used for the Black-Scholes valuation of the former RCG directors’ and agents’ options:

Risk-free interest rate	2.15%
Expected life of former RCG directors’ options	9 years
Annualized volatility	35%
Dividend rate	0%
Strike price per former RCG directors’ options	$0.67

Incentive Stock Options

Almonty adopted RCG’s stock option plan under which it can grant options to directors, officers, employees and consultants for up to 10% of the issued and outstanding common shares. Under the plan, the exercise price of an option may not be less than the closing market price during the trading day immediately preceding the date of the grant of the option, less any applicable discount allowed by the TSX Venture Exchange. The options can be granted for a maximum term of 10 years and vest at the discretion of the Board of Directors of Almonty. The plan and all grants of options under the plan (including each of the grants described below) were approved by Almonty’s shareholders at its Annual and Special Meeting of Shareholders held on March 26, 2012.

On September 26, 2011, Almonty granted 1,250,000 incentive stock options to directors, officers and employees of the Company and its subsidiaries. Each option is exercisable for one common share in the capital of Almonty at a price of $1.00 per share for a period of ten years from the date of grant. 750,000 of the options vested immediately and 500,000 of the options vest over a two year period. The grant resulted in a stock-based compensation expense, using the Black-Scholes option pricing model, of $363 being recorded in the period ended September 30, 2011. The weighted average fair value of the stock options granted was $0.48 per option.

During the three months ended June 30, 2012 the Company recorded non-cash compensation expense of $45 ($135 for the nine month period ended June 30, 2012) related to the vesting of a portion of the 500,000 options granted on September 26, 2011 that vest over a two year period. While the options vest in two instalments on the anniversary of the grant date, the Company has recorded the non-cash compensation expense as if each tranche of options vest evenly over the two year period. The notional number of options associated with the non-cash compensation expense totalled 93,750 (281,250 for the nine month period ended June30, 2012), leaving 218,750 options whose expense will be recognized over the remaining 15 months of the vesting period.

The following assumptions were used for the Black-Scholes valuation of incentive stock options granted on September 26, 2011:

Risk-free interest rate	2.15%
Expected life of options	10 years
Annualized volatility	35%

Dividend rate	0%
Strike price	$1.00

On January 31, 2012, Almonty granted 150,000 incentive stock options to certain employees of its wholly-owned indirect subsidiary, Daytal. Each option is exercisable into one common share of Almonty at a price of $0.85 per share for a period of ten years from the date of grant. The grant resulted in stock-based compensation expense, using the Black-Scholes option pricing model, of $62 being recorded in the three month period ended March 31, 2012 ($62 for the six month period ended March 31, 2012). The weighted average fair value of the stock options granted was $0.41 per option.

The following assumptions were used for the Black-Scholes valuation of incentive stock options granted on January 31, 2012:

Risk-free interest rate	2.04%
Expected life of options	10 years
Annualized volatility	35%
Dividend rate	0%
Strike price	$0.85

On June 19, 2012, Almonty granted 50,000 incentive stock options to an employee of its wholly-owned indirect subsidiary, Daytal. Each option is exercisable into one common share of Almonty at a price of $1.02 per share for a period of ten years from the date of grant. The grant resulted in stock-based compensation expense, using the Black-Scholes option pricing model, of $24 being recorded in the three month period ended June 30, 2012 ($24 for the nine month period ended June 30, 2012). The weighted average fair value of the stock options granted was $0.48 per option.

The following assumptions were used for the Black-Scholes valuation of incentive stock options granted on June 19, 2012:

Risk-free interest rate	1.769%
Expected life of options	10 years
Annualized volatility	35%
Dividend rate	0%
Strike price	$1.02

Total non-cash compensation expense for the 3 month period ended June 30, 2012 was $69 (comprised of $45 and $24 respectively). Total non-cash compensation expense for the nine month period ended June 30, 2012 totalled $221 (comprised of $135, $62 and $24 respectively).

As at March 31, 2012 the following options and warrants are outstanding:

	Number of Options/Warrants	Exercise Price	Expiry Date
Incentive stock options [1, 2]	1,250,000	$1.00	25/09/2021
Incentive stock options [3]	150,000	$0.85	31/01/2022
Incentive stock options [3]	50,000	$1.02	19/06/2022
Heemskirk warrants	3,701,144	$1.25	22/09/2014
Agents' warrants	656,650	$1.00	22/09/2013
Former RCG incentive stock options [2]	59,967	$0.67	30/06/2020
Total Options /Warrants	**5,867,761**		

[1] 500,000 incentive stock options vest in two tranches of 250,000 on the first and second anniversary of the grant date of September 26, 2011.
[2] Options issued to directors, officers and employees.
[3] Options issued to employees.

15. Inventories

	June 30, 2012	September 30, 2011
Stores and fuel	599	647
Ore and in-process ore	832	836
Finished goods – WO_3 concentrate	171	1,112
Total inventories	**1,602**	**2,595**

16. Receivables

As at June 30, 2012 there was $1,030 ($nil as at September 30, 2011) in trade receivables outstanding relating to the sale of tungsten concentrate under the Company's long-term supply agreement. As at the date hereof all outstanding receivables as of June 30, 2012 have been received.

As at June 30, 2012, Almonty recognized VAT recoverable in the amount of $712 ($961 as at September 30, 2011) and HST recoverable in the amount of $55 ($63 as at September 30, 2011) for a total VAT/HST receivable of $767 ($1,024 as at September 30, 2011).

17. Cash and Cash Equivalents

Cash at banks in deposit accounts that earn interest at floating rates based on daily bank deposit rates totalled $990 ($1,156 as at September 30, 2011). Almonty only deposits cash surpluses with major banks of high quality credit standing.

As at June 30, 2012, Almonty did not have any undrawn committed borrowing facilities.

18. Accounts Payable and Accrued Liabilities

	June 30, 2012	September 30, 2011
Trade and other payables	3,760	2,884
Sundry accruals	836	216
Accrued transaction costs	302	762
Accrued payroll and payroll taxes	259	404

Accrued audit fees	-	142
Total Accounts Payable and Accrued Liabilities	**5,157**	**4,408**
Current portion of capital lease (Note 19)	66	33
Current portion of non-interest bearing trade payable	330	17
Total Current Liabilities	**5,553**	**4,458**

The non-interest bearing obligation of $513 is due for payment beginning September 1, 2012 with $17 due and payable thereon followed by 14 equal monthly instalments of $43. The non-interest bearing trade payable of $513 ($520 as at September 30, 2011) is classified as current (due with-in 12 months) of $330 ($17 as at September 30, 2011) and long-term (due after 1 year) of $183 ($503 as at September 30, 2011).

19. Capital Lease

	June 30, 2012	
	Minimum Lease Payment	Present Value of MLP
Within one year	68	66
After one year but not more than five years	119	100
After more than five years	-	-
Total Minimum Lease Payments	**187**	**166**

The capital leases relate to certain industrial equipment (forklifts, front-end loader and vehicles) that Almonty leases. Ownership of the equipment reverts to Almonty at the end of each lease. The leases carry an implied interest rate of between 2.75% and 4.50% and, in addition to the minimum lease payments, include operating payments related to maintenance, service and insurance that total $6 in 2012 and $3 in 2013, after which time the leases associated with these operating payments will have expired.

20. Financial Instruments, and Financial Risk Management Objectives and Policies

Classification of Financial Instruments

Financial instruments classified as fair value through profit or loss are carried at fair value on the consolidated balance sheet, and changes in fair values are recognized in net loss for the period.

The following table provides the allocation of financial instruments and their associated financial instrument classifications as at June 30, 2012:

	FVTPL [1]	**Loans and Receivables / Other Financial Liabilities**	**Total**
Measurement basis	(Fair value)	(Amortized cost)	
Financial assets			
Cash and cash equivalents	990	-	990
Trade receivables	-	1,030	1,030
VAT / HST receivable	-	767	767
Total	**990**	**1,797**	**2,787**

Financial Liabilities			
Trade and other payables	-	3,760	3,760
Capital lease	-	166	166
Transaction liabilities	-	302	302
Other accrued liabilities	-	1,095	1,095
Non-interest bearing obligation	-	513	513
Total	**-**	**5,836**	**5,836**

[1] Financial instruments classified as fair value through profit and loss.

Fair Value Hierarchical Levels

Fair value hierarchical levels are directly determined by the amount of subjectivity associated with the valuation inputs of these assets and liabilities, and are as follows:

Level 1 - Inputs are unadjusted, quoted prices in active markets for identical assets or liabilities at the measurement date.

Level 2 - Inputs (other than quoted prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrument's anticipated life.

Level 3 - Inputs reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs to determining the estimate.

As of June 30, 2012, cash and cash equivalents of $990 ($1,156 as at September 30, 2011), which is carried at fair value, was based on Level 1 inputs.

Financial Risk Management Objectives and Policies

Almonty's principal financial instruments comprise cash deposits and finance leases.

The main purpose of these instruments is to provide cash flow funding for the operations of Almonty and its wholly-owned indirect subsidiary, Daytal. Almonty has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from operations.

The main risks arising from Almonty's financial instruments are interest rate risk, foreign currency risk, commodity price risk, credit risk and liquidity risk.

Interest rate risk

Almonty's exposure to the risk of changes in market interest rates relates primarily to cash at banks and on hand with a floating interest rate and amounts payable to Almonty under its supplier finance program that is part of its long-term supply agreement with its major customer.

Foreign currency risk

Almonty's wholly-owned indirect subsidiary, Daytal, operates in Spain in Euros (€). Its output is a commodity that is primarily denominated in United States dollars (USD$) and Almonty's reporting currency is in Canadian dollars (CAD$). As such, Almonty's consolidated balance sheet can be significantly be affected by movements between the three currencies (CAD$, USD$ and €). During the three months ended June 30, 2012 the value of the € relative to the CAD$ decreased from €1.00

= CAD\$1.3322 as at March 31, 2012 to €1.00 = CAD\$1.2910 as at June 30, 2012 resulting in Almonty recording a cumulative translation adjustment loss of (\$623) for the three months ended June 30, 2012. During the nine month period ended June 30, 2012 the value of the € relative to the CAD\$ decreased from €1.00 = CAD\$1.3865 as at September 30, 2011 to €1.00 = CAD\$1.2910 as at June 30, 2012 resulting in the Company recording a cumulative translation adjustment loss of (\$1,669) for the nine month period ended June 30, 2012. This amount is recorded as other comprehensive income (loss) on the Consolidated Statement of Operations and Comprehensive Loss and accumulated other comprehensive income (loss) as a separate line item in Shareholders' Equity.

Commodity price risk
Almonty's policy is to maintain exposure to commodity price movements at its mining operations. Almonty had \$1,030 in trade receivables related to tungsten sales under its long-term supply agreement as at June 30, 2012 (\$nil as at September 30, 2011).

Credit risk
Almonty's maximum exposure to credit risk, excluding the value of any collateral or other security, is the creditworthiness of its customer that is operating as counterparty to Almonty's supplier financing program. All invoices submitted to its major customer under its long-term supply agreement are subject to a supplier finance program. Almonty assigns all trade receivables that are subject to the supplier finance program to a third party bank and receives prepayment from the bank on the invoices assigned. The availability of this program rests solely on the ability of Almonty's customer to continually pay down the supplier financing facility as it comes due in order to ensure Almonty has access to draw on the facility when it ships WO_3 concentrate to its customer under the agreement. If Almonty were to no longer have access to the supplier financing program it would revert to normal trade terms with its customer.

The Company had \$767 in VAT/HST receivables outstanding as at June 30, 2012 (\$1,024 as at September 30, 2011) comprised of VAT of \$712 (\$961 as at September 30, 2011) due from the Spanish government and HST of \$55 (\$63 as at September 30, 2011) due from the Canadian government.

As at June 30, 2012, Almonty had submitted invoices totalling \$1,030 (\$nil as at September 30, 2011) under its supplier finance program where payment had not yet been received. As at the date hereof all amounts outstanding as at June 30, 2012 have been received.

Liquidity risk
Almonty's objective is to use cash and cash equivalents, finance leases, inter-company participating loans and equity in order to maintain liquidity. Almonty's policy is to maximize liquidity in order to enable the continued development of the mine and operations of the plant and to enable the development of its projects.

21. Capital Management

The primary objective of Almonty's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value. Almonty manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, Almonty may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. Almonty monitors capital using a gearing ratio, which is net debt, divided by equity plus net debt. Almonty's policy is to maintain the gearing ratio between 5% and 40%. Almonty includes within net debt, interest-bearing loans and borrowings, trade and other payables, less cash and short-term deposits and receivables from government tax authorities. Almonty is not exposed to any externally imposed capital requirements.

		Jun e30, 2012	**September 30, 2011**
Capital leases	Note 19	166	50
Accounts payable and accrued liabilities	Note 18	5,157	4,408
Long-term non-interest bearing trade payables	Note 18	513	520
Less cash and short-term deposits and receivables		(2,787)	(2,180)
Net debt		**3,049**	**2,798**
Shareholders' equity		21,136	21,177
Equity and net debt		**24,185**	**23,975**
Gearing ratio		**12.6%**	**11.7%**