
MAGNETIC NORTH ACQUISITION CORP.
(FORMERLY BLACK BULL RESOURCES INC.)

CONDENSED INTERIM FINANCIAL STATEMENTS

THREE AND NINE MONTHS ENDED
JUNE 30, 2020 AND 2019

(EXPRESSED IN CANADIAN DOLLARS)
(UNAUDITED)

Notice to Reader

The accompanying unaudited condensed interim financial statements of Magnetic North Acquisition Corp. (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim financial statements have not been reviewed by the Company's auditors.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Condensed Interim Statements of Financial Position
(Expressed in Canadian Dollars)
(Unaudited)

	As at June 30, 2020	As at September 30, 2019
ASSETS		
Current assets		
Cash and cash equivalents (note 3)	\$ 1,461,439	\$ 1,452,417
Receivables (note 4)	91,178	16,667
Prepaid expenses and advances (note 5)	131,447	12,661
Other assets (note 6)	301,223	301,223
Deferred costs (note 10)	94,075	405,102
Advances to investees (note 7)	1,175,978	-
Bridge loan receivable (note 8)	681,400	-
Loan receivable (note 9)	100,000	-
Total current assets	4,036,740	2,188,070
Non-current assets		
Investments (note 10)	5,800,000	-
Mineral claims (note 11)	1	1
Exploration and evaluation assets (note 12)	1	1
Property, plant and equipment (note 13)	3	3
Total assets	\$ 9,836,745	\$ 2,188,075
SHAREHOLDERS' EQUITY AND LIABILITIES		
Current liabilities		
Payable and accrued liabilities (notes 14 and 21)	\$ 305,147	\$ 311,657
Demand loans (note 16)	38,220	38,220
Asset retirement obligation (note 15)	270,487	266,891
Subscription receipts	64,000	-
Total liabilities	677,854	616,768
Shareholders' equity		
Common shares (note 17)	29,059,880	25,262,672
Series A Preferred shares (note 17)	5,543,803	1,819,870
Contributed surplus (note 17)	2,399,789	2,070,133
Accumulated deficit	(27,844,581)	(27,581,368)
Total shareholders' equity	9,158,891	1,571,307
Total shareholders' equity and liabilities	\$ 9,836,745	\$ 2,188,075

Nature of operations and going concern (note 1)
Subsequent events (note 22)

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

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Condensed Interim Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)
(Unaudited)

	Three Months Ended June 30,		Nine Months Ended June 30,	
	2020	2019	2020	2019
Expenses				
Exploration and evaluation expenses	\$ 6,485	\$ 5,128	\$ 20,647	\$ 16,533
General and administrative (note 20)	430,299	20,530	998,166	163,201
Total expenses	436,784	25,658	1,018,813	179,734
Loss before other items	(436,784)	(25,658)	(1,018,813)	(179,734)
Other items				
Accretion (note 15)	(1,199)	(1,199)	(3,596)	(3,596)
Interest income (note 7)	14,773	716	28,985	2,285
Transaction costs (note 10)	-	-	(442,078)	-
Reversal of impairment of advances to private companies (note 10)	-	-	1,250,000	-
Net and comprehensive loss for the period	\$ (423,210)	\$ (26,141)	\$ (185,502)	\$ (181,045)
Net and comprehensive loss per share				
- Basic and Diluted	\$ (0.01)	\$ (0.01)	\$ (0.00)	\$ (0.05)
Weighted average number of common shares				
- Basic and Diluted	59,051,105	3,552,287	59,051,105	3,552,287

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

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Condensed Interim Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

	Nine Months Ended June 30,	
	2020	2019
Operating activities		
Net loss for the period	\$ (185,502)	\$ (181,045)
Adjustments for:		
Amortization	-	148
Unrealized foreign exchange	13,600	-
Accretion on asset retirement obligation	3,596	3,596
Reversal of impairment of advances to private companies	(1,250,000)	-
Share-based payments	329,656	-
Changes in non-cash working capital items:		
Receivables	(74,511)	(974)
Prepaid expenses and advances	(118,786)	(4,174)
Deferred costs	311,027	-
Payable and accrued liabilities	(6,510)	(5,003)
Net cash used in operating activities	(977,430)	(187,452)
Investing activities		
Other assets	-	(1,800)
Advances to investees	(925,978)	-
Investments	-	(500,000)
Net cash used in investing activities	(925,978)	(501,800)
Financing activities		
Demand loans	-	43,460
Proceeds from private placements	2,841,270	1,295,000
Share issue costs	(120,129)	-
Bridge loan	(695,000)	-
Loan payable	(100,000)	-
Subscription receipts	64,000	-
Dividends paid	(77,711)	-
Net cash provided by financing activities	1,912,430	1,338,460
Net change in cash and cash equivalents	9,022	649,208
Cash and cash equivalents, beginning of period	1,452,417	28,195
Cash and cash equivalents, end of period	\$ 1,461,439	\$ 677,403
Cash and cash equivalents		
Cash	\$ 1,262,617	\$ 1,137
Guaranteed investment certificates	32,822	22,410
Funds held in trust	166,000	653,856
	\$ 1,461,439	\$ 677,403
Supplemental information		
Interest received	\$ 2,671	\$ 1,417
Non-cash transactions:		
Common shares release from escrow for investments (note 17)	\$ 3,800,000	\$ -
Preferred shares issued for investments (note 17)	\$ 1,000,000	\$ -

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

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)

Condensed Interim Statements of Changes in Shareholders' Equity (Deficiency)

(Expressed in Canadian Dollars)

(Unaudited)

	<u>Common Shares</u>		<u>Series A Preferred Shares</u>		<u>Contributed</u>	<u>Accumulated</u>	<u>Shareholders'</u>
	<u>Number (#)</u>	<u>Amount (\$)</u>	<u>Number (#)</u>	<u>Amount (\$)</u>	<u>Surplus</u>	<u>Deficit</u>	<u>Equity (Deficiency)</u>
Balance, September 30, 2018	3,552,287	\$ 23,588,518	-	\$ -	\$ 2,070,133	\$ (26,113,186)	\$ (454,535)
Private placement	7,982,000	798,200	49,680	496,800	-	-	1,295,000
Net and comprehensive loss for the period	-	-	-	-	-	(181,045)	(181,045)
Balance, June 30, 2019	11,534,287	\$ 24,386,718	49,680	\$ 496,800	\$ 2,070,133	\$ (26,294,231)	\$ 659,420
Balance, September 30, 2019	59,051,105	\$ 25,262,672	185,179	\$ 1,819,870	\$ 2,070,133	\$ (27,581,368)	\$ 1,571,307
Preferred shares issued pursuant to Transaction	-	-	100,000	1,000,000	-	-	1,000,000
Conversion of subscription receivable	-	3,800,000	-	-	-	-	3,800,000
Private placement	-	-	284,127	2,841,270	-	-	2,841,270
Share issue costs - cash	-	(2,792)	-	(117,337)	-	-	(120,129)
Dividends paid	-	-	-	-	-	(77,711)	(77,711)
Share-based payments	-	-	-	-	329,656	-	329,656
Net and comprehensive loss for the period	-	-	-	-	-	(185,502)	(185,502)
Balance, June 30, 2020	59,051,105	\$ 29,059,880	569,306	\$ 5,543,803	\$ 2,399,789	\$ (27,844,581)	\$ 9,158,891

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

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

1. Nature of operations and going concern

Magnetic North Acquisition Corp. (the "Company" or "Magnetic North") (formerly "Black Bull Resources Inc.") with the registered and head office at 2110, 250 5th Street SW, Calgary, Alberta was incorporated under the Business Corporations Act (Alberta) on July 18, 1997. On June 12, 2008, the Company continued under the Canada Business Corporations Act.

On October 22, 2019, the Company completed an asset purchase transaction with a group of investment and business professionals to effect an arm's length "Change of Business" (as defined in Policy 5.2 of the TSXV) transaction (the "Transaction") within the meaning of such terms in the policies of the TSXV. With the completion of the Transaction, the Company changed its primary business to merchant banking and changed its name to Magnetic North Acquisition Corp. The common shares of the Company resumed trading on the TSXV under the symbol MNC (see note 10).

These condensed interim financial statements were approved by the board of directors on August 31, 2020.

Commencing in March 2020 and continuing throughout the quarter, the outbreak of the novel strain of coronavirus known as "COVID19" has resulted in governments worldwide 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 material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID19 pandemic is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Corporation and its operating subsidiaries in future periods.

While the interim condensed financial statements have been prepared based on accounting principles applicable to a going concern, several adverse conditions and events cast significant doubt upon the validity of this assumption. The Company continues to incur significant operating losses. The Company has no revenue-generating operating activities and has a significant accumulated deficit. The Company has incurred losses in prior periods, with a current net and comprehensive loss of \$185,502 during the nine months ended June 30, 2020 (nine months ended June 30, 2019 - loss of \$181,045) and has an accumulated deficit of \$27,844,581 (September 30, 2019 - \$27,581,368). Such material uncertainties cast substantial doubt as to the ability of the Company to satisfy its obligations as they come due and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern.

The Company's continued existence is dependent upon the success of its new business focus of merchant banking. However, there can be no assurances that the steps management have taken will be successful. Management's opinion is that the Company will balance its current cash resources against new opportunities and additional financings.

If the going concern assumption were not appropriate for these financial statements, adjustments might be necessary to the carrying value of assets and liabilities, reported revenues and expenses and the statement of financial position classifications used.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

2. Significant accounting policies

Statement of compliance

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the IASB.

The policies applied in these condensed interim financial statements are based on IFRSs issued and outstanding as of August 31, 2020, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these condensed interim financial statements as compared with the most recent audited annual financial statements as at and for the year ended September 30, 2019, except as noted below. Any subsequent changes to IFRS that are given effect in the Company's annual financial statements for the year ending September 30, 2020 could result in restatement of these condensed interim financial statements.

Basis of measurement

These financial statements have been prepared on an accrual basis and are based on historical costs, modified where applicable. These financial statements are presented in Canadian dollars, which is also the Company's functional currency.

Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues 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.

Areas requiring a significant degree of estimation and judgment relate to the determination of the recoverable values and useful lives of property, plant and equipment, timing and costs used to determine expected asset retirement obligations, fair value measurements for financial instruments and stock-based compensation and other equity-based payments, and the recoverability and measurement of deferred tax assets and liabilities. Actual results may differ from those estimates and judgments.

New accounting standard adopted

Leases and right-of-use assets

In January 2016, the IASB issued IFRS 16 - Leases ("IFRS 16"), replacing IAS 17 - Leases. IFRS 16 provides a single lessee accounting model and requires the lessee to recognize assets and liabilities for all leases on its statement of financial position, providing the reader with greater transparency of an entity's lease obligations.

The Company adopted IFRS 16, effective October 1, 2019, under the modified retrospective approach. Comparatives for 2019 were not restated. At transition, the Company elected to use the practical expedient available under the standard that allows lease assessments made under IAS 17 and IFRIC 4 to be used for existing contracts. Therefore, the definition of a lease under IFRS 16 was applied only to contracts entered into or modified after October 1, 2019. The Company determined that no transitional adjustment was required.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

2. Significant accounting policies (continued)

New accounting standard adopted (continued)

Leases and right-of-use assets (continued)

All leases are accounted for by recognizing a right-of-use asset and a lease liability except for:

- Leases of low value assets; and
- Leases with a duration of twelve months or less.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by the incremental borrowing rate on commencement of the lease is used. Variable lease payments are only included in the measurement of the lease liability if they depend on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

On initial recognition, the carrying value of the lease liability also includes:

- Amounts expected to be payable under any residual value guarantee;
- The exercise price of any purchase option granted if it is reasonably certain to assess that option;
- Any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right-of-use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

- Lease payments made at or before commencement of the lease;
- Initial direct costs incurred; and
- The amount of any provision recognised where the Company is contractually required to dismantle, remove or restore the leased asset.

Lease liabilities, on initial measurement, increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made.

Right-of-use assets are amortized on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if this is judged to be shorter than the lease term.

When the Company revises its estimate of the term of any lease, it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

Recent accounting pronouncement

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after October 1, 2019. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

(i) Presentation of Financial Statements ("IAS 1") and IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors ("IAS 8") were amended in October 2018 to refine the definition of materiality and clarify its characteristics. The revised definition focuses on the idea that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments are effective for annual reporting periods beginning on or after January 1, 2020.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

2. Significant accounting policies (continued)

New accounting standard adopted (continued)

Recent accounting pronouncement (continued)

(ii) Business Combinations ("IFRS 3") - In October 2018, the IASB issued an amendment to IFRS 3, effective for annual periods beginning on or after January 1, 2020. The amendment clarifies that a business must include, at minimum, an input and a substantive process that together contribute to the ability to create outputs, and assists companies in determining whether an acquisition is a business combination or an acquisition of a group of assets by providing supplemental guidance for assessing whether an acquired process is substantive. For acquisitions that are determined to be acquisitions of assets as opposed to business combinations, the Company allocates the transaction price to the individual identifiable assets acquired and liabilities assumed based on their relative fair values, and no goodwill is recognized. Acquisitions that continue to meet the definition of a business combination are accounted for under the acquisition method.

3. Restricted cash

The Company has provided an assignment of cash as security on the irrevocable standby letter of credit to the Province of Nova Scotia (note 6) and for corporate credit card liabilities. As at June 30, 2020, \$17,400 (September 30, 2019 - \$17,400) was held in a guaranteed investment certificate as security.

4. Receivables

	As at June 30, 2020	As at September 30, 2019
Sales tax receivable - (Canada)	\$ 64,864	\$ 16,667
Interest receivable (note 7)	26,314	-
	\$ 91,178	\$ 16,667

As at June 30, 2020, the estimated credit losses are \$nil (September 30, 2019 - \$nil).

5. Prepaid expenses and advances

	As at June 30, 2020	As at September 30, 2019
Prepaid expenses	\$ 3,489	\$ 12,661
Advances	127,958	-
	\$ 131,447	\$ 12,661

6. Other assets

Other assets consist of funds held under the National Resources Reclamation Fund by the Province of Nova Scotia.

In addition, an irrevocable standby letter of credit of \$17,400 (September 30, 2019 - \$17,400) has been issued to the Province of Nova Scotia (note 3).

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

7. Advances to investees

During the year ended September 30, 2019, the Company advanced \$1,000,000 and \$250,000 to Previcare Corp. and Foamtech North America Ltd., respectively. The advances do not bear interest, are unsecured and have no additional terms and conditions. As at September 30, 2019, given the lack of financial information required to determine fair value, the Company has recorded a fair value adjustment of \$1,250,000 to reduce the carrying value to \$nil at September 30, 2019.

After the completion of the Transaction, the Company reversed the \$1,250,000 impairment of the advances to private companies. On October 31, 2019, the \$1,000,000 advance to Previcare was converted to promissory note bearing interest at 7% per annum and due on demand. On January 12, 2020, the promissory note was settled for 740,741 common shares of Previcare Corp. The Company accrued \$11,700 of interest receivable for the promissory note.

During the period ended June 30, 2020, the Company advanced \$575,978 to investees. As at June 30, 2020, the total amount advanced to investees was \$1,175,978.

8. Bridge loan receivable

On April 14, 2020, the Company entered into an agreement to provide Previcare Corp. with a secured bridge loan ("Bridge Loan") of up to US\$500,000. The Bridge Loan has a nine month term from the closing date. The Bridge Loan accrues interest of 15.0% per annum: a) accrued monthly or daily if repaid other than at a month end; otherwise, b) to be paid at the end of the term, subject to five (5) months' minimum interest on the principal amount outstanding if the entire principal amount outstanding is repaid prior to the end of the fifth month. The Bridge Loan, principal and all accrued and unpaid interest, is repayable at the end of the term. Previcare Corp. may repay the Bridge Loan in advance of the end of the term, by first paying all accrued interest to the date of repayment plus principal repayment(s) in tranches of US\$50,000.

The Bridge Loan entitles the Company to receive a total of fifty thousand (50,000) warrants to acquire common shares of Previcare Corp. The warrants vested immediately upon execution of the term sheet. The warrants will expire three (3) years from the execution date of the term sheet. The warrants entitle the Company to acquire, on a one-for-one basis, a maximum of 50,000 common shares of Previcare Corp. at a cost of US\$10.00 per common share.

The Bridge Loan is secured by current and non-current assets of Previcare Corp. and its subsidiaries (including but not limited to accounts receivable, intellectual property and contractual relationships).

As at June 30, 2020, the Company has provided US\$500,000 (\$681,400) to Previcare and has accrued interest of US\$10,723 (\$14,614).

9. Loan receivable

On June 23, 2020, the Company provided a loan to Ignite Collaboration Services Group, Inc ("Ignite") in the amount of \$100,000. The loan is due December 31, 2020 and accrues interest of 10.0% per annum. The principal and interest of the loan may be settled through the issuance of shares of Ignite.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

10. Investments

On October 22, 2019, the Company completed its transaction with a group of investment and business professionals to effect an arm's length "Change of Business" (as defined in Policy 5.2 of the TSXV) transaction (the "Transaction") within the meaning of such terms in the policies of the TSXV.

Under the Transaction, the Company acquired certain shareholdings (the "Purchased Assets") from Mr. Kevin Spall, Mr. Ian Wild and Mr. Andrew Osis (the "Vendors") in exchange for the issuance of 38,000,000 Common Shares of the Company at a price of \$0.10 per share and 100,000 Preferred Series A Shares of the Company at a price of \$10.00 per Preferred Series A Share. The Purchased Assets comprised of all the Vendors' equity interests in Bioshield Corp., Ignite Collaboration Services Group, Inc., Power Symmetry Inc. and Previcare Corp.

As a condition of closing of the Transaction, the Company completed a private placement for gross proceeds of \$3.1 million. The private placement was completed in various during the year ended September 30, 2019. The Company incurred \$442,078 of transaction costs for this Transaction.

With the completion of the Transaction, the Vendors were appointed officers and directors of the Company and the Company changed its name to Magnetic North Acquisition Corp. The common shares of the Company resumed trading on the TSXV under the symbol MNC.

The Transaction does not meet the definition of a business combination and is therefore accounted for as an asset acquisition under IFRS 2 - Share-based payments.

The fair value of the consideration is as follows:

Issuance of 38,000,000 common shares	\$ 3,800,000
Issuance of 100,000 Series A preferred shares	1,000,000
Total consideration	\$ 4,800,000

The consideration has been allocated as follows:

15 common shares of Previcare Corp. ⁽¹⁾	\$ 1,920,000
500 common shares of Ignite Collaboration Services Group, Inc.	1,920,000
15 common shares of Bioshield Corp.	480,000
40 common shares of Power Symmetry Inc.	480,000
	\$ 4,800,000

On January 12, 2020, the promissory note was settled for 740,741 common shares of Previcare Corp.

As at June 30, 2020, investments consisted of the following:

1,340,741 common shares of Previcare Corp. ⁽¹⁾	\$ 2,920,000
500 common shares of Ignite Collaboration Services Group, Inc.	1,920,000
15 common shares of Bioshield Corp.	480,000
40 common shares of Power Symmetry Inc.	480,000
	\$ 5,800,000

⁽¹⁾ The original 15 common shares of Previcare Corp. underwent a share split and were converted to 600,000 common shares of Previcare Corp.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

11. Mineral claims

	June 30, 2020	September 30, 2019
Cost, beginning and end of period	\$ 972,183	\$ 972,183
Accumulated depletion, beginning and end of period	(14,381)	(14,381)
Accumulated impairment, beginning and end of period	(957,801)	(957,801)
Accumulated depletion and impairment, beginning and end of period	(972,182)	(972,182)
Carrying value end of period	\$ 1	\$ 1

On July 13, 2018, the Company entered into an option agreement with Infrastructure Commodities Limited ("InfCom"), a related party by virtue of a common officer and director. Under the terms of the agreement, the Company granted InfCom the sole and exclusive right and option to explore and mine the Company's White Rock property located in Yarmouth County, Nova Scotia. In consideration of the grant of the option, InfCom will pay to the Company 50% of the net after tax profits from the sale of quartz, kaolin and mica products mined at the property.

The agreement is subject to several conditions to closing as follows:

- Within 1 month of the option grant date, and no later than July 28, 2018, InfCom must prepare a paper describing the anticipated exploitation prospects to facilitate the preparation of a bankable report;
- Within 3 months of the option grant date, and not later than October 28, 2018, InfCom must:
 - a) Research and prepare a review of the applicable quartz market for use in preparing a plan for exploiting the quartz prospects on the property;
 - b) Prepare a report on options to pre-treat feedstock prior to delivery to high value clients;
 - c) Preview potential offtake partners in the USA, Canada, EU and Asia for higher-end market opportunities;
 - d) Preview potential exploitation partners; and
 - e) Preview prospects for beneficiation technology located in Nova Scotia.
- Within 4 months of the option grant date, and not later than November 30, 2018, InfCom must:
 - a) Outline the prospective project value and return to investors in a pre-bankable report; and
 - b) Prepare an outline of a budget for completion of due diligence and a bankable report on the exploitation of the quartz, kaolin and mica assets on the property.
- Within 6 months of the option grant date, and not later than January 31, 2019, InfCom must be prepared to review project possibilities with the Company for the way forward for exploitation of the property for quartz, kaolin and mica production and sale of aforesaid.

InfCom has not complied with the terms of the agreement and the option has lapsed.

On January 15, 2020, the Company has executed an Indicative Offer of Finance (the "Offer") with Infrastructure Commodities Limited ("ICML") to explore and mine, the Company's wholly owned White Rock property (the "Property") located in Yarmouth County, Nova Scotia. The Offer gives ICML the right to explore and mine the Property for quartz, kaolin and mica, and refine and produce quartz, kaolin and mica for sale therefrom (the "Mining Assets").

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

11. Mineral claims (continued)

The Offer terms include, but are not limited to the following conditions:

- An initial investment by ICML for US\$1,000,000 in the form of a convertible loan that shall convert into an equity interest of 20% of the Mining Assets located at White Rock. The use of proceeds for this initial investment will be utilized by ICML and their consultants, over a 12-month period to bring the Mining Assets to an operational state.
- Follow-on investment of up to an additional US\$4,000,000 will be provided by ICML upon completion of the initial investment period to implement commercialization plans for the Mining Assets. Upon completion of the initial investment phase, ICML will provide commercialization plans and associated budgets for the use of proceeds of the follow-on investment.
- If the total funding of US\$5,000,000 is provided in return to Magnetic North for development of the Mining Assets by ICML, ICML shall receive no less than 45% equity interest in the Mining Assets.

Both Magnetic North and ICML look forward to entering into a binding offer to finance in the near term, however with the emergence of COVID19 the progress of this Offer has been delayed.

12. Exploration and evaluation assets

	June 30, 2020	September 30, 2019
Cost, beginning and end of period	\$ 2,994,903	\$ 2,994,903
Accumulated depletion, beginning and end of period	(48,659)	(48,659)
Accumulated impairment, beginning and end of period	(2,946,243)	(2,946,243)
Accumulated depletion and impairment, beginning and end of period	(2,994,902)	(2,994,902)
Carrying value end of period	\$ 1	\$ 1

13. Property, plant and equipment

Cost	Computer Equipment	Water Treatment Equipment	Water Treatment Building	Leasehold Improvements	Site Improvements	Total
As at September 30, 2019 and June 30, 2020	\$ 43,132	\$ 107,872	\$ 105,822	\$ 17,115	\$ 216,210	\$ 490,151
Accumulated amortization and impairments	Computer Equipment	Water Treatment Equipment	Water Treatment Building	Leasehold Improvements	Site Improvements	Total
Balance, September 30, 2018	\$ 42,672	\$ 107,871	\$ 105,821	\$ 17,115	\$ 216,209	\$ 489,688
Amortization	460	-	-	-	-	460
Balance, September 30, 2019 and June 30, 2020	43,132	107,871	105,821	17,115	216,209	490,148
Carrying value	Computer Equipment	Water Treatment Equipment	Water Treatment Building	Leasehold Improvements	Site Improvements	Total
Balance, September 30, 2018	\$ -	\$ 1	\$ 1	\$ -	\$ 1	\$ 3
Balance, June 30, 2020	\$ -	\$ 1	\$ 1	\$ -	\$ 1	\$ 3

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

14. Payable and accrued liabilities

	June 30, 2020	September 30, 2019
Trade payables	\$ 205,092	\$ 114,618
Accrued liabilities	100,055	197,039
Total amounts payable and other liabilities	\$ 305,147	\$ 311,657

15. Asset retirement obligation

The Company's total asset retirement obligation is estimated based on the Company's net ownership interest in mineral leases and management's estimate of costs to abandon and reclaim these leases, as well as an estimate of the future timing of the costs to be incurred. Under the terms of the agreement with the Province of Nova Scotia, the Company is obligated to update its reclamation plan every three years.

By their nature, these estimates are subject to measurement uncertainty and the effect on the financial statements could be significant. The total undiscounted amount of the estimated cash flows required to settle its asset retirement obligations are approximately \$270,487 (September 30, 2019 - \$266,891) which are expected to be settled over the next year. A risk-free interest rate of nil% (due to the nature of the liability being current) and an inflation rate of 2% were used to calculate the liability.

Balance at September 30, 2018	\$ 262,097
Accretion	4,794
Balance at September 30, 2019	266,891
Accretion	3,596
Balance at June 30, 2020	\$ 270,487

16. Demand loans

During the year ended September 30, 2019, a director or a corporation under his control, Zenith Appraisal & Land Consulting Ltd. (the "Holders") advanced funds under promissory notes in the amount of \$53,220. The loans are covered under a general security agreement, non-interest bearing and due on demand by the Holders, or shall be converted to common shares of Magnetic North at a share price to be determined at the time of settlement. On August 29, 2019, \$366,024 of the demand loans was settled through the issuance of 3,660,238 common shares. As at June 30, 2020, the Holders were owed \$38,220 (September 30, 2019 - \$38,220).

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

17. Share capital

a) Authorized

Unlimited common shares without par value
Unlimited preferred shares without par value

b) Common shares issued

(i) On February 26, 2019 and March 5, 2019, the Company completed the first and second tranches of a private placement of 7,982,000 common shares at \$0.10 per common share and 49,680 Series A preferred shares for gross proceeds of \$1,295,000. The Company paid \$31,200 in finder's fee.

(ii) On August 28 2019, the Company issued 38,000,000 common shares in escrow to the holders of the Purchased Assets in anticipation of the closing of the proposed Transaction (note 10). The Purchased Assets were transferred on October 22, 2019 and the shares were released from escrow.

c) Series A Preferred shares

(i) Series A Preferred shares issued

- On completion of the Transaction, the Company issued 100,000 Series A preferred shares at a price of \$10 per Series A preferred shares to the Vendors (note 10).
- On March 31, 2020, the Company closed the first tranche of a private placement with the issuance of 51,330 Series A preferred shares at a price of \$10 per Series A preferred shares for gross proceeds of \$513,300.
- On March 20, 2020, the Company paid dividends of \$35,647 to its Series A preferred shareholders.
- On May 8, 2020, the Company closed the second tranche of a private placement with the issuance of 80,334 Series A preferred shares at a price of \$10 per Series A preferred shares for gross proceeds of \$803,340. The Company paid finder's fees of \$41,710 for the completion of this tranche.
- On May 25, 2020, the Company paid dividends of \$42,064 to its Series A preferred shareholders.
- On June 5, 2020, the Company closed the third tranche of a private placement with the issuance of 99,263 Series A preferred shares at a price of \$10 per Series A preferred shares for gross proceeds of \$992,630. The Company paid finder's fees of \$5,157 for the completion of this tranche.
- On June 12, 2020, the Company closed the fourth tranche of a private placement with the issuance of 53,200 Series A preferred shares at a price of \$10 per Series A preferred shares for gross proceeds of \$532,000.

(ii) Terms, rights and privileges

The Series A preferred shares are non-voting, redeemable at the option of the Company any time after March 31, 2026 and eligible for dividends at the discretion of the Company.

The Series A preferred shares are entitled to 50% of all gains on investment dispositions (the "Disposition Entitlement"), which must be settled within thirty business days from the liquidation event.

Upon redemption of the Series A preferred shares, the holders are entitled to:

- (a) The redemption price per share, which is calculated as the gross subscription proceeds divided by the number of Series A preferred shares issued and outstanding;
- (b) Any unpaid Disposition Entitlements;
- (c) The Deemed Disposition Entitlement, which is calculated as 50% of the deemed gains embedded in the Company's investment portfolio, regardless of whether a liquidation event has occurred or not; and
- (d) All unpaid, accrued and accumulated dividends.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

17. Share capital (continued)

d) The contributed surplus of \$2,399,789 (September 30 2019 - \$2,070,133) consists of the fair value attributed to options and warrants granted and recognized to date.

18. Stock options

The Company has adopted, and its shareholders have approved, a stock option plan whereby up to 10% of the outstanding shares of the Company as of the date of grant have been reserved for the grant and issuance to its employees, officers, directors and consultants. Under the plan, the exercise price of an option may not be set at less than the minimum price permitted by the TSXV, and the options may be exercisable for a period of up to five years. The aggregate number of options granted to any one individual during any 12-month period may not exceed 5% of the issued shares of the Company, or 2% in the case of consultants and investor relations representatives. The stock option plan provides for full vesting of the stock options on the date of approval of the options by the appropriate regulatory authority.

The following table reflects the continuity of stock options for the periods presented:

	Number of stock options	Weighted average exercise price (\$)
Balance, September 30, 2018 and June 30, 2019	-	-
Balance, September 30, 2019	-	-
Granted (i)(ii)(iii)	3,290,000	0.30
Balance, June 30, 2020	3,290,000	0.30

(i) On December 2, 2019, the Company granted 2,000,000 stock options to officers, directors and consultants of the Company at an exercise price of \$0.095 and expiring five years from date of grant. These options vest as follows: 25% immediately, 25% 12 months from date of grant, 25% 24 months from date of grant and 25% 36 months from date of grant.

A value of \$276,000 was estimated for the 2,000,000 stock options on the date of grant with the following assumptions and inputs: share price of \$0.17; exercise price of \$0.095; expected dividend yield of 0%; expected volatility of 100%; risk-free rate of 1.54%; and an expected average life of five years. During the nine months ended June 30, 2020, the Company expensed \$141,978 (note 20) in share-based payments in respect to these options.

(ii) On February 10, 2020, the Company granted 400,000 stock options to an consultant of the Company at an exercise price of \$0.1575 and expiring five years from date of grant. These options vest as follows: 25% immediately, 25% 12 months from date of grant, 25% 24 months from date of grant and 25% 36 months from date of grant.

A value of \$64,000 was estimated for the 400,000 stock options on the date of grant with the following assumptions and inputs: share price of \$0.205; exercise price of \$0.1575; expected dividend yield of 0%; expected volatility of 100%; risk-free rate of 1.44%; and an expected average life of five years. During the nine months ended June 30, 2020, the Company expensed \$27,308 (note 20) in share-based payments in respect to these options.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

18. Stock options (continued)

(iii) On May 26, 2020, the Company granted 890,000 stock options to certain officers, directors and employees of the Company at an exercise price of \$0.83 and expiring five years from date of grant. These options vest as follows: 25% immediately, 25% 12 months from date of grant, 25% 24 months from date of grant and 25% 36 months from date of grant.

A value of \$545,570 was estimated for the 890,000 stock options on the date of grant with the following assumptions and inputs: share price of \$0.83; exercise price of \$0.83; expected dividend yield of 0%; expected volatility of 100%; risk-free rate of 0.40%; and an expected average life of five years. During the nine months ended June 30, 2020, the Company expensed \$160,370 (note 20) in share-based payments in respect to these options.

The following table reflects the stock options issued and outstanding as of June 30, 2020:

Expiry date	Exercise price (\$)	Weighted average remaining contractual life (years)	Number of options outstanding	Grant date fair value (\$)	Number of options vested (exercisable)
December 2, 2024	0.10	4.43	2,000,000	276,000	500,000
February 10, 2025	0.16	4.62	400,000	64,000	100,000
May 26, 2025	0.83	4.91	890,000	545,570	222,500
	0.30	4.58	3,290,000	885,570	822,500

19. Segmented information

The Company's operations comprise a single reporting operating segment engaged the business of merchant banking in Canada. As the operations comprise a single reporting segment, amounts disclosed in the financial statements also represent segment amounts. In order to determine reportable operating segments, the chief operating decision maker reviews various factors including geographical location, quantitative thresholds and managerial structure.

20. General and administrative

	Three Months Ended June 30,		Nine Months Ended June 30,	
	2020	2019	2020	2019
Professional fees	\$ 25,063	\$ 15,625	\$ 178,858	\$ 140,362
Investor relations	20,313	835	54,462	10,700
Office and general	63,302	2,070	94,625	4,139
Consulting fees (note 21)	79,500	2,000	221,000	8,000
Travel expenses	2,461	-	63,901	-
Regulatory fees	33,220	-	55,664	-
Share-based payments (note 18)	206,440	-	329,656	-
	\$ 430,299	\$ 20,530	\$ 998,166	\$ 163,201

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

21. Key management compensation, related party balances and transactions

Related parties include the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. The transactions with related parties are as follows:

	Three Months Ended June 30,		Nine Months Ended June 30,	
	2020	2019	2020	2019
Consulting fees for key management personnel	\$ 79,500	\$ 1,450	\$ 221,000	\$ 8,300
Share-based payments	182,060	-	267,701	-
	\$ 261,560	\$ 1,450	\$ 488,701	\$ 8,300

As at June 30, 2020, related parties were owed \$1,746 (September 30, 2019 - \$22,023), which is included in payables and accrued liabilities. In addition, related parties owed the Company \$105,960 (September 30, 2019 - \$nil), which is included in prepaid expenses and advances.

22. Subsequent events

(i) Subsequent to June 30, 2020, the Company closed two additional tranches of its non-brokered private placement with the issuance of 472,660 Series A preferred shares at a price of \$10 per Series A preferred shares for gross proceeds of \$4,726,600. The Company paid finder's fees of \$53,900 for the completion of these tranches.

(ii) On July 14, 2020, the Company announced in concert with Cirque Innovations Ltd. ("Cirque"), the launch of commercial operations of CXTL Recycling Canada Corp. ("CXTL"). CXTL will use Cirque's recycling technology to break down plastics into saleable products, leaving virtually no waste behind. Magnetic North has, through its investee company CXTL, been working closely with Cirque over a ten (10) month period to complete required due diligence, including a third-party report that certified the inputs (plastic waste), the technology, and the outputs (saleable products). During the past three months of demonstration operations, the machine has worked successfully on a variety of materials containing plastics and other substances.

Magnetic North and Cirque will jointly own CXTL on a 50/50 basis. Cirque will contribute the technology and management, and Magnetic North will contribute capital, and management expertise as needed. Furthermore, Magnetic will acquire from Cirque, the demonstration machine for 350,000 Series A Preferred Shares and \$500,000 in cash. This demonstration machine will become part of CXTL's operations.

(iii) On July 16, 2020, the Company announced the appointment of Stephen McCormick as Vice President of Capital Markets. In addition, the Company granted 500,000 stock options to certain officers, directors, consultants and employees of the Company. These stock options are exercisable for five years from the date of grant at a price of \$0.64 per share.

(iv) On August 11, 2020, the Company announced the approval of a quarterly dividend on the Company's Series A preferred shares of \$0.125 per share.

(v) On August 25, 2020, the Company announced the appointment of Ha Tran as the Chief Financial Officer. In addition, the Company granted 500,000 stock options to certain officers, directors, consultants and employees of the Company. These stock options are exercisable for five years from the date of grant at a price of \$0.65 per share.

Magnetic North Acquisition Corp. (Formerly Black Bull Resources Inc.)
Notes to Condensed Interim Financial Statements
Three and Nine months Ended June 30, 2020
(Expressed in Canadian Dollars)
(Unaudited)

22. Subsequent events (continued)

(vi) On August 26, 2020, the Company announced it has entered into a purchase agreement (the “Agreement”) with Intergild Advanced Recycling Technologies (“Intergild”) to acquire all of the issued and outstanding shares of Intergild (the “Transaction”). Under the Agreement, Magnetic North will issue to the shareholders of Intergild 400,000 Series A Preferred Shares of the Company at a price of \$10.00 per share in consideration of all issued and outstanding shares of Intergild, resulting in Intergild becoming a wholly-owned subsidiary of Magnetic North.

Magnetic North intends to merge Intergild into the Company’s previously announced and closed investment in CXTL Recycling Canada Corp. (“CXTL”) to augment CXTL’s e-waste recycling solution. Intergild will add significant expertise and a process that allows for the selective separation of the plastic, fibre and metal components of e-waste, and the crystallization of the metals, into marketable commodities. In addition, the Agreement will add intellectual property to CXTL, and as a result, Magnetic North’s portfolio.