Mezzotin Minerals Inc.

Unaudited Condensed Interim Consolidated Financial Statements
For the Three and Nine Months ended September 30, 2017
(Expressed in Canadian Dollars)

NOTICE TO READER

The accompanying unaudited condensed interim consolidated financial statements of Mezzotin Minerals Inc. (the "Company") for the three and nine months ended September 30, 2017 have been prepared by management and approved by the Board of Directors of the Company. These statements have not been audited, reviewed or verified by the Company's external auditors or any other accounting firm.

Mezzotin Minerals Inc.

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

		September 30, 2017 Unaudited		December 31, 2016 Audited
Assets				
Current Assets				
Cash	**$**	**87,685**	$	60,979
Amounts receivable and other assets		**17,375**		12,200
Total Current Assets		**105,060**		73,179
Non-Current Assets				
Property and equipment (note 5)		**189,147**		240,521
Exploration and evaluation assets (note 6)		**518,618**		566,921
Total Assets	**$**	**812,825**	$	880,621
Liabilities				
Current Liabilities				
Trade payables and accruals (note 7)	**$**	**268,432**	$	233,446
Due to government agencies		**39,919**		43,637
Total Current Liabilities		**308,351**		277,083
Loan Payable (note 8)		**434,692**		337,853
Total Liabilities		**743,043**		614,936
Shareholders' Equity				
Share capital (note 9)		**3,397,479**		3,397,479
Other capital reserve		**649,725**		649,725
Foreign currency translation reserve		**123,967**		156,700
Deficit		**(4,101,389)**		(3,938,219)
Total Shareholders' Equity		**69,782**		265,685
Total Liabilities and Shareholders' Equity	**$**	**812,825**	$	880,621

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

Mezzotin Minerals Inc.

Unaudited Condensed Interim Consolidated Statement of Loss and Comprehensive Loss
For the Three and Nine Months Ended September 30
(Expressed in Canadian Dollars)

	Three Months		Nine Months	
	2017	2016	**2017**	2016
Operating Expenses				
Consulting fees	**$ 12,250**	$ 10,500	**$ 35,000**	$ 31,500
Professional fees	**17,688**	12,693	**35,089**	45,907
Salaries and wages	**5,558**	5,789	**17,393**	17,598
Regulatory and shareholder	**6,984**	2,858	**25,251**	23,600
General and administrative	**11,974**	14,952	**23,693**	47,610
Depreciation	**9,973**	12,714	**32,886**	40,713
Total operating expenses	**64,427**	59,506	**169,312**	206,928
Operating loss	**(64,427)**	(59,506)	**(169,312)**	(206,928)
Other Income and expenses				
Rental income	**(2,819)**	(2,936)	**(8,822)**	(8,925)
Finance income	**-**	-	**(53)**	-
Interest expense	**1,143**	345	**2,732**	724
Total other income	**(1,676)**	(2,591)	**(6,143)**	(8,201)
Net loss	**(62,751)**	(56,915)	**(163,169)**	(198,727)
Other Comprehensive Income				
Foreign currency translation gain (loss)	**(12,103)**	5,437	**(32,733)**	(35,640)
Comprehensive loss	**$ (74,854)**	$ (51,478)	**$ (195,902)**	$ (234,367)
Loss per share	**$ (0.001)**	$ (0.001)	**$ (0.003)**	$ (0.004)
Weighted average number of shares outstanding - basic and diluted	**48,979,100**	48,979,100	**48,979,100**	48,979,100

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

Mezzotin Minerals Inc.

Unaudited Condensed Consolidated Statements of Changes in Shareholders' Equity

For the Nine Months ended September 30

(Expressed in Canadian Dollars)

	Share Capital		Reserves				
	Number	Amount	Warrant Reserve	Other Capital Reserve	Foreign Currency Translation Reserve	Deficit	Total
Balance as at January 1, 2017	**48,979,100**	**$ 3,397,479**	**$ -**	**$ 649,725**	**$ 156,700**	**$ (3,938,219)**	**$ 265,685**
Foreign currency translation differences in period					**(32,733)**		**(32,733)**
Net loss in period						**(163,170)**	**(163,170)**
Balance as at September 30, 2017	**48,979,100**	**3,397,479**	**-**	**649,725**	**123,967**	**(4,101,389)**	**69,782**
Balance as at January 1, 2016	48,979,100	$ 3,397,479	$ -	$ 649,725	$ 183,862	$ (3,681,625)	$ 549,441
Foreign currency translation differences in period					(35,640)		(35,640)
Net loss in period						(198,727)	(198,727)
Balance as at September 30, 2016	48,979,100	3,397,479	-	649,725	148,222	(3,880,352)	315,074

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

Mezzotin Minerals Inc.

Unaudited Condensed Interim Consolidated Statements of Cash Flows

For the Three and Nine Months Ended September 30

(Expressed in Canadian Dollars)

	Three Months		Nine Months	
	2017	2016	**2017**	2016
Cash Flows from Operating Activities				
Net loss	**$ (62,751)**	$ (56,915)	**$ (163,169)**	$ (198,727)
Adjustments for non-cash operating items				
Depreciation	**9,973**	12,714	**32,886**	40,713
	(52,778)	(44,201)	**(130,283)**	(158,014)
Changes in non-cash items operating activities				
Amounts receivable and other assets	**(7,246)**	(8,216)	**(5,412)**	(4,053)
Trade and other payables	**25,115**	(4,163)	**37,079**	26,743
Due to government agencies	**-**	-	**-**	(47)
Cash used in operating activities	**(34,909)**	(56,580)	**(98,616)**	(135,371)
Cash Flows from Investing Activities				
Cash used in investing activities	**-**	-	**-**	-
Cash Flows from Financing Activities				
Loan payable	**60,845**	367	**128,503**	141,209
Cash used in financing activities	**60,845**	367	**128,503**	141,209
Net increase (decrease) in cash	**25,936**	(56,213)	**29,887**	5,838
Effect of exchange rate changes on cash denominated in a foreign currency	**(247)**	218	**(3,181)**	(945)
Cash, beginning of period	**61,996**	131,865	**60,979**	70,977
Cash, end of period	**$ 87,685**	$ 75,870	**$ 87,685**	$ 75,870

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

1. Nature of Operations and Going Concern

Mezzotin Minerals Inc. ("Mezzotin" or the "Company") was incorporated as Zoolander Corporation on October 27, 2005 by Certificate of Incorporation issued under the Business Corporations Act (Ontario). The Company acquired all the issued and outstanding shares of Adsani Exploration (Proprietary) Limited ("Adsani"), a private company incorporated on February 24, 2000 under the laws of the Republic of South Africa, which included its wholly-owned subsidiary Mezzotin Investments (Private) Limited ("Mezzotin ZIM"), a private company incorporated on January 10, 2000 under the laws of Zimbabwe in exchange for the issuance of 20,000,000 common shares of the Company. The shareholders of the Company approved the name change to Mezzotin Minerals Inc. on September 10, 2013.

Mezzotin's common shares are listed on NEX board of the TSX Venture Exchange under the symbol "MEZZ.H". The Company had been notified by the TSX Venture Exchange that it does not meet the Exchange's continued listing requirements for a Tier 2 issuer and effective October 27th, 2017 the Company's listing was transferred to the NEX board. NEX is a separate board of the TSXV for companies previously listed on the TSXV or the Toronto Stock Exchange which have failed to maintain compliance with the ongoing financial listing standards of those markets.

The Company's registered office and the principal place of business is located at 150 York Street, Suite 1600, Toronto, Ontario, M5H 3S5.

The Company is a Canadian-based mineral exploration company focused on the exploration for and development of mineral deposits in Africa. The Company is considered to be in the early stages and has not yet determined whether its properties contain mineral reserves that are economically recoverable. The recoverability of exploration and evaluation assets is dependent upon securing and maintaining title and beneficial interest in the property and the underlying mining claims, obtaining the necessary regulatory approvals and permits, the ability of the Company to obtain the necessary financing to complete the development of the mineral interests, and achieving future profitable operations, or alternatively, upon the Company's ability to dispose of its interests on a profitable basis. As the Company's assets are located outside of Canada, they are subject to the risk of foreign laws and regulations, including increases in taxes and royalties, foreign currency exchange rate fluctuations, ownership interests and political uncertainty.

These consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. In assessing whether the going concern assumption is appropriate, management considers all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. The Company continues to incur net losses and has an accumulated deficit of $4,101,389 at September 30, 2017. The Company's ability to continue as a going concern is dependent upon its ability in the future to locate economically recoverable mineral reserves, achieve profitable operations or obtaining the necessary financing to fulfill its obligations as they arise and repay its liabilities when they become due. External financing, predominantly by the issuance of equity or debt, may be sought to finance the operations of the Company. There is no assurance that the Company will be successful at these initiatives. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern. These consolidated financial statements do not reflect any adjustments to the carrying values of assets and liabilities that would be necessary if the Company were unable to achieve profitable operations or obtain adequate financing.

2. Statement of Compliance

These unaudited condensed interim consolidated financial statements (the "Interim Statements") have been prepared in accordance International Financial Reporting Standard 34, *'Interim Financial Reporting'* ("IAS 34") as issued by the International Accounting Standards Review Board ("IASB").

These Interim Statements should be read in conjunction with the audited consolidated financial statements of Mezzotin Minerals Inc. for the years ended December 31, 2016 and 2015.

These Interim Statements we authorized for issuance by the Board of Directors of the Company on November 28, 2017.

3. Significant Accounting Policies

Basis of preparation and presentation

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments which are accounted for at fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.
In the preparation of these consolidated financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates.

Basis of consolidation

These consolidated financial statements include the accounts of the Company and entities over which it has control including its wholly-owned legal subsidiary, Adsani and Adsani's wholly-owned subsidiary Mezzotin ZIM. All material intercompany transactions and related balances are eliminated on consolidation.

Functional and presentation currency

Items included in the financial statements of the Company's subsidiaries are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of the Company's subsidiaries is the United States Dollar. The consolidated financial statements are presented in Canadian Dollars, which is the Company's functional currency.

The assets and liabilities of the subsidiaries that have a functional currency different from that of the Company are translated into Canadian dollars at the closing rate at the date of the statement of financial position, and income and expenses are translated at the average rate for the year, which represents a reasonable approximation of the exchange rates at the date of the transactions. Foreign exchange gains or losses resulting from the translation are recognized in other comprehensive income and included in the foreign currency translation reserve in the shareholders' equity.

Transactions in currencies which are not the Company's functional currency are translated to the functional currency at exchange rates at the date of the transaction. Monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at the date of the statement of financial position, and non-monetary items are translated at historical rates of exchange.

Property and equipment

Property and equipment are recorded at acquisition cost less depreciation and accumulated impairment losses.

Where an item of property and equipment comprises significant components with different useful lives, the components are accounted for as separate items (major components) of plant and equipment.

Depreciation is provided at rates calculated to write-off the cost of these assets commencing when available for use, less the estimated residual value, over their estimated useful lives, for the following classes of assets:

	Method	**Rate**
· Exploration equipment	Declining balance	20%
· Vehicles	Declining balance	20%

3. Significant Accounting Policies (cont'd)

Exploration and evaluation assets

The Company is in the exploration stage with respect to its investment in mineral properties and accordingly follows the practice of capitalizing all initial and subsequent costs relating to the acquisition of, exploration for and development of mineral claims. Such costs include, but are not exclusive to, materials used, surveying costs, geological and geophysical studies, exploratory drilling and sampling, and payments made to contractors during the exploration phase. Costs not directly attributable to exploration and evaluation, including general and administrative overhead costs, are expensed in the period in which they occur. Capitalization of costs commences once the Company has obtained legal rights to explore a specific area. The carrying amount of the Company's exploration and evaluation assets are reviewed for any indicators that the carrying amount may not be recoverable. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the assets belong. The aggregate costs related to abandoned mineral claims are charged to operations at the time of any abandonment or when it has been determined that there are other circumstances indicating evidence of impairment.

When technical feasibility and commercial viability of a property is established and the Company determines that it will proceed with development, all exploration and evaluation costs to that property are reclassified as mining assets within property and equipment or as intangible assets depending on the nature of the asset. If economically recoverable ore deposits are developed, the capitalized costs of the related property will be amortized using the unit-of-production method or the straight-line method, as appropriate, following the commencement of production.

4. New Accounting Standards and Interpretations

The accounting pronouncements detailed in this note have been issued but are not yet effective. The Company has not early adopted these standards and is currently evaluating the impact, if any, that these standards might have on its consolidated financial statements.

IFRS 9, Financial Instruments

IFRS 9 was issued in November 2009 and contained requirements for financial assets. This standard addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39, Financial Instruments – Recognition and Measurement ("IAS 39") for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. Where such equity instruments are measured at fair value through other comprehensive income, dividends are recognized in profit or loss to the extent not clearly representing a return of investment; however, other gains and losses (including impairments) associated with such instruments remain in comprehensive income indefinitely. Requirements for financial liabilities were added in October 2010 and they largely carried forward existing requirements in IAS 39, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss would generally be recorded in other comprehensive income. IFRS 9 will be effective as at January 1, 2018, with early adoption permitted.

IFRS 15, Revenue from Contracts with Customers

IFRS 15 was issued in May 2014 to replace IAS 18, Revenue, IAS 11, Construction Contracts, and related interpretations on revenue. IFRS 15 establishes principles to address the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. IFRS 15 will also result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively and improve guidance for multiple element arrangements. Companies can elect to use either a full or modified retrospective approach when adopting this standard and it is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company does not believe this IFRS will have any bearing on the Company since it is not in the nature of the Company's business.

4. New Accounting Standards and Interpretations (cont'd)

IFRS 16, Leases

IFRS 16 was issued in January 2016, replaces IAS 17, Leases. IFRS 16 results in most leases being reported on the balance sheet for lessees, eliminating the distinction between a finance lease and an operating lease and is effective for annual periods beginning on or after January 1, 2019. The standard is expected to impact the accounting for the Company's operating leases, which are currently reflected in the consolidated statements of loss. Under IFRS 16, all operating leases, except for short term and low value leases, are expected to be accounted for as finance leases. As a result, the leased assets and the associated obligations are recognized in the consolidated statements of financial position. The leased assets will be depreciated over the shorter of the estimated useful life of the asset and the lease term. The lease payments are apportioned between finance charges and a reduction of the lease liability. The current operating lease expense will be replaced with a depreciation charge on the leased assets and a finance charge on the lease liability, which are in aggregate expected to result in a higher total periodic expense in the earlier periods of the lease. The Company has not yet assessed the impact of this standard.

Amendments to IFRS 2, Share-based Payments

The amendments add guidance that introduces accounting requirements for cash-settled share-based payments that follows the same approach as used for equity-settled share-based payments. The amendments are effective for annual periods beginning on or after January 1, 2018, early adoption is permitted.

IFRIC 22, Foreign Currency Transactions and Advance Considerations

The Interpretations Committee of the IASB has issued IFRIC 22 which clarifies the accounting for transactions that include the receipt or payment in a foreign currency in advance consideration. The interpretation covers the foreign currency translations when an entity recognizes a non-monetary asset or non-monetary liability arising the payment or receipt of advance consideration before the entity recognizes the related asset, expense or income. IFRIC 22 is effective for annual reporting periods beginning on or after January 1, 2018, earlier adoption is permitted.

5. Property and Equipment

Cost		Equipment		Vehicles		Total
Balance June 30, 2017	**$**	**209,166**	**$**	**157,551**	**$**	**366,717**
Foreign currency translation		**(11,186)**		**(8,426)**		**(19,612)**
Balance September 30, 2017	**$**	**197,980**	**$**	**149,125**	**$**	**347,105**
Accumulated Depreciation						
Balance June 30, 2017	**$**	**85,443**	**$**	**71,110**	**$**	**156,553**
Depreciaion in period		**5,870**		**4,103**		**9,973**
Foreign currency translation		**(4,686)**		**(3,882)**		**(8,568)**
Balance September 30, 2017	**$**	**86,627**	**$**	**71,331**	**$**	**157,958**
Net Book Value						
As at September 30, 2017	**$**	**111,353**	**$**	**77,794**	**$**	**189,147**
As at December 31, 2016	$	141,591	$	98,930	$	240,521

6. Exploration and Evaluation Assets

Sabi Star Property
The Company owns a 100% interest in the Sabi Star Property held by Adsani, through its wholly-owned subsidiary, Mezzotin ZIM. The property is comprised of 30 rare earth exploration permits covering a total of 2,348 hectares located in Eastern Zimbabwe, approximately 180 kilometers from Harare, Zimbabwe, approximately 250 kilometers from the border of South Africa. The property is located on the Odzi Gold Belt, a known mineralization belt having historically produced gold, copper, tin, tantalum, niobium and diamonds.

		Mineral Rights		Exploration and Evaluation		Total
Balance June 30, 2017	**$**	**5,525**	**$**	**542,396**	**$**	**547,921**
Foreign currency translation		**(296)**		**(29,007)**		**(29,303)**
Balance September 30, 2017		**5,229**		**513,389**		**518,618**
Balance December 31, 2016	$	5,717	$	561,204	$	566,921

7. Trade Payables and Accruals

		September 30, 2017		December 31, 2016
Falling due within the year:				
Trade payables	**$**	**236,835**	$	187,100
Accrued liabilities		**31,597**		46,346
	$	**268,432**	$	233,446

Trade payables generally have payment terms up to 30 days.

8. Tribute Agreement and Loan Payable

On December 30, 2015, Mezzotin ZIM (the "Grantor") entered into a Tribute Agreement (the "Agreement") whereby the rights to extract and sell minerals from the Company's properties would be licensed to a third party (the "Tributor"). In return, the Grantor would receive a royalty of 20% of pre-tax profits from commercial mining operations, as defined in the Agreement, from the Tributor. The Agreement is for a period of five years with an option to extend for an additional five years and is subject to all necessary regulatory approvals.

As part of the Tribute Agreement transaction, the Company entered into a Loan Agreement (the "Loan Agreement") also on December 30, 2015 with a company related to the Tributor. Under the terms of the Loan Agreement, the Company will borrow US$500,000 to be drawn down at scheduled dates extending to March 30, 2017. As at September 30, 2017, the lender had advanced a total of US$350,000 of the US$500,000 under the Loan Agreement. While loan advances continue to be made, the Company may have a liquidity risk should the lender fail to advance the full amount under the Agreement and alternative sources of funds not found.

The Loan is unsecured, accrues interest at the LIBOR rate for overnight deposits and matures 60 months from the date of advance of the loan proceeds. Once exploration and excavation of mineral at Sabi Star property commences, the royalty payments under the Tribute agreement shall be offset against the loan repayment, firstly to any accrued interest on the loan, and thereafter to the unpaid principal balance until fully repaid.

Interest and principal are repayable from royalty amounts pursuant to the Tribute Agreement.

9. Share Capital

Authorized share capital
Unlimited number of common shares

Issued and outstanding share capital
Issued share capital for the periods were as follows:

	Number of Shares		**Amount**
Balance as at June 30, 2017	**48,979,100**	**$**	**3,397,479**
No activity in period	**-**		**-**
Balance as at September 30, 2017	**48,979,100**	**$**	**3,397,479**

9. Share Capital (cont'd)

Warrant and Option Reserve

In the three and nine months ended September 30, 2017 the Company did not issue any warrants or stock options and as of September 30, 2017 the Company had no warrants or stock options outstanding.

10. Capital Management

The Company's objectives when managing its liquidity and capital are as follows:

a) to safeguard the Company's ability to continue as a going concern such that it can continue in its exploration activities to provide returns to shareholders and benefits to other stakeholders.
b) to secure sufficient cash and cash equivalents to fund the Company's business plans, including the exploration activities required for the development of its mineral property interests.

The Company considers the loan payable and the items included in shareholders' equity in the definition of capital.

The Company's primary uses of capital are to finance the exploration and property development activities required on its mineral properties, market and investor development, capital expenditures and operating losses.

Management reviews its capital management approach on an ongoing basis. There were no material changes to this approach during the period ended September 30, 2017. As at September 30, 2017 the Company was not subject to any externally imposed capital requirements.

11. Related Party Transactions

Related parties include the Board of Directors and officers of the Company and its subsidiaries including close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. Following is a summary of the related party transactions for the three and nine months ended September 30, 2017 and the corresponding amount in the prior year's periods:

a) During the three and nine months ended September 30, 2017 the Company recorded Rental Income of $2,819 and $8,822, respectively (2016 – $2,936 and $8,925, respectively) related to the rental of a vehicle to a company where the director of the Company's subsidiary was an officer.

b) During the three and nine months ended September 30, 2017 the Company incurred costs of $2,819 and $8,822, respectively (2016 – $2,936 and $8,925, respectively) for office rent paid to a company where a Mezzotin ZIM Director was a senior officer. The rental costs are included in General and Administrative expenses.

c) During the three and nine months ended September 30, 2017 the Company incurred costs of $10,500 and $31,500, respectively (2016 - $10,500 and $31,500, respectively) for executive and management services to a company controlled by an officer of the Company. The amounts are included in Consulting Fees.