

# **55 North Mining Inc.**

## **Condensed Interim Financial Statements**

**At June 30, 2020 and 2019**

*(in Canadian dollars, unless otherwise stated)*

*(unaudited)*

### **Notice of No Auditor Review of Condensed Interim Financial Statements**

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), 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 condensed interim financial statements of the Company have been prepared by management and approved by the Audit Committee and Board of Directors of the Company. The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

**55 North Mining Inc.**  
**Condensed Interim Statements of Financial Position**  
(Unaudited)

*Expressed in Canadian dollars*

	June 30, 2020	December 31, 2019
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 56,907	\$ 2,315
GST/HST recoverable	6,819	33,562
Prepays	14,805	1,350
	<b>\$ 78,531</b>	<b>\$ 37,227</b>
Fixed Assets	---	485
	<b>\$ 78,531</b>	<b>\$ 37,712</b>
<b>LIABILITIES AND SHAREHOLDERS' DEFICIT</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	\$ 134,076	\$ 152,055
Advance payable	520,542	389,455
	<b>654,618</b>	541,510
<b>Shareholders' deficit</b>		
Share capital ( <i>Note 4</i> )	28,940,766	28,940,766
Warrant reserve	116,400	116,400
Deficit	(29,633,253)	(29,560,964)
	<b>(576,087)</b>	<b>(503,798)</b>
	<b>\$ 78,531</b>	<b>\$ 37,712</b>

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

On behalf of the Board:

Signed:

*"Bruce Reid"*

\_\_\_\_\_  
Director

*"Sethu Raman"*

\_\_\_\_\_  
Director

# 55 North Mining Inc.

## Condensed Interim Statements of Comprehensive Loss

For the three and six months ended June 30, 2020 and 2019

(Unaudited)

Expressed in Canadian dollars, except shares and per share amounts

	3 months ended June		6 months ended June	
	2020	2019	2020	2019
<b>Expenditures</b>				
General and administration	\$ 101,319	\$ 44,565	\$ 171,804	\$ 139,298
Depreciation	---	---	485	---
Project costs	---	32,900	---	64,600
Interest expense	---	1,566	---	3,127
<b>Loss before taxes</b>	<b>(101,319)</b>	<b>(79,031)</b>	<b>(172,289)</b>	<b>(207,025)</b>
<b>Un-refundable deposit (Note 11)</b>	<b>100,000</b>	<b>---</b>	<b>100,000</b>	<b>---</b>
<b>Future tax recovery</b>	<b>---</b>	<b>42,893</b>	<b>---</b>	<b>42,893</b>
<b>Income (Loss) and comprehensive loss for the period</b>	<b>\$ 1,319</b>	<b>\$ (36,138)</b>	<b>\$ (72,289)</b>	<b>\$(164,132)</b>
<b>Basic and diluted loss per share</b>	<b>\$ (0.00)</b>	<b>\$ (0.00)</b>	<b>\$ (0.00)</b>	<b>\$ (0.00)</b>
<b>Weighted average number of shares outstanding during the period - basic and diluted</b>	<b>79,348,050</b>	<b>52,964,717</b>	<b>79,348,050</b>	<b>52,964,717</b>

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

## 55 North Mining Inc.

### Condensed Interim Statements of Changes in Deficit

For the six months ended June 30, 2020 and 2019

(Unaudited)

Expressed in Canadian dollars

	Share Capital	Warrant Reserve	Deficit	Total
Balance at December 31, 2018	\$27,814,616	\$ 74,000	\$(30,381,573)	\$(2,492,957)
Loss for the period	---	---	(164,132)	(164,132)
<b>Balance at June 30, 2019</b>	<b>\$27,814,616</b>	<b>\$ 74,000</b>	<b>\$(30,545,705)</b>	<b>\$(2,657,089)</b>
Balance at December 31, 2019	\$28,940,766	\$ 116,400	\$(29,560,964)	\$(503,798)
Loss for the period	---	---	(72,289)	(72,289)
<b>Balance at June 30, 2020</b>	<b>\$27,814,616</b>	<b>\$ 74,000</b>	<b>\$(29,633,253)</b>	<b>\$(576,087)</b>

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

**55 North Mining Inc.**  
**Condensed Interim Statements of Cash Flows**  
For the six months ended March 31, 2020 and 2019  
**(Unaudited)**

*Expressed in Canadian dollars*

	<b>2020</b>	<b>2019</b>
Cash provided by (used in):		
<b>OPERATING ACTIVITIES</b>		
Net loss for the period	\$ (72,289)	\$(207,025)
Depreciation expense	485	972
Net change in non-cash working capital items:		
Amounts receivable	26,743	(3,528)
Prepays	(13,455)	(3,600)
Accounts payable and accrued liabilities	(17,979)	36,579
Promissory note payable	---	3,138
	<b>(76,495)</b>	<b>(173,464)</b>
<b>FINANCING ACTIVITIES</b>		
Advance received (reimbursed)	131,087	(57,690)
Shares to be issued	---	---
Due to related parties	---	---
	<b>131,087</b>	<b>(57,690)</b>
<b>Net decrease in cash</b>	<b>54,595</b>	<b>(231,154)</b>
Cash, beginning of period	2,315	246,034
<b>Cash, end of period</b>	<b>\$ 56,907</b>	<b>\$ 14,880</b>

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

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

*Expressed in Canadian dollars unless otherwise indicated*

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### 1. CORPORATE INFORMATION

55 North Mining Inc. ("55 North" or the "Company") was incorporated under the Canada Business Corporations Act on December 5, 2008 as SGX Resources Inc. At the shareholder meeting held on June 6, 2018, shareholders approved a name change to 55 North Mining Inc. The Company acquires, explores, and develops mineral properties in the Timmins region of Ontario, Canada.

The Company's corporate head office is located at 401 Bay Street, Suite 2702, Toronto ON M5H 2Y4. The registered office of the Company is MLT Aikins LLP, 30th Floor, 360 Main Street, Winnipeg, MB R3C 4G1.

#### Going Concern

In addition to ongoing working capital requirements, the Company may be required to secure sufficient funding for exploration and development programs, general and administration costs. Although management may have been successful in the past in undertaking financing, there can be no assurance that management will be able to do so in the future on terms acceptable to the Company.

These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize assets and discharge liabilities in the normal course of operations for the foreseeable future. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported revenues and expenses, and statement of financial position classifications that might be necessary if the Company was unable to continue as a going concern. These adjustments could be material.

These condensed interim financial statements of the Company for the three and six months ended June 30, 2020 were approved and authorized for issue by the Board of Directors of the Company on August 13, 2020.

### 2. SIGNIFICANT ACCOUNTING POLICIES, JUDGMENTS AND ESTIMATES

#### a) Basis of presentation:

The Company prepares its financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and IFRS Interpretations Committee ("IFRIC") which the Canadian Accounting Standards Board has approved for incorporation into Part I of the Chartered Professional Accountants Canada Handbook. These financial statements have been prepared under the historical cost method, except for certain financial instruments measured at fair value. The Company has consistently applied the accounting policies used in preparation of these financial statements throughout all the periods presented. Critical accounting judgments and estimates used by management in the preparation of these financial statements are presented in Note 3.

These financial statements are presented in Canadian dollars, which is also the Company's functional currency. All reference to dollars (\$) are to Canadian dollars unless otherwise noted.

These condensed interim financial statements have been prepared using the same accounting policies and methods of computation as the annual consolidated financial statements of the Company as at and for the year ended December 31, 2019. Accordingly, these condensed interim financial statements should be read in conjunction with the audited financial statements for the year ended December 31, 2019.

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

*Expressed in Canadian dollars unless otherwise indicated*

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### 2. SIGNIFICANT ACCOUNTING POLICIES, JUDGMENTS AND ESTIMATES (CONT'D)

#### b) Accounting changes

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below. None of these is expected to have a significant effect on the Consolidated Financial Statements of the Company.

The Conceptual Framework for Financial Reporting (revised in 2018) has been updated to expand on the existing Conceptual Framework by focusing on the elements of financial statements, recognition and derecognition, measurement, and presentation and disclosure. The standard is effective for annual periods beginning on or after January 1, 2020. These new standards and changes did not have any material impact on the Company's financial statements.

Amendments to IAS 1 – Presentation of Financial Statements and IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors has been updated. The definition of “material” is being clarified for purpose of improving consistency and application of the concept where applicable. The standard is effective for annual periods beginning on or after January 1, 2020. This new standard and changes did not have any material impact on the Company's financial statements.

### 3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these financial statements requires management to use estimates and judgments that affect the reported amounts of assets and liabilities, as well as revenues and expenses. These estimates are reviewed periodically, and, as adjustments become necessary, they are reported in net loss in the period in which they become known.

The recoverability of deferred expenditures is dependent upon the discovery of economically recoverable reserves and resources, securing and maintaining title and beneficial interest in the properties, the ability to obtain necessary financing to complete exploration, development and construction of processing facilities, obtaining certain government approvals and attaining profitable production.

The likelihood that tax positions taken will be sustained upon examination by applicable tax authorities is assessed based on individual facts and circumstances of the relevant tax position evaluated in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax provision. At the end of each reporting period, the Company reassesses unrecognized income tax assets.

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

Expressed in Canadian dollars unless otherwise indicated

### 4. SHARE CAPITAL

#### a) Authorized:

The Company is authorized to issue an unlimited number of common shares with each common share entitled to one vote.

#### b) Common shares issued:

	Number of Shares	Stated Capital
<b>Balance, December 31, 2018</b>	<b>52,964,717</b>	<b>\$27,814,616</b>
Shares issued in private placement	26,383,333	1,144,000
Value of associated warrants	---	(15,400)
Share issue costs	---	(2,450)
<b>Balance, December 31, 2019 and June 30, 2020</b>	<b>79,348,050</b>	<b>\$28,940,766</b>

At the shareholder meeting held on June 6, 2018, shareholders approved the consolidation of the number of shares outstanding at a ratio of 3:1, with fractional shares being cancelled. The shares listed above are presented on a post-consolidation basis. The number of common shares, common shares issuable upon exercise of the outstanding options of the Company, and per common share amounts, were also proportionally adjusted to reflect the share consolidation for the year ended December 31, 2018.

On July 4, 2018, the Company closed a private placement offering for gross proceeds of \$222,000 by the issuance of 3,699,994 Units at a price of \$0.06 per Unit. Each Unit is comprised of one flow through common share and one non-flow-through purchase warrant entitling the holder to acquire one additional common share at a price of \$0.07 per share for 24 months.

On December 24, 2018, the Company closed a private placement offering for gross proceeds of \$102,000 by the issuance of 1,700,000 flow-through shares at a price of \$0.06 per share.

On December 28, 2018, the Company closed a private placement offering for gross proceeds of \$150,000 by the issuance of 2,500,000 flow-through shares at a price of \$0.06 per share.

On July 9, 2019, the Company completed a non-brokered private placement offering of 3,333,333 common shares of the Company, at a price of \$0.06 per common share, for aggregate gross proceeds of \$200,000.

On November 14, 2019, the Company settled \$834,000 of debt by issuing 20,850,000 common shares of the Company at a deemed price of \$0.04 per share to certain creditors of the Company, including certain of its directors and officers.

On December 18, 2019, the Company finalized the settlement of \$110,000 in indebtedness to a service provider through the issuance of 2,200,000 units at \$0.05 per unit. Each unit consisted of one common share and one common share purchase warrant. Each Warrant entitles the holder to purchase one common share for a period of thirty-six months from the date of issuance at \$0.06.

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

Expressed in Canadian dollars unless otherwise indicated

### 5. SHARE OPTIONS

The Company may grant options to directors, officers, employees, and technical consultants of the Company. The maximum number of shares reserved for issuance under all securities compensation arrangements is limited to 10% of the total number of issued and outstanding shares exercisable for a period of up to 10 years. The maximum number of shares that may be issued to any officer, director or employee shall not exceed 5% of the total number of issued and outstanding shares. The maximum number of shares that may be issued to technical consultants, including investor relation consultants, shall not exceed 2% of the total number of issued and outstanding shares.

On October 7, 2019, the Company's Board issued 3,000,000 incentive share options to Officers, Directors, employees and consultants. These options have a 5-year term and an exercise price of \$0.05. Share issue costs were estimated on the date of the grant using the Black-Scholes option-pricing model with the following weighted average assumptions used for grants: dividend yield of 0%, expected volatility of 33%, risk free interest rate of 1.32% and expected life of 5 years. The Company then used the relative fair value method to value the warrants together with the value of the share capital issued. These options remain unexercised at June 30, 2020.

A summary of the status of the Company's outstanding options as at June 30, 2020 and December 31, 2019 and changes during the periods then ended are as follows:

	Jun. 30, 2020		Dec. 31, 2019	
	Number	Weighted average exercise price	Number	Weighted average exercise price
Balance, beginning	3,000,000	\$ 0.05	---	\$ ---
Granted	---	---	3,000,000	0.05
<b>Balance, ending</b>	<b>3,000,000</b>	<b>\$ 0.05</b>	<b>---</b>	<b>\$ 0.05</b>

The average remaining life of the options is 4.27 years.

### 6. WARRANTS

A summary of the status of the Company's outstanding warrants and changes are as follows:

	Jun. 30, 2020		Dec. 31, 2019	
	Number	Weighted average exercise price	Number	Weighted average exercise price
Balance, beginning	5,699,994	\$ 0.07	3,699,994	\$ 0.07
Granted	---	---	2,200,000	0.06
<b>Balance, ending</b>	<b>5,899,994</b>	<b>\$ 0.07</b>	<b>5,899,994</b>	<b>\$ 0.07</b>

On July 3, 2020, 3,699,996 warrants with an exercise price of \$0.07 expired unexercised. At June 30, 2020, there were 5,899,994 warrants outstanding, with each warrant entitling the holder to acquire one common share of the company at the prices noted below:

Number	Exercise Price	Remaining Contractual Life In Years	Expiry Date
3,699,996	\$0.07	0.01	July 3, 2020
2,200,000	\$0.06	2.47	December 18, 2022
<b>5,899,996</b>	<b>\$0.07</b>	<b>0.93</b>	

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

*Expressed in Canadian dollars unless otherwise indicated*

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### 7. RELATED PARTY TRANSACTIONS

At June 30, 2020, advance payable of \$520,542 (December 31, 2019 - \$389,455) is made up of monies due to a company in which certain directors of the Company are shareholders. The advances are unsecured, non-interest bearing and due on demand.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the group, directly and indirectly, include any director (whether executive or otherwise) of the Company. Total fees paid to the Company's CEO during the three and six months ended June 30, 2020 is \$30,000 (three and six months ended June 30, 2019 - \$NIL) with \$30,000 remaining in accounts payable at June 30, 2020 (June 30, 2019 - \$NIL). Total fees paid to the Company's CFO during the three and six months ended June 30, 2020 is \$7,000 and \$20,000, respectively (three and six months ended June 30, 2019 - \$NIL and \$15,000, respectively) with \$20,000 remaining in accounts payable at June 30, 2020 (June 30, 2019 - \$NIL). Total fees paid to a Company Director during the three and six months ended June 30, 2020 is \$30,000 and \$50,000, respectively (three and six months ended June 30, 2019 - \$NIL and \$30,000, respectively) with \$30,000 remaining in accounts payable at quarter end (June 30, 2019 - \$NIL). At June 30, 2020, the Company's Chairman is owed \$5,486 in expenses (June 30, 2019 - \$NIL), which amount remains in accounts payable at quarter-end.

### 8. CAPITAL MANAGEMENT

The Company's total negative capital balance of \$576,087 consists of \$28,940,766 of share capital and \$116,400 of warrant reserve with an offsetting deficit of \$29,633,253.

The Company's objectives when managing capital, which consists of shareholders' equity, are to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and adjusts it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company monitors capital from time-to-time using a variety of measures. Monitoring procedures are typically performed as a part of the overall management of the Company's operations. The Company's strategy during the period, which was unchanged from the prior period, was to maintain its ability to secure access to financing at a reasonable cost. The requirements and terms of sources of capital cannot be predicted and change in ways the Company cannot predict.

### 9. RISK MANAGEMENT AND FAIR VALUES

Management's risk management policies are typically performed as a part of the overall management of the Company's operations. Management is aware of risks related to these objectives through direct personal involvement with employees and outside parties. In the normal course of its business, the Company is exposed to a number of risks that can affect its operating performance. Management's close involvement in operations helps identify risks and variations from expectations. The Company has not designated transactions as hedging transactions to manage risk. As a part of the overall operation of the Company, management considers the avoidance of undue concentrations of risk. The risks and the actions taken to manage them include the following:

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

*Expressed in Canadian dollars unless otherwise indicated*

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### 9. RISK MANAGEMENT AND FAIR VALUES (CONT'D)

#### **Liquidity risk**

Liquidity risk is the risk that the Company cannot meet its financial obligations associated with financial liabilities in full. The Company's main sources of liquidity are external sources of debt and equity. The funds are primarily used to finance working capital and capital expenditure requirements. The Company's current liabilities exceed its current assets by \$576,087.

Accounts payable, accrued liabilities, advance payable due to related parties and promissory note payable are due within one year.

#### **Credit risk**

Credit risk arises from the possibility that debtors may be unable to fulfill their commitments. For a financial asset, this is typically the gross carrying amount, net of any amounts offset and any impairment losses. The Company has credit policies to address credit risk on accounts receivable, which may include the analysis of the financial position of the debtor and review of credit limits. The Company also may review credit history before establishing credit and review credit performance. An allowance for doubtful accounts or other impairment provisions are established based upon factors surrounding credit risk, historical trends and other information.

A financial asset is past due when a debtor has failed to make a payment when contractually due. The Company has no financial assets that are past due and does not have an allowance for doubtful accounts receivable.

#### **Currency risk**

Currency risk is the risk that changes in foreign exchange rates may have an effect on future cash flows associated with financial instruments. Changes in the applicable exchange rate may result in a decrease or increase in foreign exchange income or expense. The Company only enters into transactions in Canadian dollars and is not exposed to currency risk.

#### **Interest rate risk**

Interest rate risk is the risk that changes in market interest rates may have an effect on the cash flows associated with some financial instruments, known as interest rate cash flow risk, or on the fair value of other financial instruments, known as interest rate price risk. Obtaining a promissory note with a fixed interest rate minimizes cash flow risk.

#### **Other price risk**

Other price risk is the risk that changes in market prices, including commodity or equity prices, will have an effect on future cash flows associated with financial instruments. Mineral prices are affected by numerous factors such as the sale or purchase by various central banks and financial institutions, interest rates, exchange rates, inflation or deflation, fluctuations in the value of the US dollar and other foreign currencies, global and regional supply and demand, and the political and economic conditions of major gold-producing countries throughout the world.

#### **Fair values**

The fair values of the Company's financial assets and liabilities consisting of cash, accounts receivable, advances to related party, accounts payable, due to related parties and promissory note payable approximate their recorded values as at June 30, 2020 and December 31, 2019 due to their short-term nature.

Fair value is an estimate of the amount at which items might be exchanged in an arm's length transaction between knowledgeable willing parties who are under no compulsion to act. Fair value should not be interpreted as an amount that could be realized in immediate settlement of the instruments. The estimate of fair value at the end of the periods may not represent fair values at any other date. The determination of fair value is also affected by the use of judgment and by uncertainty.

# 55 North Mining Inc.

## Notes to the Condensed (Unaudited) Interim Financial Statements

June 30, 2020 and 2019

*Expressed in Canadian dollars unless otherwise indicated*

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### 10. CONTINGENCY

In the normal course of operations, the Company may become subject to a variety of legal and other claims. Management and legal counsel evaluate all claims on their apparent merits, and accrue management's best estimate of the estimated costs to satisfy such claims. Although the outcome of existing legal and other claims is not reasonably determinable, management believes that any such outcome will not be material.

### 11. SUBSEQUENT EVENTS

In 2020, the outbreak of the novel strain of coronavirus ("COVID-19") has resulted in governments enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused an economic slowdown and material disruption to business. Management has experienced a slow-down in the ability to transact business as a result of the self-isolating measures. Government has reacted with interventions intended to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial performance and financial position of the Company in future periods.

After announcing the signing of a letter of intent on June 8, 2020, on July 6, 2020 the Company announced that it had entered into a definitive agreement with European Cobalt Ltd. ("European Cobalt") pursuant to which European Cobalt Ltd. would acquire 100% of the rights, title and interest in the Edleston Gold Project located south of the Timmins gold camp in Ontario Canada ("Edleston"). Under the terms of the Agreement, European Cobalt paid a non-refundable cash payment of \$100,000 to 55 North (received on June 1, 2020), and, upon closing, will pay a cash payment of \$650,000 and issue 100,000,000 common shares of European Cobalt, which are listed and trade on the Australian Securities Exchange, to 55 North. All of the common shares issued by European Cobalt will be subject to a three-month voluntary escrow from the date of issue. This transaction was approved by shareholders at a meeting held on August 10, 2020.

On June 29, 2020, 55 North announced that it entered into a binding letter of intent ("LOI") with 2552883 Ontario Inc. ("2552883"), whereby 55 North will enter into a business combination with 2552883 (a three cornered amalgamation) whereby the shareholders of 2552883 will become shareholders of 55 North (the "Planned Transaction"). 2552883 is the owner of an option to acquire 100% of the rights, title and interest in the Last Hope Gold Project ("Last Hope"), a high grade gold project located in the emerging Lynn Lake Gold Camp in northern Manitoba. This transaction was approved by shareholders at a meeting held on August 10, 2020.

The board of directors of 55 North had also decided to affect a 10.13:1 rollback of 55 North shares after the dividend of European Cobalt shares to 55 North shareholders. After the three-cornered amalgamation, ex-dividend, and post rollback, existing 55 North and 2552883 shareholders will own approximately 10% and 90% of the pro-forma company, respectively, with shares outstanding of approximately 78,326,193. This rollback was approved by shareholders at a meeting held on August 10, 2020.