

SIXTY NORTH GOLD MINING LTD.

Condensed Interim Financial Statements
(Unaudited)

For the three and nine months ended July 31, 2020

(Expressed in Canadian dollars)

SIXTY NORTH GOLD MINING LTD.

CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED JULY 31, 2020

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NOTICE OF DISCLOSURE OF NON-AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed financial statements of the Company have been prepared by 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 Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditors.

SIXTY NORTH GOLD MINING LTD.

Condensed Interim Statements of Financial Position

(Expressed in Canadian Dollars)

	Unaudited July 31, 2020	Audited October 31, 2019
Assets		
Current Assets		
Cash	\$ 186,857	\$ 147,981
GST receivable	8,805	13,559
Prepaid expenses	20,294	77,453
Total Current Assets	215,956	238,993
Exploration and evaluation assets (Note 4)	2,651,720	2,409,227
Reclamation deposit (Note 5)	116,213	116,213
Total Assets	\$ 2,983,889	\$ 2,764,433
Liabilities		
Current Liabilities		
Accounts payable and accrued liabilities (Note 10)	\$ 321,297	\$ 92,613
Flow-through share premium liability (Note 6b)	-	3,864
Total Current Liabilities	321,297	96,477
Equity		
Share capital (Note 6)	3,951,392	3,801,016
Share subscriptions	183,000	-
Equity reserves	1,079,265	1,073,526
Deficit	(2,551,065)	(2,206,586)
Total Equity	2,662,592	2,667,956
Total Liabilities and Equity	\$ 2,983,889	\$ 2,764,433

Nature and Continuance of Operation (Note 1)

Commitments (Note 11)

Subsequent events (Note 14)

On behalf of the Board:

“John Campbell”
Director

“Grant Block”
Director

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

SIXTY NORTH GOLD MINING LTD.Condensed Interim Statements Comprehensive Loss
(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2020	2019	2020	2019
Expenses				
Consulting fees	\$ -	\$ -	\$ -	\$ 500
Corporate development (Note 9)	-	-	-	24,000
General and administration (Note 7)	4,303	7,818	21,015	18,607
Investor relations (Note 8)	44,973	3,743	129,353	102,797
Management fees (Note 10)	45,000	37,500	135,000	127,500
Professional fees	18,129	12,246	33,217	39,717
Share-based payments	-	56,978	-	57,560
Transfer agent and regulatory fees	12,701	10,918	29,758	45,323
Net loss before other income	(125,106)	(129,203)	(348,343)	(416,004)
Other income				
Settlement of flow-through premium liability (Note 6b)	-	4,299	3,864	25,525
Net loss and comprehensive loss for the period	\$ (125,106)	\$ (124,904)	\$ (344,479)	\$ (390,479)
Loss per share, basic and diluted	\$ (0.00)	\$ (0.00)	\$ (0.01)	\$ (0.01)
Weighted average common shares outstanding, basic and diluted	61,573,550	52,998,333	60,882,603	51,108,644

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

SIXTY NORTH GOLD MINING LTD.Condensed Interim Statements of Changes in Equity
(Unaudited - Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share Subscriptions	Equity Reserves	Deficit	Total
Balance at October 31, 2018	45,853,333	\$ 3,188,765	\$ -	\$ 815,395	\$ (1,682,711)	\$ 2,321,449
Shares Issued for cash (Note 6)	6,320,000	423,600	-	126,400	-	550,000
Shares Issued for debt settlement (Note 10)	1,100,000	55,000	-	-	-	55,000
Flow-through premium liability (Note 6b)	-	(44,400)	-	-	-	(44,400)
Share issuance costs (Note 6)	-	(156,301)	-	37,920	-	(118,381)
Share-based payments	-	-	-	57,560	-	57,560
Net loss for the period	-	-	-	-	(390,479)	(390,479)
Balance at July 31, 2019	53,273,333	\$ 3,466,664	\$ -	\$ 1,037,275	\$ (2,073,190)	\$ 2,430,749
Balance at October 31, 2019	60,533,333	\$ 3,801,016	\$ -	\$ 1,073,526	\$ (2,206,586)	\$ 2,667,956
Shares issued for cash (Note 6)	3,300,000	165,000	-	-	-	165,000
Shares issued cost (Note 6)	-	(14,624)	-	5,739	-	(8,885)
Shares subscriptions received	-	-	183,000	-	-	183,000
Net loss for the period	-	-	-	-	(344,479)	(344,479)
Balance at July 31, 2020	63,833,333	\$ 3,951,392	\$ 183,000	\$ 1,079,265	\$ (2,551,065)	\$ 2,662,592

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

SIXTY NORTH GOLD MINING LTD.Condensed Interim Statements of Cash Flows
(Unaudited - Expressed in Canadian Dollars)

	For the nine months ended July 31,	
	2020	2019
Cash Flows Used in Operating Activities		
Net loss for the period	\$ (344,479)	\$ (390,479)
Non-Cash Items:		
Share-based payments	-	57,560
Settlement of flow-through premium liability	(3,864)	(25,525)
	(348,343)	(358,444)
Changes in Non-Cash Working Capital Items:		
GST receivable	4,754	8,307
Prepaid expenses	57,159	52,653
Accounts payable and accrued liabilities	200,733	140,114
Net Cash Flows Used in Operating Activities	(85,697)	(157,370)
Cash Flows Used in Investing Activities		
Exploration and evaluation expenditures, net	(214,542)	(273,757)
Reclamation deposit	-	(28,213)
Net Cash Flows Used in Investing Activities	(214,542)	(301,970)
Cash Flows from Financing Activities		
Issuance of common shares	165,000	550,000
Share issuance costs	(8,885)	(118,381)
Share subscriptions received	183,000	-
Net Cash Flows Provided by Financing Activities	339,115	431,619
Change in Cash During the Period	38,876	(27,721)
Cash, Beginning of Period	147,981	127,021
Cash, End of Period	\$ 186,857	\$ 99,300
Non-cash transactions in investing and financing activities:		
Flow-through premium on shares	\$ -	\$ 44,400
Agent warrants for share issuance costs	\$ -	\$ 37,920
Shares issued for debt settlement	\$ -	\$ 55,000
Exploration and evaluation expenditure in accounts payable	\$ 27,951	\$ -

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

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
For the three and nine months ended July 31, 2020
(Unaudited - Expressed in Canadian Dollars)

1. Nature and Continuance of Operations

Sixty North Gold Mining Ltd. (the "Company") was incorporated on July 7, 2016 in British Columbia under the laws of the Canada Business Corporations Act. On November 9, 2017, the Company became registered as an extra-territorial corporation under part XXI of the Business Corporations Act of the Northwest Territories. The Company's registered office is located at 3200-650 West Georgia Street, Vancouver, BC V6B 4P7. The Company's shares are listed on the Canadian Securities Exchange under the symbol "SXTY". The Company also trades on the Frankfurt Stock Exchange under the symbol "2F4" and on the OTC Pink Sheet Market in the United States.

The Company's principal business activities include the acquisition and exploration of mineral property assets. The Company entered into a mineral property earn-in agreement with New Discovery Mines ("NDM") in 2016. The Company has advanced funds towards the earn-in (see Note 4 - Exploration and Evaluation Properties).

Recovery of the carrying value of the Company's investment in the Mon Property is dependent upon the existence of economically recoverable reserves, obtaining the necessary funding to complete exploration and development, and the attainment of future profitable production. The outcome of these matters cannot be predicted at this time and the uncertainties cast significant doubt upon the Company's ability to continue as a going concern.

These condensed interim financial statements of the Company have been prepared on a going-concern basis which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business. If the going-concern assumptions were not appropriate for these financial statements, then adjustments may be necessary to the carrying value of assets and liabilities, the reported expenses and the classifications used on the statement of financial position.

The Company will require further funding to continue as a going concern.

As at July 31, 2020, the Company had a deficit of \$2,551,065 (October 31, 2019 - \$2,206,586) and has not generated revenue. As at July 31, 2020, the Company has cash in the amount of \$186,857 (October 31, 2019 - \$147,981). The Company has raised funds through private and public equity issuances to fund the project. There is no assurance that the Company will be able to obtain sufficient funding to continue exploration and development on the Mon Property. These condensed interim financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. The future impact on the Company's ability to carry out its business operations is not currently determinable but management continues to monitor the situation.

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
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2. Statement of Compliance and Basis of Presentation

(a) Statement of Compliance

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"); specifically, International Accounting Standard 34, for Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretation Committee ("IFRIC") for all periods presented. These financial statements do not include all the information and disclosure required for full annual financial statements and should be read in conjunction with the Company's audited annual financial statements for the year ended October 31, 2019.

These financial statements were authorized for issue in accordance with a resolution from the Board of Directors on September 25, 2020.

(b) Basis of Presentation

The financial statements have been prepared on a historical cost basis and have been prepared using the accrual basis of accounting, except for cash flow information. The functional and presentation currency of the Company is the Canadian dollar.

3. Significant Accounting Policies

Accounting Estimates and Assumptions

The preparation of these condensed interim financial statements requires management to make judgements and estimates that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these judgements and estimates. The financial statements include judgements and estimates, which, by their nature, are uncertain. The impacts of such judgements and estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period, in which the estimate is revised, and may affect both current and future periods.

New accounting policies recently adopted

Effective November 1, 2019, the Company adopted IFRS 16 Leases using the modified retrospective approach. The modified retrospective approach does not require restatement of prior period financial information as it recognizes the cumulative effect as an adjustment to opening retained earnings and applies the standard prospectively.

In applying IFRS 16 for the first time, the Company has used the following practical expedient permitted by the standard:

- the accounting for operating leases with a remaining lease term of less than 12 months as at November 1, 2019 as short-term leases.

SIXTY NORTH GOLD MINING LTD.

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3. Significant Accounting Policies (continued)

Upon the adoption of IFRS 16, the Company adopted the following significant accounting policy effective November 1, 2019:

Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. A lease liability is recognized at the commencement of the lease term at the present value of the lease payments that are not paid at that date. At the commencement date, a corresponding right-of-use asset is recognized at the amount of the lease liability, adjusted for lease incentives received, retirement costs and initial direct costs. Depreciation is recognized on the right-of-use asset over the lease term. Interest expense is recognized on the lease liabilities using the effective interest rate method and payments are applied against the lease liability.

4. Exploration and Evaluation Assets

The Mon Property

On July 8, 2016, the Company signed a letter of intent with New Discovery Mines Ltd. ("NDM") and then entered into an option agreement ("Agreement") on September 2, 2016. The Mon Gold Property (the "Property") includes three NDM claims and eleven Mon Property leases, comprised of an aggregate of 1,536.92 acres, and is located in the mining district of the Northwest Territories. On June 14, 2017, the Company and NDM entered into a restated mineral property earn-in agreement ("Restated Agreement") effective as of September 2, 2016 with the following terms and conditions:

To earn the 80% interest in the Property, the Company is required to incur \$6,000,000 in expenditures on the Property as follows:

- (a) To incur \$2,000,000 expenditures (the "Initial Expenditures") (incurred) on the Property on or before December 31, 2017 which was extended to December 31, 2018;
- (b) To incur cumulative expenditures of \$6,000,000 on the Property (inclusive of the Initial Expenditures) on or before December 31, 2020; and
- (c) To assume all of the obligations of the underlying agreements, relating to the royalty and any advance royalty payments.

On October 21, 2019, the Company entered into an amended earn-in property agreement ("Amendment") with NDM to revise the Company's right to earn an 80% interest in the Property, by incurring Expenditures of at least \$6,000,000 on the Property by December 31, 2020, which right has been revised to following:

- i) The Company will invest a further \$1,500,000 for exploration work on the Property by November 30, 2019 (beyond the Initial Expenditures of \$2,000,000, for a total of at least \$3,500,000);

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4. Exploration and Evaluation Assets (continued)

The Mon Property (continued)

- ii) The Company will invest another \$1,500,000 for exploration work on the Property by May 30, 2020 (for a total of at least \$5,000,000); and
- iii) The Company will invest the balance of the required \$6,000,000 in total expenditures on the Property (or at least another \$1,000,000) on or before December 31, 2020.

In the event that the Company earns its 80% interest in the Property, then it will purchase the remaining 20% carried interest held by NDM by the issuance to NDM of the number of common shares of the Company equal to twenty-five percent of the total issued and outstanding shares of the Company at that time. NDM will also receive additional common shares of the Company to maintain its twenty-five percent interest of the total issued and outstanding shares of the Company, until the total expenditures specifically for the exploration and development of the A-Zone on the Property reaches a total of \$6,000,000.

The Company may elect to terminate the agreement at any time during the earn-in period, upon sixty days' notice to NDM.

On November 30, 2019, the Company entered into an amended earn-in property agreement ("Second Amendment") with NDM to extend the deadline to invest a further \$1,500,000 for exploration work on the Property from November 30, 2019 to December 16, 2019.

On April 24, 2020, the Company entered into an amended earn-in property agreement effective December 16, 2019 ("Third Amendment") with NDM to revise the Company's right to earn an 80% interest in the Property, by incurring Expenditures of at least \$6,000,000 on the Property (of which over \$2,416,774 has already been incurred), which right has been revised to following:

- i) The Company shall pay NDM an extension fee of \$150,000 on or before June 30, 2020 (Paid);
- ii) On or before September 30, 2020, the Company shall deposit an additional \$1.5 million to NDM to be spent on the Property as agreed on the last approved budget; however, if substantial progress on a new equity financing for the Property is made by that time, the parties in good faith shall agree to extend this date to October 31, 2020;
- iii) On or before April 30, 2021, the Company shall deposit to NDM the balance of funds to make the Company's total investment in the Property equal to \$6 million; however, if substantial progress on a new equity financing for the Property is made by that time, the parties in good faith shall agree to extend this date to May 31, 2021; and
- iv) All other terms and conditions of the Restated Agreement, Amendment, and Second Amendment agreements not in conflict with the above shall remain in full force and effect.

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
For the three and nine months ended July 31, 2020
(Unaudited - Expressed in Canadian Dollars)

4. Exploration and Evaluation Assets (continued)

The Mon Property (continued)

During the year ended October 31, 2019, funds from a \$59,471 Mining Incentive Program Grant from the Government of the Northwest Territories were used on the Mon Property to support its prospecting, biogeochemistry and trenching activities. The grant has been applied as a credit towards the carrying value of the Mon Gold Property.

At July 31, 2020, a total of \$2,711,191 (October 31, 2019 - \$2,468,698) has been spent on exploration and acquisition costs on the Mon Property (see table below), of which \$2,416,774 (October 31, 2019 - \$2,350,875) qualify as exploration expenditures incurred towards the earn-in.

The Company has funded and incurred the following expenditures on the Property:

The Mon Gold Property	<i>October 31, 2018</i>	<i>Additions/ Adjustments</i>	<i>October 31, 2019</i>	<i>Additions/ Adjustments</i>	<i>July 31, 2020</i>
Acquisition Costs:					
Acquisition of additional claims	\$ 22,727	\$ -	\$ 22,727	\$ -	\$ 22,727
Advance royalty payment (Note 11)	51,884	26,598	78,482	26,594	105,076
Legal costs relating to earn-in	16,614	-	16,614	-	16,614
Option payments	-	-	-	150,000	150,000
	91,225	26,598	117,823	176,594	294,417
Exploration Costs:					
Administration	185,973	52,335	238,308	3,683	241,991
Assays and laboratory	74,480	22,486	96,966	-	96,966
Camp costs	391,389	37,630	429,019	11,898	440,917
Drilling	117,452	-	117,452	-	117,452
Equipment	751,352	59,604	810,956	-	810,956
Exploration advance	34,573	(34,573)	-	-	-
Geology and geophysics	188,448	131,003	319,451	6,503	325,954
License and permits	2,875	555	3,430	996	4,426
Storage and transport	53,326	40,488	93,814	42,500	136,314
Supplies	27,128	-	27,128	251	27,379
Travel and accommodation	177,457	36,894	214,351	68	214,419
	2,004,453	346,422	2,350,875	65,899	2,416,774
Grant from the Government of the Northwest Territories	(50,551)	(8,920)	(59,471)	-	(59,471)
	1,953,902	337,502	2,291,404	65,899	2,357,303
Exploration and Evaluation Assets, net	\$ 2,045,127	\$ 364,100	\$ 2,409,227	\$ 242,493	\$ 2,651,720

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
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(Unaudited - Expressed in Canadian Dollars)

5. Reclamation Deposit

As at July 31, 2020, a security deposit of \$116,213 (October 31, 2019 - \$116,213) was paid to the Department of Lands on behalf of the Government of the Northwest Territories, as required under the land use permit ("LUP") on the Mon Property.

6. Share Capital

(a) Authorized Shares

The Company is authorized to issue an unlimited number of common shares with no par value per share.

(b) Issued and outstanding

As of July 31, 2020, 63,833,333 (October 31, 2019 – 60,533,333) common shares were issued and outstanding.

During the period ended July 31, 2020, the Company had the following transactions:

On July 2, 2020, the Company completed a tranche of a non-brokered private placement of 3,300,000 units at \$0.05 per unit to raise gross proceeds of \$165,000. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at \$0.075 per common share for two years from the issue date, subject to accelerated exercise provisions if the closing price of the shares is greater than \$0.15 per share for a period of at least ten consecutive trading days. The Company's directors and officers participated in the private placement. No value was attributed to the warrants' component of the units. The securities have a hold period of four months and one day restricting resale. In connection with this private placement, the Company paid a cash commission of \$8,800 and issued agent's compensation warrants to purchase up to 220,000 shares, exercisable at \$0.075 per common share for two years from the issue date. The fair value of the agent's warrants was estimated at \$5,739 and recorded as share issuance costs. The fair value of the agent's warrants was estimated using the Black-Scholes pricing model with the following assumptions:

Share price	\$0.05
Risk free interest rate	0.26%
Expected life	2.0 years
Expected volatility	120%
Expected dividend	Nil

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
For the three and nine months ended July 31, 2020
(Unaudited - Expressed in Canadian Dollars)

6. Share Capital (continued)

(b) Issued and outstanding (continued)

During the year ended October 31, 2019, the Company had the following transactions:

On December 28, 2018, the Company completed a brokered private placement for aggregate gross proceeds of \$550,000, whereby it issued 2,220,000 flow-through units at \$0.10 per unit and 4,100,000 non flow-through shares at \$0.08 per units. The Company's directors and officers participated in the private placement. Each flow-through unit consists of one flow-through common share and one-half non flow-through warrants, exercisable at \$0.15 per share until December 28, 2020, subject to acceleration provisions. Each non flow-through unit consists of one common share and one-half non flow-through warrants, exercisable at \$0.15 per share until December 28, 2020, subject to acceleration provisions. Gross proceeds from this private placement of \$423,600 were allocated to share capital and \$126,400 to warrants based on residual method. There was a flow-through premium of \$0.02 per share or \$44,440 which was recorded as a deferred flow-through premium which was recognized as other income as flow-through expenditures were incurred. The difference of \$379,200 between the gross proceeds of \$423,600 and the flow-through share premium of \$44,400 has been recognized as equity. In connection with this private placement, the Company paid a cash commission of \$38,500, legal and other expenses totalling \$79,682 and issued compensation options to the brokers to purchase 222,000 units at an exercise price of \$0.10 per unit and another 410,000 units at an exercise price of \$0.08 per unit until December 28, 2020. Each unit consists of one common share and one-half non-transferable share purchase warrant exercisable at \$0.15 per common share until December 28, 2020, subject to accelerated exercise provisions if the closing price of the shares is greater than \$0.30 per share for a period of at least ten consecutive trading days. The fair value of the brokers' compensation options was estimated using the Black-Scholes pricing model at \$32,714 with the following assumptions and recorded as share issuance costs.

Unit price	\$0.08
Risk free interest rate	1.85%
Expected life	2.0 years
Expected volatility	133%
Expected dividend	Nil

During the year ended October 31, 2019, the Company recorded other income of \$40,536, and at October 31, 2019, a flow-through share premium liability of \$3,864. The remaining amount of \$3,864 was recorded as other income during the period ended July 31, 2020, thereby extinguishing the liability.

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Notes to the Condensed Interim Financial Statements
For the three and nine months ended July 31, 2020
(Unaudited - Expressed in Canadian Dollars)

6. Share Capital (continued)

(b) Issued and outstanding (continued)

On May 23, 2019, the Company issued a total of 1,100,000 common shares with a fair value of \$66,000 to settle \$55,000 in accrued management fees. On September 30, 2019, the Company issued a total of 600,000 common shares with a fair value of \$30,000 to settle \$45,000 in accrued management fees, and on October 24, 2019, the Company issued a further 300,000 common shares with a fair value of \$12,000 to settle \$22,500 in accrued management fees. As the transactions involved creditors that were also shareholders of the Company acting in the capacity thereof, the resulting difference of \$14,500 was recognized in the statements of changes in equity (see Note 10 – Related Party Transactions).

On August 30, 2019, the Company completed a non-brokered private placement of 6,360,000 units at \$0.05 per unit to raise gross proceeds of \$318,000. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at \$0.10 per common share until August 31, 2021, subject to accelerated exercise provisions if the closing price of the shares is greater than \$0.30 per share for a period of at least ten consecutive trading days. No value was attributed to the warrants' component of the units. The securities have a hold period, restricting resale until December 31, 2019. In connection with this private placement, the Company paid a cash commission of \$20,000, legal and other expenses totalling \$6,522, and issued agent's compensation warrants to purchase up to 500,000 shares, exercisable at \$0.10 per common share until August 30, 2021. The fair value of the agent's warrants was estimated at \$15,012 and recorded as share issuance costs. The fair value of the agent's warrants was estimated using the Black-Scholes pricing model with the following assumptions:

Share price	\$0.06
Risk free interest rate	1.35%
Expected life	2.0 years
Expected volatility	119%
Expected dividend	Nil

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
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(Unaudited - Expressed in Canadian Dollars)

6. Share Capital (continued)

(c) Warrants

A summary of the Company's outstanding warrants at July 31, 2020 and October 31, 2019, and the changes for the periods then ended is presented below:

	Number of Warrants	Weighted Average Exercise Price	Weighted Average Remaining Life
Balance, October 31, 2018	16,010,166	\$0.24	0.44
Issued for private placements	9,520,000	\$0.12	1.24
Issued for brokers' warrants	500,000	\$0.10	1.58
Expired warrants	(11,080,166)	\$0.24	-
Balance, October 31, 2019	14,950,000	\$0.16	1.24
Issued for private placements	3,300,000	\$0.075	1.92
Issued for brokers' warrants	220,000	\$0.075	1.92
Expired warrants	(4,930,000)	\$0.24	-
Balance, July 31, 2020	13,540,000	\$0.11	1.14

As of July 31, 2020, the outstanding warrants are as follows:

Number of Warrants	Exercise Price	Expiry Date
3,160,000	\$0.15	December 28, 2020
6,860,000	\$0.10	August 30, 2021
3,520,000	\$0.075	July 2, 2022
13,540,000		

(d) Stock Options

The Company has adopted an incentive stock option plan (the "Option Plan") which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the applicable stock exchange's requirements, grant to directors, officers, employees and consultants to the Company, non-transferable options to purchase common shares. Pursuant to the Option Plan, the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. Options granted under the Option Plan can have a maximum exercise term of 10 years from the date of grant. Vesting terms will be determined at the time of grant by the Board of Directors.

SIXTY NORTH GOLD MINING LTD.

Notes to the Condensed Interim Financial Statements
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(Unaudited - Expressed in Canadian Dollars)

6. Share Capital (continued)

(d) Stock Options (continued)

A summary of the Company's outstanding stock options at July 31, 2020 and October 31, 2019, and the changes for the periods then ended is presented below:

	Number of Options	Weighted Average Exercise Price	Weighted Average Remaining Life
Balance, October 31, 2018	3,880,000	\$ 0.18	3.96
Options granted	1,400,000	\$ 0.06	2.76
Options expired	(600,000)	\$ 0.08	-
Options cancelled/forfeited	(600,000)	\$ 0.21	-
Balance, October 31, 2019	4,080,000	\$ 0.14	3.75
Options cancelled/forfeited	(30,000)	\$ 0.14	-
Balance, July 31, 2020	4,050,000	\$ 0.14	3.00

Stock Options Granted During the Year Ended October 31, 2019:

On June 20, 2019, the Company granted 500,000 options to a director and former President & CEO of the Company and 500,000 options to an advisor. These options have an exercise price of \$0.05 per share and expire on June 20, 2024. The fair value of the 1,000,000 stock options was estimated at \$56,978, using the Black-Scholes pricing model with the following assumptions:

Share price	\$0.065
Weighted risk-free interest rate	1.34%
Weighted expected life	5 years
Weighted expected volatility	130%
Weighted expected dividend	Nil
Forfeiture rate	Nil

On October 18, 2019, the Company cancelled 500,000 options that were previously granted to the director and former President & CEO on June 20, 2019.

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6. Share Capital (continued)

(d) Stock Options (continued)

On October 18, 2019, the Company granted 250,000 options to the President & CEO of the Company and 150,000 options to a director and former President & CEO. These options have an exercise price of \$0.075 per share and expire on October 18, 2024. The fair value of the 400,000 stock options was estimated at \$11,945, using the Black-Scholes pricing model with the following assumptions:

Share price	\$0.04
Weighted risk-free interest rate	1.55%
Weighted expected life	5 years
Weighted expected volatility	116%
Weighted expected dividend	Nil
Forfeiture rate	Nil

During the period ended July 31, 2020, the Company recorded a share-based payment of \$nil for options granted and vested (2019 - \$57,560) on the statements of comprehensive loss.

As of July 31, 2020, the outstanding and exercisable options are as follows:

Number of Outstanding Options	Number of Exercisable Options	Exercise Price	Expiry Date
150,000	150,000	\$0.15	September 1, 2021
1,850,000	1,850,000	\$0.15	April 17, 2023
1,025,000	1,025,000	\$0.20	June 20, 2023
125,000	125,000	\$0.20	August 31, 2023
500,000	500,000	\$0.05	June 20, 2024
400,000	400,000	\$0.075	October 18, 2024
4,050,000	4,050,000		

(e) Broker Options

A summary of the Company's outstanding broker options at July 31, 2020 and October 31, 2019, and the changes for the periods then ended is presented below:

	Number of Options	Weighted Average Exercise Price	Weighted Average Remaining Life
Balance, October 31, 2018	-	-	-
Broker options granted*	632,000	\$ 0.09	1.16
Balance, October 31, 2019	632,000	\$ 0.09	1.16
Balance, July 31, 2020	632,000	\$ 0.09	0.41

*Upon exercise, a further 316,000 warrants will be issued at an exercise price of \$0.15 until December 28, 2020

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6. Share Capital (continued)

(e) Broker Options

As of July 31, 2020, the outstanding and exercisable broker options are as follows:

Number of Outstanding Options	Number of Exercisable Options	Exercise Price	Expiry Date
222,000	222,000	\$0.10	December 28, 2020
410,000	410,000	\$0.08	December 28, 2020
632,000	632,000		

(f) Escrow Shares

On September 22, 2017, the Company entered into an escrow agreement, whereby 8,300,000 common shares will be held in escrow and are scheduled for release in accordance with the terms of the escrow agreement. Pursuant to the escrow agreement, the shares will be released as follows: 10% on the Listing Date (April 18, 2018), and 15% will be released on 6, 12, 18, 24, 30 and 36 months thereafter.

As at July 31, 2020, there were 2,490,000 (October 31, 2019 – 3,735,000) escrow shares outstanding.

7. General and administration

	Three months ended July 31,		Nine months ended July 31,	
	2020	2019	2020	2019
Insurance	\$ 1,765	\$ 4,286	\$ 8,848	\$ 11,058
Interest and bank charges	1,233	588	3,764	1,165
Office expense	1,305	2,618	3,467	5,271
Meals and entertainment	-	326	710	1,113
Rent	-	-	4,226	-
	\$ 4,303	\$ 7,818	\$ 21,015	\$ 18,607

8. Investor Relations

	Three months ended July 31,		Nine months ended July 31,	
	2020	2019	2020	2019
Marketing and communication	\$ 28,863	\$ 1,501	\$ 82,090	\$ 22,839
Consulting fees	15,000	-	45,000	26,143
Annual general meeting	1,110	714	1,110	9,274
Shows and conferences	-	1,528	1,153	44,541
	\$ 44,973	\$ 3,743	\$ 129,353	\$ 102,797

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9. Corporate Development

Effective February 28, 2019, the Company terminated its agreement with 558396 BC Ltd. (the "Consultant") which was entered into on August 28 2018. The Consultant provided independent consulting services relating to business development matters. The agreement would terminate six months from the date of the agreement but could be extended or amended by mutual written consent. In consideration, the Company paid the Consultant cash compensation of a one-time upfront payment of \$65,000 inclusive of GST. In addition, the Consultant was paid \$6,000 per month plus GST. The two principals of the Consultant also received 300,000 options each at a price of \$0.21 per share, expiring on August 28, 2020. An aggregate of 600,000 options granted at a price of \$0.21 per share expired, unexercised on March 30, 2019.

10. Related Party Transactions and Balance

Related Party Transactions

The Company defines key management personnel as officers and directors of the Company and/or entities controlled by them. During the three and nine months ended July 31, 2020, the Company incurred the following key management compensation charges:

	Three months ended		Nine months ended	
	July 31,		July 31,	
	2020	2019	2020	2019
	(\$)	(\$)	(\$)	(\$)
Management fees				
Company controlled by the VP Corporate Development (former President & CEO)	15,000	22,500	45,000	82,500
Director and CFO	15,000	15,000	45,000	45,000
Company controlled by the President & CEO	15,000	-	45,000	-
	45,000	37,500	135,000	127,500
Investor relations consulting fee				
Director (former President & CEO)	15,000	-	45,000	-
	60,000	37,500	180,000	127,500

During the period ended July 31, 2020, the Company incurred the following exploration and evaluation assets expenditure with the related parties:

- The Company paid \$26,594 (US \$20,000) (year ended October 31, 2019 - \$26,598) in annual advance royalty payments and \$150,000 (year ended October 31, 2019 - \$nil) in property option payments to Giauque Holdings Ltd ("Giauque"), a company controlled by the President & CEO.

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10. Related Party Transactions and Balance (continued)

- b) The Company paid \$10,004 (year ended October 31, 2019 - \$38,309) in Mon Property exploration expenditures to DRW Geological Consultants Ltd. ("DRW"), a company controlled by the President & CEO.
- c) The Company paid \$2,763 (year ended October 31, 2019 - \$23,035) in administration fee for Mon Property exploration expenditures to New Discovery Mines Ltd. ("NDM"), a company 50% owned by the President & CEO.

Related Party Balance

As at July 31, 2020, accounts payable and accrued liabilities include \$205,000 (October 31, 2019 - \$37,103) payable to directors, officers, and companies controlled by directors and officers for accrued fees.

As at July 31, 2020, included in accounts payable and accrued liabilities is \$27,951 (October 31, 2019 - \$11,741) due to NDM for exploration expenditure.

Other Transactions

During the year ended October 31, 2019, fees to the Vice-President, Corporate Development of \$40,000 were settled by the issuance of 800,000 common shares at \$0.06 per share and \$22,500 were settled by the issuance of 300,000 common shares at \$0.05 per share (see Note 6(b)). As the transaction involves a creditor that is also a shareholder of the Company acting in the capacity thereof, the resulting difference of \$500 was recognized in the statements of changes in equity.

During the year ended October 31, 2019, fees of \$15,000 to the Chief Financial Officer were settled by the issuance of 300,000 common shares at \$0.06 per share and \$22,500 were settled by the issuance of 300,000 common shares at \$0.05 per share (see Note 6(b)). As the transaction involves a creditor that is also a shareholder of the Company acting in the capacity thereof, the resulting difference of \$4,500 was recognized in the statements of changes in equity.

During the year ended October 31, 2019, fees of \$22,500 to a director and former President & CEO (May 15 to September 30, 2019) were settled by issuance of 300,000 common shares at \$0.04 per share (see Note 6(b)). As the transaction involves a creditor that is also a shareholder of the Company acting in the capacity thereof, the resulting difference of \$10,500 was recognized in the statements of changes in equity.

Unless otherwise noted, amounts due to related parties are non-interest bearing, unsecured and have no fixed terms of repayment. The above related party transactions were in the normal course of operations and measured at the exchange amount, which is the amount established and agreed to by the related parties.

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11. Commitments

- (a) Pursuant to an Agreement (see Note 4 - Exploration and Evaluation Assets) between the Company and NDM, the Company is required to make annual payments of US\$20,000 for the advanced NSR to Giauque commencing on January 30, 2017. These advance payments can be credited towards the royalty payments after commencement of commercial production with 20% of the aggregate payments received from the advanced NSR deductible from the royalty payments, commencing in the first completed calendar year of commercial production.
- (b) On May 14, 2019, the Company entered into a revised management agreement with the Vice-President, Corporate Development of the Company whereby the Company will pay a monthly management fee of \$5,000 effective June 15, 2019 for one year, renewed annually unless notice is given according to termination provisions.
- (c) Pursuant to the Restated Agreement, Amendment, Second Amendment, and Third Amendment agreements between the Company and NDM for the acquisition of the Mon Property, the Company has to deposit \$1.5 million to NDM on or before September 30, 2020 to be spent on the Mon Property (extendable to October 31, 2020). The Company has to deposit on or before April 30, 2021 the balance of funds to make the Company's total investment in the Property equal to \$6 million (extendable to May 31, 2021). As at July 31, 2020, the Company has incurred \$2,416,774 in eligible expenditure on the Mon Property. (Note 4 - Exploration and Evaluation Assets)

12. Financial Instruments and Risks

Fair Values and Classification

The Company's financial instruments consist of cash and accounts payable. Financial instruments are classified into one of the following categories: FVTPL, FVTOCI, or amortized cost. The carrying values of the Company's financial instruments are classified into the following categories:

Financial Instrument	Category	July 31, 2020	October 31, 2019
Cash	FVTPL	\$ 186,857	\$ 147,981
Accounts payable and accrued liabilities	Amortized cost	\$ 321,297	\$ 92,613

The Company measures certain financial instruments and other items at fair value. To determine the fair value, the Company uses the fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are inputs market participants would use to value an asset or liability and are developed based on market data obtained from independent sources. Unobservable inputs are inputs based on assumptions about the factors market participants would use to value an asset or liability. The three levels of inputs that may be used to measure fair value are as follows:

Level 1 – Observable inputs such as quoted prices in active markets;

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12. Financial Instruments and Risks (continued)

Fair Values and Classification (continued)

Level 2 – Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and

Level 3 – Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

Assets and liabilities are classified based on the lowest level of input that is significant to the fair value measurements. Changes in the observability of valuation inputs may result in a reclassification of levels for certain securities within the fair value hierarchy.

The fair value of cash is measured on the statement of financial position using level 1 of the fair value hierarchy. The fair values of accounts payable and due to contractor approximate their respective carrying values because of their immediate or short-term nature.

Financial instrument risk exposure

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

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's cash. The carrying amount of the financial assets represents the maximum credit exposure.

The Company limits its exposure to credit risk on cash by placing these financial instruments with reputable and major financial institutions.

(b) Currency risk

The Company's expenses are denominated in Canadian dollars. The Company's corporate office is based in Canada and current exposure to rate fluctuations is minimal. The Company does not have significant foreign currency denominated monetary liabilities.

(c) Liquidity risk

Liquidity risk is associated with the inability to meet obligations as they become due and is minimized by maintaining sufficient cash and deposit balances to cover operating and exploration costs over a reasonable future period.

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13. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern. The Company manages and adjusts the capital structure based on:

- available funds in order to support the exploration and development of mineral properties and for general operating costs; and
- in light of changing economic conditions and the Company's working capital requirements.

The Company will continue to rely on capital markets to support continued growth. There are no external restrictions on capital.

14. Subsequent events

- (a) On August 13, 2020, the Company completed the final tranche of a non-brokered private placement of 14,020,000 units at \$0.05 per unit to raise gross proceeds of \$701,000. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at \$0.075 per common share for two years from the issue date, subject to accelerated exercise provisions if the closing price of the shares is greater than \$0.15 per share for a period of at least ten consecutive trading days. The Company's directors and officers participated in the private placement. The securities have a hold period of four months and one day restricting resale. In connection with this private placement, the Company paid a cash commission of \$48,140 and issued agent's compensation warrants to purchase up to 919,600 shares, exercisable at \$0.075 per common share for two years from the issue date. (*Note 6*)
- (b) On August 11, 2020, the Company completed a non-brokered private placement of 10,000,000 units at \$0.05 per unit to raise gross proceeds of \$500,000. Each unit consists of one common share and one non-transferable share purchase warrant exercisable at \$0.075 per common share for three years from the issue date. The securities have a hold period of four months and one day restricting resale. In connection with this private placement, the Company paid a cash commission of \$40,000 and issued agent's compensation warrants to purchase up to 800,000 shares, exercisable at \$0.075 per common share for three years from the issue date.
- (c) On August 21, 2020, the Company issued a total of 1,749,999 common shares with a fair value of \$105,000 to settle \$105,000 in accrued management and investor relations consulting fees. (*Note 10*)
- (d) On August 24, 2020, the Company granted 2,200,000 stock options to the directors and officers of the Company. The options have an exercise price of \$0.08 per share and expire on August 24, 2025. The options vested immediately upon grant.