CALIFORNIA GOLD MINING INC.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

THREE AND SIX MONTHS ENDED FEBRUARY 29, 2016

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

Notice To Reader

The accompanying unaudited condensed interim consolidated financial statements of California Gold Mining Inc. (the "Corporation") have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Corporation's auditors.

California Gold Mining Inc.

Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)
(Unaudited)

	As at February 29, 2016	As at August 31, 2015
ASSETS		
Current assets		
Cash and cash equivalents	**$ 82,362**	$ 4,629,785
HST recoverable, accrued interest and amounts receivable	**11,812**	27,200
Prepaid expenses	**70,120**	50,283
Total current assets	**164,294**	4,707,268
Other assets		
Prepaid expenses	**2,604**	1,985
Property, plant and equipment (note 4)	**6,633,616**	6,416,780
Total assets	**$ 6,800,514**	$ 11,126,033
EQUITY AND LIABILITIES		
Current liabilities		
Amounts payable, other liabilities and unearned income	**$ 293,196**	$ 165,272
Equity		
Share capital (note 5)	**16,203,489**	16,203,489
Reserves (note 11)	**8,753,661**	8,751,000
Accumulated other comprehensive loss	**(64,692)**	(66,846)
Accumulated deficit	**(18,385,140)**	(13,926,882)
Total equity	**6,507,318**	10,960,761
Total equity and liabilities	**$ 6,800,514**	$ 11,126,033

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

Nature of operations (note 1)

Subsequent events (note 12)

Approved on behalf of the Board:

"Vishal Gupta", Director

"Patrick Cronin", Director

California Gold Mining Inc.

Condensed Interim Consolidated Statements of Loss and Comprehensive (Loss) Income
(Expressed in Canadian dollars)
(Unaudited)

	Three months ended		Six months ended	
	February 29, 2016	**February 28, 2015**	**February 29, 2016**	**February 28, 2015**
Operating expenses				
Exploration costs expensed (note 3)	**$ 1,670,538**	$ 61,181	**$ 4,159,444**	$ 166,086
Salaries and wages	**93,923**	28,558	**152,722**	71,999
Investor relations	**53,375**	15,028	**96,068**	46,017
Management fees (note 10)	**45,000**	232,417	**90,000**	340,521
Professional fees	**34,868**	63,856	**62,416**	86,326
Property taxes	**18,392**	15,501	**35,959**	30,400
Travel and meals	**(3,200)**	6,456	**35,710**	9,712
Shareholder information and compliance	**22,597**	29,783	**34,226**	42,980
Depreciation	**11,323**	16,050	**21,955**	31,008
Insurance	**8,503**	9,490	**17,037**	19,085
Occupancy costs	**5,888**	6,825	**12,713**	14,575
Share-based compensation (note 6)	**904**	13,288	**2,661**	156,024
Interest and bank charges	**1,026**	848	**2,489**	1,754
Other general and administrative	**38,318**	11,127	**50,537**	19,832
Gain on foreign exchange	**(148,311)**	(490,839)	**(310,376)**	(754,637)
Loss before below items	**(1,853,144)**	(19,569)	**(4,463,561)**	(281,682)
Gain on disposal of property, plant and equipment (note 4)	**-**	-	**-**	175
Interest income	**428**	-	**2,051**	-
Other income	**1,668**	1,444	**3,252**	2,786
Net loss for the period	**(1,851,048)**	(18,125)	**(4,458,258)**	(278,721)
Other comprehensive income for the period				
Items that will be reclassified to profit or loss				
Foreign exchange translation	**32,173**	32,625	**2,154**	44,771
Net comprehensive (loss) income for the period	**$ (1,818,875)**	$ 14,500	**$ (4,456,104)**	$ (233,950)
Basic and diluted net loss per share (note 7)	**$ (0.01)**	$ (0.00)	**$ (0.02)**	$ (0.00)
Weighted average number of common shares outstanding	**270,046,432**	166,958,768	**270,046,432**	163,517,169

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

California Gold Mining Inc.

Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)
(Unaudited)

	Six months ended February 29, 2016	Six months ended February 28, 2015
Operating activities		
Net loss for the period	**$ (4,458,258)**	$ (278,721)
Adjustments for non-cash items:		
Depreciation	**21,955**	31,008
Share-based compensation	**2,661**	156,024
Gain on disposal of property, plant and equipment	**-**	(175)
Changes in non-cash working capital items:		
HST recoverable, accrued interest and amounts receivable	**15,388**	(23,508)
Prepaid expenses	**(20,456)**	(10,068)
Amounts payable, other liabilities and unearned income	**127,924**	104,151
Net cash used in operating activities	**(4,310,786)**	(21,289)
Investing activity		
Purchase of property, plant and equipment	**(56,867)**	(5,333)
Net cash used in investing activity	**(56,867)**	(5,333)
Financing activity		
Issue of securities, net of costs	**-**	683,345
Net cash provided by financing activity	**-**	683,345
Net change in cash and cash equivalents	**(4,367,653)**	656,723
Effect of foreign currency translation	**(179,770)**	(747,966)
Cash and cash equivalents, beginning of the period	**4,629,785**	104,281
Cash and cash equivalents, end of the period	**$ 82,362**	$ 13,038
Non-cash transactions:		
Shares issued for debt	**$ -**	$ 186,667

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

California Gold Mining Inc.

Condensed Interim Consolidated Statements of Changes in Equity
(Expressed in Canadian dollars)
(Unaudited)

Equity attributable to shareholders

	Number of shares	Share capital	Reserves (note 11)	Accumulated other comprehensive income (loss)	Accumulated deficit	Total equity
Balance, August 31, 2014	**153,882,620**	**$ 12,131,450**	**$ 6,834,701**	**$ 57,221**	**$ (13,739,627)**	**$ 5,283,745**
Private placement (note 5 (b)(i)(ii))	13,840,000	692,000	-	-	-	692,000
Transaction costs (note 5 (b)(i))	-	(8,655)	-	-	-	(8,655)
Shares issued for debt (note 5 (b)(iii))	2,666,672	186,667	-	-	-	186,667
Share-based compensation (note 6)	-	-	156,024	-	-	156,024
Net loss and comprehensive loss for the period	-	-	-	44,771	(278,721)	(233,950)
Balance, February 28, 2015	**170,389,292**	**$ 13,001,462**	**$ 6,990,725**	**$ 101,992**	**$ (14,018,348)**	**$ 6,075,831**
Balance, August 31, 2015	**270,046,432**	**$ 16,203,489**	**$ 8,751,000**	**$ (66,846)**	**$ (13,926,882)**	**$ 10,960,761**
Share-based compensation (note 6)	-	-	2,661	-	-	2,661
Net loss and comprehensive loss for the period	-	-	-	2,154	(4,458,258)	(4,456,104)
Balance, February 29, 2016	**270,046,432**	**$ 16,203,489**	**$ 8,753,661**	**$ (64,692)**	**$ (18,385,140)**	**$ 6,507,318**

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

1. Nature of operations

California Gold Mining Inc. (“California Gold” or the “Corporation”), which, prior to April 11, 2013 was named Upper Canada Gold Corporation and prior to January 29, 2010 was named Washmax Corp., was incorporated under the Business Corporations Act (Alberta) on September 17, 1998.

On January 29, 2010, the Corporation acquired the Dingman Property and became a junior exploration company engaged in the acquisition, exploration and development of mineral resource properties. On February 9, 2010, the Corporation’s shares commenced trading on the TSX Venture Exchange under the symbol “UCC” and on April 15, 2013, the Corporation's symbol was changed to "CGM". On March 1, 2013, the Corporation purchased a fee simple interest (subject to a 3% net smelter royalty) in approximately 3,351 acres of land located 15 miles north of the town of Mariposa, California which the Corporation has previously referred to as the Pine Tree Property and that is now referred to as the Fremont Property. The Corporation has not earned any income from operations. The registered office of the Corporation is located at 43 Front Street East, Suite 400, Toronto, Ontario, Canada M5E 1B3.

2. Significant accounting policies

(a) Statement of compliance

The Corporation applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"). These unaudited condensed interim consolidated 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 IASB and interpretations issued by IFRIC.

The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRS issued and outstanding as of April 27, 2016, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended August 31, 2015. Any subsequent changes to IFRS that are given effect in the Corporation's annual consolidated financial statements for the year ended August 31, 2016 could result in restatement of these unaudited condensed interim consolidated financial statements.

(b) Recent accounting pronouncements

IFRS 9 – Financial Instruments (“IFRS 9”) was issued by the IASB in its final form in July 2014 and will replace IAS 39 - Financial Instruments: Recognition and Measurement (“IAS 39”). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. The Corporation has not assessed the impact of IFRS 9 on its unaudited condensed interim consolidated financial statements and the standard will be adopted on its effective date.

3. Exploration and evaluation expenditures on mineral properties

a) Dingman Property:

Costs incurred on the mineral interests for the Dingman Property for the three and six months ended February 29, 2016 and February 28, 2015 are summarized as follows:

	Three months ended		Six months ended	
	February 29, 2016	**February 28, 2015**	**February 29, 2016**	**February 28, 2015**
Exploration costs	**$ 900**	$ 900	**$ 1,800**	$ 1,800

Total cumulative costs incurred on the Dingman Property as of February 29, 2016 are summarized as follows:

Acquisition costs	$ 2,139,055
Exploration costs	1,190,130
Land access fees	85,500
Finders fee	25,000
	$ 3,439,685

b) Fremont Property:

Costs incurred on the fee simple interest for the Fremont Property for the three and six months ended February 29, 2016 and February 28, 2015 are summarized as follows:

	Three months ended		Six months ended	
	February 29, 2016	**February 28, 2015**	**February 29, 2016**	**February 28, 2015**
Improvement costs for building capitalized	**$ -**	$ 3,003	**$ -**	$ 5,333
Exploration and development costs	**$ 1,669,638**	$ 60,281	**$ 4,157,644**	$ 164,286

Total cumulative costs incurred on the Fremont Property as of February 29, 2016 are summarized as follows:

Acquisition and improvement costs	$ 5,885,901
Exploration and development costs	6,208,166
	$ 12,094,067

4. Property, plant and equipment

Cost	Furniture and fixtures	Leasehold improvements	Computer equipment	Computer software	Vehicles	Field & other equipment	Building	Land	Total
Balance, August 31, 2015	$ 7,503	$ 8,927	$ 15,415	$ 19,118	$ 52,187	$ 50,196	$ 230,929	$ 6,131,666	$ 6,515,941
Additions/improvements	-	-	4,736	-	-	52,131	-	-	56,867
Effect of foreign exchange adjustments	98	-	101	189	1,483	1,328	6,564	174,299	184,062
Balance, February 29, 2016	$ 7,601	$ 8,927	$ 20,252	$ 19,307	$ 53,670	$ 103,655	$ 237,493	$ 6,305,965	$ 6,756,870

Accumulated depreciation	Furniture and fixtures	Leasehold improvements	Computer equipment	Computer software	Vehicles	Field & other equipment	Building	Land	Total
Balance, August 31, 2015	$ 2,474	$ 8,927	$ 8,632	$ 8,416	$ 28,537	$ 16,985	$ 25,190	$ -	$ 99,161
Depreciation during the period	507	-	1,382	1,620	3,654	8,846	5,946	-	21,955
Effect of foreign exchange adjustments	27	-	42	96	806	461	706	-	2,138
Balance, February 29, 2016	$ 3,008	$ 8,927	$ 10,056	$ 10,132	$ 32,997	$ 26,292	$ 31,842	$ -	$ 123,254

Carrying value	Furniture and fixtures	Leasehold improvements	Computer equipment	Computer software	Vehicles	Field & other equipment	Building	Land	Total
Balance, August 31, 2015	$ 5,029	$ -	$ 6,783	$ 10,702	$ 23,650	$ 33,211	$ 205,739	$ 6,131,666	$ 6,416,780
Balance, February 29, 2016	$ 4,593	$ -	$ 10,196	$ 9,175	$ 20,673	$ 77,363	$ 205,651	$ 6,305,965	$ 6,633,616

During the six months ended February 28, 2015, the Corporation disposed of computer equipment with a net book value of $1,388 in settlement of amounts payable of $1,563, resulting a gain of $175.

5. Share capital

a) Authorized share capital

Unlimited number of voting common shares
Unlimited number of non-voting first preferred shares
Unlimited number of non-voting second preferred shares

b) Equity activity

	Number of common shares	Stated value
Balance, August 31, 2014	153,882,620	$ 12,131,450
Private placements (i)(ii)	13,840,000	692,000
Transaction costs (i)(ii)	-	(8,655)
Common shares issued for debt (iii)	2,666,672	186,667
Balance, February 28, 2015	170,389,292	$ 13,001,462
Balance, August 31, 2015 and February 29, 2016	270,046,432	$ 16,203,489

(i) On September 10, 2014, the Corporation closed a non-brokered private placement pursuant to which it issued 7,000,000 common shares at a price of $0.05 per share for gross proceeds of $350,000. The Corporation incurred transaction costs of $2,860 in relation to the private placement.

(ii) On December 12, 2014, the Corporation closed a non-brokered private placement pursuant to which it issued 6,840,000 common shares at a price of $0.05 per common share for gross proceeds of $342,000. The Corporation incurred transaction costs of $5,795 in relation to the private placement.

(iii) On February 6, 2015, the Corporation agreed to terminate the consulting services agreement of the holding company of its former President and director, Michael Churchill for $186,667. On February 23, 2015, the Corporation settled this obligation through the issuance of 2,666,672 common shares of the Corporation at a price of $0.07 per common share to the holding company of Michael Churchill.

6. Stock options

On April 4, 2013, the shareholders of the Corporation approved an amendment to its stock option plan (the "Plan") whereby the Corporation is authorized to grant options to purchase up to 25,615,000 outstanding common shares of the Corporation to directors, senior officers, full time employees and/or consultants of the Corporation. The terms of the awards under the Plan are determined by the Board of Directors.

	Number of stock options	Weighted average exercise price ($)
Balance, August 31, 2014	13,142,342	0.19
Granted (iii)(iv)	4,850,000	0.17
Expired	(6,000,000)	0.23
Balance, February 28, 2015	11,992,342	0.16
Balance, August 31, 2015 and February 29, 2016	8,500,000	0.17

6. Stock options (continued)

The following table reflects the actual stock options issued and outstanding as of February 29, 2016:

Expiry date	Exercise price ($)	Options outstanding	Weighted average remaining contractual life (yrs)	Options exercisable	Grant date fair value ($)	Fair value not recognized to date ($)
April 18, 2017	0.20	400,000	1.13	400,000	32,220	-
January 22, 2018	0.15	300,000	1.90	300,000	19,320	-
April 22, 2018	0.20	2,400,000	2.15	2,400,000	367,920	-
May 14, 2018	0.25	250,000	2.21	250,000	30,900	-
June 17, 2018	0.10	350,000	2.30	175,000	5,366	484
December 20, 2018	0.10	1,000,000	2.81	1,000,000	28,362	-
March 4, 2019	0.10	150,000	3.01	150,000	5,006	-
September 2, 2019	0.20	2,400,000	3.51	2,400,000	78,754	-
September 2, 2019	0.10	1,250,000	3.51	1,250,000	45,777	-
		8,500,000	2.78	8,325,000	613,625	484

(i) On December 20, 2013, the Corporation granted a total of 1,000,000 stock options to a consultant of the Corporation with each option exercisable on or before the expiry of five years from the date of grant, at a price of $0.10 per common share. Of these stock options, 500,000 vested as to one-quarter on each of the date of grant, February 28, 2014, May 31, 2014 and August 31, 2014 and of the remaining 500,000 stock options, 125,000 vested on each of April 2, 2014, July 2, 2014, October 2, 2014 and January 2, 2015. The fair value of the stock options has been determined to be $28,362 using the Black-Scholes option pricing model based on the following assumptions: risk free interest rate of 1.96%, dividend yield of 0%, expected stock volatility of 141% and expected life of 5 years. During the three and six months ended February 29, 2016, $nil (three and six months ended February 28, 2015 - $425 and $935, respectively) was recorded as share-based compensation in the unaudited condensed interim consolidated statements of loss and comprehensive (loss) income on account of these options.

(ii) On March 4, 2014, the Corporation granted a total of 150,000 stock options to a consultant of the Corporation with each option exercisable on or before the expiry of five years from the date of grant, at a price of $0.10 per common share. The options vested as to one quarter on each of June 4, September 4, December 4, 2014 and March 4, 2015. The fair value of the stock options has been determined to be $5,006 using the Black-Scholes option pricing model based on the following assumptions: risk free interest rate of 1.77%, dividend yield of 0%, expected stock volatility of 144% and expected life of 5 years. During the three and six months ended February 29, 2016, $nil (three and six months ended February 28, 2015 - $327 and $1,080, respectively) was recorded as share-based compensation in the unaudited condensed interim consolidated statements of loss and comprehensive (loss) income on account of these options.

(iii) On September 2, 2014, the Corporation granted certain members of its Board of Directors options to purchase an aggregate of 3,600,000 common shares of the Corporation with such options being exercisable on or before the expiry of five years from the date of grant. These options vested immediately upon grant and are exercisable at a price of $0.20 per common share. The fair value of the stock options has been determined to be $118,132 using the Black-Scholes option pricing model based on the following assumptions: risk free interest rate of 1.67%, dividend yield of 0%, expected stock volatility of 136% and expected life of 5 years. During the year ended August 31, 2015 one of the directors resigned and as a result the 1,200,000 granted to this director expired on December 1, 2014. During the three and six months ended February 29, 2016, $nil (three and six months ended February 28, 2015 - $nil and $118,132, respectively) was recorded as share-based compensation in the unaudited condensed interim consolidated statements of loss and comprehensive (loss) income on account of these options.

6. Stock options (continued)

(iv) On September 2, 2014, the Corporation granted an investor relations consultant options to purchase an aggregate of 1,250,000 common shares of the Corporation with such options being exercisable on or before the expiry of five years from the date of grant. These options vest as to one-quarter on the three, six, nine and twelve month anniversaries of the grant thereof and are exercisable at a price of $0.10 per common share. The fair value of the stock options has been determined to be $45,777 using the Black-Scholes option pricing model based on the following assumptions: risk free interest rate of 1.67%, dividend yield of 0%, expected stock volatility of 136% and expected life of 5 years. During the three and six months ended February 29, 2016, $nil and $63, respectively (three and six months ended February 28, 2015 - $12,536 and $35,877, respectively) was recorded as share-based compensation in the unaudited condensed interim consolidated statements of loss and comprehensive (loss) income on account of these options.

(v) On June 17, 2015, the Corporation granted a consultant options to purchase an aggregate of 350,000 common shares of the Corporation with such options being exercisable on or before the expiry of three years from the date of grant. These options vest as to one-quarter on the three, six, nine and twelve month anniversaries of the grant thereof and are exercisable at a price of $0.10 per common share. The fair value of the stock options has been determined to be $5,366 using the Black-Scholes option pricing model based on the following assumptions: risk free rate of 0.47%, dividend yield of 0%, expected stock volatility of 151% and expected life of 3 years. During the three and six months ended February 29, 2016, $904 and $2,598, respectively (three and six months ended February 28, 2015 - $nil) was recorded as share-based compensation in the unaudited condensed interim consolidated statements of loss and comprehensive (loss) income on account of these options.

7. Net loss per common share

The calculation of basic and diluted loss per share for the three and six months ended February 29, 2016 was based on the loss attributable to common shareholders of $1,851,048 and $4,458,258, respectively (three and six months ended February 28, 2015 - $18,125 and $278,721, respectively) and the weighted average number of common shares outstanding of 270,046,432 (three and six months ended February 28, 2015 - 166,958,768 and 163,517,169, respectively). Diluted loss per share did not include the effect of stock options and warrants as they are anti-dilutive.

8. Broker warrants

The following table reflects the continuity of broker warrants:

	Number of broker warrants	Grant date fair value ($)
Balance, August 31, 2014, February 28, 2015 August 31, 2015 and February 29, 2016	764,000	75,025

The following table reflects the actual broker warrants issued and outstanding as of February 29, 2016:

Expiry date	Exercise price ($)	Broker warrants outstanding	Grant date fair value ($)
February 15, 2017	0.15	764,000	75,025

9. Warrants

The following table reflects the continuity of warrants:

	Number of warrants	Grant date fair value, net of issuance costs ($)
Balance, August 31, 2014 and February 28, 2015	89,542,066	3,635,611
Balance, August 31, 2015 and February 29, 2016	186,342,066	5,383,750

The following table reflects the actual warrants issued and outstanding as of February 29, 2016:

Expiry date	Exercise price ($)	Warrants outstanding	Grant date fair value, net of issuance costs ($)
December 30, 2016	0.10	12,000,000	282,244
February 8, 2017	0.15	49,687,500	2,429,530
February 15, 2017	0.15	10,312,500	473,125
September 10, 2017	0.10	15,860,000	411,191
October 2, 2017	0.10	1,682,066	39,521
August 10, 2018	0.10	96,800,000	1,748,139
		186,342,066	5,383,750

10. Related party balances and transactions

Related parties include the Board of Directors, officers, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions. In accordance with International Accounting Standards 24 Related Party Disclosure, key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Corporation directly or indirectly, including any directors (executive and non-executive) of the Corporation.

The Corporation entered into no transactions with related parties during the three and six months ended February 29, 2016 and February 28, 2015.

Remuneration of key management personnel of the Corporation was as follows:

	Three months ended		Six months ended	
	February 29, 2016	February 28, 2015	February 29, 2016	February 28, 2015
Short-term benefits	**$ 45,000**	$ 45,750	**$ 90,000**	$ 153,854
Termination benefits	**-**	186,667	**-**	186,667
Share-based compensation	**-**	12,680	**-**	155,089
	$ 45,000	$ 245,097	**$ 90,000**	$ 495,610

As at February 29, 2016, the Corporation owed key management personnel $43,400 (August 31, 2015 - $4,193).

11. Reserves

	As at February 29, 2016	As at August 31, 2015
Warrants	**$ 5,383,750**	$ 5,383,750
Broker warrants	**75,025**	75,025
Contributed surplus	**3,294,886**	3,292,225
	$ 8,753,661	$ 8,751,000

12. Subsequent events

(1) On March 17, 2016, the Corporation closed a non-brokered private placement of 18,000,000 units ("Units") at a price of $0.05 per Unit for total proceeds of $900,000 (the "Offering"). Of these subscriptions, 16,000,000 Units representing gross proceeds of $800,000 were issued to a corporation controlled by a director of the Corporation. Each Unit consisted of one common share and one common share purchase warrant, with each warrant entitling the holder to acquire a further common share of the Corporation at a price of $0.10 for three years following the date of issuance.

(2) On April 22, 2016, the Corporation closed a non-brokered private placement of 7,985,000 units ("Units") at a price of $0.05 per Unit for total proceeds of $399,250 (the "Offering"). Each Unit consisted of one common share and one common share purchase warrant, with each warrant entitling the holder to acquire a further common share of the Corporation at a price of $0.10 for three years following the date of issuance.