Origin Gold Corporation

Condensed Interim Consolidated Financial Statements
(unaudited)

For the three and nine months ended September 30, 2020

(Expressed in Canadian dollars)

NOTICE OF NO AUDITOR REVIEW OF
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the condensed interim consolidated financial statements, they must be accompanied by a notice indicating that the interim consolidated financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada (CPA Canada) for a review of interim financial statements by an entity's auditor.

Origin Gold Corporation

Condensed Interim Consolidated Statements of Financial Position

(In Canadian dollars- unaudited)

As at:	Notes	September 30, 2020	December 31, 2019
ASSETS			
Current assets:			
Cash and cash equivalents	4	$ 509,831	$ 252,070
Amounts receivable		7,745	14,734
Prepaid expenses and advances		16,649	30,967
Total current assets		534,225	297,771
Non-current assets:			
Property, plant and equipment	5	31,549	31,653
TOTAL ASSETS		**$ 565,774**	**$ 329,424**
LIABILITIES AND EQUITY			
Current liabilities:			
Accounts payable and accrued liabilities		$ 61,676	$ 31,758
Total liabilities		61,676	31,758
Shareholders' equity:			
Share capital	7	8,458,211	7,651,920
Contributed surplus		4,025,850	3,806,506
Deficit		(11,958,647)	(11,142,109)
Accumulated other comprehensive loss		(21,316)	(18,651)
Total shareholders' equity		504,098	297,666
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$ 565,774**	**$ 329,424**
Nature of operations and going concern	1		
Commitments and contingencies	11		
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Approved by the Board of Directors

(s) Fred Leigh
Fred Leigh, Director

(s) Jaime Lalinde
Jaime Lalinde, Director

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

Origin Gold Corporation

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

(In Canadian dollars- unaudited)

	Notes	For the three months ended September 30, 2020	2019	For the nine months ended September 30, 2020	2019
Expenses:					
Professional and consulting fees		$ 94,821	$ 61,593	$ 338,243	$ 231,011
Exploration and evaluation expenses	6	79,553	118,396	$ 204,321	281,510
Shareholder communications and transfer agent fees		11,639	9,636	$ 34,291	100,699
General and administrative expenses		15,330	11,525	$ 34,828	39,417
Travel expenses		-	3,077	$ 5,917	21,407
Share-based compensation	7	164,560	40,000	$ 197,385	98,000
Foreign exchange (gain)/loss		764	-	$ 1,781	-
Operating loss		366,667	244,227	$ 816,766	772,044
Other (gains)/losses		(10)	(2,618)	$ (228)	(5,861)
Net loss		366,657	241,609	$ 816,538	766,183
Other comprehensive loss					
Currency translation of foreign subsidiary		3,235	3,539	$ 2,665	17,729
Net and comprehensive loss		**$ 369,892**	**$ 245,148**	**$ 819,203**	**$ 783,912**
Loss per share					
Basic and diluted loss per share		$ (0.007)	$ (0.005)	$ (0.015)	$ (0.020)
Weighted average number of common shares outstanding:					
Basic and diluted		55,487,984	50,790,191	55,487,984	47,231,671

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

Origin Gold Corporation

Condensed Interim Consolidated Statements of Changes in Equity

(In Canadian dollars- unaudited)

	Share capital		Contributed surplus	Accumulated other comprehensive (loss)	Deficit	Total shareholers' equity
	No.	$	$	$	$	$
Balance, December 31, 2018	41,134,191	6,792,552	3,429,299	-	(9,983,940)	237,911
Shares issued from private placement, net	9,656,000	965,600	-	-	-	965,600
Private placement - share issue costs	-	-	-	-	(76,281)	(76,281)
Black Scholes- warrants	-	(82,076)	82,076	-	-	-
Warrant revaluation (Note 7)	-	-	65,375	-	(65,375)	-
Share-based payments	-	-	98,000	-	-	98,000
Net loss	-	-	-	-	(766,183)	(766,183)
Other comprehensive loss	-	-	-	(17,729)	-	(17,729)
Balance, September 30, 2019	**50,790,191**	**7,676,076**	**3,674,750**	**(17,729)**	**(10,891,779)**	**441,318**
Balance, December 31, 2019	51,590,191	7,651,920	3,806,506	(18,651)	(11,142,109)	297,666
Shares issued from private placement, net	10,000,000	496,750	-	-	-	496,750
Black Scholes-warrants	-	(223,074)	223,074	-	-	-
Share-based payments	-	-	197,385	-	-	197,385
Warrants exercised (Note 7)	2,130,000	514,102	(194,602)	-	-	319,500
Options exercised	120,000	18,513	(6,513)	-	-	12,000
Net loss	-	-	-	-	(816,538)	(816,538)
Other comprehensive loss	-	-	-	(2,665)	-	(2,665)
Balance, September 30, 2020	**63,840,191**	**8,458,211**	**4,025,850**	**(21,316)**	**(11,958,647)**	**504,098**

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

Origin Gold Corporation

Condensed Interim Consolidated Statements of Cash Flows

(In Canadian dollars- unaudited)

		For the nine months ended September 30,		
	Notes	2020		2019
Cash flows used in operating activities				
Net loss		(816,538)	$	(766,183)
Depreciation		104		82
Share-based payments	7	197,385		98,000
Working capital adjustments:				
Change in amounts receivable		6,989		(876)
Change in prepaid expenses		14,318		(29,396)
Change in accounts payable and accrued liabilities		29,918		11,520
Net cash (used in) operating activities		**(567,824)**		**(686,853)**
Cash flows used in investing activities				
Acquisition of property, plant and equipment		-		(29,690)
Net cash (used in) investing activities		**-**		**(29,690)**
Cash flows from financing activities				
Proceeds from private placement	7	500,000		965,600
Private placement- share issue costs	7	(3,250)		(76,281)
Exercise of options		12,000		-
Exercise of warrants		319,500		-
Net cash provided by financing activities		**828,250**		**889,319**
Effect of foreign exchange rate changes on cash and cash equivalents		(2,665)		(17,729)
Change in cash		257,761		155,047
Cash, beginning of the period		252,070		245,662
Cash, end of the period		**509,831**	**$**	**400,709**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Origin Gold Corporation ("Origin" or collectively with its subsidiaries the "Company") was incorporated under the *Canada Business Corporations Act* on April 20, 2012. Origin's common shares are listed on the TSX Venture Exchange (the "Exchange") under the symbol OIC. The address of its head office and principal place of business is 65 Queen Street West, Suite 905, Toronto (Ontario), Canada, M5H 2M5.

The Company is engaged in the evaluation, acquisition and exploration of mineral properties in Colombia. It plans to ultimately develop the properties, bring them into production, option or lease the properties to third parties, or sell the properties outright. It has not determined whether these properties contain mineral reserves that are economically recoverable, and the Company is considered to be in the exploration stage.

Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements and non-compliance with regulatory requirements.

Given that the Company has not yet determined whether its mineral property contains mineral deposits that are economically recoverable, the Company has not yet generated income nor cash flows from its operations. As at September 30, 2020, the Company has an accumulated deficit of $11,958,647 ($11,142,109 as at December 31, 2019) and working capital of $472,549 ($266,013 as at December 31, 2019), which is not sufficient to meet the Company's operating activities. These material uncertainties cast a significant doubt regarding the Company's ability to continue as a going concern.

These condensed interim consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern. The Company's ability to continue as a going concern is dependent upon its ability to raise additional financing, to meet its existing commitments, to further explore its mineral properties, to pay for general and administrative expenses and to continue to have the support from its suppliers and creditors. Even if the Company has been successful in the past in doing so, there is no assurance that it will manage to obtain additional financing in the future.

These condensed interim consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, to the reported expenses and to the financial position classifications that would be necessary if the going concern assumption was inappropriate. These adjustments could be material.

While management has been successful in securing financing in the past, there can be no assurance that it will be able to do so in the future or that these sources of funding or initiatives will be available to the Company or that they will be available on terms which are acceptable to the Company. If management is unable to obtain new funding, the Company may be unable to continue its operations, and amounts eventually realized for assets might be less than amounts reflected in these condensed interim consolidated financial statements.

The Company's operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

2. SIGNIFICANT ACCOUNTING POLICIES

Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and interpretations as approved by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34, *Interim Financial Reporting*.

The condensed interim consolidated financial statements do not include all of the disclosure required for annual financial statements and therefore should be read in conjunction with the Company's audited annual consolidated financial statements and notes thereto for the year ended December 31, 2019.

Basis of preparation and evaluation

The significant accounting policies followed in these condensed interim consolidated financial statements are consistent with those applied in the Company's 2019 audited financial statements.

These condensed interim consolidated financial statements were approved and authorized for issue by the Company's Board of Directors on November 26, 2020.

Basis of consolidation

The condensed interim consolidated financial statements include the accounts of Origin and those of its wholly owned subsidiaries: Rio Moche Exploration Inc. until its dissolution in February 2019, 11023926 Canada Inc. and Trinité S.A.S., a Colombian subsidiary, newly created entities in 2018. All intra-group transactions, balances, income and expenses are eliminated during consolidation. All subsidiaries have reporting dates of December 31.

A subsidiary is an entity controlled by the Company. Origin controls an entity when the group is exposed to or has the right to variable returns from involvement with the entity and has the ability to affect these returns through its power over the entity.

Changes in accounting policies

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for accounting periods beginning on January 1, 2021 or later. Updates that are not applicable or are not consequential to the Company have been excluded.

New standards and amendments adopted:

IAS 1 – Presentation of Financial Statements ("IAS 1") and IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors ("IAS 8") were amended in October 2018 to refine the definition of materiality and clarify its characteristics. The revised definition focuses on the idea that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The adoption of these standards on January 1, 2020 did not have any effect on the Company's financial statements.

The following have not yet been adopted and are being evaluated to determine their impact on the financial statements:

(In Canadian dollars- unaudited)

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Changes in accounting policies (continued)

IFRS 10 – Consolidated Financial Statements (“IFRS 10”) and IAS 28 – Investments in Associates and Joint Ventures (“IAS 28”) were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined; however, early adoption is permitted.

3. CRITICAL ACCOUNTING ESTIMATES, JUDGMENTS AND ASSUMPTIONS

When preparing the condensed interim consolidated financial statements, management undertakes a number of judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results are likely to differ from the judgments, estimates and assumptions made by management, and will seldom equal the estimated results. These estimates and underlying assumptions are reviewed by management on an ongoing basis.

In preparing the financial statements, the significant judgements made by management in applying the Company’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the 2019 audited financial statements of the Company.

4. CASH AND CASH EQUIVALENTS

	September 30, 2020 $	December 31, 2019 $
Cash	509,831	45,358
Guaranteed investment certificates ("GIC") bearing interest at 2.5%, redeemable anytime anytime and maturing in July 2020	-	206,712
	509,831	**252,070**

5. PROPERTY, PLANT AND EQUIPMENT

	Land	Office equipment	Total
Cost	**$**	**$**	**$**
Balance: January 1, 2019	-	2,082	2,082
Additions	29,232	458	29,690
Balance: December 31, 2019	29,232	2,540	31,772
Additions	-	-	-
Balance: September 30, 2020	29,232	2,540	31,772
Accumulated depreciation			
Balance: January 1, 2019	-	12	12
Depreciation charge	-	107	107
Balance: December 31, 2019	-	119	119
Depreciation charge	-	104	104
Balance: September 30, 2020	-	223	223
Net book value- December 31, 2019	**$ 29,232**	**$ 2,421**	**$ 31,653**
Net book value- September 30, 2020	**29,232**	**2,317**	**31,549**

6. EXPLORATION AND EVALUATION PROPERTIES

La Pantera
Under an option and assignment agreement dated July 14, 2018, the Company secured the ownership of an interest of 50% of the mining title 0-561 (“La Pantera property”) in consideration for US$115,000 in cash and the issuance of 1,000,000 of its common shares under the following terms:

a) A cash payment of $$53,917 (US$40,000) paid as of December 31, 2018;
b) A cash payment of $33,898 (US$25,000) paid in August 2019, at the date of issue of the administrative act before the competent mining authority which declares the execution of the title transfer**;**
c) The issuance of 1,000,000 common shares of the Company and a cash payment of US$50,000 (Canadian equivalent of $65,000 converted at the exchange rate on December 31, 2019) on the date the transfer of the mining title is completed before the National Mining Registry, and;
d) The execution of an exploration program on the La Pantera property, according to the recommendation made in the National Instrument 43-101 technical report of 2018, also considering subsequent reviews within a period of 6 years.

The seller of the 50% interest will also receive US$8 as royalties for each ounce of gold recognized as measured and indicated resource (as defined by National Instrument 43-101) identified by a 6-year exploration program. Upon production, a royalty of 2% net smelter is payable by the Company on the ounces of gold produced, after deducting the quantity of ounces on which royalties were already paid.

In 2018, in connection with this acquisition, the Company paid a finder’s fee of 225,000 in common shares of the Company, with a fair value of $24,750 at the time of issuance.

Otu Central
On July 6, 2020, the Company entered into a binding letter of intent with Bullet Holding Corp. (“Bullet”), a private company, pursuant to which the Company will acquire a 100% interest in a gold mining project in Columbia known as the Otu Central Project.

The Otu Central Project consists of interests in 26 mining claim titles and applications in the Segovia/Zaragosa regions of Antioquia in Columbia (the “Assets”) for total consideration of US$9,000,000, payable as US$1,000,000 in cash and the reminder payable as follows, in each case subject to approval of the TSXV:

a) Following completion of a private placement of the Company’s common shares for proceeds of greater than US$3,000,000, that number of common shares equal to US$3,000,000 divided by the share price of the financing;
b) On October 26, 2021, that number of common shares equal to US$2,500,000 divided by the 30-day volume weighted average price (“VWAP”) of the common shares on the TSXV for the period immediately prior to the date such shares are issued; and
c) On October 26, 2022, that number of common shares equal to US$2,500,000 divided by the 30-day VWAP of the common shares on the TSXV for the period immediately prior to the date such shares are issued.

The Company is acquiring the Assets free of debt and will also acquire the related infrastructure.

Bullet will retain a perpetual 2% net smelter return royalty affecting the entire Otu Central Project and will contribute exploration expertise and community relationships developed during several years of grassroots exploration.

The acquisition remains subject to a number of conditions and is expected to be completed no later than March 31, 2021.

(In Canadian dollars- unaudited)

7. SHARE CAPITAL

a) Authorized

An unlimited number of voting common shares without par value.

b) Private placements

	Number of Shares #	Amount $
Balance, December 31, 2018	**41,134,191**	**6,792,552**
Shares issued from private placement - March 2019	6,090,000	609,000
Black-Scholes warrant valuation	-	(111,369)
Shares issued from private placement- May 2019	3,566,000	356,600
Black-Scholes warrant valuation	-	(64,181)
Shares issued from private placement - October 2019	800,000	80,000
Black-Scholes warrant valuation	-	(10,682)
Balance, December 31, 2019	**51,590,191**	**7,651,920**
Shares issued from private placement - June 2020	10,000,000	496,750
Black-Scholes warrant valuation	-	(223,074)
Exercise of options	120,000	18,513
Exercise of warrants	2,130,000	514,102
Balance, September 30, 2020	**63,840,191**	**8,458,211**

In 2019, the Company closed non-brokered private placements consisting of 10,456,000 units at a price of $0.10 per unit for aggregate gross proceeds to the Company of $1,045,600. Each unit consists of one common share in the capital of the Company and one-half of a common share purchase warrant (the “Warrant”). Each Warrant shall be exercisable into one additional common share of the Company at an exercise price of $0.15 during a two-year period following the issuance of the Warrant.

In 2020, the Company closed a non-brokered private placement consisting of 10,000,000 units at a price of $0.05 per unit for aggregate gross proceeds to the Company of $500,000. Each unit consists of one common share in the capital of the Company and one common share purchase warrant (the “Warrant”). Each Warrant shall be exercisable into one additional common share of the Company at an exercise price of $0.075 during a two-year period following the issuance of the Warrant.

c) Escrowed shares

8,435,454 common shares of the Company were subject to a surplus security escrow agreement, whereby a 36-month escrow period applies, with 5% having been released on receipt of final approval of the Exchange (September 7, 2017), 5% been releasable on the date that is 6 months from the final Exchange approval, 10% being releasable on the dates that are 12 months and 18 months from final Exchange approval, 15% being releasable on the dates that are 24 months and 30 months from final Exchange approval and 40% being releasable on the date that is 36 months from final Exchange approval. As at September 30, 2020, all of the escrowed shares have been released.

A further 3,345,000 common shares were held under a CPC escrow agreement, with 10% having been released on receipt of final Exchange approval, and a further 15% being releasable every six months thereafter. As at September 30, 2020, all of the escrowed shares have been released.

d) Share-based payments

The Company maintains a stock option plan (The “Stock Option Plan”) pursuant to which options to purchase an aggregate of up to 5,000,000 of the common shares outstanding from time-to-time may be granted by the Board of Directors.

(In Canadian dollars- unaudited)

7. SHARE CAPITAL (CONTINUED)

d) Share-based payments (continued)

The Directors may, from time to time, at their discretion, and under the requirements of the Exchange, grant non-transferable options to directors, officers, employees and consultants and determine, among other things, the number of options, the exercise price for each option and the times when options will vest and be exercisable, provided that such date may not be later than the date which is the tenth anniversary of the date on which such option is granted.

The exercise price per common share under each option shall not be less than the last closing price per common share on the trading day immediately preceding the grant date.

All stock-based compensation will be settled in equity instruments. The Company has no legal or constructive obligation to repurchase or settle the options in cash.

A summary of changes of the Company's options is presented below:

	No. of options #	Weighted Average Exercise Price $	Value of options $
December 31, 2018	**2,829,565**	**0.17**	**207,600**
Granted, January 2019	1,160,000	0.10	62,960
Granted, July 2019	1,000,000	0.10	51,088
Granted, December 2019	430,000	0.10	11,552
Expired, October 2019	(434,782)	0.20	(50,000)
Expired, December 2019	(1,960,000)	0.15	(117,600)
December 31, 2019	**3,024,783**	**0.11**	**165,600**
Granted, May 2020	650,000	0.06	32,825
Expired, June 2020	(434,783)	0.20	(40,000)
Granted, August 2020	800,000	0.29	164,560
Exercised	(120,000)	0.10	(6,513)
September 30, 2020	**3,920,000**	**0.13**	**316,472**

On May 27, 2020, the Company issued an aggregate of 650,000 stock options to certain consultants and a director of the Company pursuant to the Company's stock option plan. The stock options vest immediately and may be exercised at a price of $0.055 per option for a period of five years from the date of grant.

During the nine months ended September 30, 2020, 434,783 of the Company's options expired unexercised.

On August 26, 2020, the Company granted an aggregate of 800,000 stock options to certain consultants, a director and an officer of the Company pursuant to the Company's stock option plan. The stock options vest immediately and may be exercised at a price of $0.29 per option for a period of five years from the date of grant.

During the nine months ended September 30, 2020, 120,000 of the Company's options were exercised at an average price of $0.10 per share, for gross proceeds of $12,000.

(In Canadian dollars- unaudited)

7. SHARE CAPITAL (CONTINUED)

d) Share-based payments (continued)

Options outstanding and exercisable as at September 30, 2020 are as follows:

No. outstanding	No. exercisable	Grant date	Expiry date	Exercise price	Fair value at grant date	Expected volatility	Expected life (yrs)	Expected dividend yield	Risk-free interest rate
1,040,000	1,040,000	8-Jan-19	8-Jan-21	$ 0.10	$ 56,447	103%	2.00	0%	1.88%
1,000,000	1,000,000	2-Jul-19	2-Jul-21	$ 0.10	$ 51,088	80%	2.00	0%	1.53%
430,000	430,000	5-Dec-19	5-Dec-21	$ 0.10	$ 11,552	81%	2.00	0%	1.66%
650,000	650,000	27-May-20	27-May-25	$ 0.055	$ 32,825	89%	5.00	0%	0.40%
800,000	800,000	26-Aug-20	26-Aug-25	$ 0.29	$ 164,560	94%	5.00	0%	0.41%
3,920,000	**3,920,000**				**$ 316,472**				

At September 30, 2020, the weighted-average remaining contractual life of the Company's exercisable options was 2.17 years (December 31, 2019 – 1.23 years).

For the options granted in January and July 2019, the underlying expected volatility was determined by reference to historical data of comparable entities.

For the options granted in December 2019, May 2020, and August 2020, the underlying expected volatility was determined by reference to historical data of the Company's shares over the expected average life of the options.

e) Warrants

A summary of changes of the Company's warrants is presented below:

	No. of warrants #	Weighted Average Exercise Price $	Value of warrants $
December 31, 2018	6,385,261	0.22	551,316
Granted	5,228,000	0.15	186,232
Amended, initial exercice price (*)	(2,392,000)	0.25	-
Amended, new exercise price (*)	2,392,000	0.15	65,375
Expired	(357,000)	0.10	(24,990)
December 31, 2019	**11,256,261**	**0.17**	**777,933**
Granted, June 2020	10,000,000	0.08	223,074
Exercised	(2,130,000)	0.15	(194,602)
Expired	(3,915,261)	0.19	(389,910)
September 30, 2020	**15,211,000**	**0.10**	**416,496**

(*) An aggregate number of 2,550,000 warrants were initially issued at an exercise price of $0.25 and with an expiry date of August 25, 2019. On May 29, 2019, the Company amended the expiry date and the exercise price of these warrants as follows:

a) The Company amended for 2,392,000 warrants the exercise price to $0.15 and extended the expiry date to February 25, 2021. If the closing price of the Company's common shares is $0.1875 or more for a period of 10 consecutive trading days, then those warrant holders will have 30 days to exercise their warrants; and
b) the Company extended the expiry date for 158,000 warrants to February 25, 2021.

(In Canadian dollars- unaudited)

7. SHARE CAPITAL (CONTINUED)

e) Warrants (continued)

Jean Depatie, a former insider of the Company, owns 412,500 of the amended warrants; 254,500 of the insider warrants were repriced and the expiry date was amended and 158,000 of the insider warrants were amended as to the expiry date.

This operation was treated as an exchange of the original warrant for a new warrant. The incremental value of $65,375 recorded in equity was measured as the difference in the fair value of the new and the original warrant at the amendment date.

On August 4, 2020, the automatic expiry acceleration clause in respect of the 2,392,000 amended warrants was triggered. 1,955,000 of the Company's warrants were exercised at a price of $0.15 per share, for gross proceeds of $293,250. The remaining 437,000 warrants subject to the acceleration clause expired unexercised on September 3, 2020.

On September 3, 2020, an additional 175,000 of the Company's warrants were exercised at a price of $0.15 per share, for gross proceeds of $26,250.

On September 29, 2020, an additional 3,478,261 of the Company's warrants expired unexercised.

Warrants outstanding at September 30, 2020 are as follows:

No. outstanding	No. exercisable	Grant date	Expiry date	Exercise price	Fair value at grant date	Expected volatility	Expected life (yrs)	Expected dividend yield	Risk-free interest rate
158,000	158,000	25-Aug-17	25-Feb-21	$ 0.25	$ 13,525	85%	1.75	0%	1.53%
1,590,000	1,590,000	15-Mar-19	15-Mar-21	$ 0.15	$ 57,533	105%	2.00	0%	1.62%
1,280,000	1,280,000	29-Mar-19	29-Mar-21	$ 0.15	$ 47,501	105%	2.00	0%	1.55%
1,783,000	1,783,000	16-May-19	16-May-21	$ 0.15	$ 64,181	106%	2.00	0%	1.59%
400,000	400,000	10-Oct-19	10-Oct-21	$ 0.15	$ 10,682	74%	2.00	0%	1.53%
10,000,000	10,000,000	24-Jun-20	24-Jun-22	$ 0.075	$ 223,074	141%	2.00	0%	0.30%
15,211,000	15,211,000				**$ 416,496**				

At September 30, 2020, the weighted-average remaining contractual life of the Company's warrants was 1.33 years (December 31, 2019 – 1.04 years).

For the warrants granted in March and May 2019, the underlying expected volatility was determined by reference to historical data of comparable entities.

For the warrants granted in October 2019 and June 2020, the underlying expected volatility was determined by reference to historical data of the Company's shares over the expected average life of the warrants.

8. RELATED PARTY TRANSACTIONS

Key management includes directors and officers. The compensation paid or payable to key management is presented below:

	Three months ended September 30, 2020	Three months ended September 30, 2019	Nine months ended September 30, 2020 $	Nine months ended September 30, 2019 $
Consulting fees	$ 35,941	$ 44,831	154,584	150,419
Share-based compensation	123,420	34,000	143,620	56,500
Unit issue expenses	-	-	-	22,531
	$ 159,361	**$ 78,831**	**298,204**	**229,450**

8. RELATED PARTY TRANSACTIONS (CONTINUED)

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

Details of related party transaction with the directors and officers of the Company and companies controlled by the directors and officers not otherwise disclosed in these condensed interim consolidated financial statements are as follows:

a) In the nine months ended September 30, 2020, the remuneration of the President and CEO totaled $95,000 (nine months ended September 30, 2019 - $90,000).

b) In the nine months ended September 30, 2020, the Chief Financial Officer and Secretary charged professional fees of $59,584 (nine months ended September 30, 2019 - $129,660). This amount consisted of $35,584 in professional fees and administrative support (2019 - $83,999); unit issue expenses of $nil (2019 - $27,661); and $24,000 for office rent expenses (2019 - $18,000).

As at September 30, 2020, the balance due to officers and directors amounted to $nil (September 30, 2019 - $18,967).

These related party transactions were initially recorded at fair value. Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

9. FINANCIAL INSTRUMENTS

Objectives and politics concerning financial risk management

The Company considers managing risk as being an integral part of its development and diversification strategies. The Company uses a proactive and rigorous approach for the management of the financial risks to which it is exposed. The Company's management manages financial risks. The Company focuses on actively securing short to medium term cash flows by minimizing the exposures to financial markets.

The Company does not enter into financial instrument agreements including derivative financial instruments for speculative purposes.

Fair value

The Company presents fair value information of its financial assets and liabilities in the consolidated statement of financial position in accordance with the fair value hierarchy. This hierarchy groups financial assets and liabilities into three levels based on significance of inputs used in measuring the fair value of the financial assets and liabilities.

The Company defines the fair value hierarchy under which its financial instruments are valued as follows:

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

The carrying value of cash and cash equivalents, and accounts payable and accrued liabilities are considered to be a reasonable approximation of their fair value because of the short-term maturity and contractual terms of these instruments.

9. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risks

The Company's most significant financial risk exposure and its financial risk management policies are as follows:

Credit risk

Credit risk relates to the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The Company maintains substantially all of its cash and cash equivalents with a Canadian chartered bank, which reduces credit risk.

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if the Company's access to the capital markets is hindered, whether as a result of a downturn in stock market conditions generally or related to matters specific to the Company.

Historically, the Company has generated cash flow from private placement financing and disposition of short-term investments. There can be no assurances that sufficient funding, including adequate financing, will be available to cover the general and administrative expenses necessary for the maintenance of a public company. All of the Company's assets, liabilities and obligations are due within one year.

As at September 30, 2020, the Company had working capital of $472,549 (December 31, 2019- working capital of $266,013), which included cash and cash equivalents of $509,831 (December 31, 2019- $252,070), amounts receivable of $7,745 (December 31, 2019- $14,734) and prepaid expenses of $16,649 (December 31, 2019- $30,967), offset by current liabilities of $61,676 (December 31, 2019- $31,758). The Company expects to raise additional net working capital to finance its planned activities.

Foreign currency risk

Some of the Company's purchases are denominated in foreign currencies, primarily in Colombian pesos. Consequently, certain assets and liabilities, namely cash, and accounts payable and accrued liabilities, include amounts in Colombian pesos that are exposed to currency fluctuations.

The following balance sheet items included amounts in foreign currencies at September 30, 2020 and December 31, 2019:

	September 30, 2020	December 31, 2019
	Columbian Pesos	
Cash	8,115,191	7,285,290
Accounts payable and accrued liabilities	(1,068,243)	(18,553,384)
Net balance	7,046,948	(11,268,094)
Equivalent in Canadian dollars	**$ 2,438**	**$ (4,451)**

A decrease of 10% in the Colombian exchange rate based on the balances at September 30, 2020 would not have a significant impact on the Company's net loss.

10. CAPITAL MANAGEMENT

The Company considers its capital structure to consist of shareholders' equity and current liabilities. The Company manages its capital structure and makes adjustments based on the funds available to support the development of its operations. The Board of Directors has not established quantitative return on capital criteria for management and relies on the expertise of management and the board of directors to sustain future development of the business.

The Company is dependent upon external financing to fund its activities. To continue to carry out the Company's planned development and funding of ongoing administrative expenses, the Company will utilize its existing working capital and will raise additional capital as appropriate.

The Company's management reviews its capital management approach on an ongoing basis and believes that it reflects a reasonable approach given the relative size of the Company. There were no changes to the approach to capital management for the nine months ended September 30, 2020 and the year ended December 31, 2019.

The Company and its subsidiaries are not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSX Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required to maintain operations and cover general and administrative expenses for a period of 6 months. As at September 30, 2020, the Company may not be compliant with the policies of the TSXV. The impact of this violation is not known and is ultimately dependent on the discretion of the TSXV.

11. COMMITMENTS AND CONTINGENCIES

Management contracts

The Company is party to certain management contracts. These contracts contain clauses requiring additional payments of up to approximately $500,000 to be made upon the occurrence of certain events such as a change of control. As a triggering event has not taken place, the contingent payments have not been reflected in these consolidated financial statements. Additional minimum management contract commitments remaining under these contracts approximate $183,000, due within one year.

12. SUBSEQUENT EVENT

On November 11, 2020, the Company granted an aggregate of 1,400,000 stock options to certain consultants and officers and a director of the Company pursuant to the Company's stock option plan. The stock options vest immediately and may be exercised at a price of $0.24 per option for a period of five years from the date of grant.