

Condensed Interim Financial Statements of

MANITOU GOLD INC.

Three and nine months ended September 30, 2011
(Unaudited – prepared by management)

NOTICE TO READER

The condensed interim balance sheets of Manitou Gold Inc. as at September 30, 2011 and December 31, 2010, as well as the condensed interim statements of income and comprehensive income, changes in equity, and cash flows for the three and nine month period ended September 30, 2011 have been compiled by management.

No audit or review to verify the accuracy or completeness of the information contained in these financial statements has been performed by the Company's auditors. Readers are cautioned that these statements may not be appropriate for their purposes.

November 24, 2011

Manitou Gold Inc.

Condensed Interim Balance Sheets

As at September 30, 2011, with comparative figures as at December 31, 2010
(Unaudited - prepared by management)

	September 30 2011	December 31 2010 (note 12)
Assets		
Current		
Cash	\$ 8,424,906	2,749,324
Prepaid expenses and other sundry assets	368,576	99,578
	<u>8,793,482</u>	<u>2,848,902</u>
Capital assets	59,902	1,609
Mineral properties and deferred exploration costs (note 7)	8,406,250	3,842,236
	<u>\$ 17,259,634</u>	<u>6,692,747</u>
Liabilities and Shareholders' Equity		
Current liabilities		
Accounts payable and accrued liabilities	\$ 1,231,869	114,408
Flow through premium liability	-	1,081,000
	<u>1,231,869</u>	<u>1,195,408</u>
Deferred income tax	248,852	-
Shareholders' equity:		
Share capital (note 9)	13,720,950	5,555,890
Contributed surplus	1,210,000	661,500
Warrants (note 9)	2,497,050	326,100
Deficit	(1,649,087)	(1,046,151)
	<u>15,778,913</u>	<u>5,497,339</u>
	<u>\$ 17,259,634</u>	<u>6,692,747</u>

See accompanying notes to condensed interim financial statements.

Approved on behalf of the Board:

Ron Arnold Director
Ron Arnold

Richard Murphy Director
Richard Murphy

Manitou Gold Inc.

Condensed statements of Income and Comprehensive Income

Three and nine months ended September 30, 2011,
with comparative figures for the three and nine month periods ended September 30, 2010
(Unaudited - prepared by management)

	Three months ended September 30 2011	Nine months ended September 30 2011	Three months ended September 30 2010 (note 12)	Nine months ended September 30 2010 (note 12)
General and administrative expenses				
Stock-based compensation	\$ -	621,000	-	510,000
Office and administrative	136,874	478,641	100,376	251,286
Professional fees	-	28,036	2,886	22,362
Project generation and evaluation	-	4,322	748	3,504
Write down of mineral properties	5,826	394,800	-	-
Depreciation	2,466	5,908	226	650
	145,166	1,532,707	104,236	787,802
Other				
Flow through premium income	-	(1,081,000)	-	(154,917)
Interest revenue	(25,856)	(97,623)	(13,119)	(19,519)
	(25,856)	(1,178,623)	(13,119)	(174,436)
Net loss before income tax	(119,310)	(354,084)	(91,117)	(613,366)
Income taxes				
Deferred income tax expense (recovery)	(115,891)	248,852	-	-
Net loss and comprehensive loss for the period	(3,419)	(602,936)	(91,117)	(613,366)
Net loss and comprehensive loss per share - basic	\$ -	(0.02)	-	(0.03)
Weighted average shares outstanding - basic	47,579,041	37,691,575	27,198,876	21,311,833

See accompanying notes to condensed interim financial statements.

Manitou Gold Inc.

Consolidated Statement of Cash Flows

Three and nine months ended September 30, 2011,
with comparative figures for the three and nine month periods ended September 30, 2010
(Unaudited - prepared by management)

	Three months ended September 30 2011	Nine months ended September 30 2011	Three months ended September 30 2010 (note 12)	Nine months ended September 30 2010 (note 12)
Cash flows from (used in) operating activities:				
Loss for the period	\$ (3,419)	(602,936)	(91,117)	(613,366)
Adjustments for:				
Stock-based compensation	-	621,000	-	510,000
Flow through premium income	-	(1,081,000)	-	(154,917)
Write down of mineral properties	5,826	394,800	-	-
Future income tax expense (recovery)	(115,891)	248,852	-	-
Depreciation	2,466	5,908	226	650
	(111,018)	(413,376)	(90,891)	(257,633)
Changes in non-cash working capital:				
Deferred share issue costs				
Prepaid expenses and other sundry assets	(139,267)	(268,998)	(34,954)	(109,374)
Accounts payable and accrued liabilities	221,431	1,117,461	(169,185)	(111,095)
	(28,854)	435,087	(295,030)	(478,102)
Cash flows from (used in) financing activities:				
Issuance of share and warrant capital	302,500	9,755,436	(750)	5,079,856
	302,500	9,755,436	(750)	5,079,856
Cash flows used in investing activities:				
Capital assets	(14,167)	(64,201)	(44)	(714)
Deferred exploration expenditures incurred	(2,550,196)	(4,450,740)	(643,208)	(1,431,843)
	(2,564,363)	(4,514,941)	(643,252)	(1,432,557)
Net increase (decrease) in cash and cash equivalents	(2,290,717)	5,675,582	(939,032)	3,169,197
Cash and cash equivalents, beginning of period	10,715,623	2,749,324	4,343,031	234,802
Cash and cash equivalents, end of period	\$ 8,424,906	8,424,906	3,403,999	3,403,999

See accompanying notes to condensed interim financial statements.

Manitou Gold Inc.

Condensed Interim Statement of Changes in Equity

Nine months ended September 30, 2011,

with comparative figures for the nine month period ended September 30, 2010

(Unaudited - prepared by management)

	Share Capital	Warrants	Contributed Surplus	Deficit	Total
Balance, January 1, 2011 (note 12)	\$ 5,555,890	326,100	661,500	(1,046,151)	5,497,339
Net income for the period	-	-	-	(602,936)	(602,936)
Shares and warrants issued on private placement	10,010,000	-	-	-	10,010,000
Compensation shares and warrants issued	110,000	-	-	-	110,000
Allocated to warrants	(1,560,000)	1,560,000	-	-	-
Compensation warrants issued	-	620,000	-	-	620,000
Shares issued on property acquisition	609,574	-	-	-	609,574
Options granted	-	-	621,000	-	621,000
Options exercised	205,500	-	(72,500)	-	133,000
Warrants exercised	371,050	(9,050)	-	-	362,000
Share issue costs	(1,581,064)	-	-	-	(1,581,064)
Balance, September 30, 2011	\$ 13,720,950	2,497,050	1,210,000	(1,649,087)	15,778,913

	Share Capital	Warrants	Contributed Surplus	Deficit	Total
Balance, January 1, 2010 (note 12)	\$ 813,406	-	137,000	(256,681)	693,725
Net income for the period	-	-	-	(613,366)	(613,366)
Shares and warrants issued on initial public offering	2,000,000	-	-	-	2,000,000
Shares and warrants issued on private placement	2,356,500	304,200	-	-	2,660,700
Compensation shares and warrants issued	60,000	-	-	-	60,000
Allocated to warrants	(304,200)	-	-	-	(304,200)
Compensation warrants issued	-	22,000	-	-	22,000
Warrants exercised	4,100	(100)	-	-	4,000
Options granted	-	-	510,000	-	510,000
Shares issued on property acquisition	1,158,732	-	-	-	1,158,732
Share issue costs	(529,882)	-	-	-	(529,882)
Balance, September 30, 2010 (note 12)	\$ 5,558,656	326,100	647,000	(870,047)	5,661,709

See accompanying notes to condensed interim financial statements.

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

1. Nature of operations and basis of presentation:

a) Nature of operations:

Manitou Gold Inc. (the "Company") was incorporated under the Business Corporations Act (Ontario) and is engaged in the business of locating and exploring mineral properties. Substantially all of the efforts of the Company are devoted to these business activities. To date, the Company has not earned significant revenues and is considered to be in the exploration stage. The Company's registered office is located at 101-957 Cambrian Heights Drive, Sudbury, Ontario.

b) Basis of presentation:

These condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") for interim financial periods, as further described in note 3 and note 12. They do not include all of the information and footnotes required by IFRS for annual financial statements. In the opinion of management, all adjustments considered necessary for fair presentation in accordance with IFRS of the Company's three and nine month interim period ended September 30, 2011 have been included in these financial statements. Operating results for the three and nine month periods ended September 30, 2011 are not necessarily indicative of the results that may be expected for the full year ended December 31, 2011.

These condensed interim financial statements have been prepared on a historical cost basis, except for derivative financial instruments which have been measured at fair value. The condensed interim financial statements are presented in Canadian dollars, which is the Company's functional currency.

These condensed interim financial statements were approved by the Company's Audit Committee on November 24, 2011.

2. Statement of compliance:

Entities that adopt IFRS are required to make an explicit and unreserved statement in their first annual IFRS financial statements of compliance with IFRS. The Company will make this statement when it issues its financial statements for the year ended December 31, 2011.

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

2. Statement of compliance (continued):

These condensed interim financial statements were prepared in accordance with IAS 34, Interim Financial Reporting ("IAS 34") and IFRS 1, First-time Adoption of IFRS ("IFRS 1") and have been prepared in accordance with the accounting policies the Company expects to adopt in its December 31, 2011 financial statements. Those accounting policies are based on the IFRS standards and the International Financial Reporting Interpretations Committee ("IFRIC") interpretations that the Company expects to be applicable at that time. The policies set out in note 3 were consistently applied to all the periods presented unless otherwise stated below.

The Company's financial statements were previously prepared in accordance with Canadian generally accepted accounting principles ("Previous Canadian GAAP"). Previous Canadian GAAP differs in some areas from IFRS. In preparing these unaudited condensed financial statements, management has amended certain accounting, valuation and consideration methods previously applied in the Previous Canadian GAAP financial statements to comply with IFRS. Comparative figures for 2010 were restated to reflect these adjustments. Certain information and footnote disclosures which are considered material to the understanding of the Company's unaudited condensed interim financial statements and which are normally included in annual financial statements prepared in accordance with IFRS have been included in this interim report. Reconciliations and descriptions of the effect of the transition from Previous Canadian GAAP to IFRS on equity, earnings and comprehensive income for the comparative period are described in Note 12.

The preparation of financial statements in accordance with IAS 34 requires the use of certain accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 5.

3. Significant accounting policies:

a) Cash and cash equivalents:

Cash and cash equivalents include bank deposits and highly liquid money market investments such as banker's acceptance notes, treasury bills and guaranteed investment certificates.

b) Property, plant and equipment:

Computer equipment is recorded at cost and amortized on the declining balance basis at 30% per annum. Computer software is recorded at cost and amortized on a straight line basis at 100% per annum.

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

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3. Significant accounting policies (continued):

c) Impairment:

The carrying value of all categories of property, plant and equipment, as well as mineral properties and deferred exploration costs are reviewed at each reporting date for impairment whenever events or circumstances indicate the recoverable amount may be less than the carrying amount.

An impairment loss is recognized when the carrying value of an asset held for use exceeds its estimated recoverable amount. Impairment losses are recognized in other expenses. Assumptions, such as gold price, discount rate, and expenditures, underlying the fair value estimates are subject to risks and uncertainties. Impairment charges are recorded in the reporting period in which determination of impairment is made by management.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depletion or amortization, if no impairment loss had been recognized.

d) Mineral properties and deferred exploration costs :

All direct costs related to the acquisition and exploration of specific properties are capitalized as incurred. If a property is brought into production, these costs will be amortized against the income generated from the property. If a property is abandoned, sold or impaired, an appropriate charge will be made. Discretionary option payments arising on the acquisition of mining properties are only recognized when paid. Amounts received from other parties to earn an interest in the Company's mining properties are applied as a reduction of the mining property and deferred exploration costs, except for administrative reimbursements which are credited to operations. Any payment received that is in excess of the carrying value of the respective mineral property as recognized as income.

The amounts shown for mining claims and related deferred costs represent costs incurred to date, less amounts expensed and reimbursements, and do not necessarily reflect present or future values of the particular properties.

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Notes to Condensed Interim Financial Statements

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3. Significant accounting policies (continued):

d) Mineral properties and deferred exploration costs (continued):

The recoverability of the amounts shown for mineral exploration projects is dependent on the existence of economically recoverable reserves, the ability to obtain financing to complete the development of such reserves and meet obligations under various agreements, and the success of future operations or dispositions. If a project does not prove viable, all unrecoverable costs associated with the project net of any related impairment provisions are written off.

e) Income taxes:

Income tax expense comprises current and deferred income taxes. Income tax expense is recognized in the statement of income and comprehensive income except to the extent that it relates to items recognized directly in equity.

Current income taxes

Current taxes are the expected taxes payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to taxes payable in respect of previous years.

Deferred income taxes

The Company accounts for income taxes under the asset and liability method. Under this method of tax allocation, deferred income tax assets and liabilities are determined based on differences between the financial statement carrying values and their respective income tax bases (temporary differences).

Deferred income taxes are measured using the tax rates that are expected to be in effect when the temporary differences are likely to reverse, based on the laws that have been enacted or substantively enacted by the reporting date. The effect on deferred income tax assets and liabilities of a change in tax rates is included in earnings in the period in which the change is substantively enacted. The amount of deferred income tax assets recognized is limited to the amount that is probable to be realized.

Flow Through Shares

To the extent that the Company issues common shares to subscribers on a flow through basis at a premium to the market value of non-flow through common shares, any such premium is recorded as a liability on the Company's balance sheet at the time of subscription. This liability is reduced, on a pro-rata basis, as the Company fulfills its expenditure renunciation obligation associated with such flow through share issuances, with an offsetting amount recognized as income.

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Notes to Condensed Interim Financial Statements

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3. Significant accounting policies (continued):

e) Income taxes (continued):

Flow Through Shares (continued)

A deferred income tax liability equal to the tax value of flow through expenditures renounced is recognized once the Company has fulfilled its obligations associated with the renunciation of related flow through expenditures. In respect of a retrospective renunciation, such obligation is considered to have been fulfilled once related renunciation filings have been made with the appropriate taxation authorities. In respect of prospective renunciation (i.e., a look-back renunciation), the obligation is considered to be fulfilled once related flow through expenditures have been incurred.

f) Stock-based compensation:

The Company accounts for all equity-settled stock-based payments using a fair value based method incorporating the Black-Scholes model.

Under the fair value based method, compensation cost attributable to options granted is measured at fair value at the grant date and is either recorded at the date of grant, in the case of options that vest immediately, or amortized on a straight line basis over the vesting period or in the case of options that vest over a period of time. In the latter case, the amount recognized as an expense from time to time is adjusted to reflect any changes in the Company's estimate of the shares that will eventually vest and the effect of any non-market vesting conditions.

Share-based payment arrangements in which the Company receives goods or services as consideration are measured at the fair value of the goods or services received, unless that fair value cannot be estimated reliably.

g) Earnings per share:

Basic earnings per share is computed by dividing the net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the period. The dilutive effect of outstanding options and warrants and their equivalents are reflected in diluted earnings per share by the application of the treasury method. The computation of diluted earnings per share assumes conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on earnings per share.

h) Share issuance costs

Costs incurred in connection with the issuance of capital stock are netted against the proceeds received. Costs related to the issuance of capital stock and incurred prior to issuance are recorded as deferred share issuance costs and subsequently netted against proceeds when they are received.

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

3. Significant accounting policies (continued):

i) Financial instruments - recognition and measurement:

The Company classifies all financial instruments as either held to maturity, fair value through profit or loss ('FVTPL'), loans and receivables, available for sale or other financial liabilities.

Held-to-maturity financial assets are initially recognized at their fair values and subsequently measured at amortized cost using the effective interest method. Impairment losses are charged to net income in the period in which they arise.

FVTPL financial instruments are carried at fair value with changes in fair value charged or credited to net income in the period in which they arise.

Loans and receivables are initially recognized at their fair values, with any resulting premium or discount from the face value being amortized to earnings using the effective interest method. Impairment losses are charged to net income in the period in which they arise.

Available-for-sale financial instruments are carried at fair value with changes in the fair value charged or credited to other comprehensive income. Impairment losses are charged to net earnings in the period in which they arise.

Other financial liabilities are initially measured at cost or amortized cost, net of transaction costs and any embedded derivatives that are not closely related to the financial liability, depending upon the nature of the instrument with any resulting premium or discount from the face value being amortized to net income using the effective interest method.

The methodology and assessment of inputs for determining the fair value of financial assets and liabilities, as well as the levels of hierarchy of the Company's financial assets and liabilities measured at fair value, remain unchanged from December 31, 2010.

The Company has classified its financial instruments as follows:

Financial instrument	Classification
Cash and cash equivalents	Held for trading
Accounts receivable	Loans and receivables
Accounts payable and accrued liabilities	Other liabilities

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

3. Significant accounting policies (continued):

j) Comprehensive Income:

Comprehensive income measures net earnings for the period plus other comprehensive income. Other comprehensive income consists of changes to unrealized gains and losses on available-for-sale financial assets, changes to unrealized gains and losses on the effective portion of cash flow hedges and changes to foreign currency translation adjustments of foreign operations during the period. Amounts reported as other comprehensive income are accumulated in a separate component of shareholders' equity as Accumulated Other Comprehensive Income. To date, there has not been any other comprehensive income and, accordingly, net loss equals comprehensive loss.

4. Future accounting pronouncements:

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

- a) IFRS 9 (Financial Instruments) replaces the current standard, IAS 39 *Financial Instruments: Recognition and Measurement*. The new standard replaces the current classification and measurement criteria for financial assets and liabilities with only two classification categories: amortized cost and fair value. This standard is effective for annual periods beginning on or after July 1, 2011.
- b) IFRS 10 (Consolidated Financial Statements) establishes principles for the presentation and preparation of consolidated financial statements when an entity controls one or more other entities. This standard (i) requires a parent entity (an entity that controls one or more other entities) to present consolidated financial statements; (ii) defines the principle of control, and establishes control as the basis for consolidation; (iii) sets out how to apply the principle of control to identify whether an investor controls an investee and therefore must consolidate the investee; and (iv) sets out the accounting requirements for the preparation of consolidated financial statements. IFRS 10 supersedes IAS 27 *Consolidated and Separate Financial Statements* and SIC-12 *Consolidation—Special Purpose Entities* and is effective for annual periods beginning on or after January 1, 2013, with early application permitted.
- c) IFRS 11 (Joint Arrangements) IFRS 11 establishes the core principle that a party to a joint arrangement determines the type of joint arrangement in which it is involved by assessing its rights and obligations and accounts for those rights and obligations in accordance with that type of joint arrangement. This standard is effective for annual periods beginning on or after January 1, 2013, with early application permitted.

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

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(Unaudited - prepared by management)

4. Future accounting pronouncements (continued):

- d) IFRS 12 (Disclosure of Involvement with Other Entities) requires the disclosure of information that enables users of financial statements to evaluate the nature of, and risks associated with, its interests in other entities and the effects of those interests on its financial position, financial performance and cash flows. This standard is effective for annual periods beginning on or after January 1, 2013, with early application permitted.
- e) IFRS 13 (Fair Value Measurement) defines fair value, sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. IFRS 13 applies when another IFRS requires or permits fair value measurements or disclosures about fair value measurements (and measurements, such as fair value less costs to sell, based on fair value or disclosures about those measurements), except for: share-based payment transactions within the scope of IFRS 2 (Share-based Payments); leasing transactions within the scope of IAS (17 Leases); measurements that have some similarities to fair value but that are not fair value, such as net realizable value in IAS 2 (Inventories); or value in use in IAS 36 (Impairment of Assets). This standard is effective for annual periods beginning on or after January 1, 2013, with early application permitted.
- f) IAS 27 (Separate Financial Statements) has the objective of setting standards to be applied in accounting for investments in subsidiaries, joint ventures, and associates when an entity elects, or is required by local regulations, to present separate (non-consolidated) financial statements. This standard is effective for annual periods beginning on or after January 1, 2013, with early application permitted. This standard will not have an impact on the Company's financial statements.
- g) IAS 28 (Investments in Associates and Joint Ventures) prescribes the accounting for investments in associates and sets out the requirements for the application of the equity method when accounting for investments in associates and joint ventures. IAS 28 applies to all entities that are investors with joint control of, or significant influence over, an investee (associate or joint venture). This standard is effective for annual periods beginning on or after January 1, 2013, with early application permitted.

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Notes to Condensed Interim Financial Statements

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5. Accounting Estimates

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

Information about significant areas of estimation uncertainty and judgements made by management in preparing the condensed financial statements are described as follows.

a) Impairment of Mineral Properties and Deferred Exploration Costs

As more fully described in Note 3(c), the Company assesses the carrying value of Mineral properties and deferred exploration costs each reporting period to determine whether any indication of impairment exists. The calculation of recoverable amount requires the use of estimates and assumptions such as long-term commodity prices, discount rates, recoverable metals, and operating performance.

b) Valuation of Stock Based Compensation

As more fully described in Note 3(f), calculation of the fair value of stock issued requires the use of estimates of inputs in the applicable stock option valuation models.

c) Contingencies

Due to the complexity and nature of the Company's operations, various legal and tax matters are outstanding from time to time. By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events. In the opinion of management, these matters did not have a material effect on the Company's financial position or results of operations as at September 30, 2011.

d) Income Taxes

The interpretation of existing tax laws or regulations in Canada requires the use of judgement. Differing interpretation of these laws or regulations could result in an increase in the Company's taxes, or other governmental charges, duties or impositions. In addition, the recoverability of deferred income tax assets, including expected periods of reversal of temporary differences and expectations of future taxable income, are assessed by management at the end of each reporting period.

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Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

6. Financial Risk Factors

The Company is exposed to a credit risk, market risk (consisting of interest rate risk, currency risk, and other price risk), and liquidity risk.

a) Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Cash and cash equivalents are composed of financial instruments issued by large Canadian financial institutions with high investment-grade ratings maturing over various dates. The Company's recurring receivables consist primarily of Harmonized Sales Tax refunds due from the Federal Government of Canada.

b) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market prices and is comprised of three types of risk: interest rate risk; currency risk; and other price risk.

- (i) Interest rate risk arises because of changes in market interest rates. The Company's cash and cash equivalents are subject to minimal risk of changes in value and are readily convertible into cash.
- (ii) Currency risk arises because of changes in foreign exchange rates. Nearly all of the Company's current activities are priced in Canadian dollars. As such, the Company is currently exposed to minimal currency risk. In the event that the Company progresses from the exploration stage to the development stage, it will be exposed to an increased level of currency risk. However, such anticipated increased currency risk cannot be quantified at this time.
- (iii) Other price risk arises because of changes in market prices other than those due to interest rates and currency changes. The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is the potential adverse impact on the Company's ability to raise new capital due to movement in the Company's equity price or general movement in the level of the stock market. Commodity price risk is the potential adverse impact on economic value of the Company's projects due to commodity price movements and volatilities. The Company monitors commodity prices of gold and copper, the price of the Company's stock, and the stock market in general, in order to assist in the determination of appropriate capital market funding transactions.

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6. Financial Risk Factors (continued):

c) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with financial liabilities as they come due. The Company's investment policy is to invest its excess cash in high-grade investment securities with varying terms to maturity, selected with regard to the expected timing of expenditures for continuing operations. Accounts payable and accrued liabilities are all current. The Company monitors its liquidity position and budgets future expenditures, in order to ensure that it will have sufficient capital to satisfy liabilities as they come due.

7. Mineral properties and deferred exploration costs:

a) A detailed continuity of expenditures capitalized to specific mineral properties during the year to date is as follows:

	West Limb/ Merrill	Harper Lake	Mosher Bay	Kenwest	Canamerica	Higbee	Sherridon	Gaffney Extension	Total
Balance, January 1, 2011	\$ -	-	-	2,256,759	627,714	82,075	872,240	3,448	3,842,236
Acquisition and carrying costs:									
Option payments made	15,010	25,000	10,000	-	20,000	-	25,000	127,750	222,760
Filing and legal fees	12,821	4,123	500	8,181	-	-	-	3,570	29,195
Share issuances	50,000	24,500	11,000	258,824	128,000	-	27,000	-	499,324
Staking	-	-	-	-	-	-	-	13,474	13,474
Property taxes	-	-	-	2,574	-	-	-	-	2,574
	\$ 77,831	53,623	21,500	269,579	148,000	-	52,000	144,794	767,327
Exploration expenditures:									
Analysis and lab work	898	1,533	2,422	70,706	9,506	4,247	539	27,820	117,671
Consultants	1,600	2,560	3,320	33,983	7,234	863	1,119	50,164	100,843
Drilling	1,477	-	1,508	1,162,508	61,997	283,689	-	1,157,866	2,669,045
Field office	-	-	-	1,500	-	857	429	-	2,786
Field supplies/consumables	-	-	-	147,426	17,350	16,368	577	289,638	471,359
Geophysics	-	-	-	26,315	5,498	-	68,972	11,064	111,849
Insurance	-	-	-	2,617	630	1,319	405	2,424	7,395
Line cutting	-	-	-	2,210	11,966	-	50,838	26,872	91,886
Management fees	-	1,500	-	96,375	12,750	9,750	-	49,875	170,250
Travel and accommodation	-	330	74	154,864	11,273	6,119	-	26,242	198,902
Wages and benefits	3,061	509	2,768	161,433	11,220	29,767	2,648	38,095	249,501
	\$ 7,036	6,432	10,092	1,859,937	149,424	352,979	125,527	1,680,060	4,191,487
Total additions	\$ 84,867	60,055	31,592	2,129,516	297,424	352,979	177,527	1,824,854	4,958,814
Write down	-	-	-	-	-	(394,800)	-	-	(394,800)
Balance, Sept 30, 2011	\$ 84,867	60,055	31,592	4,386,275	925,138	40,254	1,049,767	1,828,302	8,406,250

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
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7. Mineral properties and deferred exploration costs (Continued):

b) A detailed continuity of expenditures capitalized to specific mineral properties during the comparative year to date is as follows:

	Kenwest	Canamerica	Higbee	Sherridon	Total
Balance, January 1, 2010	\$ 369,637	206,112	59,646	71,761	707,156
Acquisition and carrying costs:					
Option payments made	-	20,000	-	15,000	35,000
Filing fees	-	-	254	-	254
Share issuances	1,037,732	98,000	-	23,000	1,158,732
Staking	-	16,447	-	24,955	41,402
Property taxes	2,578	-	-	-	2,578
	\$ 1,040,310	134,447	254	62,955	1,237,966
Exploration expenditures:					
Analysis and lab work	42,627	10,051	-	24,405	77,083
Consultants	19,933	3,294	1,969	1,817	27,013
Drilling	439,559	117,611	-	121,384	678,554
Field office	1,021	378	163	107	1,669
Field supplies/consumables	51,218	5,819	-	8,592	65,629
Geophysics	46,429	44,898	-	20,113	111,440
Insurance	1,479	564	106	1,957	4,106
Line cutting	-	22,938	15,000	-	37,938
Management fees	58,800	6,000	4,500	24,000	93,300
Stripping and trenching	30,590	-	-	-	30,590
Travel and accommodation	41,963	4,491	-	10,534	56,988
Wages and benefits	84,832	32,094	353	51,020	168,299
	\$ 818,451	248,138	22,091	263,929	1,352,609
	\$ 1,858,761	382,585	22,345	326,884	2,590,575
Balance, September 30, 2010	\$ 2,228,398	588,697	81,991	398,645	3,297,731

8. Share capital:

The change in share capital since January 1, 2011 is as follows:

	Number of Shares	Amount
Balance at January 1, 2011	27,248,333	\$ 5,555,890
Shares and warrants issued on private placements	18,200,000	10,010,000
Compensation shares and warrants	200,000	110,000
Allocated to warrants	-	(1,560,000)
Shares issued on property acquisition	1,049,078	609,574
Exercise of options	400,000	205,500
Exercise of warrants	905,000	371,050
Share issue Costs	-	(1,581,064)
Balance, September 30, 2011	48,002,411	\$ 13,720,950

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9. Warrants:

The change in warrants since January 1, 2011 is as follows:

	Number	Weighted average exercise price
Balance, January 1, 2011	7,512,000	\$ 0.49
Warrants issued	6,000,000	0.70
Compensation warrants issued	1,365,000	0.69
Warrants exercised	(905,000)	0.40
Balance, September 30, 2011	13,972,000	\$ 0.60

10. Stock options:

The change in stock options outstanding since January 1, 2011 is as follows:

	Number	Weighted average exercise price
Balance, January 1, 2011	2,610,000	\$ 0.40
Options granted	1,540,000	0.56
Options exercised	(400,000)	0.33
Balance, September 30, 2011	3,750,000	\$ 0.47

11. Related Party Transactions:

During the nine month period, the Company paid exploration management fees totaling \$170,250 to a company controlled by the President of the Company and paid \$2,295 of equipment rental charges to the President of the Company. During the period, the Company also paid \$7,306 on a cost recovery basis, to a company with officers and directors in common, representing the reimbursement of the Company's proportionate share of general and administrative expenditures paid by the related company on behalf of both parties.

During the period, the Company purchased \$31,280 of exploration equipment from the President of the Company. The transaction was reviewed and approved by the Company's board of directors as being in the interests of the Company. The Company has not paid any equipment rental charges to the President of the Company subsequent to the purchase of the aforementioned equipment.

Salaries paid to key management (defined as the CEO and the CFO of the Company) in respect of the nine month period ended September 30, 2011 totaled \$139,792.

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Notes to Condensed Interim Financial Statements

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(Unaudited - prepared by management)

12. Transition to IFRS:

For all periods up to and including the year ended December 31, 2010, the Company prepared its financial statements in accordance with Canadian generally accepted accounting principles in effect up to December 31, 2010 ("Previous Canadian GAAP"). The Company transitioned from Previous Canadian GAAP to IFRS effective January 1, 2010. Accordingly, the Company has prepared financial statements that comply with IFRS applicable for periods beginning on or after January 1, 2010 as described in note 2. This note 12 explains the principal adjustments made by the Company in restating its previous balance sheet as at September 30, 2010, which was prepared in accordance with Previous Canadian GAAP in addition to its previously published Previous Canadian GAAP statements of net income and comprehensive income for the three and nine month periods ended September 30, 2010.

The Company's financial statements for the year ended December 31, 2011 will be the first annual financial statements that the Company will prepare in accordance with IFRS. The Company will ultimately prepare its opening IFRS balance sheet by applying existing IFRS with an effective date of December 31, 2011 or prior. Accordingly, the opening IFRS balance sheet and the December 31, 2010 comparative balance sheet presented in the financial statements for the year ended December 31, 2011 may differ from those presented as part of the Company's September 30, 2011 condensed interim financial statements.

The balance of this note details the following (as they pertain to the adoption of IFRS): the reconciliation of Equity at September 30, 2010, b) the reconciliation of Net Income and Comprehensive Income for the three and nine months ended September 30, 2010, c) Notes to the reconciliation of Equity, Net Income and Comprehensive Income, and d) Impact on Statements of Cash flows.

MANITOU GOLD INC.

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(Unaudited - prepared by management)

12. Transition to IFRS (continued):

a) Reconciliation of Equity as at September 30, 2010

	Previous Canadian GAAP	IAS 12 adjustment (note 12(c))	IFRS 6 adjustment (note 12(c))	IFRS
ASSETS				
Cash and cash equivalents	\$3,403,999	-	-	3,403,999
Prepaid expense and other sundry assets	124,232	-	-	124,232
Total current assets	3,528,231	-	-	3,528,231
Property, plant and equipment	1,767	-	-	1,767
Mineral properties and deferred exploration costs	3,315,413	-	(17,682)	3,297,731
TOTAL ASSETS	\$6,845,411	-	(17,682)	6,827,729
LIABILITIES				
Accounts payable and accrued liabilities	\$85,020	-	-	85,020
Flow through premium liability	-	1,081,000	-	1,081,000
Total current liabilities	85,020	1,081,000	-	1,166,020
SHAREHOLDERS' EQUITY				
Share capital	6,678,385	(1,119,729)	-	5,558,656
Contributed surplus	647,000	-	-	647,000
Warrants	326,100	-	-	326,100
Deficit	(891,094)	38,729	(17,682)	(870,047)
Total shareholders' equity	6,760,391	(1,081,000)	(17,682)	5,661,709
TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	\$6,845,411	-	(17,682)	6,827,729

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

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(Unaudited - prepared by management)

12. Transition to IFRS (continued):

b) Reconciliation of Net Income and Comprehensive Income

(i) A reconciliation of Net Income and Comprehensive income for the three months ended September 30, 2010 is as follows:

	Previous Canadian GAAP	IAS 12 adjustment (note 12(c))	IFRS 6 adjustment (note 12(c))	IFRS
General and administrative expenses				
Office and administrative	\$ 100,376	-	-	100,376
Professional fees	2,886	-	-	2,886
Project generation and evaluation	-	-	748	748
Depreciation	226	-	-	226
Loss from operations	103,488	-	748	104,236
Finance charges				
Interest income	(13,119)	-	-	(13,119)
Flow through share premium	-	-	-	-
Finance charges	(13,119)	-	-	(13,119)
Loss before income taxes	(90,369)	-	(748)	(91,117)
Deferred income tax recovery	-	-	-	-
Net loss and comprehensive income	(90,369)	-	(748)	(91,117)
Deficit at beginning of period	(800,725)	38,729	(16,934)	(778,930)
Deficit at end of period	\$(891,094)	38,729	(17,682)	(870,047)
Net income and comprehensive income per share - basic	\$ Nil	Nil	Nil	Nil
Weighted average shares outstanding - basic	27,198,876	-	-	27,198,876

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

12. Transition to IFRS (continued):

b) Reconciliation of Net Income and Comprehensive Income (continued):

(ii) A reconciliation of Net Income and Comprehensive Income for the nine months ended September 30, 2010 is as follows:

	Previous Canadian GAAP	IAS 12 adjustment (note 12(c))	IFRS 6 adjustment (note 12(c))	IFRS
General and administrative expenses				
Stock-based compensation	\$ 510,000	-	-	510,000
Office and administrative	251,286	-	-	251,286
Professional fees	22,362	-	-	22,362
Project generation and evaluation	-	-	3,504	3,504
Depreciation	650	-	-	650
Total expenditures	784,298	-	3,504	787,802
Finance charges				
Interest income	(19,519)	-	-	(19,519)
Flow through share premium	-	(154,917)	-	(154,917)
Finance charges	(19,519)	154,917	-	(174,436)
Loss before income taxes	(764,779)	154,917	(3,504)	(613,366)
Deferred income tax recovery	(116,188)	116,188	-	-
Net loss and comprehensive loss	(648,591)	38,729	(3,504)	(613,366)
Deficit at beginning of period	(242,503)	-	(14,178)	(256,681)
Deficit at end of period	\$ (891,094)	38,729	(17,682)	(870,047)
Net loss and comprehensive loss per share – basic	(0.03)	Nil	Nil	(0.03)
Weighted average shares outstanding - basic	21,311,833	-	-	21,311,833

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

12. Transition to IFRS (continued):

c) Reconciliation of Equity, Net Income and Comprehensive Income

i) IAS 12 (Income taxes)

Accounting for transactions relating to the issuance of flow through shares in accordance with Previous Canadian GAAP was characterized by the following:

- Gross proceeds from the issuance of flow through shares were credited entirely to share capital (net of share issue costs).
- A future income tax liability equal to the tax value of flow through expenditures renounced was recognized at the time of renunciation of such expenditures (regardless of whether such renunciations were retrospective or prospective), with an offsetting debit to share issue costs. The recognition of such income tax liability was generally offset by the concurrent recognition of an offsetting future income tax asset in respect of tax assets not previously benefitted, with an offsetting credit to future income tax recovery.

Accounting for transactions relating to the issuance of flow through shares in accordance with IAS 12 (Income taxes) differs from Previous Canadian GAAP as follows:

- The portion of the gross proceeds from the issuance of flow through shares that is attributable to an issuance price premium in excess of non-flow through shares is considered to be proceeds from the “sale” of the tax benefits of flow through expenditures. At the time of issuance of such flow through shares, the proceeds from such sale is deferred and presented as liability on the Company’s balance sheet. Upon the Company’s fulfillment of its obligations associated with the renunciation of related flow through expenditures, the deferred proceeds are taken into income.

MANITOU GOLD INC.

Notes to Condensed Interim Financial Statements

Three and nine months ended September 30, 2011
(Unaudited - prepared by management)

12. Transition to IFRS (continued):

d) Reconciliation of Equity, Net Income and Comprehensive Income (continued)

i) IAS 12 (Income taxes) (continued)

- A deferred income tax liability equal to the tax value of flow through expenditures renounced is recognized only once the Company has fulfilled its obligations associated with the renunciation of related flow through expenditures, with an offsetting debit to deferred tax expense. In respect of a retrospective renunciation, such obligation is considered to have been fulfilled once related renunciation filings have been made with the appropriate taxation authorities. In respect of prospective renunciation (i.e., a look-back renunciation), the obligation is considered to be fulfilled once related flow through expenditures have been incurred. Similar to previous Canadian GAAP, the recognition of each such deferred income tax liability in respect of flow through renunciation in accordance with IAS 12 has been offset by concurrent the recognition of an offsetting deferred income tax asset in respect of tax assets not previously benefitted, with an offsetting credit to deferred income tax recovery.

The impact of these differences is detailed under the column "IAS 12 adjustment" in the tables presented in each of notes 12(a) 12(b)(i), and 12(b)(ii).

ii) IFRS 6 (Exploration and evaluation projects)

Under Previous Canadian GAAP, project generation and evaluation costs were permitted to be capitalized. In accordance with IFRS 6 (Exploration and evaluation projects), such costs, being costs incurred prior to the Company securing a legal right to explore a property, are not permitted to be capitalized.

The impact of these differences is detailed under the column "IFRS 6 adjustment" in the tables presented in each of notes 12(a) 12(b)(i), and 12(b)(ii)

e) Impact on Statement of Cash Flows

The IFRS transition adjustments detailed in note 12 did not have a material impact on the Company's Statements of Cash Flows for either the three or nine month periods ended September 30, 2010.