

VIVA GOLD CORP.
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

July 31, 2021

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

Reader's Note:

These unaudited interim condensed consolidated financial statements of Viva Gold Corp. have been prepared by management and have not been reviewed by the Company's auditor

Viva Gold Corp.

Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

	Note	July 31, 2021	October 31, 2020
		\$	\$
ASSETS			
Current Assets			
Cash and cash equivalents	3	1,861,448	1,161,863
Receivable and prepayments		73,163	181,285
		1,934,611	1,343,148
Cash – restricted	4	77,441	82,761
Exploration and evaluation assets	5	710,633	759,446
Right of use asset		-	4,905
TOTAL ASSETS		2,722,685	2,190,260
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	6	44,773	30,516
Lease liability		-	5,215
		44,773	35,731
Asset retirement obligation	7	154,516	165,130
TOTAL LIABILITIES		199,289	200,861
SHAREHOLDERS' EQUITY			
Common shares	8	10,972,283	8,699,414
Cumulative translation adjustment		(73,638)	13,312
Contributed surplus	8	1,126,116	852,298
Deficit		(9,501,365)	(7,575,625)
TOTAL SHAREHOLDERS' EQUITY		2,523,396	1,989,399
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		2,722,685	2,190,260

Nature of Operations and Going Concern (Note 1)
Events Occurring after the Reporting Period (Note 9)

Approved on behalf of the Board:

“David Whittle”

David Whittle, Director

“James Hesketh”

James Hesketh, Director

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

Viva Gold Corp.

Interim Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

		For the three months ended July 31,		For the nine months ended July 31,	
	Note	2021	2020	2021	2020
		\$	\$	\$	\$
OPERATING EXPENSES					
Amortization expense		-	3,860	4,686	11,388
Exploration cost	5	123,316	345,528	1,024,250	517,145
Management fees	6	16,408	17,084	48,216	50,768
Director fees	6	29,722	-	29,722	-
Office costs		14,864	19,059	41,298	43,788
Professional fees	6	67,358	33,384	506,767	72,838
Share based payments	6 & 8	44,088	158,364	121,940	236,292
Investor relations		12,897	60,853	104,847	227,817
Transfer agent and filing fees		27,937	15,797	44,109	23,117
Travel expenses		-	-	-	21,418
		(336,590)	(653,929)	(1,925,835)	(1,204,571)
Interest income (expense)		2	(3,436)	95	(11,206)
NET LOSS		(336,588)	(657,365)	(1,925,740)	(1,215,777)
OTHER COMPREHENSIVE INCOME (LOSS): Items that may be reclassified to profit or loss					
Exchange losses arising on translation of foreign operations		(105)	811	(86,950)	(1,795)
COMPREHENSIVE LOSS		(336,693)	(656,554)	(2,012,690)	(1,217,572)
BASIC AND DILUTED LOSS PER SHARE		(0.01)	(0.02)	(0.05)	(0.04)
Weighted average number of shares outstanding		45,123,321	32,147,506	41,215,196	28,069,790

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Viva Gold Corp.

Interim Consolidated Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

Unaudited – Prepared by Management

	Number of shares	Share capital \$	Cumulative Translation Adjustment \$	Contributed Surplus \$	Deficit \$	Total Equity \$
Balance as at October 31, 2019	24,227,565	5,231,513	12,714	561,572	(5,490,899)	314,900
Private placements - Cash	14,998,860	3,698,771	-	13,965	-	3,712,736
Financing cost incurred - Cash	-	(230,870)	-	-	-	(230,870)
Share based payments	-	-	-	236,292	-	236,292
Exchange differences arising on translation of foreign operations	-	-	(1,795)	-	-	(1,795)
Net loss	-	-	-	-	(1,215,777)	(1,215,777)
Balance as at July 31, 2020	39,226,425	8,699,414	10,919	811,829	(6,706,676)	2,815,486
Balance as at October 31, 2020	39,226,425	8,699,414	13,312	852,298	(7,575,625)	1,989,399
Private placement – Cash	16,400,800	2,706,132	-	82,004	-	2,788,136
Financing cost incurred - Cash	-	(356,778)	-	(10,811)	-	(367,589)
Financing cost incurred – Warrants	-	(80,685)	-	80,685	-	-
Warrant exercises	14,000	4,200	-	-	-	4,200
Share based payments	-	-	-	121,940	-	121,940
Exchange differences arising on translation of foreign operations	-	-	(86,950)	-	-	(86,950)
Net loss	-	-	-	-	(1,925,740)	(1,925,740)
Balance as at July 31, 2021	55,641,225	10,972,283	(73,638)	1,126,116	(9,501,365)	2,523,396

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Viva Gold Corp.

Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

Unaudited – Prepared by Management

	For the nine months ended	
	July 31,	
	2021	2020
	\$	\$
OPERATING ACTIVITIES		
Net loss	(1,925,740)	(1,215,777)
Accretion of lease liability	108	1,150
Amortization	4,686	11,388
Share based payments	121,940	236,292
Changes in working capital:		
Receivable and prepayments	106,107	(95,693)
Accounts payable and accrued liabilities	15,264	(208,374)
Interest payable	-	11,336
Cash flow used in operating activities	(1,677,635)	(1,259,678)
FINANCING ACTIVITIES		
Proceeds from private placement	2,788,136	3,712,736
Share issuance cost	(367,589)	(230,870)
Principal payment on lease	(5,116)	(12,186)
Exercise of warrants	4,200	-
Proceeds from loans	-	50,000
Repayment of loans	-	(257,404)
Cash flow from financing activities	2,419,631	3,262,276
INCREASE (DECREASE) IN CASH	741,996	2,002,598
Impact of foreign exchange	(42,411)	(7,815)
CASH AND CASH EQUIVALENTS – Beginning	1,161,863	35,979
CASH AND CASH EQUIVALENTS – Ending	1,861,448	2,030,762
Non-cash financing transaction:		
Fair value of finders' warrants issued	80,685	-

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

VIVA GOLD CORP.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

July 31, 2021

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

1. Nature of Operations and Going Concern

Viva Gold Corp. (“Viva” or the “Company”) was incorporated under the Business Corporation Act (British Columbia) on September 24, 2009. The address of the Company’s corporate office and principal place of business is Suite 302, 8047 199 Street, Langley, British Columbia, Canada, V2Y 0E2.

The Company’s business is the acquisition, exploration and development of precious metal properties. It is currently advancing its 100% owned Tonopah Project, located in the Walker Lane Trend in Western Nevada.

On March 3, 2021, the Company entered into a business combination agreement (“Transaction”) with Golden Predator Mining Corp (“Golden Predator”), whereby Golden Predator would have acquired all outstanding common shares and securities of the Company by way of a plan of arrangement. On May 3, 2021, Viva and Golden Predator agreed to terminate the Transaction by mutual consent. No break fees or termination fees are payable by either party.

These interim condensed consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of business. The Company’s ability to continue as a going concern is dependent upon the ability of the Company to obtain financing and generate positive cash flows from its operations. Viva is an exploration stage company and as at July 31, 2021 had an accumulated deficit of \$9,501,365. Management of the Company does not expect that its current cash position will be sufficient to meet all of its operating requirements, financial commitments, and business development priorities during the next twelve months. Accordingly, the Company will need to obtain financing in the form of debt, equity, or a combination thereof for the next twelve months to continue to operate. There can be no assurance that additional funding will be available to the Company, or, if available, that this funding will be on acceptable terms. These conditions indicate the existence of material uncertainty that may give rise to significant doubt about Viva’s ability to continue as a going concern.

Since March 2020, several measures have been implemented in Canada, the United States, and the rest of the world in response to the increased impact from the novel coronavirus (“COVID-19”). While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impact on our business operations cannot be reasonably estimated at this time. We anticipate this could have an adverse impact on our exploration plans, results of operations, financial position and cash flows during the current fiscal year.

2. Basis of Presentation

Statement of Compliance

These interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standards (“IAS”) 34, Interim Financial Reporting, and based on the principles of International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). These financial statements should be read in conjunction with the Company’s annual audited consolidated financial statements for the year ended October 31, 2020, which include all of the Company’s significant accounting policies, and have been prepared in accordance with the same methods of application.

These interim condensed consolidated financial statements were authorized for issue by the Board of Directors of the Company on September 22, 2021.

VIVA GOLD CORP.**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

July 31, 2021

*(Expressed in Canadian dollars)**(Unaudited – Prepared by Management)*

Basis of Measurement

These interim condensed consolidated financial statements have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted.

Significant Accounting Estimates and Judgments

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

In preparing these interim condensed consolidated financial statements, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied to the annual audited consolidated financial statements for the year ended October 31, 2020.

3. Cash and Cash Equivalents

	July 31, 2021	October 31, 2020
	\$	\$
Cash at bank	1,850,467	1,150,867
Guaranteed investment certificates	10,750	10,750
Deposits	231	246
	1,861,448	1,161,863

4. Restricted Cash

The Company has reclamation surety bonds through Lexon Insurance with the Bureau of Land Management in the State of Nevada to insure the completion of future Asset Retirement Obligations (Note 7) as estimated utilizing a standardized reclamation cost estimating system for the State of Nevada. The Company pays an annual surety premium for this insurance. The Company has made cash deposits and these deposits are not releasable until such time that sufficient reclamation has been completed. As at July 31, 2021, total reclamation bonds held with the Bureau of Land Management and with an insurance company amounted to US\$62,142 (2020 – US\$62,142).

	July 31, 2021	October 31, 2020
	\$	\$
Opening balance	82,761	81,779
Impact of foreign exchange	(5,320)	982
	77,441	82,761

VIVA GOLD CORP.**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

July 31, 2021

*(Expressed in Canadian dollars)**(Unaudited – Prepared by Management)***5. Exploration and Evaluation Assets**

The Company acquired the Tonopah Project in March 2017. The Tonopah Project is an advanced stage exploration/evaluation project located on the Walter Lake Trend of Western Nevada.

A continuity of the Company's exploration and evaluation assets is as follows:

	July 31, 2021	October 31, 2020
	\$	\$
Opening balance	759,446	750,436
Impact of foreign exchange	(48,813)	9,010
	710,633	759,446

The following is a summary of exploration expenditures incurred by the Company on the Tonopah Project:

	For the three months ended		For the nine months ended	
	July 31		July 31	
	2021	2020	2021	2020
	\$	\$	\$	\$
Claim Fees	24,746	-	24,746	-
Bond Premium	-	25	4,781	5,088
Consulting	21,064	1,854	115,286	35,538
Drilling	-	177,867	386,029	204,496
Environmental	16,256	6,609	64,779	10,611
Metallurgical Testwork	-	21	-	4,292
Permits	-	-	655	-
Salaries	16,408	17,084	48,216	50,768
Samples	-	15,141	75,429	15,141
Supplies/General	4,746	9,733	34,791	19,081
Technical Reports	5,690	101,239	149,158	156,147
Travel	4,993	15,955	23,023	15,983
Surveys	29,413	-	97,357	-
	123,316	345,528	1,024,250	517,145

6. Related Party Transactions

- a) The Company is party to a consulting service agreement, dated April 10, 2017, and amended on January 1, 2019 and August 25, 2021, with Kalex LLC ("Kalex"), an entity owned by James Hesketh, the Company's president and CEO and a member of the board of directors of the Company, for monthly management fee of US\$10,000. During the period ended July 31, 2021, the Company incurred \$96,431 (2020 - \$101,536) in management fees/salaries. The Compensation of Mr. Hesketh is equally divided between management fees in the statement of loss and as salaries within exploration expenditures. As at July 31, 2021, \$nil (October 31, 2020 - \$535), included in accounts payable and accrued liabilities, was payable to Kalex.
- b) Avisar Everyday Solutions Ltd. ("Avisar") a firm where the CFO is a founder and principal, provides bookkeeping, treasury, and financial reporting services to the Company. During the period ended July 31, 2021, the Company incurred accounting fees of \$52,235 (2020 - \$50,143) to Avisar. As at July 31, 2021,

VIVA GOLD CORP.**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

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\$6,090 (October 31, 2020 - \$5,460), included in accounts payable and accrued liabilities, was balance due to Avisar.

- c) During the period ended April 30, 2021, share based payments related to the incentive stock options granted to related parties amounted to \$91,842 (2020 - \$108,366).
- d) During the period ended July 31, 2021, the Company also paid \$29,722 as one-time compensation to its directors.
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7. Asset Retirement Obligation

A continuity of the Company's Asset Retirement Obligation is as follows:

	July 31, 2021	October 31, 2020
	\$	\$
Opening balance	165,130	163,171
Impact of foreign exchange	(10,614)	1,959
	<u>154,516</u>	<u>165,130</u>

8. Share Capital**Common Shares**

The Company is authorized to issue an unlimited number of common shares without par value.

On June 28, 2021, the Company completed a brokered private placement of 16,400,800 Units in the Company at a price of \$0.17 per Unit for gross proceeds of \$2,788,136. Each Unit consists of one common share and one common share purchase warrant. Each share purchase warrant is exercisable to acquire one common share at a price of \$0.25 per share until June 28, 2024. In connection with the private placement, the Company paid the Agent a cash commission and also issued warrants to the Agent entitling them to purchase an aggregate of 851,412 Units at an exercise price of \$0.17 until June 28, 2024. Total cash financing cost and fees incurred in conjunction of the private placement amounted to \$367,589. The fair value of the broker warrants was calculated as \$80,685 and was determined using the Black-Scholes option pricing model using the following assumptions: expected dividend yield: 0%; expected life: 3 years; expected stock price volatility: 94%; risk-free rate: 0.63%.

During the period ended July 31, 2021, the Company issued 14,000 common shares.

Stock Options

On July 2, 2021, the Company issued 650,000 stock options to certain directors, officers, and consultants. The options are exercisable at \$0.17 per share and have a term of three years with 50% vesting immediately and 25% for each year following the award date. The fair value of these stock options was calculated to be \$62,277 and was determined using the Black-Scholes option pricing model using the following assumptions: expected dividend yield: 0%; expected life: 3 years; expected stock price volatility: 94%; risk-free rate: 0.65%.

During the period ended July 31, 2021, total share-based payments expense related recognized by the Company based on graded vesting schedule amounted to \$121,940.

VIVA GOLD CORP.**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

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A continuity of stock options was as follows:

	July 31, 2021	Weighted average	October 31, 2020
	# of Options	exercise price	
		\$	
Outstanding, beginning of the p	3,808,500	0.34	2,075,000
Granted	650,000	0.17	1,733,500
Forfeited	(1,600,000)	0.42	-
Outstanding, end of the period	2,858,500	0.26	3,808,500
Vested, end of the period	1,831,375	0.27	2,660,500

The details of stock options outstanding as at July 31, 2021 were as follows:

Number of Options	Exercise Price	Expiry Date	Remaining Life
	(\$)		(Years)
825,000	0.29	December 13, 2021	0.37
100,000	0.30	March 20, 2022	0.64
458,500	0.24	February 21, 2023	1.56
705,000	0.29	July 1, 2023	1.92
120,000	0.34	July 7, 2023	1.93
650,000	0.17	July 2, 2024	2.92
2,858,500	0.26		1.60

Warrants

A continuity of the Company's warrants is as follows:

	July 31, 2021	Weighted average	October 31, 2020
	# of Warrants	exercise price	
		\$	
Outstanding - opening	14,316,968	0.36	6,398,038
Issued	17,252,212	0.25	8,953,480
Expired	(4,166,320)	0.43	(1,034,550)
Exercised	(14,000)	0.30	-
Outstanding - ending	27,388,860	0.27	14,316,968

VIVA GOLD CORP.**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

July 31, 2021

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Details of share purchase warrants outstanding as at July 31, 2021 are as follows:

Number of Warrants	Exercise Price (\$)	Expiry Date	Remaining Life (Years)
1,197,168	0.40	August 3, 2021	0.01
2,007,480	0.34	December 23, 2021	0.40
931,000	0.34	February 21, 2022	0.56
6,001,000	0.30	June 23, 2023	1.90
16,400,800	0.25	June 28, 2024	2.91
851,412	0.17	June 28, 2024	2.91
27,388,860	0.27		2.30

9. Events occurring after the reporting period

- A total of 1,197,168 warrants, exercisable at \$0.40 per share expired without being exercised on August 3, 2021.
 - On August 24, 2021, the Company granted 150,000 incentive stock options to a director. These incentive stock options are exercisable at \$0.165 per common share until August 24, 2024.
-