

VIVA GOLD CORP.
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

January 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	January 31, 2021	October 31, 2020
		\$	\$
ASSETS		(Unaudited)	
Current Assets			
Cash and cash equivalents	4	578,774	1,161,863
Receivable and prepayments		83,053	181,285
		661,827	1,343,148
Cash – restricted	5	79,417	82,761
Exploration and evaluation assets	6	728,767	759,446
Right of use asset	3	1,098	4,905
TOTAL ASSETS		1,471,109	2,190,260
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities	7	76,943	30,516
Lease liability	3	1,265	5,215
		78,208	35,731
Asset retirement obligation	8	158,459	165,130
TOTAL LIABILITIES		236,667	200,861
SHAREHOLDERS' EQUITY			
Common shares	9	8,699,414	8,699,414
Cumulative translation adjustment		(21,558)	13,312
Contributed surplus	9	889,291	852,298
Deficit		(8,332,705)	(7,575,625)
TOTAL SHAREHOLDERS' EQUITY		1,234,442	1,989,399
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		1,471,109	2,190,260

Nature of Operations and Going Concern (Note 1)
Events Occurring after the Reporting Period (Note 10)

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 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 January 31,	
	Note	2021	2020
		\$	\$
OPERATING EXPENSES			
Amortization expense	3	3,768	3,717
Exploration cost	6	580,642	90,822
Management fees	7	16,679	16,454
Office costs		13,906	9,503
Professional fees	7	30,794	17,208
Share based payments	7 & 9	36,993	24,065
Investor relations		69,100	122,214
Transfer agent and filing fees		5,231	3,052
Travel expenses		-	11,065
		(757,113)	(298,100)
Interest expense		-	(3,954)
Interest income		33	72
NET LOSS		(757,080)	(301,982)
OTHER COMPREHENSIVE INCOME (LOSS): Items that may be reclassified to profit or loss			
Exchange losses arising on translation of foreign operations		(34,870)	2,004
COMPREHENSIVE LOSS		(791,950)	(299,978)
BASIC AND DILUTED LOSS PER SHARE		(0.02)	(0.01)
Weighted average number of shares outstanding		39,226,425	25,078,562

The accompanying notes are an integral part of these interim 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, 2019	24,227,565	5,231,513	-	12,714	561,572	(5,490,899)	314,900
Private placement - Cash	2,007,480	481,795	33,338	-	-	-	515,133
Financing cost incurred - Cash	-	(23,325)	-	-	-	-	(23,325)
Share based payments – Options	-	-	-	-	24,065	-	24,065
Exchange differences arising on translation of foreign operations	-	-	-	2,004	-	-	2,004
Net loss	-	-	-	-	-	(301,982)	(301,982)
Balance as at January 31, 2020	26,235,045	5,689,983	33,338	14,718	585,637	(5,792,881)	530,795
Balance as at October 31, 2020	39,226,425	8,699,414	-	13,312	852,298	(7,575,625)	1,989,399
Share based payments – Options	-	-	-	-	36,993	-	36,993
Exchange differences arising on translation of foreign operations	-	-	-	(34,870)	-	-	(34,870)
Net loss	-	-	-	-	-	(757,080)	(757,080)
Balance as at January 31, 2021	39,226,425	8,699,414	-	(21,558)	889,291	(8,332,705)	1,234,442

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

Viva Gold Corp.

Interim Consolidated Statements of Cash Flows

(Expressed in Canadian Dollars)

Unaudited – Prepared by Management

	For the three months ended	
	January 31,	
	2021	2020
	\$	\$
OPERATING ACTIVITIES		
Net loss	(757,080)	(301,982)
Accretion of lease liability	95	466
Amortization	3,620	3,717
Share based payments	36,993	24,065
Changes in working capital		
Receivable and prepayments	98,237	17,928
Accounts payable and accrued liabilities	45,971	(160,481)
Interest payable	-	3,954
Cash flow used in operating activities	(572,164)	(412,333)
FINANCING ACTIVITIES		
Proceeds from private placement, net of costs	-	491,808
Proceeds from exercise of warrants	-	(3,951)
Proceeds from loans	-	50,000
Lease payments	(3,848)	-
Cash flow from (used in) financing activities	(3,848)	537,857
INCREASE (DECREASE) IN CASH	(576,012)	125,524
Impact of foreign exchange	(7,077)	(1,231)
CASH AND CASH EQUIVALENTS – Opening	1,161,863	35,979
CASH AND CASH EQUIVALENTS – Ending	578,774	160,272

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

January 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.

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 January 31, 2021 had an accumulated deficit of \$8,332,705. 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 March 24, 2021.

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.

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

January 31, 2021

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

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. Leases

In March 2019, the Company entered into a lease agreement for an office space in Tonopah, Nevada and had accounted for it as an operating lease based on the previous IFRS standards as of October 31, 2019. On November 1, 2019, the Company adopted IFRS 16 and recognized this lease as per the new standard. For the purpose of initial recognition of right of use asset and lease liability, the Company used the total commitment amount of \$21,056 (US\$16,000) as at October 31, 2019 and discounted this amount to \$19,632 (US\$14,918) by using a discount rate of 10%, the Company's incremental borrowing rate.

A continuity of the Company's lease liability is as follows:

	January 31, 2021
	Lease Liability
Balance October 31, 2019	-
Initial recognition	19,632
Payments	(16,155)
Accretion	1,344
Impact of foreign exchange	394
Balance, October 31, 2020	5,215
Payments	(3,848)
Accretion	95
Impact of foreign exchange	(197)
Balance, January 31, 2021	1,265
Less: current portion of lease liability	(1,265)
Long-term portion of lease liability	-

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

January 31, 2021

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

A continuity of the Company's right of use asset schedule is as follows:

	January 31, 2021
	Right of Use Asset
Balance October 31, 2019	-
Initial recognition	19,632
Amortization	(15,122)
Impact of foreign exchange	395
Balance, October 31, 2020	4,905
Amortization	(3,620)
Impact of foreign exchange	(187)
Balance, January 31, 2021	1,098

4. Cash and Cash Equivalents

	January 31, 2021	October 31, 2020
	\$	\$
Cash at bank	567,788	1,150,867
Guaranteed investment certificates	10,750	10,750
Deposits	236	246
	578,774	1,161,863

5. 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 (Note 9) as estimated utilizing a standardized reclamation cost estimating system for the State of Nevada. During the year ended October 31, 2018, the Company replaced 50% of its cash backed reclamation bonds with reclamation surety bonds through Lexon Insurance. 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 January 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).

	January 31, 2021	October 31, 2020
	\$	\$
Opening balance	82,761	81,779
Impact of foreign exchange	(3,344)	982
	79,417	82,761

6. Exploration and Evaluation Asset

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**

January 31, 2021

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

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

	January 31, 2021	October 31, 2020
	\$	\$
Opening balance	759,446	750,436
Impact of foreign exchange	(30,679)	9,010
	728,767	759,446

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

	For the Three months ended January 31	
	2021	2020
	\$	\$
Consulting	66,811	32,908
Drilling	279,600	26,016
Environmental	13,826	1,738
Metallurgical Testwork	-	4,173
Salaries	16,679	16,454
Samples	34,436	-
Supplies & general	25,223	4,073
Technical Reports	70,050	5,434
Travel	11,505	26
Surveys	62,512	-
	580,642	90,822

7. Related Party Transactions

- a) The Company is party to a consulting service agreement, dated April 10, 2017, 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. On January 1, 2019, the consulting service agreement was revised and as a result, the monthly management fee payable under this agreement was reduced to US\$8,333 (Previously US\$12,500). During the period ended January 31, 2021, the Company incurred \$32,165 (2019 - \$32,908) 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 January 31, 2021, \$500 (October 31, 2020 - \$535), included in accounts payable and accrued liabilities, was balance due 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 January 31, 2021, the Company incurred accounting fees of \$17,735 (2019 - \$15,600) to Avisar. As at January 31, 2021, \$7,702 (October 31, 2020 - \$5,460), included in accounts payable and accrued liabilities, was balance due to Avisar.
- c) During the period ended January 31, 2021, share based payments related to the incentive stock options granted to related parties amounted to \$27,737.

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

January 31, 2021

*(Expressed in Canadian dollars)**(Unaudited – Prepared by Management)***8. Asset Retirement Obligation**

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

	January 31, 2021	October 31, 2020
	\$	\$
Opening balance	165,130	163,171
Impact of foreign exchange	(6,671)	1,959
	158,459	165,130

9. Share Capital**Common Shares**

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

During the period ended January 31, 2021, no common shares the company were issued. As at January 31, 2021, there were 39,226,425 common shares of the company outstanding.

Stock Options

As at January 31, 2021, the Company had 2,508,500 stock options outstanding (vested: 1,691,750). During the period ended January 31, 2021, total share-based payments expense related to these stock options amounted to \$36,993.

The details of stock options outstanding as at January 31, 2021 are as follows:

Number of Options	Exercise Price (\$)	Expiry Date	Remaining Life (Years)
825,000	0.29	December 13, 2021	0.87
100,000	0.30	March 20, 2022	1.13
458,500	0.24	February 21, 2023	2.06
705,000	0.29	July 1, 2023	2.41
420,000	0.34	July 7, 2023	2.43
2,508,500	0.29		1.79

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

January 31, 2021

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

During period ended January 31, 2021, a total of 1,967,986 warrants expired.

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

	January 31, 2021	Weighted average exercise price	October 31, 2020
	Number of Warrants	\$	Number of Warrants
Outstanding - opening	14,316,968	0.36	6,398,038
Granted	-	-	8,953,480
Expired	(1,967,986)	0.47	(1,034,550)
Outstanding - ending	12,348,982	0.34	14,316,968

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

Number of Warrants	Exercise Price (\$)	Expiry Date	Remaining Life (Years)
2,198,334	0.40	July 3, 2021	0.42
1,197,168	0.40	August 3, 2021	0.50
2,007,480	0.34	December 23, 2021	0.89
931,000	0.34	February 21, 2022	1.06
6,015,000	0.30	June 23, 2023	2.39
12,348,982	0.34		1.51

10. Events occurring after the reporting period

1. On March 1, 2021, a total of 300,000 stock options expired without being exercised.
2. On March 3, 2021, the company entered into a business combination agreement ("Transaction") with Golden Predator Mining Corp ("Golden Predator"), whereby Golden Predator will acquire all outstanding common shares and securities of the Company by way of a plan of arrangement. The parties currently expect the Transaction to be completed on or about May 3, 2021. Upon completion of the Transaction, Viva Gold will apply to delist the Viva Gold Shares from the Toronto Stock Exchange Venture market ("TSXV"), and former shareholders of Viva Gold will hold approximately 27% of the outstanding shares of Golden Predator. The Exchange Ratio represents a premium of approximately 35% to the Viva Gold shareholders over the 20-day volume weighted average price, and 35% to the 30-day volume weighted average price of the Viva Gold Shares as at March 1, 2021. The closing of the Transaction is subject to customary conditions, including the approval of Viva Gold shareholders, court approvals of the Arrangement and the Return of Capital, and the acceptance of the TSXV.