

VIVA GOLD CORP.
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

April 30, 2018

(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 auditors

Viva Gold Corp.

Interim Consolidated Statements of Financial Position

(Expressed in Canadian Dollars)

| | Note | April 30, 2018 \$ (Unaudited) | October 31, 2017 \$ |
|---|------|-------------------------------------|------------------------|
| ASSETS | | | |
| Current Assets | | | |
| Cash and cash equivalents | 3 | 169,835 | 574,026 |
| Receivable and prepayments | | 26,345 | - |
| | | 196,180 | 574,026 |
| Cash – restricted | 4 | 103,897 | 159,860 |
| Exploration and evaluation assets | 5 | 731,960 | 735,210 |
| TOTAL ASSETS | | 1,032,037 | 1,469,096 |
| LIABILITIES | | | |
| Current liabilities | | | |
| Accounts payable and accrued liabilities | 6 | 81,744 | 597,186 |
| Loan payable | 6 | 256,667 | - |
| | | 338,411 | 597,186 |
| Asset retirement obligation | 7 | 159,154 | 159,860 |
| TOTAL LIABILITIES | | 497,565 | 757,046 |
| SHAREHOLDERS' EQUITY | | | |
| Common shares | 8 | 2,717,983 | 1,218,507 |
| Shares subscribed | 8 | - | 546,750 |
| Cumulative translation adjustment | | (3,279) | (4,665) |
| Contributed surplus | 8 | 231,929 | 375,000 |
| Deficit | | (2,412,161) | (1,423,542) |
| TOTAL SHAREHOLDERS' EQUITY | | 534,472 | 712,050 |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | | 1,032,037 | 1,469,096 |

Nature of Operations and Going Concern (Note 1)
Subsequent event (Note 8)

Approved on behalf of the Board:

“Gary MacDonald”
Gary MacDonald, Director

“James Hesketh”
James Hesketh, Director

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

Viva Gold Corp.

Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)

(Expressed in Canadian Dollars, except share data)

(Unaudited – Prepared by Management)

| | | For the three months ended April 30, | | For the six months ended April 30, | |
|--|------|---|---------------|---------------------------------------|---------------|
| | Note | 2018 | 2017 | 2018 | 2017 |
| | | \$ | \$ | \$ | \$ |
| EXPENSES | | | | | |
| Exploration cost | 5 | 202,781 | - | 438,637 | - |
| Interest and bank charges | 6 | 6,517 | 43 | 8,660 | 202 |
| Management fees | 6 | 23,906 | - | 45,646 | - |
| Office costs | | 9,507 | 1,187 | 14,662 | 9,374 |
| Professional fees | 6 | 29,316 | 29,649 | 48,182 | 29,682 |
| Share based payments | 8 | 160,065 | - | 356,929 | - |
| Shareholder information | | 14,980 | - | 44,406 | 1,893 |
| Transfer agent and filing fees | | 15,720 | 5,841 | 23,120 | 8,765 |
| Travel expenses | | 1,989 | 4,733 | 8,419 | 8,296 |
| | | (464,781) | (41,453) | (988,661) | (58,212) |
| Gain on settlement of accounts payable | | - | 105,919 | - | 105,919 |
| Interest Income | | - | - | 42 | 40 |
| NET INCOME (LOSS) | | (464,781) | 64,466 | (988,619) | 47,747 |
| OTHER COMPREHENSIVE INCOME (LOSS): | | | | | |
| Items that may be reclassified to profit or loss | | | | | |
| Exchange losses arising on translation of foreign operations | | 33,237 | - | 1,386 | - |
| COMPREHENSIVE INCOME (LOSS) | | (431,544) | 64,466 | (987,233) | 47,747 |
| BASIC AND DILUTED INCOME (LOSS) PER SHARE | | | | | |
| | | (0.03) | 0.01 | (0.06) | 0.00 |
| Weighted average number of shares outstanding | | 16,470,967 | 10,254,167 | 16,230,538 | 10,254,167 |

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

Viva Gold Corp.

Interim Consolidated Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

| | Number of shares | Share capital \$ | Shares Subscribed \$ | Cumulative Translation Adjustment \$ | Contributed Surplus \$ | Deficit \$ | Total Equity \$ |
|---|---------------------|---------------------|----------------------------|---|------------------------------|---------------|--------------------|
| Balance as at October 31, 2016 | 8,754,167 | 723,507 | - | - | - | (811,041) | (87,534) |
| Property Acquisition | 1,500,000 | 495,000 | - | - | - | - | 495,000 |
| Net income | - | - | - | - | - | 47,747 | 47,747 |
| Balance as at April 30, 2017 | 10,254,167 | 1,218,507 | - | - | - | (763,294) | 455,213 |
| Balance as at October 31, 2017 | 10,254,167 | 1,218,507 | 546,750 | (4,665) | 375,000 | (1,423,542) | 712,050 |
| Private placement | 4,204,000 | 1,051,000 | (546,750) | - | - | - | 504,250 |
| Financing cost incurred | 12,800 | (51,524) | - | - | - | - | (51,524) |
| Shares issued for accrued compensation | 2,000,000 | 500,000 | - | - | (375,000) | - | 125,000 |
| Share based payment | - | - | - | - | 231,929 | - | 231,929 |
| Exchange losses arising on translation of foreign operations | - | - | - | 1,386 | - | - | 1,386 |
| Net loss | - | - | - | - | - | (988,619) | (988,619) |
| Balance as at April 30, 2018 | 16,470,967 | 2,717,983 | - | (3,279) | 231,929 | (2,412,161) | 534,472 |

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

Viva Gold Corp.

Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

(Unaudited – Prepared by Management)

| | For the six months ended April 30, | |
|--|---------------------------------------|---------------------|
| | 2018 | 2017 |
| | \$ | \$ |
| OPERATING ACTIVITIES | | |
| Net income (loss) | (988,619) | 47,747 |
| Share based compensation | 356,929 | - |
| Changes in working capital | | |
| Receivable and prepayments | (26,345) | (1,214) |
| Advance | - | 60,000 |
| Accounts payable and accrued liabilities | (258,779) | 33,859 |
| Cash flow used in operating activities | <u>(916,814)</u> | <u>140,392</u> |
| FINANCING ACTIVITY | | |
| Proceeds from private placement, net of costs | 452,726 | 495,000 |
| Cash flow from financing activities | <u>452,726</u> | <u>495,000</u> |
| INVESTING ACTIVITY | | |
| Acquisition of exploration and evaluation assets | - | (635,829) |
| Restricted cash | 54,677 | - |
| Cash flow from (used in) investing activities | <u>54,677</u> | <u>(635,829)</u> |
| DECREASE IN CASH FLOW | (409,411) | (437) |
| Impact of foreign exchange | 5,220 | - |
| CASH AND CASH EQUIVALENTS – Opening | <u>574,026</u> | <u>7,502</u> |
| CASH AND CASH EQUIVALENTS - Ending | <u>169,835</u> | <u>7,065</u> |
| Non-cash transactions: | | |
| Conversion of accounts payable into loan | 250,000 | - |
| Shares issued for accrued compensation | 375,000 | - |

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

VIVA GOLD CORP.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

April 30, 2018

(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 was classified as a Capital Pool Company (“CPC”) as defined by TSX Venture Exchange (TSX-V) Policy 2.4. On February 22, 2017 the Company registered a 100% owned subsidiary, 0862130 Corp. in the State of Nevada. The Company, through its subsidiary, acquired a project located near Tonopah Nevada (the “Tonopah Project”) (Note 5). On November 7, 2017, the TSX-V accepted this acquisition as the Company’s Qualifying Transaction and the Company became a Tier 2 issuer.

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 April 30, 2018 had an accumulated deficit of \$2,412,161. 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.

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, 2017, 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 June 25, 2018.

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,

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

April 30, 2018

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

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, 2017.

3. Cash and Cash Equivalents

| | April 30, 2018 | October 31, 2017 |
|------------------------------------|----------------|------------------|
| | \$ | \$ |
| Cash at bank | 158,848 | 568,037 |
| Guaranteed investment certificates | 10,750 | 5,750 |
| Deposits | 237 | 239 |
| | <u>169,835</u> | <u>574,026</u> |

4. Restricted Cash

The Company has reclamation bonds with the Bureau of Land Management in the State of Nevada to insure the completion of future Asset Retirement Obligations as estimated utilizing a standardized reclamation cost estimating system for the State of Nevada. During the quarter, the Company replaced its cash backed reclamation bonds with reclamation surety bonds through Lexon Insurance. Fifty percent of the bond value is now cash collateralized versus being fully cash backed. The Company will pay an annual surety premium for this insurance. These cash deposits are not releasable until such time that sufficient reclamation has been completed.

| | April 30, 2018 | October 31, 2017 |
|----------------------------|----------------|------------------|
| | \$ | \$ |
| Opening balance | 159,860 | - |
| Addition | - | 155,507 |
| Refund | (54,677) | - |
| Impact of foreign exchange | (1,286) | 4,353 |
| | <u>103,897</u> | <u>159,860</u> |

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.

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

April 30, 2018

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

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

| | April 30, 2018 |
|----------------------------|-----------------------|
| | \$ |
| Opening balance | 735,210 |
| Impact of foreign exchange | (3,250) |
| | 731,960 |

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

| | For the six months ended | |
|-------------------|---------------------------------|-------------|
| | April 30 | |
| | 2018 | 2017 |
| | \$ | \$ |
| Bond Premium | 4,773 | - |
| Consulting | 49,711 | - |
| Drilling | 176,093 | - |
| Environmental | 14,453 | - |
| Permits | 650 | - |
| Salaries | 45,646 | - |
| Samples | 35,756 | - |
| Supplies/General | 10,296 | - |
| Technical Reports | 84,830 | - |
| Travel | 16,429 | - |
| | 438,637 | - |

6. Related Party Transactions

- a) The Company is a party to a consulting service agreement, dated April 10, 2017, with Kalex LLC ("Kalex"), an entity owned by James Hesketh, the Company's director, president and CEO. The agreement provides for services by Mr. Hesketh as the president and CEO of the Company for a monthly retainer of US\$12,500 and the issue of up to 2,000,000 common shares to Kalex as partial consideration for services performed, as follows:
- An initial tranche of 500,000 common shares as a signing bonus for recognition of services to secure the acquisition of the Tonopah Project;
 - A second tranche of 500,000 common shares upon TSX-V's acceptance of the Company's Qualifying Transaction;
 - A third tranche of 500,000 common shares upon completion of an updated independent NI 43-101 compliant technical report declaring mineral resources on the Tonopah Project; and
 - A fourth and final tranche of 500,000 common shares upon the completion of six months of service to the Company.

An NI43-101 compliant technical report was issued for the Tonopah Project on March 27, 2018. All tranches have now been fully vested to Kalex.

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

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The monthly retainer of US\$12,500 as well as the common shares compensation were conditional upon TSX-V's approval of the Company's Qualifying Transaction, which was obtained on November 7, 2017. During the six months ended April 30, 2018, the Company incurred \$91,292 in management fees/salaries. The Compensation of Mr. Hesketh is included as management fees (\$45,646) and within exploration expenditures as salaries (\$45,646). As at April 30, 2018, \$32,661 (October 31, 2017 - \$669), included in accounts payable and accrued liabilities, was balance due to Kalex.

During the period ended April 30, 2018, compensation expense of \$125,000, pertaining to the third tranche, was recognized in the Company's statement of loss. The fair value of these 500,000 shares was determined using the closing share price on the date the NI 43-101 compliant technical report was released. During the year ended October 31, 2017, compensation expense of \$375,000, pertaining to the first, second and fourth tranches and relating to the services that were provided by Mr. Hesketh during the year ended October 31, 2017, was recognized in the Company's statement of loss. The fair value of these 1,500,000 shares was determined using \$0.25 per share based on the private placement that also closed on November 7, 2017 (Note 8). During the period ended April 30, 2018, the Company issued the 2,000,000 compensation shares, of which, 1,850,000 were held in escrow as at April 30, 2018.

- b) Avisar Chartered Professional Accountants, ("Avisar") a firm where the CFO is a founder and principal, provides financial reporting services to the Company. During the six months ended April 30, 2018, the Company incurred accounting fees of \$27,980 (2017 - \$Nil) to Avisar. As at April 30, 2018, \$5,460 (October 31, 2017 - \$Nil), included in accounts payable and accrued liabilities, was balance due to Avisar.
- c) During the year ended October 31, 2017, the Company received advances from persons related to a director in the amount of \$470,795. These advances were unsecured, non-interest bearing, and had no fixed terms of repayment. During the period ended April 30, 2018, the Company repaid \$220,795 of these advances.

On December 21, 2017, the Company reached an agreement with the lender for \$250,000 of the remaining amount, which is payable prior to December 31, 2018. The maturity period can be extended for a further one year for fee equivalent to 5% of the principal amount outstanding as at the date of the loan extension. The revised loan bears interest at 8% per annum. The Company may prepay the loan in whole or in part at any time before the stated maturity date. During the period ended April 30, 2018, the Company recognized interest expense of \$6,667. As at April 30, 2018, total loan payable amounted to \$256,667.

- d) During the period ended April 30, 2018, share based payments related to the incentive stock options (Note 8) granted to related parties amounted to \$198,797.

7. Asset Retirement Obligation

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

| | April 30, 2018 | October 31, 2017 |
|----------------------------|-----------------------|-------------------------|
| | \$ | \$ |
| Opening balance | 159,860 | - |
| Addition | | 155,507 |
| Impact of foreign exchange | (706) | 4,353 |
| | 159,154 | 159,860 |

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

April 30, 2018

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8. Common Shares**Common Shares**

On November 7, 2017, the Company completed a non-brokered private placement of 4,204,000 units, for total proceeds of \$1,051,000. As at October 31, 2017, the Company had received advance subscriptions of \$546,750 and a further \$504,250 were received during the period ended April 30, 2018. Each subscriber received a unit at a price of \$0.25 consisting of one common share and one share purchase warrant exercisable at a price of \$0.35 per share until November 7, 2019. The insiders of the Company acquired 304,000 units in the private placement for gross proceeds of \$76,000.

In conjunction with the private placement, the Company paid cash commissions of \$51,524 and issued 12,800 units to the finders on the same terms as the other subscribers.

Escrow Shares

As of April 30, 2018, there are 1,972,500 common shares of the Company held in escrow.

Stock Options

On January 18, 2018, the Company granted a total of 1,050,000 stock options to directors, officers, employees, and consultants. The options are exercisable at \$0.50 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 determined using the Black-Scholes option pricing model using the following assumptions: expected dividend yield: 0%; expected life: 3 years; expected stock price volatility: 105%; risk-free rate: 1.87%. During the period ended April 30, 2018, total share based payments expense related to these stock options amounted to \$231,929.

A continuity of the Company's incentive stock options is as follows:

| | April 30, 2018 | |
|--------------------------------------|-----------------------|---|
| | # of Options | Weighted average exercise price \$ |
| Outstanding, beginning of the period | - | - |
| Granted | 1,050,000 | 0.50 |
| Outstanding, end of the period | 1,050,000 | 0.50 |
| Vested, end of the period | 525,000 | 0.50 |

Warrants

As at April 30, 2018, the Company had 4,216,800 warrants outstanding, issued pursuant to the private placement described above. Subsequent to April 30, 2018, the Company issued 1,150,000 common shares for gross proceeds of \$402,500 related to the exercise of 1,150,000 warrants.
