

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited – Prepared by Management)

(Expressed in US Dollars)

Six Months Ended June 30, 2013 and 2012

Corporate Head Office

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June 30, 2013 and 2012

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(An Exploration Stage Company)

CONDENSED CONSOLIDATED BALANCE SHEETS

As at June 30, 2013 and December 31, 2012

(Expressed in US Dollars - Unaudited)

	Note		June 30, 2013	December 31, 2012		
ASSETS	11010		2013		2012	
Current						
Cash and cash equivalents		\$	19,874,686	\$	30,170,903	
Marketable securities			55,651		180,413	
Accounts receivable			22,754		262,510	
Advance to contractors			514,009		582,009	
Prepaid expenses			283,074		228,22	
Total current assets			20,750,174		31,424,06	
Property and equipment			79,386		89,71	
Capitalized acquisition costs	4		55,173,564		55,173,564	
Total assets		\$	76,003,124	\$	86,687,344	
LIABILITIES AND SHAREHOLDERS' EQUITY						
Current liabilities						
Accounts payable		\$	730,217	\$	1,198,77	
Accrued liabilities			1,005,338		2,548,498	
Total current liabilities			1,735,555		3,747,269	
Non-current liabilities						
Derivative liability	5		16,700,000		22,400,000	
Total liabilities			18,435,555		26,147,269	
Shareholders' equity Share capital, no par value; authorized 500,000,000 shares; 98,068,638 shares issued and outstanding						
at June 30, 2013 and December 31,2012	6		236,401,096		236,401,096	
Contributed surplus			31,339,472		28,589,59	
Accumulated other comprehensive income			3,084,913		4,101,968	
Deficit accumulated during the exploration stage		(213,257,912)	(208,552,580	
Total shareholders' equity			57,567,569		60,540,07	
Total liabilities and shareholders' equity			\$ 76,003,124	\$	86,687,34	

Nature and continuance of operations (note 1)

Commitments (note 8)

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

On behalf of the Board:

"Anton Drescher" (signed)	Director	"Timothy Haddon" (signed)	Director
Mr. Anton J. Drescher	_	Mr. Timothy J. Haddon	

INTERNATIONAL TOWER HILL MINES LTD. (An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

For the Three and Six Months Ended June 30, 2013 and 2012

(Expressed in US Dollars - Unaudited)

3 7 .				Six Months Ended	
Note	June 30, 2013	June 30, 2012	June 30, 2013	June 30, 2012	From Inception
	\$ 479,444	\$ 228,164	\$ 1,118,447	\$ 489,050	\$ 14,742,504
	5,453	7,908	10,916	15,820	254,747
	73,417	78,844	142,839	147,005	1,059,016
	65,654	67,686	195,035	181,051	4,595,739
4	2,452,664	11,833,137	5,247,099	16,955,013	149,276,148
	28,094	32,800	55,191	77,189	952,448
	16,638	17,039	32,992	39,018	1,767,507
					3,376,117
					1,067,054
					968,157
					1,322,298
					42,050,645
		2 ,> 10,0 7 0	-	-	1,605,522
	(5,078,565)	(15,486,471)	(11,073,905)	(24,734,577)	(223,037,902)
					1,232,448
	23,290	28,987	57,519		2,560,816
	-	-	-	141,948	660,744
	(298,769)	-	(298,769)	-	(298,769)
	-	-	-	-	(775,249)
5	4,200,000	2,100,000	5,700,000	(300,000)	6,400,000
	4,436,515	2,577,151	6,368,573		9,779,990
	(642,050)	(12,909,320)	(4,705,332)	(24,351,285)	(213,257,912)
	-	-	-	-	(19,630,113)
	(642,050)	(12,909,320)	(4,705,332)	(24,351,285)	(232,888,025)
	(60.525)	(107.010)	(110 110)	(1.50, 600)	(407.011)
	(68,535)	(137,218)	(119,112)	(159,690)	(487,811)
	298,769	-	298,769	-	298,769
	(692,563)	(562,931)	(1,196,712)	249,246	3,273,955
	(460.000)	(700.140)	(1.017.055)	00.556	2.004.012
					3,084,913
	\$(1,104,379)	\$(13,609,469)	\$(5,722,387)	\$(24,261,729)	\$(229,803,112)
	\$ (0.01)	\$ (0.15)	\$ (0.05)	\$ (0.28)	=
	08 068 638	86 683 010	08 UK8 K38	86 683 010	
		5,453 73,417 65,654 4 2,452,664 28,094 16,638 89,705 12,234 57,159 34,980 1,763,123 (5,078,565) 511,994 23,290 (298,769) (298,769) 5 4,200,000 4,436,515 (642,050) (642,050) (68,535) (298,769 (692,563) (462,329) \$(1,104,379)	5,453 7,908 73,417 78,844 65,654 67,686 4 2,452,664 11,833,137 28,094 32,800 16,638 17,039 89,705 125,167 12,234 44,840 57,159 58,134 34,980 76,176 1,763,123 2,916,576 - - (5,078,565) (15,486,471) 511,994 448,164 23,290 28,987 - - (298,769) - 54,200,000 2,100,000 4,436,515 2,577,151 (642,050) (12,909,320) - - (642,050) (12,909,320) (642,050) (12,909,320) (692,563) (562,931) (692,563) (562,931) (462,329) (700,149) \$(1,104,379) \$(13,609,469) \$(0.01) \$(0.15)	5,453 7,908 10,916 73,417 78,844 142,839 65,654 67,686 195,035 4 2,452,664 11,833,137 5,247,099 28,094 32,800 55,191 16,638 17,039 32,992 89,705 125,167 273,732 12,234 44,840 112,356 57,159 58,134 117,169 34,980 76,176 128,042 1,763,123 2,916,576 3,640,087 - - - (5,078,565) (15,486,471) (11,073,905) 511,994 448,164 909,823 23,290 28,987 57,519 - - - (298,769) - (298,769) - - - (642,050) (12,909,320) (4,705,332) (642,050) (12,909,320) (4,705,332) (68,535) (137,218) (119,112) 298,769 - 298,769	5,453 7,908 10,916 15,820 73,417 78,844 142,839 147,005 65,654 67,686 195,035 181,051 4 2,452,664 11,833,137 5,247,099 16,955,013 28,094 32,800 55,191 77,189 16,638 17,039 32,992 39,018 89,705 125,167 273,732 252,273 12,234 44,840 112,356 128,447 57,159 58,134 117,169 122,919 34,980 76,176 128,042 147,580 1,763,123 2,916,576 3,640,087 6,179,212 - - - - (5,078,565) (15,486,471) (11,073,905) (24,734,577) 511,994 448,164 909,823 427,744 23,290 28,987 57,519 113,600 4,436,515 2,577,151 6,368,573 383,292 (642,050) (12,909,320) (4,705,332) (24,351,285) <

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

INTERNATIONAL TOWER HILL MINES LTD.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the Six Months Ended June 30, 2013 and 2012

(Expressed in US Dollars - Unaudited)

	Number of		Contributed	Accumulated other comprehensive		
	shares	Share capital	surplus	income/(loss)	Deficit	Total
Balance, December 31, 2011 Stock based compensation	86,683,919	\$ 207,186,847	\$ 19,382,616 2,948,367	\$ 3,524,125	\$ (151,909,118)	\$ 78,184,470 2,948,367
Unrealized gain/(loss) on available-for-sale securities				(159,690)		(159,690)
Exchange difference on translating foreign	-	-	-	(139,090)	-	(139,090)
operations Net loss	-	-	-	249,246	(24,351,285)	249,246 (24,351,285)
Balance, June 30, 2012	86,683,919	207,186,847	22,330,983	3,613,681	(176,260,403)	56,871,108
Private placement	11,384,719	29,768,529	-	-	-	29,768,529
Share issuance costs	-	(554,280)	_	_	_	(554,280)
Stock based compensation	_	-	6,258,608	_	_	6,258,608
Unrealized gain/(loss) on			-,,			-,,
available-for-sale						
securities	_	_	_	(3,486)	_	(3,486)
Exchange difference on				(-,,		(-,,
translating foreign						
operations	_	_	-	491,773	_	491,773
Net loss	-	_	-		(32,292,177)	(32,292,177)
Balance, December 31, 2012	98,068,638	236,401,096	28,589,591	4,101,968	(208,552,580)	60,540,075
Stock based compensation	-	, , , , <u>-</u>	2,749,881	, , , <u>-</u>	-	2,749,881
Unrealized gain/(loss) on available-for-sale			,,.			,,
securities	_	_	_	(119,112)	_	(119,112)
Reclassification of				(11>,112)		(112,112)
impairment of available-						
for-sale securities	_	_	_	298,769	_	298,769
Exchange difference on				2,0,10)		- , 0,, 0,
translating foreign						
operations	_	_	_	(1,196,712)	_	(1,196,712)
Net loss	_	_	_		(4,705,332)	(4,705,332)
Balance, June 30, 2013	98,068,638	\$ 236,401,096	\$ 31,339,472	\$ 3,084,913	\$ (213,257,912)	\$ 57,567,569

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

INTERNATIONAL TOWER HILL MINES LTD. (An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

For the Six Months Ended June 30, 2013 and 2012

(Expressed in US Dollars - Unaudited)

	Six Moi	nths Ended	
	June 30, 2013	June 30, 2012	From Inception
Operating Activities			
Loss for the period from continuing operations	\$ (4,705,332)	\$ (24,351,285)	\$ (213,257,912)
Add items not affecting cash:			
Depreciation	10,916	15,820	254,747
Stock based compensation	2,749,881	2,948,367	36,064,591
Unrealized (gain) loss on derivative liability	(5,700,000)	300,000	(6,400,000)
Spin-out recovery	-	-	(254,339)
(Gain) loss on foreign exchange	-	-	(254,512)
Impairment of available-for-sale securities	298,769	-	298,769
Write-down of mineral properties	· -	-	1,605,522
Other	-	(41,948)	(285,323)
Changes in non-cash items:		. , ,	
Accounts receivable	298,134	520,707	25,921
Prepaid expenses	(66,380)	(130,173)	(430,868)
Advance to contractors	68,000	(410,000)	381,082
Accounts payable and accrued liabilities	(2,006,680)	(2,379,722)	1,732,403
Cash used in operating activities of continuing operations	(9,052,692)	(23,528,234)	(180,519,919)
Cash used in operating activities of discontinued operations	-	-	(12,786,324)
-			
Financing Activities			
Issuance of share capital	-	-	251,751,411
Share issuance costs	-	-	(7,643,229)
Cash provided by financing activities of continuing operations	-	-	244,108,182
Cash used in financing activities of discontinued operations	-	-	(3,902,947)
T			
Investing Activities			170 704
Proceeds from sale of available-for-sale-securities	-	- (2.004.005)	172,734
Capitalized acquisition costs	-	(2,004,907)	(27,781,245)
Expenditures on property and equipment, net	-		(332,415)
Cash used in investing activities of continuing operations	-	(2,004,907)	(27,940,926)
Cash used in investing activities of discontinued operations	-	-	(312,593)
Effect of foreign exchange on cash of continuing operations	(1,243,527)	142,247	1,764,089
Effect of foreign exchange on cash of discontinued operations	(1,243,327)	142,247	(534,876)
(Decrease) increase in cash and cash equivalents	(10,296,219)	(25,390,894)	19,874,686
	30,170,905	. , , ,	17,074,080
Cash and cash equivalents, beginning of the period	30,170,903	54,712,073	
Cash and cash equivalents, end of the period	\$ 19,874,686	\$ 29,321,179	\$ 19,874,686

Supplemental cash flow information (note 9)

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

(An Exploration Stage Company)
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
Six Months Ended June 30, 2013 and 2012
(Expressed in US dollars - Unaudited)

1. GENERAL INFORMATION, NATURE AND CONTINUANCE OF OPERATIONS

International Tower Hill Mines Ltd. ("ITH" or the "Company") is incorporated under the laws of British Columbia, Canada. The Company's head office address is 2300-1177 West Hastings Street, Vancouver, British Columbia, Canada. In these financial statements references to ITH include its wholly owned subsidiaries Tower Hill Mines, Inc. (formerly Talon Gold Alaska, Inc.) ("TH Alaska") (an Alaska corporation), Tower Hill Mines (US) LLC (formerly Talon Gold (US) LLC) ("TH US") (a Colorado limited liability company), Livengood Placers, Inc. ("LPI") (a Nevada corporation), and 813034 Alberta Ltd. (an Alberta corporation). The Company is in the business of acquiring, exploring and evaluating mineral properties, and either joint venturing or developing these properties further or disposing of them when the evaluation is completed. At June 30, 2013, the Company was in the exploration stage and controls a 100% interest in its Livengood Gold Project in Alaska, U.S.A (the "Livengood Gold Project").

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The Company has no source of revenue, and has significant cash requirements to meet its administrative overhead and maintain its mineral property interests. The recoverability of amounts shown for capitalized acquisition costs is dependent on several factors. These include the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of these properties, and future profitable production or proceeds from disposition of capitalized acquisition costs. The success of the above initiatives cannot be assured. In the event that the Company is unable to obtain the necessary financing in the short-term, it may be necessary to defer certain discretionary expenditures and other planned activities.

2. BASIS OF PRESENTATION

These unaudited condensed consolidated interim financial statements have been prepared in accordance with accounting principles generally accepted in the United States ("US GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X under the Securities Exchange Act of 1934, as amended. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for annual financial statements. These unaudited condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2012 as filed in our Annual Report on Form 10-K. In the opinion of the Company's management these financial statements reflect all adjustments, consisting of normal recurring adjustments, necessary to present fairly the Company's financial position at June 30, 2013 and the results of its operations for the six months then ended. Operating results for the six months ended June 30, 2013 are not necessarily indicative of the results that may be expected for the year ending December 31, 2013. The 2012 year-end balance sheet data was derived from audited financial statements but does not include all disclosures required by US GAAP.

The preparation of financial statements in conformity with U.S. GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the period. These judgments, estimates and assumptions are continuously evaluated and are based on management's experience and knowledge of the relevant facts and circumstances. While management believes the estimates to be reasonable, actual results could differ from those estimates and could impact future results of operations and cash flows.

Basis of consolidation

These consolidated financial statements include the accounts of ITH and its wholly owned subsidiaries TH Alaska, TH US, LPI and 813034 Alberta Ltd. All intercompany transactions and balances have been eliminated.

(An Exploration Stage Company)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Six Months Ended June 30, 2013 and 2012

(Expressed in US dollars - Unaudited)

3. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying values of cash and cash equivalents, accounts receivable and accounts payable and accrued liabilities approximate their fair values due to the short-term maturity of these financial instruments.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the significance of the inputs used in making the measurement. The three levels of the fair value hierarchy are as follows:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and,
- Level 3 Inputs that are not based on observable market data.

	Fair value as at June 30, 2013				
		Level 1	Level 2		
Financial assets:					
Marketable securities	\$	55,651	\$ -		
Total	\$	55,651	\$ -		
Financial liabilities:					
Derivative liability (note 5)	\$	-	\$16,700,000		
Total	\$	-	\$16,700,000		

	Fair value as at December 31, 2012				
		Level 1	Level 2		
Financial assets:					
Marketable securities	\$	180,415	\$ -		
Total	\$	180,415	\$ -		
Financial liabilities:					
Derivative liability (note 5)	\$	-	\$22,400,000		
Total	\$	-	\$22,400,000		

4. CAPITALIZED ACQUISITION COSTS

The Company had the following activity related to capitalized acquisition costs:

Capitalized acquisition costs	Amount		
Balance, December 31, 2012 Acquisition costs	\$	55,173,564	
Balance, June 30, 2013	\$	55,173,564	

(An Exploration Stage Company)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Six Months Ended June 30, 2013 and 2012

(Expressed in US dollars - Unaudited)

The following table presents costs incurred for exploration and evaluation activities for the six month periods ended June 30, 2013 and 2012:

	June	30, 2013	Jun	e 30, 2012
Exploration costs:				
Aircraft services	\$	4,760	\$	948,432
Assay		10,324		458,406
Drilling		(28,714)		3,700,574
Environmental		1,369,461		1,714,650
Equipment rental		284,825		918,582
Field costs		550,101		4,055,101
Geological/geophysical		2,522,245		4,585,863
Land maintenance & tenure		380,051		318,737
Legal		117,793		95,821
Surveying and mapping		_		119,050
Transportation and travel		36,253		39,797
Total expenditures for the period	\$	5,247,099	\$	16,955,013

Livengood Gold Project Property

The Livengood Gold Project property is located in the Tintina gold belt approximately 110 kilometers (70 miles) northwest of Fairbanks, Alaska. The property consists of land leased from the Alaska Mental Health Trust, a number of smaller private mineral leases, Alaska state mining claims purchased or located by the Company and patented ground held by the Company.

Details of the leases are as follows:

- 1) a lease of the Alaska Mental Health Trust mineral rights having an initial term of three years commencing July 1, 2004, subject to two extensions of three years each and subject to further extension beyond June 30, 2013 by payment of a flat annual fee of 125% of the last rate paid for advance minimum royalties and diligent pursuit of development. The lease requires work expenditures of \$10/acre/year in years 1 3, \$20/acre/year in years 4-6 and \$30/acre/year in years 7-9 and advance minimum royalties of \$5/acre/year in years 1 3, \$15/acre/year in years 4-6, \$25/acre/year in years 7-9, and 125% of the year 9 payment in subsequent years (all of which advance minimum royalties are recoverable from production royalties). A net smelter return ("NSR") production royalty of between 2.5% and 5.0% (depending upon the price of gold) is payable to the lessor with respect to the lands subject to this lease. In addition, an NSR production royalty of 1% is payable to the lessor with respect to the unpatented federal mining claims subject to the lease described in b) below and an NSR production royalty of between 0.5% and 1.0% (depending upon the price of gold) is payable to the lessor with respect to the lands acquired by the Company in December 2011. As of June 30, 2013 the Company has paid \$1,326,363 from the inception of this lease.
- 2) a lease of federal unpatented lode mining claims having an initial term of ten years commencing on April 21, 2003 and continuing for so long thereafter as advance minimum royalties are paid and mining related activities, including exploration, continue on the property or on adjacent properties controlled by the Company. The lease requires an advance minimum royalty of \$50,000 on or before each anniversary date, (all of which minimum royalties are recoverable from production royalties). An NSR production royalty of between 2% and 3% (depending on the price of gold) is payable to the lessors. The Company may purchase 1% of the royalty for \$1,000,000. As of June 30, 2013, the Company has paid \$480,000 from the inception of this lease.
- a lease of patented lode claims having an initial term of ten years commencing January 18, 2007, and continuing for so long thereafter as advance minimum royalties are paid. The lease requires an advance minimum royalty of \$20,000 on or before each anniversary date through January 18, 2017 and \$25,000 on or before each subsequent anniversary (all of which minimum royalties are recoverable from production royalties). An NSR production royalty of 3% is payable to the lessors.

(An Exploration Stage Company)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Six Months Ended June 30, 2013 and 2012

(Expressed in US dollars - Unaudited)

The Company may purchase all interests of the lessors in the leased property (including the production royalty) for \$1,000,000 (less all minimum and production royalties paid to the date of purchase), of which \$500,000 is payable in cash over four years following the closing of the purchase and the balance of \$500,000 is payable by way of the 3% NSR production royalty. As of June 30, 2013, the Company has paid \$95,000 from the inception of this lease.

4) a lease of unpatented federal lode mining and federal unpatented placer claims having an initial term of ten years commencing on March 28, 2007, and continuing for so long thereafter as advance minimum royalties are paid and mining related activities, including exploration, continue on the property or on adjacent properties controlled by the Company. The lease requires an advance minimum royalty of \$15,000 on or before each anniversary date, (all of which minimum royalties are recoverable from production royalties). The Company is required to pay the lessor the sum of \$250,000 upon making a positive production decision, payable \$125,000 within 120 days of the decision and \$125,000 within a year of the decision (all of which are recoverable from production royalties). An NSR production royalty of 2% is payable to the lessor. The Company may purchase all of the interest of the lessor in the leased property (including the production royalty) for \$1,000,000. As of June 30, 2013, the Company has paid \$68,000 from the inception of this lease.

Title to mineral properties

The acquisition of title to mineral properties is a detailed and time-consuming process. The Company has taken steps to verify title to mineral properties in which it has an interest. Although the Company has taken every reasonable precaution to ensure that legal title to its properties is properly recorded in the name of the Company, there can be no assurance that such title will ultimately be secured.

5. DERIVATIVE LIABILITY

During 2011, the Company acquired certain mining claims and related rights in the vicinity of the Livengood Gold Project located near Fairbanks, Alaska. The aggregate consideration for the claims and rights was \$13,500,000 in cash plus an additional contingent payment based on the five-year average daily gold price ("Average Gold Price") from the date of the acquisition. The contingent payment will equal \$23,148 for every dollar that the Average Gold Price exceeds \$720 per troy ounce. If the Average Gold Price is less than \$720, there will be no additional contingent payment.

At initial recognition on December 13, 2011 the derivative liability was valued at \$23,100,000. The key assumption used in the valuation of the derivative is the estimate of the future Average Gold Price. The estimate of the future Average Gold Price was determined using a forward curve on future gold prices as published by the CME Group. The CME Group represents the merger of the Chicago Mercantile Exchange (CME), the Chicago Board of Trade (CBOT), the New York Mercantile Exchange (NYMEX) and its commodity exchange division, Commodity Exchange, Inc. (COMEX). Using this forward curve, the Company estimated an Average Gold Price based on actual gold prices to June 30, 2013 and projected gold prices from June 30, 2013 to the end of the five year period in December 2016 of \$1,441 per ounce of gold.

The fair value of the derivative liability and the estimated Average Gold Price are as follows:

	Fair Value	Average Gold Price (\$/oz.)
Derivative value at December 31, 2012	\$ 22,400,000	\$ 1,688
Unrealized (gain) loss for the period	(5,700,000)	
Derivative value at June 30, 2013	\$ 16,700,000	\$ 1,441

(An Exploration Stage Company)
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
Six Months Ended June 30, 2013 and 2012
(Expressed in US dollars - Unaudited)

6. SHARE CAPITAL

Authorized

500,000,000 common shares without par value. At June 30, 2013 and December 31, 2012 there were 98,068,638 shares issued and outstanding.

Stock options

The Company has adopted an incentive stock option plan (the "2006 Plan"). The essential elements of the 2006 Plan provide that the aggregate number of common shares of the Company's capital stock that may be made issuable pursuant to options granted under the 2006 Plan may not exceed 10% of the number of issued shares of the Company at the time of the granting of the options. Options granted under the 2006 Plan will have a maximum term of ten years. The exercise price of options granted under the 2006 Plan will not be less than the discounted market price of the common shares (defined as the last closing market price of the Company's common shares immediately preceding the issuance of a news release announcing the granting of the options, less the maximum discount permitted under applicable stock exchange policies), or such other price as may be agreed to by the Company and accepted by the Toronto Stock Exchange. Options granted under the 2006 Plan vest immediately, unless otherwise determined by the directors of the Company at the date of grant.

On March 14, 2013, the Company granted incentive stock options to certain officers, employees and consultants of the Company to purchase an aggregate of 613,000 common shares in the capital stock of the Company. The options are exercisable on or before March 14, 2018 at a price of C\$2.18 per share and will vest as to 204,328 shares on March 14, 2013; 204,328 shares on March 14, 2014; and the balance on March 14, 2015.

A summary of the status of the stock option plan as of June 30, 2013, and December 31, 2012 and changes is presented below:

	-	Six Months Ended June 30, 2013			Ended r 31, 2	
		V	Veighted		W	eighted
			Average			verage
	Number of	Number of Exercise Price		Number of	Exer	cise Price
	Options	(C\$)		Options		(C\$)
Balance, beginning of the period	8,570,000	\$	4.73	7,215,000	\$	7.48
Granted	613,000	\$	2.18	6,380,000	\$	3.26
Exercised	-	\$	-	-	\$	-
Expired	(190,000)	\$	9.15	(4,050,000)	\$	7.16
Cancelled/forfeited	(1,400,000)	\$	7.18	(975,000)	\$	5.42
Balance, end of the period	7,593,000	\$	3.96	8,570,000	\$	4.73

The weighted average remaining life of options outstanding at June 30, 2013 was 3.66 years.

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Six Months Ended June 30, 2013 and 2012

(Expressed in US dollars - Unaudited)

Stock options outstanding are as follows:

		June 30, 2013			cember 31, 2	2012
Expiry Date	Exercise Price (C\$)	Number of Options	Exercisable	Exercise Price (C\$)	Number of Options	Exercisable
January 10, 2013	- Title (C\$)	- options	-	\$ 9.15	190.000	190,000
July 28, 2013	\$ 7.47	850,000	850,000	\$ 7.47	950,000	950,000
May 9, 2016	-	-	, -	\$ 8.35	1,000,000	666,666
August 23, 2016	\$ 8.07	600,000	400,000	\$ 8.07	600,000	400,000
November 15, 2016	\$ 5.64	100,000	66,666	\$ 5.64	100,000	66,666
January 9, 2017	\$ 4.60	30,000	20,000	\$ 4.60	30,000	10,000
August 24, 2017	\$ 3.17	4,400,000	1,466,656	\$ 3.17	4,700,000	1,566,655
September 19, 2017	\$ 2.91	1,000,000	333,333	\$ 2.91	1,000,000	333,333
March 14, 2018	\$ 2.18	613,000	204,328	-	-	-
	•	7,593,000	3,340,983		8,570,000	4,183,320

A summary of the non-vested options as of June 30, 2013 and changes during the six months ended June 30, 2013 is as follows:

Non-vested options:	Number of options	Weighted average grant- date fair value (C\$)
Outstanding at December 31, 2012	4,386,680	\$ 2.05
Granted	613,000	0.50
Vested	(547,662)	3.64
Cancelled/forfeited	(200,001)	1.61
Outstanding at June 30, 2013	4,252,017	\$ 1.64

At June 30, 2013 there was unrecognized compensation expense of C\$2,363,663 related to non-vested options outstanding. The cost is expected to be recognized over a weighted-average remaining period of approximately 0.94 years.

Share-based payments

During the six month period ended June 30, 2013, the Company granted an aggregate of 613,000 stock options with a fair value of C\$304,585 calculated using the Black-Scholes option pricing model. Share-based payment charges for the six months ended June 30, 2013 totaled \$2,749,881.

During the six month period ended June 30, 2012, the Company granted an aggregate of 680,000 stock options with a fair value of C\$1,799,345 calculated using the Black-Scholes option pricing model. Share-based payment charges for the six months ended June 30, 2012 totaled \$2,948,367.

The following weighted average assumptions were used for the Black-Scholes option pricing model calculations:

	June 30,	December 31,
	2013	2012
Expected life of options	4 years	4 years
Risk-free interest rate	1.29%	1.32%
Annualized volatility	59.48%	67.68%
Dividend rate	0.00%	0.00%
Exercise price (C\$)	\$2.18	\$3.26

(An Exploration Stage Company)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Six Months Ended June 30, 2013 and 2012

(Expressed in US dollars - Unaudited)

The expected volatility used in the Black-Scholes option pricing model is based on the historical volatility of the Company's shares.

7. SEGMENT AND GEOGRAPHIC INFORMATION

The Company operates in a single reportable segment, being the exploration and development of mineral properties. The following tables present selected financial information by geographic location:

	Canada		United States		Total	
June 30, 2013						
Capitalized acquisition costs	\$	-	\$	55,173,564	\$	55,173,564
Property and equipment		13,728		65,658		79,386
Current assets		19,199,095		1,551,079		20,750,174
Total assets	\$	19,212,823	\$	56,790,301	\$	76,003,124
December 31, 2012						
Capitalized acquisition costs	\$	-	\$	55,173,564	\$	55,173,564
Property and equipment		14,317		75,397		89,714
Current assets		29,046,485		2,377,581		31,424,066
Total assets	\$	29,060,802	\$	57,626,542	\$	86,687,344

Three months ended	Ju	June 30, 2013		
Net loss for the period – Canada	\$	(1,283,253)	\$	(984,704)
Net gain (loss) for the period - United States		641,203		(11,924,616)
Net loss for the period	\$	(642,050)	\$	(12,909,320)
Six months ended	Ju	ne 30, 2013	Jur	ne 30, 2012
Six months ended Net loss for the period – Canada	Ju \$	ne 30, 2013 (2,939,381)	Jui \$	
		//		ne 30, 2012 (3,344,123) (21,007,162)

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NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Six Months Ended June 30, 2013 and 2012

(Expressed in US dollars - Unaudited)

8. COMMITMENTS

The following table discloses, as of June 30, 2013, the Company's contractual obligations including optional mineral property payments and work commitments and committed office and equipment lease obligations. Under the terms of the Company's mineral property purchase agreements, mineral leases and the terms of the unpatented mineral claims held by it, the Company is required to make certain scheduled acquisition payments, incur certain levels of expenditures, make lease or advance royalty payments, make payments to government authorities and incur assessment work expenditures as summarized in the table below in order to maintain and preserve the Company's interests in the related mineral properties. If the Company is unable or unwilling to make any such payments or incur any such expenditures, it is likely that the Company would lose or forfeit its rights to acquire or hold the related mineral properties. The following table assumes that the Company retains the rights to all of its current mineral properties, but no other lease purchase or royalty buyout options:

	Payments Due by Year							
							2019 and	
	2013	2014	2015	2016	2017	2018	beyond	Total
Livengood Property								
Purchase ⁽¹⁾	\$ -	\$ -	\$ - \$	16,700,000	\$ -	\$ -	\$ - \$	5 16,700,000
Mineral Property Leases (2)	-	396,563	396,563	396,563	396,563	401,563	401,563	2,389,378
Mining Claim								
Government Fees	89,110	89,110	89,110	89,110	89,110	89,110	89,110	623,770
Office and Equipment								
Lease Obligations	79,526	102,825	362	362	362	362	362	184,161
Total	\$ 168,636	\$ 588,498	\$ 486,035 \$	17,186,035	\$ 486,035	\$ 491,035	\$ 491,035 \$	5 19,897,309

- 1. The amount payable in December 2016 of \$16,700,000 represents the fair value of the Company's derivative liability as at June 30, 2013 and will be revalued at each subsequent reporting period. See note 5.
- 2. Does not include required work expenditures, as it is assumed that the required expenditure level is significantly below the work for which will actually be carried out by the Company. Does not include potential royalties that may be payable (other than annual minimum royalty payments). See note 4.

9. SUPPLEMENTAL CASH FLOW INFORMATION

	Six months ended June 30, 2013	Six months ended June 30, 2012	
Income taxes paid	\$	\$ 146,172	