

**CLIFTON MINING COMPANY**  
**CONSOLIDATED FINANCIAL STATEMENTS**  
**JUNE 30, 2019**

**Clifton Mining Company**  
**Index to the Financial Statements**  
**June 30, 2019**

	Page
Consolidated Financial Statements	
Consolidated Balance Sheet	2
Consolidated Statement of Operations and Retained Deficit and other Comprehensive Loss	3
Consolidated Statement of Cash Flows	4

**CLIFTON MINING COMPANY**  
**Consolidated Balance Sheet (Unaudited)**

**ASSETS**

	<u>June 30, 2019</u>
<b>CURRENT ASSETS</b>	
Cash	\$ 2,858,021
Marketable securities	612
Accounts receivable	1,050
Prepaid expenses	20,552
Total Current Assets	<u>2,880,235</u>
<b>PROPERTY AND EQUIPMENT</b>	
Mining properties	1,123,565
Buildings, net	160,418
Milling equipment, net	445,736
Total Property and Equipment, Net	<u>1,729,719</u>
<b>OTHER ASSETS</b>	
Equity investment in affiliate	883,525
Equity securities in affiliate	2,324,330
Restricted cash-reclamation bonds	74,508
Patent filings	14,324
Deposit	350
Total Other Assets	<u>3,297,037</u>
Total Assets	<u>\$ 7,906,991</u>

**LIABILITIES AND STOCKHOLDERS' EQUITY**

<b>CURRENT LIABILITIES</b>	
Accounts payable and accrued liabilities	\$ 12,093
Total Current Liabilities	<u>12,093</u>
<b>LONG-TERM LIABILITIES</b>	
Reclamation and remediation liabilities	48,168
Total Liabilities	<u>60,261</u>
<b>STOCKHOLDERS' EQUITY</b>	
Preferred stock, \$.001 par value, 10,000,000 shares authorized; 154,584 shares issued and outstanding	155
Common stock, \$.001 par value, 70,000,000 shares authorized; 58,770,791 shares issued and outstanding	58,771
Additional paid-in capital	16,763,146
Retained deficit	(9,006,909)
Total Clifton Mining Stockholders' Equity	<u>7,815,163</u>
Noncontrolling interest	31,567
Total Stockholders' Equity	<u>7,846,730</u>
Total Liabilities and Stockholders' Equity	<u>\$ 7,906,991</u>

**CLIFTON MINING COMPANY**  
**Consolidated Statement of Operations (Unaudited)**

	Six Months Ended June 30, 2019
REVENUE	\$ <u>5,203,228</u>
EXPENSES	
Exploration and depletion	6,150
General and administrative	5,857
Professional fees	96,761
Accretion expense	1,413
Depreciation and amortization	25,073
Salaries and employee benefits	184,146
Stock based compensation	26,694
Property and claim taxes, filing fees and insurance	24,358
Total Expenses	<u>370,452</u>
Income From Operations	<u>4,832,776</u>
OTHER INCOME (EXPENSE)	
Interest income	770
Gain from equity securities	7,391
Gain from equity investment	166,332
Gain on sale from affiliated stock transactions	5,775
Other Income (Expense)	<u>180,268</u>
Income Before Income Taxes	5,013,044
Income Taxes	<u>-</u>
Net Income	5,013,044
Add: Net Loss Attributable To Noncontrolling Interest	<u>37</u>
Net Income Attributable to Clifton Mining	\$ <u><u>5,013,081</u></u>
Net income per share – basic	\$ <u>0.09</u>
Net income per share – fully diluted	<u>0.08</u>
Weighted average number of common shares outstanding during the period:	
Basic	<u>58,770,791</u>
Diluted	<u><u>59,301,035</u></u>

**CLIFTON MINING COMPANY**  
**Consolidated Statements of Cash Flows**

	Six Months Ended June 30, 2019
<b>Cash Flows From Operating Activities:</b>	
Net Income	\$ 5,013,044
Adjustments to reconcile net loss to net cash used by operating activities:	
Depreciation and amortization expense	25,072
Depletion expense	6,150
Accretion expense	1,413
Gain from equity investment	(166,332)
Gain from equity investments - net	(2,100,085)
Gain on sale from affiliate stock transactions	(5,775)
Valuation for stock based compensation expense related to options	26,694
Changes in operating assets and liabilities:	
Decrease (Increase) in receivables, prepaid expenses, and other assets	2,755
(Decrease) in accounts payable and accrued liabilities	(568,576)
Net Cash Provided in Operating Activities	2,234,360
<b>Cash Flows From Investing Activities:</b>	
Acquisition of mining claims	(250,000)
Proceeds from the sale of fixed assets	-
Distributions from equity investment	259,250
Net Cash Provided by Investing Activities	9,250
<b>Cash Flows From Financing Activities:</b>	
Net Cash Provided by Financing Activities	-
Net increase in Cash	2,243,610
Cash, Beginning of Year	614,411
Cash, End of Period	\$ 2,858,021
<b>SUPPLEMENTAL CASH FLOW DISCLOSURES:</b>	
Interest paid	\$ -
Taxes paid	\$ -
<b>NON CASH INVESTING &amp; FINANCING ACTIVITIES:</b>	
Disposal of fixed assets	\$ -
Noncontrolling interest income allocation	\$ 37