



# INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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For the three months ended March 31, 2019

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Continental Gold Inc.

**Interim Consolidated Statements of Financial Position (unaudited)**

As at (in thousands of U.S. Dollars)	Notes	March 31, 2019	December 31, 2018 As Restated (Note 3(a))	January 1, 2018 As Restated (Note 3(a))
		\$	\$	
<b>Assets</b>				
<b>Current assets</b>				
Cash and cash equivalents		84,767	80,299	91,382
Restricted cash	17(b)	8,000	8,000	–
Marketable securities		295	406	1,559
Receivables and prepaid expenses	5	7,089	7,160	3,318
Inventories	3(a), 6	6,686	6,762	3,021
		<b>106,837</b>	102,627	99,280
<b>Non-current assets</b>				
Property, plant and equipment	3(a), 7, 8	466,767	389,085	146,407
Right-of-use assets	9(b)	3,730	–	–
Other assets	10	12,785	7,357	27,490
		<b>483,282</b>	396,442	173,897
		<b>590,119</b>	499,069	273,177
<b>Liabilities and Equity</b>				
<b>Current liabilities</b>				
Accounts payable and accrued liabilities		36,725	34,802	24,490
Current portion of non-current liabilities	11	4,201	3,266	2,930
		<b>40,926</b>	38,068	27,420
<b>Non-current liabilities</b>				
Loans payable	12	275,102	266,813	47,917
Convertible debentures	13, 17(b)	74,841	–	–
Production-linked liability	14	19,707	19,675	4,118
Lease liability	9(c)	2,536	–	–
Other long-term payables	15	9,643	8,250	1,541
Rehabilitation provision		12,091	11,216	14,531
		<b>393,920</b>	305,954	68,107
		<b>434,846</b>	344,022	95,527
<b>Equity</b>				
Share capital	20	553,383	553,317	552,953
Warrants	21	5,710	5,710	5,710
Contributed surplus		40,432	38,552	34,925
Accumulated other comprehensive loss		(3,984)	(3,877)	–
Deficit		(440,268)	(438,655)	(415,938)
		<b>155,273</b>	155,047	177,650
		<b>590,119</b>	499,069	273,177
Going concern	1			
Commitments and contingencies	25			

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

Continental Gold Inc.  
**Interim Consolidated Statements of Operations and Comprehensive Income**  
**(Loss) (unaudited)**

For three months ended (in thousands of U.S. Dollars, except share and per share amounts)	Notes	March 31, 2019	March 31, 2018 As Restated (Note 3(a))
		\$	\$
<b>Operating expenses:</b>			
Corporate administration	23	(3,426)	(3,060)
Exploration expense	3(a)	(80)	(1,012)
		(3,506)	(4,072)
<b>Other income (expense):</b>			
Foreign exchange gain (loss)		1,522	(677)
Gain (loss) on derivative financial instruments	17(b)	1,166	(68)
Other (expense) income		(31)	(42)
<b>Net loss before finance items and income tax</b>		(849)	(4,859)
<b>Finance income (expense):</b>			
Interest income		245	207
Interest and accretion expense		(1,002)	(143)
<b>Net loss before income tax</b>		(1,606)	(4,795)
<b>Income tax expense:</b>			
Current		(7)	(79)
<b>Net loss for the period</b>		(1,613)	(4,874)
<b>Other Comprehensive loss, net of taxes</b> <i>Items that will not be reclassified to earnings</i>			
Loss on marketable securities <sup>(a)</sup>		(107)	(887)
<b>Other comprehensive loss for the period</b>		(107)	(887)
<b>Total comprehensive loss for the period</b>		(1,720)	(5,761)
<b>Net loss per common share</b>			
Basic and diluted		(0.01)	(0.03)
<b>Weighted average number of common shares outstanding</b>			
Basic		188,859,106	188,292,667
Diluted		190,216,876	190,071,204

(a) Net of taxes of \$nil

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

Continental Gold Inc.  
**Interim Consolidated Statements of Changes in Shareholders' Equity**  
**(unaudited)**

(in thousands of U.S. Dollars)	Share Capital (Note 20)	Contributed Surplus	Warrants (Note 21)	Accumulated Other Comprehensive Income	Deficit	Total
	\$	\$	\$	\$	\$	\$
<b>Balance, December 31, 2018 (Restated – See Note 3(a))</b>	<b>553,317</b>	<b>38,552</b>	<b>5,710</b>	<b>(3,877)</b>	<b>(438,655)</b>	<b>155,047</b>
Issuance of shares – transaction costs (Note 16)	–	1,031	–	–	–	1,031
Share-based payments (Note 22)	–	849	–	–	–	849
Exercise of share-based payments – cash proceeds	66	–	–	–	–	66
Net loss for the period	–	–	–	–	(1,613)	(1,613)
Other comprehensive loss for the period	–	–	–	(107)	–	(107)
<b>Balance, March 31, 2019</b>	<b>553,383</b>	<b>40,432</b>	<b>5,710</b>	<b>(3,984)</b>	<b>(440,268)</b>	<b>155,273</b>
Balance, January 1, 2018 (Restated – See Note 3 (a))	552,953	34,925	5,710	–	(415,938)	177,650
IFRS 9 transition adjustment	–	–	–	(2,724)	2,724	–
Share-based payments (Note 22)	–	1,171	–	–	–	1,171
Net loss for the period (Restated – See Note 3 (a))	–	–	–	–	(4,874)	(4,874)
Other comprehensive loss for the period	–	–	–	(887)	–	(887)
Balance, March 31, 2018, Restated	552,953	36,096	5,710	(3,611)	(418,088)	173,060

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

Continental Gold Inc.  
**Interim Consolidated Statements of Cash Flows (unaudited)**

For three months ended (in thousands of U.S. Dollars)	Notes	March 31, 2019	March 31, 2018 As Restated (Note 3(a))
		\$	\$
<b>Cash provided by (used in):</b>			
<b>Operating activities:</b>			
Net loss for the period		(1,613)	(4,874)
Items not affecting cash:			
Foreign exchange (gain) loss		(1,522)	677
(Gain) loss on derivative financial instruments	17(b)	(1,166)	68
Share-based payment expense	24(c)	371	531
Other non-cash items	24(a)	1,149	200
Changes in non-cash operating working capital balances	25(a)	330	(452)
		(2,451)	(3,850)
<b>Investing activities:</b>			
Property, plant and equipment	24(b)	(64,261)	(44,145)
Advances and deferred charges		(4,286)	(5,722)
Recoveries in property from gold sales		726	908
Other investing activities	24(b)	(46)	(1,129)
		(67,867)	(50,088)
<b>Financing activities:</b>			
Cash proceeds from Credit Facility draws, net of transaction costs paid	24(c)	-	24,375
Cash proceeds from Convertible Debentures net of transaction costs paid	24(c)	74,886	-
Lease payments	9(c)	(421)	-
Transaction costs paid for Streaming Agreement	15	(779)	-
Other financing activities	24(c)	(54)	-
		73,632	24,375
Net change in cash and cash equivalents during the period		3,314	(29,563)
Cash and cash equivalents, beginning of period		80,299	91,382
Foreign exchange effect on cash balances		1,154	(285)
<b>Cash and cash equivalents, end of period</b>		<b>84,767</b>	<b>61,534</b>

Tabular dollar amounts represent thousands of United States (“U.S.”) dollars, unless otherwise shown. References to C\$/CAD and COP are to Canadian dollars and Colombian pesos, respectively.

## **1. NATURE OF OPERATIONS AND GOING CONCERN**

Continental Gold Inc. (the “Company”) was incorporated under the Business Corporations Act (Ontario) on April 27, 2015 and is the public holding company of the wholly-owned subsidiary Continental Gold Limited (“Old Continental”), a Bermuda company incorporated under the Companies Act, 1981 (Bermuda).

The Company principally carries on business through a corporate office in Toronto and a foreign company branch office in Medellín, Colombia. In addition, wholly-owned subsidiaries, incorporated in Colombia and Bermuda, hold certain exploration properties.

The Company engages principally in the development, acquisition and exploration of its mineral properties in Colombia. The Company’s activities include a small-scale mining operation related to development and exploration work and is considered by the Company to be in the pre-production stage. Substantially all of the Company’s efforts are devoted to financing, developing and exploring these properties.

The Company’s shares are listed on the Toronto Stock Exchange (“TSX”) and also trade in the United States on the OTCQX International, the highest tier of the U.S. Over-the-Counter market. The registered address and corporate records of the Company are located at 155 Wellington Street West, Suite 2920, Toronto, Ontario, Canada M5V 3H1.

### **Going Concern**

The interim consolidated financial statements were prepared in accordance with International Financial Reporting Standards (“IFRS”) on a going concern basis. Accordingly, they do not reflect adjustments to the carrying value of assets and liabilities or reported expenses and statement of financial position classifications that would be necessary should the Company be unable to continue as a going concern. Therefore, the Company would be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those recorded in the consolidated financial statements. Such adjustments could be material.

Management’s current total cost estimate for the Buriticá Project (including scope changes) is \$512 million, including contingency but excluding required current assets less current liabilities (“Working Capital”). The Company believes that the estimate, determined internally, is accurate within -5%/+10%. However, the estimate is subject to change and is based on assumptions which can affect the accuracy of the cost estimates. Management expects construction to be completed and first gold pour in the first half of 2020, with commercial production anticipated by the end of 2020.

As at March 31, 2019, the Company has a need for equity capital and other financing to fund Working Capital and the exploration, development and construction of its properties. During the three months ended March 31, 2019, the Company entered into additional financing agreements totalling \$175 million (see Notes 13 and 16) that will fund a portion of the Company’s funding requirements. As at March 31, 2019, \$75 million was received and the remaining \$100 million is expected to be received during the second quarter of 2019. Additional financing will also be required to fully fund the Company’s exploration, development and construction programs and maintain current operations.

For the three months ended March 31, 2019, the Company recorded a net loss of \$1,613,000 (three months ended March 31, 2018 – \$4,874,000, restated), a net cash outflow from operations of \$2,451,000 (three months ended March 31, 2018 – \$3,850,000, restated), net investing cash outflow of \$67,867,000 (three months ended March 31, 2018 – \$50,088,000, restated), reported an accumulated deficit as at March 31, 2019 of \$440,268,000 (December 31, 2018 – \$438,655,000, restated) and a positive Working Capital balance of \$65,911,000 (December 31, 2018 – \$64,559,000, restated).

The Company's continuance as a going concern, as an active mineral property explorer and developer, is dependent upon its ability to obtain adequate financing, to reach profitable levels of operation and to effectively preserve and deploy cash. It is not possible to predict whether financing efforts will be successful or sufficient, or if the Company will attain profitable levels of operation.

These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern and to realize its assets and discharge its liabilities in the normal course of business and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

## **2. STATEMENT OF COMPLIANCE**

The unaudited interim consolidated financial statements of the Company have been prepared in accordance with IFRS issued and effective for the three months ended March 31, 2019, as issued by the International Accounting Standards Board ("IASB"), applicable to the preparation of unaudited interim consolidated financial statements, including International Accounting Standard ("IAS") 34, Interim Financial Reporting ("IAS 34"). These unaudited interim consolidated financial statements should be read in conjunction with the Company's audited annual consolidated financial statements for the year ended December 31, 2018, which have been prepared in accordance with IFRS.

The accounting policies and the significant judgements, estimates and assumptions used in the application of the accounting policies in the preparation of these unaudited interim consolidated financial statements are those applied in Notes 2, 3, 4 and 5 of the Company's audited annual consolidated financial statements for the year ended December 31, 2018 and have been consistently applied throughout all periods presented as if these policies had always been in effect, except as described in Notes 3, 7, 8 and 9 herein.

These unaudited interim consolidated financial statements were approved and authorized by the Audit Committee on May 9, 2019.

## **3. CHANGES IN ACCOUNTING POLICIES AND NEW ACCOUNTING STANDARDS AND INTERPRETATIONS**

### **(a) Changes in accounting policy – Exploration and evaluation expenditures**

Under IFRS 6, Exploration and Evaluation of Mineral Resources ("IFRS 6"), the Company had historically capitalized exploration and evaluation expenditures incurred to establish and determine technical feasibility and commercial viability of a project until such time the Company determines that costs are unlikely to be recovered. Effective January 1, 2019, the Company adopted a voluntary change in accounting policy that is also generally accepted under IFRS 6.

The Company's new accounting policy is to expense such costs as incurred until technical feasibility and commercial viability of a project has been established, which is generally considered to coincide with the establishment of (i) proven and probable reserves, (ii) the completion of a feasibility study, and (iii) a decision and approval to commence construction of a mine.

The change in accounting policy is consistent with the IFRS Conceptual Framework for the recognition of assets such that assets are recognized only when future economic benefits are probable. Management considers the financial statements under the new accounting policy provides more relevant and reliable information to users of its financial statements as the policy is consistent with policies adopted within the mining industry.

In accordance with IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors ("IAS 8"), the voluntary change in accounting policy is required to be adopted retrospectively and, as a result, the consolidated financial statements for prior periods have been restated and presented as if the policy had always been applied.



**Notes to Interim Consolidated Financial Statements (unaudited)**

The following provides a reconciliation of the previously reported balances to the restated balances for the respective line items on the consolidated statements of financial position:

<b>As at December 31, 2018</b> (in thousands of U.S. dollars)	<b>Inventory</b>	<b>Property, plant and equipment</b>	<b>Exploration and evaluation assets</b>	<b>Deferred tax liability</b>	<b>Deficit</b>
	\$	\$	\$	\$	\$
As previously reported	–	606,513	7,288	(28,691)	(249,392)
Expensing capitalized exploration and evaluation costs (i)	–	(213,658)	(4,296)	–	(217,954)
Reclassification of inventory balances (ii)	6,762	(6,762)	–	–	–
Reclassification of exploration interests (ii)	–	2,992	(2,992)	–	–
Deferred taxes (iii)	–	–	–	28,691	28,691
<b>Restated</b>	<b>6,762</b>	<b>389,085</b>	<b>–</b>	<b>–</b>	<b>(438,655)</b>

<b>As at January 1, 2018</b> (in thousands of U.S. dollars)	<b>Inventory</b>	<b>Property, plant and equipment</b>	<b>Exploration and evaluation assets</b>	<b>Deferred tax liability</b>	<b>Deficit</b>
	\$	\$	\$	\$	\$
As previously reported	–	359,981	4,917	(21,194)	(221,662)
Expensing capitalized exploration and evaluation costs (i)	–	(213,658)	(1,812)	–	(215,470)
Reclassification of inventory balances (ii)	3,021	(3,021)	–	–	–
Reclassification of exploration interests (ii)	–	3,105	(3,105)	–	–
Deferred taxes (iii)	–	–	–	21,194	21,194
<b>Restated</b>	<b>3,021</b>	<b>146,407</b>	<b>–</b>	<b>–</b>	<b>(415,938)</b>

## (i) Exploration and evaluation costs:

Expenditures to establish and determine technical and commercial viability are expensed under the Company's revised accounting policy. Acquisition costs for exploration property as part of a business combination or asset purchase are capitalized and classified as exploration interests within property, plant and equipment under the Company's revised accounting policy.

## (ii) Inventories:

Inventory balances previously classified as part of property, plant and equipment have been reclassified to inventories and valued at the lower of cost and net realizable value. Adjustments to net realizable value are charged to construction in progress as part of pre-production activities.

## (iii) Deferred tax liability:

IAS 8 requires the recognition of the tax effect of all changes in accounting policy.

As a result of the accounting policy change, deferred tax liability balances have been eliminated and resulting deferred tax assets as at December 31, 2018 and January 1, 2018 of \$38,026,000 and \$50,014,000, respectively, have been de-recognized.

(iv) Net loss and comprehensive income (loss):

The net impact on the net loss and comprehensive loss is as follows:

(in thousands of U.S. dollars)	Year ended December 31, 2018	Three months ended March 31, 2018
	\$	\$
Net (loss) income, as previously reported	(30,454)	2,117
Changes in line items:		
Increase in exploration expense (i)	(2,484)	(49)
Decrease (increase) in deferred taxes (iii)	7,497	(6,942)
Decrease (increase) in net loss and comprehensive loss	5,013	(6,991)
Net loss, restated	(25,441)	(4,874)

**(b) New Accounting Standards and Interpretations adopted**

- (i) IFRS 16, Leases (“IFRS 16”) replaces IAS 17, Leases (“IAS 17”). The new model requires the recognition of almost all lease contracts on a lessee’s statement of financial position as a lease liability reflecting future lease payments and a ‘right-of-use asset’ with exceptions for certain short-term leases and leases of low-value assets. In addition, the lease payments are required to be presented on the statement of cash flow within operating and financing activities for the interest and principal portions, respectively.

Effective January 1, 2019, the Company adopted IFRS 16 using the modified retrospective approach and, accordingly, the information presented for 2018 has not been restated and remains as previously reported under IAS 17 and related interpretations. The reclassifications and adjustments arising from the adoption of IFRS 16 are therefore presented as of January 1, 2019. See Note 9(a) for the accounting policy in respect of leases.

Impact of transition to IFRS 16:

On initial application, the Company has elected to apply the following practical expedients permitted by the standard:

- The use of a single discount rate to a portfolio of leases with reasonably similar characteristics;
- The accounting for leases with a remaining term of less than 12 months as at January 1, 2019 as operating;
- The exclusion of low value leases;
- The exclusion of initial direct costs for the measurement of the right-of-use asset at the date of initial application;
- The use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease; and
- Grandfathering the assessment under IAS 17 and IFRIC 4, Determining Whether an Arrangement Contains a Lease (“IFRIC 4”) for those contracts not identified as containing a lease on the date of initial application.

In addition, the Company has elected to record right-of-use assets based on the corresponding lease liability. The Company applied the definition of a lease under IFRS 16 to contracts entered into or changed on or after January 1, 2019.

As of January 1, 2019, right-of-use assets and lease liabilities of \$3,540,000 were recognized on the consolidated statement of financial position, with no net impact on accumulated deficit. When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at January 1, 2019. The weighted-average rate applied was 10.31%.

**Notes to Interim Consolidated Financial Statements (unaudited)**

The right-of-use assets relate to the following types of assets:

<b>As at January 1, 2019</b> (in thousands of U.S. dollars)	\$
Land and Buildings	2,741
Vehicles, Mining and Exploration Equipment	799
	<b>3,540</b>

The following table reconciles the Company's operating lease obligations at December 31, 2018, as previously disclosed in the Company's consolidated financial statements, to the lease obligations recognized on initial application of IFRS 16 at January 1, 2019.

<b>As at January 1, 2019</b> (in thousands of U.S. dollars)	\$
Operating lease commitments at December 31, 2018	445
Non-lease components	(155)
Recognition exemption for short-term leases	(58)
	<b>232</b>
Discounted using the incremental borrowing rate at January 1, 2019	222
Extension options reasonably certain to be exercised	3,318
Lease obligations recognized at January 1, 2019	<b>3,540</b>

Interest expense on lease liabilities is included within interest and accretion expense within the consolidated statements of operations and comprehensive income (loss). Cash payments for the interest and principal portions of the lease liabilities are presented in cash flows from financing activities in the consolidated statement of cash flows.

Net loss, segment assets and segment liabilities for March 2019 all increased as a result of the adoption of IFRS 16. The impact on segment disclosures was as follows:

(in thousands of U.S. dollars)	Corporate	Colombia	Total
	\$	\$	\$
As at March 31, 2019			
Total assets	625	3,105	3,730
Total liabilities	642	3,219	3,861
For the three months ended March 31, 2019			
Net loss	(47)	(505)	(552)

Earnings per share decreased by less than \$0.01 per share for the three months ended March 31, 2019 as a result of the adoption of IFRS 16.

- (ii) IFRIC 23, Uncertainty Over Income Tax Treatments ("IFRIC 23") explains how to recognize and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment.

The Company adopted IFRIC 23 on January 1, 2019. The adoption of this standard did not have an impact on the Company's consolidated financial statements.

**(c) New Accounting Standards and Interpretations not yet adopted**

The following revised standards and amendments, unless otherwise stated, are effective on or after January 1, 2020, with early adoption permitted, and have not been applied in preparing these unaudited interim consolidated financial statements. The Company does not plan to adopt any of these standards before they become effective.

- (i) The Conceptual Framework for Financial Reporting (the "Conceptual Framework") was revised in March 2018 and effective on or after January 1, 2020. The Conceptual Framework will be used in future standard-setting decisions. Preparers of the financial statements will only begin referring to the new framework from January 1, 2020 in the development of accounting policies where an issue is not addressed.

**Notes to Interim Consolidated Financial Statements (unaudited)**

The Company does not expect an impact to its consolidated financial statements on adoption.

- (ii) IAS 1, Presentation of Financial Statements (“IAS 1”) and IAS 8 were amended to clarify and use a consistent definition of materiality. The changes are effective on or after January 1, 2020 with earlier application permitted.

The Company does not expect a material impact to its consolidated financial statements on adoption.

**(d) Presentation of Financial Statements**

The presentation of certain line items in the consolidated financial statements has been changed from the Company’s annual audited consolidated financial statements for the year ended December 31, 2018. Where applicable, comparatives have been restated to conform to the current period’s presentation. All reclassifications considered necessary for a fair presentation have been included in these financial statements.

**4. OPERATING SEGMENTS**

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity’s chief operating decision-maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

The Company’s operations comprise a single reporting operating segment engaged in mineral development and exploration in Colombia.

**Supplemental information**

The Company has provided information regarding unallocated assets, liabilities and net loss as supplemental information:

<b>March 31, 2019</b> (in thousands of U.S. dollars)	<b>Corporate</b>	<b>Colombia</b>	<b>Total</b>
	\$	\$	\$
Cash and cash equivalents	53,022	31,745	84,767
Property, plant and equipment	210	466,557	466,767
Total assets	64,363	525,756	590,119
Loans payable	–	275,102	275,102
Convertible debentures – long term portion	74,841	–	74,841
Total liabilities	77,897	356,949	434,846
<b>Three months ended March 31, 2019</b> (in thousands of U.S. dollars)	<b>Corporate</b>	<b>Colombia</b>	<b>Total</b>
	\$	\$	\$
Net loss	(1,130)	(483)	(1,613)
Capital expenditures	–	67,980	67,980
<b>December 31, 2018</b> (in thousands of U.S. dollars)	<b>Corporate</b>	<b>Colombia</b>	<b>Total</b>
	\$	\$	\$
Cash and cash equivalents	42,202	38,097	80,299
Property, plant and equipment, restated (See Note 3(a))	263	388,822	389,085
Total assets, restated (See Note 3(a))	51,066	448,003	499,069
Loans payable	–	266,813	266,813
Total liabilities	3,603	340,4190	344,022

Continental Gold Inc.  
**Notes to Interim Consolidated Financial Statements (unaudited)**

Three months ended March 31, 2018			
As restated (See Note 3(a))			
(in thousands of U.S. dollars)	Corporate	Colombia	Total
	\$	\$	\$
Net income (loss)	(901)	(3,973)	(4,874)
Capital expenditures	-	38,851	38,851

  

January 1, 2018			
(in thousands of U.S. dollars)	Corporate	Colombia	Total
	\$	\$	\$
Cash and cash equivalents	89,538	1,844	91,382
Property, plant and equipment, restated (See Note 3(a))	231	146,176	146,407
Total assets, restated (See Note 3(a))	103,260	169,917	273,177
Loans payable	-	47,917	47,917
Total liabilities	1,282	94,245	95,527

## 5. RECEIVABLES AND PREPAID EXPENSES

As at March 31, 2019, receivables and prepaid expenses includes \$6,612,000 (December 31, 2018 – \$6,704,000; January 1, 2018 – \$3,118,000) of Colombia value-added-tax refund receivable.

## 6. INVENTORIES

Inventories are in respect of the Buriticá Project. Net realizable value adjustments are charged to construction in progress as the Company capitalizes its pre-production revenues and costs. The following represents inventories for the Buriticá Project:

As at (in thousands of U.S. dollars)	March 31, 2019	December 31, 2018	January 1, 2018
	\$	\$	\$
Gold doré (i)	300	382	652
Stockpile	540	909	485
Supplies	5,846	5,471	1,883
	<b>6,686</b>	6,762	3,021

- (i) As at March 31, 2019, the Company held 231 ounces of gold (December 31, 2018 – 298 ounces; January 1, 2018 – 503 ounces), having a net realizable value of \$300,000 based on a closing gold price of \$1,295 per ounce (December 31, 2018 – \$382,000 based on a closing gold price of \$1,282 per ounce; January 1, 2018 – \$652,000 based on a closing gold price of \$1,291 per ounce). Net realizable value adjustment recognized and charged to construction in progress for the three months ended March 31, 2019 was \$70,000 (three months ended March 31, 2018 – \$627,000).

## 7. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consist of the following:

(in thousands of U.S. dollars)	Land and Buildings	Vehicles, Mining and Exploration Equipment	Leasehold Improvements, Office and Computer Equipment	Mineral Properties (including Construction in Progress)	Total
	\$	\$	\$	\$	\$
Opening net book value, January 1, 2019, restated (See Note 3(a))	5,670	1,997	2,068	379,350	389,085
Additions	401	2,789	1,113	74,753	79,056
Gold sales credits	-	-	-	(726)	(726)
Depreciation	(27)	(532)	(89)	-	(648)
<b>Closing net book value, March 31, 2019</b>	<b>6,044</b>	<b>4,254</b>	<b>3,092</b>	<b>453,377</b>	<b>466,767</b>

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(in thousands of U.S. dollars)	Land and Buildings	Vehicles, Mining and Exploration Equipment	Leasehold Improvements, Office and Computer Equipment	Mineral Properties (including Construction in Progress)	Total
	\$	\$	\$	\$	\$
<b>Balance, March 31, 2019</b>					
Cost	6,961	8,744	6,704	453,377	475,786
Accumulated depreciation	(917)	(4,490)	(3,612)	–	(9,019)
Net book value	6,044	4,254	3,092	453,377	466,767

(in thousands of U.S. dollars)	Land and Buildings	Vehicles, Mining and Exploration Equipment	Leasehold Improvements, Office and Computer Equipment	Mineral Properties (including Construction in Progress)	Total
	\$	\$	\$	\$	\$
Balance, January 1, restated (See Note 3(a))					
Cost	6,453	7,536	4,683	135,156	153,828
Accumulated depreciation	(676)	(3,635)	(3,110)	–	(7,421)
Net book value	5,777	3,901	1,573	135,156	146,407
Opening net book value, January 1, 2018, restated	5,777	3,901	1,573	135,156	146,407
Additions	107	619	937	247,367	249,030
Gold sales credits	–	–	–	(2,500)	(2,500)
Disposals and write-downs	–	–	(4)	(673)	(677)
Depreciation	(214)	(2,523)	(438)	–	(3,175)
Closing net book value, December 31, 2018, restated	5,670	1,997	2,068	379,350	389,085
Balance, December 31, 2018, restated					
Cost	6,560	8,155	5,591	379,350	399,656
Accumulated depreciation	(890)	(6,158)	(3,523)	–	(10,571)
Net book value, restated	5,670	1,997	2,068	379,350	389,085

(a) **Change in Accounting Policy**

Effective January 1, 2019, the Company elected to change its accounting policy in respect of exploration and evaluation expenditures (see Note 3(a)). As a result of the change, construction in progress as at January 1, 2018 and December 31, 2018 have been reduced by \$213,574,000 and \$217,428,000, respectively.

The applicable sections of the Company's accounting policy for property, plant and equipment in respect of exploration and evaluation expenditures, effective January 1, 2019, are as follows:

**Mineral properties**

Mineral properties are made up of exploration interests and mining interests.

*Exploration interests*

Exploration interests represents the acquisition costs for exploration licenses, rights or leases as part of a business combination or asset purchase and are within projects that have not yet demonstrated technical and commercial viability. These assets are recognized at fair value on the date of acquisition.

*Mining interests*

Mining interests are made up of project or mine development costs for properties that have demonstrated technical feasibility and commercial viability and construction in progress.

Demonstration of technical feasibility and commercial viability generally coincide with the establishment of proven and probable reserves, the completion of a feasibility study, as well as a decision and approval to commence construction of a mine. The assessment also includes the estimation of projected future operating cash flows based on the extraction and production of established proven and probable reserves and an estimate of mineral resources expected to be converted into mineral reserves in the future and includes initial construction and sustaining capital expenditures. However, this determination may be impacted by management's assessment of certain modifying factors including legal, environmental, social and governmental factors.

Mine development costs are directly attributable to an existing mine and include costs related to the assessment and development of the ore body for future years' production and construction in progress. These costs include the development and access (tunnelling) costs of production drifts to develop the ore body, drilling and other related costs to define, delineate and expand the mineral resources and reserves of a mine. Mine development also includes costs incurred during the construction of a mine that cannot be reasonably allocated to individual assets or asset classes such as site preparation and development, project engineering, project and construction management, site security, construction support services, construction power, temporary facilities, project general and administration costs and project community relations activities during the period of construction.

Construction in progress includes costs in respect of projects that have demonstrated technical feasibility and commercial viability relating to the design, development and construction of the mine, borrowing costs relating to the construction, depreciation of related equipment and other costs that can be attributed to bringing the mine to commercial production. This includes costs associated with the commissioning period before the mine has reached commercial production where it is capable of operating at levels intended by management. Pre-production revenues relating to gold sales and related costs from the Yaraguá mine are credited against and charged to, respectively, the capitalized expenditures as the activities are considered necessary for the development and construction of the Buriticá Project.

Upon the commencement of commercial production, capitalized costs will be transferred to the relevant asset classes within property, plant and equipment and charged to operations on a units-of-production basis. The recoverability of amounts shown for mining interests is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain financing to complete development of the properties and future production.

- (b) Depreciation for the three months ended March 31, 2019 of \$20,000 (three months ended March 31, 2018 – \$59,000) is included in depreciation and amortization in the unaudited interim consolidated statement of operations and comprehensive income (loss) for the three months ended March 31, 2019 and depreciation for the three months ended March 31, 2019 of \$1,027,000 is capitalized in construction in progress (three months ended March 31, 2018 – \$572,000).

Depreciation for prior years have not been impacted by the change in accounting policy as costs relate to assets that were not yet available for use as intended by management and, as a result, depreciation had not commenced as at January 1, 2019.

- (c) For the three months ended March 31, 2019, borrowing costs (see Note 11) of \$8,289,000 (three months ended March 31, 2018 – \$1,773,000) were capitalized as part of construction in progress. All costs capitalized as part of construction in progress will be amortized upon commencement of commercial production.
- (d) The Buriticá Project includes the Yaraguá mine that is currently utilized for underground development, exploration and as a testing operation. Activities are considered integral to the construction and development of the Buriticá mine and, as a result, related pre-production gold sales and costs are capitalized as part of construction in progress.

Gold sales received from pre-production revenues for the three months ended March 31, 2019 of \$726,000 (three months ended March 31, 2018 – \$908,000) were credited against the capitalized expenditures.

## **8. EXPLORATION AND EVALUATION EXPENDITURES**

### **(a) Change in Accounting Policy disclosure**

Effective January 1, 2019, the Company elected to change its accounting policy in respect of exploration and evaluation expenditures (see Note 3(a)). As a result of the change, exploration and evaluation assets as at January 1, 2018 and December 31, 2018 have been reduced to \$nil. Acquisition costs for exploration projects as at January 1, 2018 and December 31, 2018 of \$3,105,000 and \$2,992,000, respectively, were transferred to mineral properties within property, plant and equipment.

The Company's accounting policy for exploration and evaluation expenditures, effective January 1, 2019, is as follows:

#### **Exploration and evaluation ("Exploration") expenditures**

Exploration expenditures represent those activities required to find a mineral property and determine technical feasibility and commercial viability. Exploration activities include those required to establish an initial mineral resource, determine whether inferred mineral resources can be upgraded to measured and indicated mineral resources and whether measured and indicated mineral resources are commercially viable.

Exploration expenditures relating to exploration activities include, but are not restricted to: exploratory drilling, trenching, sampling, surveying, and gathering exploration data; research and analysing historical exploration data, tunnelling and development, calculation and definition of an initial mineral resource and/or mineral reserve; test work on geology, metallurgy, mining, geotechnical and geophysical; conducting geological, geophysical, engineering, environmental, marketing and financial studies; development and preparation of preliminary economic assessments, pre-feasibility studies and an initial bankable feasibility study; and establishing and developing community relations. In addition, exploration expenditures include costs incurred before the Company has obtained the legal right to explore an area.

Exploration expenditures are recognized in the consolidated statements of operations and comprehensive loss as incurred.

### **(b) Exploration Projects**

The following is a summary of the Company's exploration projects for which technical feasibility and commercial viability have not yet been determined.

#### **(i) Gran Buriticá Project**

The Company maintains exploration licenses surrounding the main Buriticá Project representing properties that are in early-stage exploration.

During the three months ended March 31, 2019, exploration expenses in respect of the Gran Buriticá project of \$47,000 (three months ended March 31, 2018 - \$50,000) was recognized in the consolidated statement of operations and comprehensive income (loss).

#### **(ii) Berlin, Dominical and Dojura Projects**

The Company also maintains exploration licenses for the Berlin, Dominical and Dojura Projects in Colombia.

On December 29, 2017, the Company completed an option agreement with a third party (the "Optionor") to acquire by January 21, 2021, or earlier, a mining title for approximately 3,795 hectares within the Berlin Project area for a total of \$5,000,000 (the "Berlin Option Agreement"). The significant terms and conditions of the Option Agreement are:



- \$50,000 paid to the Optionor on closing of the agreement;
- \$450,000 payable to the Optionor in 2018 upon satisfaction of conditions precedent by the Optionor relating to approval and registry of the assignment of the license and filing of relevant environmental license;
- \$500,000 payable to the Optionor on each of January 20, 2019 and January 20, 2020;
- \$3,500,000 payable to the Optionor on January 20, 2021 or upon completion of title assignment and registration to the Company;
- All canon payments required to maintain the licenses in good standing; and
- The Company may withdraw from the Option Agreement at any time.

Effective late 2018, the properties within the Berlin Option Agreement were under force majeure.

All expenditures incurred in respect of the Berlin, Dominical and Dojura projects are expensed. During the three months ended March 31, 2019 exploration expenses in respect of the Berlin, Dominical and Dojura Projects of \$31,000 (three months ended March 31, 2018 - \$829,000) were recognized in the consolidated statement of operations and comprehensive income (loss).

**(iii) Southern Colombia Projects – Option Agreement**

In July 2018, the Company entered into an option agreement with a third party (the “South Optionor”) for the sole and exclusive right to evaluate certain properties located in the Nariño and Cauca Provinces of Colombia (the “South Option Properties”) and to acquire up to a 75% interest in those properties selected by the Company (the “South Option Agreement”). The terms of the South Option Agreement are as follows:

- Phase I Option – A minimum of \$1,000,000 of exploration and evaluation expenditures is required to be incurred prior to January 4, 2020 in respect of the South Option Properties.
- Phase II Option – Upon satisfaction of the Phase I Option and written notice to the South Optionor, the Company has the option to acquire a 51% interest in any or all of the South Option Properties as selected by the Company (the “Selected South Properties”) by incurring an additional \$1,000,000 of exploration and evaluation expenditures on each Selected South Property prior to the earlier of July 4, 2021 or 18 months after the Phase I Option was satisfied.
- Phase III Option – Upon satisfaction of the Phase II Option and written notice to the South Optionor, the Company has the option to acquire an additional 24% interest (for a total 75% interest) in any or all of the Selected South Properties as determined by the Company by completing a preliminary economic assessment on a minimum mineral resource of 1 million gold equivalent ounces within 3.5 years.

All expenditures in respect of the South Option Agreement are expensed. For the three months ended March 31, 2019, the Company incurred \$3,000 (three months ended March 31, 2018 - \$nil) of exploration expenditures in respect of the South Option Agreement which were included in exploration expense in the consolidated statement of operations and comprehensive income (loss).

## 9. LEASES

### (a) Change in Accounting Policy disclosure

The Company adopted IFRS 16 in its consolidated financial statements on January 1, 2019. See Note 3(b)(i) for the impact of the transition.

The Company's accounting policy for leases, effective January 1, 2019, is as follows:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company recognizes a right-of-use asset and a lease liability at the lease commencement date.

The Company has elected to apply the practical expedient to account for each lease component and any non-lease components as a single lease component.

The Company has elected to apply the practical expedient not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The lease payments associated with these leases is recognized as an expense on a straight-line basis over the lease term.

#### *Right-of-Use Assets*

The right-of-use asset is initially measured based on the initial amount of the lease liability, adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The assets are depreciated to the earlier of the end of the useful life of the right-of-use asset or the lease term using the straight-line method as this most closely reflects the expected pattern of consumption of the future economic benefits. The lease term includes periods covered by an option to extend if the Company is reasonably certain to exercise that option. Lease terms range from 2 to 5 years for offices, land and vehicles. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

#### *Lease Liabilities*

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The lease liability is measured at amortized cost using the effective interest method.

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. A corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero upon remeasurement of the liability.

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**(b) Right-of-Use Assets**

Right-of-use assets consist of the following:

(in thousands of U.S. dollars)	Land and Buildings	Vehicles, Mining and Exploration Equipment	Total
	\$	\$	\$
Opening net book value, January 1, 2019, restated (See Note 3(b))	2,741	799	3,540
Additions	561	–	561
Depreciation	(191)	(180)	(371)
<b>Closing net book value, March 31, 2019</b>	<b>3,111</b>	<b>619</b>	<b>3,730</b>
<b>Balance, March 31, 2019</b>			
Cost	3,302	799	4,101
Accumulated depreciation	(191)	(180)	(371)
Net book value	3,111	619	3,730

As indicated in Note 3(b), the Company adopted IFRS 16 on January 1, 2019. On adoption of IFRS 16, the Company recognized total lease liability in relation to leases which had previously been classified as operating leases under the principles of IAS 17. These liabilities were measured at the present value of the remaining lease payments, discounted using the Company's incremental borrowing rates as of January 1, 2019. The weighted average discount rate applied to the lease liability on January 1, 2019 was 10.31%.

Right-of-use assets are presented separately in the consolidated statements of financial position.

**(c) Lease Liabilities**

Lease liability consists of the following:

As at (in thousands of U.S. dollars)	March 31, 2019
	\$
Balance at inception (January 1, 2019)	3,540
New leases during the period	561
Lease payments	(421)
Interest accretion expense	98
Foreign exchange	84
Balance, end of period	3,862
Current portion	1,326
Long-term portion	2,536

Lease liabilities are now included within current and long-term liabilities in the consolidated statements of financial position.

Interest accretion expense or amortization of the discount on the lease liability is charged to the consolidated statements of operations and comprehensive income (loss) using the effective interest method.

**10. OTHER ASSETS**

As at (in thousands of U.S. dollars)	March 31, 2019	December 31, 2018	January 1, 2018
	\$	\$	\$
Construction and equipment advances (a)	10,595	6,995	14,702
Deferred financing charges (b)	1,810	–	11,830
Other prepaids and deferred charges	255	298	654
Intangible assets	125	64	304
	<b>12,785</b>	<b>7,357</b>	<b>27,490</b>

(a) **Construction and equipment advances**

Prepaid construction costs represent advances on equipment and to contractors for development and construction costs that will be capitalized according to the Company's accounting policy for property, plant and equipment.

(b) **Deferred financing charges**

Deferred financing charges as at March 31, 2019 represent transaction costs in respect of a binding streaming agreement (See Note 16) effective March 15, 2019. Upon final closing and receipt of funds, transaction costs will be charged as a reduction to deferred revenue.

Deferred financing charges as at January 1, 2018 represent transaction costs in respect of the undrawn portion of the Credit Facility (See Note 12).

**11. CURRENT PORTION OF NON-CURRENT LIABILITIES**

As at (in thousands of U.S. dollars)	Note	March 31, 2019	December 31, 2018	January 1, 2018
		\$	\$	\$
Convertible debenture - interest	13	164	-	-
Production-linked liability	14	327	-	-
Lease liability	9(c)	1,326	-	-
Other long-term payables	15	139	175	-
Derivative liabilities	17(b)	896	1,966	-
Rehabilitation provision		1,349	1,125	2,930
		<b>4,201</b>	<b>3,266</b>	<b>2,930</b>

**12. LOANS PAYABLE**

As at (in thousands of U.S. dollars)	March 31, 2019	December 31, 2018	January 1, 2018
	\$	\$	\$
Total draws from Credit Facility	275,000	275,000	50,000
Transaction costs attributable to draws	(33,926)	(33,926)	(6,671)
Total loan payable, net of attributable transaction costs	241,074	241,074	43,329
Accrued interest	34,028	25,739	4,588
Loan payable balance, end of period	<b>275,102</b>	<b>266,813</b>	<b>47,917</b>

**Credit Facility**

Effective January 10, 2017, the Company entered into a credit facility arrangement with a third party (the "Lender") for a total of \$250,000,000 for the construction of the Buriticá mine (the "Initial Credit Facility") and on October 16, 2017, the Company and the Lender completed an amendment to the Initial Credit Facility, providing an additional \$25,000,000 (the "Credit Facility Amendment") and resulting in a revised total available credit facility of \$275,000,000 (the "Credit Facility"). As at December 31, 2018, the full Credit Facility had been drawn.

On August 7, 2018, the Lender agreed to waive the conditions precedent for the third tranche of the Credit Facility in exchange for an immediate draw of \$75,000,000 and confirmed draws of \$25,000,000 on each of October 1, 2018 and December 17, 2018, resulting in the draw of the full Credit Facility as at December 31, 2018.

The Credit Facility bore interest at LIBOR plus 8%, with a minimum 1% LIBOR rate. On March 15, 2019, the Credit Facility was amended to facilitate the closing of additional financing transactions (See Note 16), which resulted in a change to the interest rate to LIBOR plus 9%. All other terms of the Credit Facility were unchanged.

Interest is accrued and capitalized until April 30, 2020. Total principal and capitalized interest (“Fully Advanced Principal”) and interest on the Fully Advanced Principal are both payable quarterly over 16 consecutive quarters commencing July 31, 2020. The required quarterly repayments range from 4% to 10% of the Fully Advanced Principal. Additional or early repayments of the outstanding principal balance, in whole or in part, are subject to early repayment fees if paid prior to the fifth year. As at March 31, 2019, the Fully Advanced Principal balance was \$303,516,000 (December 31, 2018 – \$295,483,000; January 1, 2018 – \$54,000,000).

In connection with the Initial Credit Facility, the Company also issued Common Share purchase warrants, denominated in U.S. dollars, (the “Private Warrants”) to the Lender (see Note 21) and will incur production-linked liabilities based on amounts advanced under the Initial Credit Facility (see Note 14), both of which are considered as transaction costs for the Credit Facility.

The Credit Facility is considered a hybrid financial instrument, containing liability components, derivative components and an equity component. The liability components are made up of the loans payable and the production-linked liability (see Note 14). The derivative components are made up of the early repayment fees and the interest minimum 1% LIBOR rate (see Note 17(b)). The equity component is represented by the Private Warrants (see Note 21).

The loans payable is measured at amortized cost, net of transaction costs of \$33,926,000, and is accreted over the expected term to maturity using the effective interest method. The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts the estimated future cash payments through the expected life of the liability.

The Credit Facility Amendment was accounted for as an amendment to the Initial Credit Facility as there have been no changes to significant terms and conditions and the present value of expected cash flows have not been significantly impacted.

For the three months ended March 31, 2019, accrued interest of \$8,289,000 (three months ended March 31, 2018 and year ended December 31, 2018 – \$1,773,000 and \$21,151,000, respectively), calculated using the effective interest method, was capitalized as borrowing costs in construction in progress within property, plant and equipment.

The Company is subject to a debt covenant requiring the Company to maintain a minimum Working Capital balance of \$15,000,000 at all times. As at March 31, 2019, the Company’s Working Capital was \$65,911,000 (December 31, 2018, restated – \$64,559,000; January 1, 2018, restated – \$71,860,000).

### 13. CONVERTIBLE DEBENTURES

<b>As at March 31, 2019</b> (in thousands of U.S. dollars)	<b>Debentures Payable</b>	<b>Derivative Liability</b>	<b>Total</b>
	\$	\$	\$
Proceeds from convertible debentures	38,999	36,001	75,000
Transaction costs	(114)	–	(114)
Balance at inception, March 15, 2019	38,885	36,001	74,886
Accrued interest, effective interest method	334	–	334
Revaluation	–	(215)	(215)
	39,219	35,786	75,005
Current portion of interest payable	(164)	–	(164)
Balance end of period	39,055	35,786	74,841

On March 15, 2019, the Company completed a convertible debenture financing (“Debentures”) with third party investors (“Debenture Holders”) for \$75 million. The significant terms and conditions of the agreement are as follows:

- Maturity date of May 15, 2024.
- Interest of 5%, payable semi-annually, beginning six months after closing.
- The Debentures are convertible, at the option of the Debenture Holder and at any time prior to the maturity date, into common shares of the Company based on a conversion price of C\$3.00 per share.

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- The Company has the option to redeem all, but not less than all, of the Debentures, at a redemption price equal to 100% of the principal amount then outstanding, plus all accrued and unpaid interest, if the closing price of the Shares on the TSX is at least 130% of the Conversion Price for each of the 20 trading days before a notice of redemption is delivered to the Debenture Holder.
- The Conversion Price may be adjusted if, prior to September 15, 2019, the Company issues additional convertible securities to parties other than the Debenture Holders for an effective subscription price that is less than the Conversion Price (the "Anti-Dilutive Provision") to the greater of (i) such lower price; and (ii) C\$2.18, being the minimum allowable conversion price under the rules of the TSX.

The Debentures are recognized as a hybrid instrument whereby the proceeds, net of transaction costs, and allocated between liability and derivative components. The liability component is made up of the host contract. The derivative components are made up of the conversion option, the Anti-Dilutive Provision and customary voluntary redemption and change in control features (See Note 17(b)).

Transaction costs of \$114,000 and \$105,000, respectively, was allocated to the host contract and the conversion option. Transaction costs allocated to the host contract was recorded as a reduction to the liability. Transaction costs allocated to the conversion option was recognized as expenses in the consolidated statement of operations and comprehensive loss (income) for the three months ended March 31, 2019.

The conversion option is valued and measured at fair value on the date of issue and is classified as a derivative liability on the consolidated statements of financial position (See Note 17(b)). The fair value of the conversion option of \$36,001,000 was calculated using the Black-Scholes option pricing model. As at March 31, 2019, the conversion option was revalued to \$35,786,000, resulting in a derivative gain of \$215,000 recognized in the consolidated statement of operations and comprehensive income (loss) for the three months ended March 31, 2019.

The host contract is classified as debentures payable in the consolidated statements of financial position; is measured at amortized cost, net of attributable transaction costs; and is accreted over the expected term to maturity using the effective interest method. The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts the estimated future cash payments through the expected life of the liability.

For the three months ended March 31, 2019, accrued interest of \$334,000, calculated using the effective interest method, was recognized in the consolidated statement of operations and comprehensive loss (income). Accrued interest payable as at March 31, 2019 of \$164,000 is payable on September 15, 2019 and is classified as a current liability.

**14. PRODUCTION-LINKED LIABILITY**

	Three months ended March 31, 2019		Year ended December 31, 2018		As at January 1, 2018	
	Number of Ounces		Number of Ounces		Number of Ounces	
	000s	\$(000s)	000s	\$(000s)	000s	\$(000s)
Balance, January 1	1,250	19,675	250	4,118	250	4,118
Issued	—	—	1,000	14,800	—	—
Accretion	—	359	—	757	—	—
Balance, end of period	1,250	20,034	1,250	19,675	250	4,118
Current portion	(17)	(327)	—	—	—	—
Long-term portion	1,233	19,707	1,250	19,675	250	4,118

In connection with the Initial Credit Facility (see Note 12), production-linked payments of \$20 per ounce is payable, in cash, on the production of the first 1,250,000 ounces of production at the Buriticá mine.

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Upon the receipt of each draw from the Initial Credit Facility, the pro-rata production-linked liability is recognized and measured at the present value of the relevant production-linked payment using the discount rate of 7.5%, as defined in the Initial Credit Facility in respect of the production-linked payments. Subsequently, the production-linked liability is remeasured at each reporting date with changes recognized in accretion expense in the consolidated statements of operations and comprehensive income (loss).

The Company has recognized production-linked liabilities for the full 1,250,000 ounces, under the Initial Credit Facility, as a result of the receipt of the full Credit Facility as at March 31, 2019 and December 31, 2018 (January 1, 2018 – 250,000 ounces).

The fair value of the production-linked liability as at March 31, 2019 was \$20,034,000 (December 31, 2018 – \$19,675,000; January 1, 2018 – \$4,118,000), resulting in accretion expense recognized in the unaudited interim consolidated statement of operations and comprehensive income (loss) for the three months ended March 31, 2019 of \$359,000 (three months ended March 31, 2018 – \$75,000).

Under the Initial Credit Facility, gold production payments commence in the month in which production from the first gold pour at the Buriticá mine is received at the Company's refiner. As a result, based on the feasibility study, the Company has recognized \$327,000 as current, representing the present value of payments in respect of 17,000 ounces of expected production within the next 12 months.

**15. OTHER LONG-TERM PAYABLES**

As at March 31, 2019, the Company has obligations to pay value-added taxes and duties on the import of major capital equipment, with payments required to be made between 2022 to 2024. Upon payment, amounts are available to be recovered as income tax credits to reduce income taxes payable beginning in the taxation year in which the payment was made. Amounts are carried forward for a maximum of five years if income taxes payable are less than the available income tax credits.

As at (in thousands of U.S. dollars)	Note	March 31, 2019	December 31, 2018	January 1, 2018
		\$	\$	\$
Import duties		873	872	1,541
Value added taxes		8,909	7,553	–
		<b>9,782</b>	8,425	1,541
Current portion	11	(139)	(175)	–
Long-term portion		<b>9,643</b>	8,250	1,541

**16. STREAMING AGREEMENT**

On March 15, 2019, the Company signed a binding streaming agreement with a third party (the "Streaming Agent") in respect of its gold and silver production (the "Streaming Agreement"). The significant terms and conditions of the Streaming Agreement are as follows:

- Payment to the Company of \$100 million upon completion of certain customary conditions precedent.
- Sale of the Company's Buriticá mine silver production equal to 1.84 times the Buriticá mine gold production for the life of mine for 5% of market price on delivery of silver (the "Silver Stream").
- Sale of 2.1% of the Company's Buriticá mine life of mine gold production for 10% of market price on delivery of gold (the "Gold Stream").
- Buy-back option of the Gold Stream for \$80 million, less the value of all prior deliveries under the Gold Stream, on or before December 31, 2021 (the "Buy-Back Option").

The Streaming Agreement is recognized as deferred revenue, net of transaction costs. Upon satisfaction of the customary conditions precedent, the receipt of the proceeds from the Streaming Agreement will be recognized as deferred revenue, net of transaction costs on the date of inception. As at March 31, 2019, \$1,810,000 has been recognized as deferred financing charges (See Note 10) in respect of transaction costs for the Streaming Agreement, including 530,000 shares, valued at \$1,031,000, issued to the Company's financial advisor.

Deferred revenue arises from the up-front payment to be received in consideration for future commitments for the physical delivery of the own production in respect of the Silver and Gold Streams. Revenue from the Silver and Gold Streams are recognized when the Streaming Agent or the customer obtains control of the silver and/or gold metal and the Company has satisfied its performance obligations in respect of the Streaming Agreement. The Company is currently in the process of developing its accounting policy in respect of deferred revenue.

The Company has identified a financing component related to the Streaming Agreement resulting from a difference in the timing of the up-front consideration to be received and the delivery of production in respect of the Silver and Gold Streams. Interest expense on the deferred revenue is recognized in finance costs based on the effective interest rate after deducting transaction costs at the date of inception.

The initial consideration to be received from the Streaming Agreement in respect of the deferred revenue portion is considered variable as it is subject to changes in total silver and gold ounces to be delivered and the corresponding gold and silver prices. Changes to variable consideration are reflected in revenue in the consolidated statements of operations and comprehensive income (loss).

In addition, the Company has identified a derivative component in respect of the Buy-Back Option (See Note 17(b)). The Company anticipates the fair value of the Buy-Back Option to be \$nil on the date of inception.

In the event the Buy-Back Option is exercised, the payment, net of any fair value recognized on the date of exercise for the related derivative, is deducted from the deferred revenue balance for the Streaming Agreement, with resulting changes to variable consideration recognized in the consolidated statements of operations and comprehensive income (loss). In the event the Buy-Back Option expires, any fair value recognized on the date of exercise for the related derivative is recognized as a derivative loss in the consolidated statements of operations and comprehensive income (loss) with no impact to deferred revenue balances.

The Company expects to complete the customary conditions precedent and receive the proceeds from the Streaming Agreement during the second quarter of 2019.

## **17. FINANCIAL INSTRUMENTS**

### **(a) Financial Instruments Disclosures**

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the bases of measurement, and the bases for recognition of income and expenses) for each class of financial asset and financial liability are disclosed in Note 4 of the Company's audited annual consolidated financial statements for the year ended December 31, 2018.

As at March 31, 2019, the Company's financial assets are made up of cash and cash equivalents, marketable securities and receivables. The Company's receivables, excluding refundable sales taxes, represent short-term receivables. The Company's financial liabilities are made up of accounts payable, the loans payable, the convertible debentures and the production-linked liability.

Financial assets and financial liabilities as at March 31, 2019 and December 31, 2018 were as follows:



## Notes to Interim Consolidated Financial Statements (unaudited)

As at March 31, 2019 (in thousands of U.S. Dollars)			Financial	Financial	Total
	FVTPL	FVOCI	assets at amortized cost	liabilities at amortized cost	
	\$	\$	\$	\$	\$
Cash and cash equivalents (level 1)	84,767	—	—	—	84,767
Restricted cash (level 1)	8,000	—	—	—	8,000
Marketable securities (level 1)	—	295	—	—	295
Receivables	—	—	370	—	370
Accounts payable and accrued liabilities	—	—	—	(33,608)	(33,608)
Loans payable	—	—	—	(275,102)	(275,102)
Debentures payable	(35,786)	—	—	(39,219)	(75,005)
Production-linked liability (level 2)	—	—	—	(20,034)	(20,034)
Derivative liabilities (level 2)	(896)	—	—	—	(896)
<b>Total</b>	<b>56,085</b>	<b>295</b>	<b>370</b>	<b>(367,963)</b>	<b>(311,213)</b>

  

As at December 31, 2018 (in thousands of U.S. Dollars)			Financial	Financial	Total
	FVTPL	FVOCI	assets at amortized cost	liabilities at amortized cost	
	\$	\$	\$	\$	\$
Cash and cash equivalents (level 1)	80,299	—	—	—	80,299
Restricted cash (level 1)	8,000	—	—	—	8,000
Marketable securities (level 1)	—	406	—	—	406
Receivables	—	—	345	—	345
Accounts payable and accrued liabilities	—	—	—	(31,711)	(31,711)
Loans payable	—	—	—	(266,813)	(266,813)
Production-linked liability (level 2)	—	—	—	(19,675)	(19,675)
Derivative liability (level 2)	(1,966)	—	—	—	(1,966)
<b>Total</b>	<b>86,333</b>	<b>406</b>	<b>345</b>	<b>(318,199)</b>	<b>(231,115)</b>

The carrying value of receivables and accounts payable and accrued liabilities approximate fair value because of the limited term of these instruments.

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate, foreign exchange rate and price risk).

Risk management is carried out by the Company's management team with guidance from the Audit Committee under policies approved by the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

**(b) Derivatives**

The Company has the following derivative instruments:

As at March 31, 2019 (in thousands of U.S. Dollars)	Note	March 31, 2019	December 31, 2018	January 1, 2018
Derivative liability – current:		\$	\$	\$
Non-deliverable foreign currency contracts (ii)		896	1,966	—
		896	1,966	—
Derivative liability – non-current:				
Convertible debentures, conversion option (iii)	12	35,786	—	—
		35,786	—	—
<b>Total</b>		<b>36,682</b>	<b>1,966</b>	<b>—</b>

**Notes to Interim Consolidated Financial Statements (unaudited)**

- (i) As part of the Credit Facility (See Note 12), embedded derivatives relating to the early repayment fees and the interest minimum 1% LIBOR rate exist within the agreement. On receipt of each draw from the Credit Facility, the fair value of the derivatives is measured. Subsequently, the derivatives are remeasured at each reporting date with changes recognized in the statements of operations and comprehensive income.

Fair value of the derivatives was determined to be insignificant on the date of each draw from the Credit Facility and on March 31, 2019 and, as a result, were not recognized.

The fair values for both the early repayment fees and the interest minimum 1% LIBOR rate in respect of draws from the Credit Facility were determined to be \$nil for the three months ended March 31, 2019 (the three months ended March 31, 2018 and the year ended December 31, 2018 – \$nil). The fair values of these derivatives were also determined to be \$nil as at March 31, 2019, December 31, 2018 and January 1, 2018.

- (ii) The Company uses foreign currency derivatives as part of its risk management program to mitigate the variability associated with the changing foreign currency rates relative to the U.S dollar. The derivative instruments are not formally recognized as hedging instruments and are accordingly classified as non-hedge financial instruments. The mark-to-market fair values of all contracts are provided by a third party using inputs that are observable and determined using standard valuation techniques. Derivative instruments are classified within Level 2 of the fair value hierarchy.

As at March 31, 2019, the Company held simultaneous non-deliverable put and call option currency contracts (the “Currency Contracts”) totaling \$48,000,000 (December 31, 2018 – \$48,000,000; January 1, 2018 – \$nil) as follows:

	COP:USD Contract Range	(in thousands of U.S. Dollars)	
		Contract Value	Fair Value
<b>As at March 31, 2019</b>			
		\$	\$
Expiring April 2019	2,750-3,050	4,000	182
Expiring May – December 2019	2,950-3,335	32,000	408
Expiring January – March 2020	3,000-3,275	12,000	306
		<b>48,000</b>	<b>896</b>
	COP:USD Contract Range	(in thousands of U.S. Dollars)	
		Contract Value	Fair Value
<b>As at December 31, 2018</b>			
		\$	\$
Expiring January – April 2019	2,750-3,050	16,000	1,066
Expiring May – December 2019	2,950-3,335	32,000	900
		<b>48,000</b>	<b>1,966</b>

The fair value of the Currency Contracts is based on the COP:USD rate as at March 31, 2019 of 3,175:1 (December 31, 2018 – 3,250:1).

The Currency Contracts are documented in the form of an ISDA master agreement, requiring total collateral payments into restricted bank accounts and released upon expiry of the contracts.

During the three months ended March 31, 2019, \$12,000,000 (three months ended March 31, 2018 – \$nil) Currency Contracts expired with required payments totaling \$120,000 (three months ended March 31, 2018 – \$nil) to the counterparty and was recognized as a realized derivative loss in the consolidated statement of operations and comprehensive income (loss).

As at March 31, 2019, the Company's collateral deposit of \$8,000,000 (December 31, 2018 – \$8,000,000; January 1, 2018 – \$nil) is held in a separate bank account and is included in restricted cash and classified as current as the restriction on all amounts are less than 12 months. Future collateral cash requirements may increase or decrease based on the extent of additional Currency Contracts entered into. Additional collateral payments will be required for any fair value losses on outstanding currency contracts in excess of 60% of the related outstanding collateral deposits at any time. The financial assurance provision requiring a collateral deposit provides protection to the counterparty in the event a material adverse credit-related event transpires. The cash collateral is not offset with the corresponding derivative instrument fair value.

As at May 9, 2019, \$4,000,000 of the Company's put and call option contracts outstanding at March 31, 2019 expired, with a realized loss of \$228,000. In addition, \$190,000 of the Company's collateral deposit was released and transferred to the Company's non-restricted bank accounts.

- (iii) The Debentures (See Note 13) contain embedded derivatives relating to the conversion option; foreign currency feature (since the conversion price is in C\$); Anti-Dilutive Provision; voluntary redemption option; and change of control feature. The Company assessed that the voluntary redemption option is closely related to the debenture host contract and no separate accounting is required. The Company assessed that the economic characteristics of the conversion option are not closely related to the debenture host contract and should be separated from the debenture host contract. The additional derivatives (namely the foreign currency feature, Anti-Dilutive Provision and the change in control feature) are all closely related to the conversion option and would not be accounted for as separate derivatives.

The conversion option is classified as a derivative liability in the consolidated statements of financial position as neither the price nor the number of shares to be issued on conversion is fixed. The fair value of the conversion option of \$36,001,000 was calculated using the Black-Scholes option pricing model. As at March 31, 2019, the conversion option was revalued to \$35,786,000, resulting in a derivative gain of \$215,000 recognized in the consolidated statement of operations and comprehensive income (loss) for the three months ended March 31, 2019.

- (iv) The Streaming Agreement (See Note 13) contains a derivative relating to the Buy-Back Option of the Gold Stream.

Fair value of the Buy-Back Option will be determined on the date proceeds from the Streaming Agreement is received and will be revalued at each reporting date with changes in fair value recognized as a derivative gain or loss in the consolidated statements of operations and comprehensive income (loss). At the date of inception, the Company anticipates the fair value of the Buy-Back Option to be \$nil.

## **18. CAPITAL MANAGEMENT**

The Company manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives, including funding of future growth opportunities and pursuit of accretive acquisitions; and
- to maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company considers its capital to be equity (comprised of share capital, contributed surplus, warrants and deficit) which at March 31, 2019 totalled \$155,273,000 (December 31, 2018 – \$155,047,000; January 1, 2018 – \$177,650,000) and debt, which is comprised of loans payable, debentures payable and production-linked liability of \$275,102,000, \$39,219,000 and \$20,034,000, respectively, as at March 31, 2019 (December 31, 2018 – \$266,813,000, \$nil and \$19,675,000, respectively; January 1, 2018 – \$47,917,000, \$nil and \$4,118,000, respectively).

The Company has a need for equity capital and other financing to fund Working Capital in the exploration and development of its properties. The Company's ability to continue as an active mineral property explorer and developer is dependent upon its ability to obtain adequate financing, to reach profitable levels of operation and to effectively preserve and deploy cash. It is not possible to predict whether financing efforts will be successful or sufficient, or if the Company will attain profitable levels of operation.

The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures and other investing and financing activities. The forecast is regularly updated based on activities related to its mineral properties. Selected information is frequently provided to the Board of Directors of the Company. The Company's capital management objectives, policies and processes have remained unchanged during the three months ended March 31, 2019. The Company is subject to a minimum working capital balance of \$15,000,000 required by the lender of the Credit Facility. As at March 31, 2019, the Company's working capital was \$65,911,000. The Company is not subject to any further capital requirements imposed by a regulator or lending institution.

## **19. RELATED PARTY TRANSACTIONS**

Related parties include management, the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

The following related party transactions were conducted in the normal course of operations:

- (a) During the three months ended March 31, 2019, \$652,000 (three months ended March 31, 2018 – \$234,000) was paid to a public utility company in which a director of the Company is also a director and are included in capitalized expenditures in construction in progress.
- (b) During the three months ended March 31, 2019, \$80,000 (three months ended March 31, 2018 – \$nil) was paid to a company in which a director of the Company is also a director in respect of operating supplies and are included in capitalized expenditures in construction in progress.

## **20. SHARE CAPITAL**

### **(a) Authorized**

The authorized share capital of the Company consists of an unlimited number of common shares ("Common Shares") without par value. All issued shares are fully paid. No dividends have been paid or declared by the Company since inception.

**Notes to Interim Consolidated Financial Statements (unaudited)****(b) Issued**

As of March 31, 2019, the issued share capital was 189,364,726. The change in issued share capital for the three months ended March 31, 2019 and 2018 were as follows:

	Number of Shares	
	2019	2018
<b>Balance, January 1</b>	<b>188,556,821</b>	188,218,514
Exercise of stock options (Note 22(a))	<b>66,734</b>	–
Bonus shares issued under the Option Plan (Note 22(a))	<b>201,171</b>	–
Shares issued on vesting of RSUs (Note 21(b))	–	88,307
Shares issued on vesting of DSUs (Note 22(c))	<b>10,000</b>	10,000
Issuance of shares – transaction costs (Note 15)	<b>530,000</b>	–
<b>Balance, March 31</b>	<b>189,364,726</b>	188,316,821

**21. WARRANTS**

	March 31, 2019		December 31, 2018		January 1, 2018	
	Number of Warrants	Black-Scholes Value \$(000's)	Number of Warrants	Black-Scholes Value \$(000's)	Number of Warrants	Black-Scholes Value \$(000's)
Balance, January 1	<b>3,000,000</b>	<b>5,710</b>	3,000,000	5,710	3,000,000	5,710
Issued	–	–	–	–	–	–
<b>Balance, end of period</b>	<b>3,000,000</b>	<b>5,710</b>	3,000,000	5,710	3,000,000	5,710

In connection with the Initial Credit Facility (see Note 12), the Company issued 3,000,000 Private Warrants, denominated in U.S. dollars, to the Lender at an exercise price of \$3.67 per share. The Private Warrants have an expiry date of January 10, 2021. In the event that the closing share price of the Common Shares on the TSX, calculated in U.S. dollars, is greater than \$7.34 per share on each day for a period of 40 consecutive days, the Company may accelerate the expiry date of the Private Warrants by giving notice to the warrant holder and, in such case, the Private Warrants will expire on the 30th day after the date on which such notice is given by the Company. As of March 31, 2019, no such notice had been given by the Company.

The Company's Private Warrants are classified as equity and measured at fair value on the date of issue. The fair value of the Private Warrants of \$5,710,000 was calculated using the Black-Scholes option pricing model. Subsequently, the Private Warrants are not revalued.

**22. SHARE-BASED PAYMENTS****(a) Stock options:**

Movements in stock options during the period were as follows:

	2019		2018	
	Number of Options	Weighted Average Exercise Price C\$	Number of Options	Weighted Average Exercise Price C\$
Balance, January 1	<b>8,624,909</b>	<b>3.26</b>	7,923,034	3.74
Granted (*)	<b>1,850,000</b>	<b>2.33</b>	1,947,500	3.90
Exercised	<b>(66,734)</b>	<b>1.31</b>	–	–
Expired or Forfeited	<b>(103,125)</b>	<b>3.59</b>	(1,007,500)	8.25
<b>Balance, March 31</b>	<b>10,305,050</b>	<b>3.10</b>	8,863,034	3.27

(\*) The weighted average grant date fair value of stock option grants during the three months ended March 31, 2019 and 2018 was \$0.84 and \$1.51, respectively.

**Notes to Interim Consolidated Financial Statements (unaudited)**

The following table shows the stock options outstanding and exercisable at March 31, 2019:

Range of Price (C\$)	Options Outstanding			Options Exercisable		
	Number of Options Outstanding	Weighted average remaining contractual life (years)	Weighted average exercise price (C\$)	Number of options exercisable	Weighted average remaining contractual life (years)	Weighted average exercise price (C\$)
\$1.59 – \$2.00	1,327,500	1.58	1.69	1,287,500	1.48	1.68
\$2.01 – \$4.00	7,438,750	2.71	3.10	4,532,917	1.66	3.24
\$4.01 – \$5.18	1,538,800	2.65	4.34	1,538,800	2.65	4.34
	10,305,050	2.56	3.10	7,359,217	1.84	3.20

The following is a summary of the stock options granted, the fair values and the assumptions used in the Black-Scholes option pricing formula:

For the three months ended March 31	2019	2018
Number of options granted	1,850,000	1,947,500
Weighted average exercise price (C\$)	2.33	3.90
Weighted average market price (\$)	1.76	3.18
Expected dividend yield	Nil	Nil
Expected volatility (%)	67%	69%
Weighted average risk-free interest rate (%)	1.89%	1.80%
Forfeiture rate (%)	8.8%	9.0%
Weighted expected life (years)	3.45	3.12
Weighted average grant date fair value per share (\$)	0.84	1.51

The majority of stock options granted prior to June 7, 2018 have vesting terms of 25% every six months from the date of grant and a five-year term. The majority of stock options granted after June 7, 2018 vest annually over three years and also have a five-year term.

During the three months ended March 31, 2019, 201,171 shares were issued as bonus shares under the Option Plan.

(b) **RSUs:**

Movements in RSUs during the period were as follows:

	2019		2018	
	Number of RSUs	Average Grant Date Market Price	Number of RSUs	Average Grant Date Market Price
		C\$		C\$
Balance, January 1	250,000	3.75	13,000	3.26
Granted (**)	275,000	2.03	338,307	3.75
Vested	–	–	(88,307)	3.75
<b>Balance, March 31 (**)</b>	<b>525,000</b>	<b>2.85</b>	<b>263,000</b>	<b>3.73</b>

(\*\*) The 250,000 outstanding RSUs as at January 1, 2019 have a vesting date of July 15, 2020. The 275,000 RSUs granted in 2019 have a vesting date of January 18, 2022.

Continental Gold Inc.  
**Notes to Interim Consolidated Financial Statements (unaudited)**

(c) **DSUs:**

Movements in DSUs during the period were as follows:

	2019		2018	
	Number of DSUs	Average Grant Date Market Price	Number of DSUs	Average Grant Date Market Price
Balance, January 1	80,000	C\$ 3.75	–	C\$ 3.75
Granted	70,000	2.03	90,000	3.75
Vested	(10,000)	3.75	(10,000)	3.75
<b>Balance, March 31 (***)</b>	<b>140,000</b>	<b>2.89</b>	<b>80,000</b>	<b>3.73</b>

(\*\*\*) Outstanding DSUs are redeemable upon termination or retirement of the director or employee.

(d) **Share-based payments:**

The Company recorded share-based payments as follows:

For the three months ended (in thousands of U.S. Dollars)	March 31, 2019	March 31, 2018
	\$	\$
Share-based payments, included in corporate administration expenses	371	531
Share-based payments, capitalized to construction in progress	223	393
	<b>594</b>	<b>924</b>

**23. CORPORATE ADMINISTRATION EXPENSES**

For the three months ended (in thousands of U.S. Dollars)	Note	March 31, 2019	March 31, 2018
		\$	\$
Salaries		1,298	789
General office and administration expense		672	921
Professional fees		629	392
Share-based payment expense	22(d)	371	531
Depreciation and amortization		149	59
Directors fees and expenses		142	157
Travel expenses		107	137
Other		58	74
		<b>3,426</b>	<b>3,060</b>

**24. CASH FLOW INFORMATION**

(a) **Other Operating Activities**

For the three months ended (in thousands of U.S. Dollars)	Note	March 31, 2019	March 31, 2018
		\$	\$
Other non-cash items:			
Interest and accretion expense	9(c), 13, 14	1,000	141
Depreciation and amortization		149	59
		<b>1,149</b>	<b>200</b>
Net changes in non-cash operating working capital balances:			
Receivables and prepaid expenses		(84)	(108)
Accounts payable and accrued liabilities		414	(344)
		<b>330</b>	<b>(452)</b>

Continental Gold Inc.  
**Notes to Interim Consolidated Financial Statements (unaudited)**

(b) **Other Investing Activities**

<b>For the three months ended</b> (in thousands of U.S. Dollars)	<b>March 31, 2019</b>	March 31, 2018
	\$	\$
Property, plant and equipment:		
Construction in progress expenditures	(64,180)	(39,546)
Equipment	(4,303)	(179)
Accounts payable and accrued liabilities attributable to property, plant and equipment	4,222	(4,419)
	<b>(64,261)</b>	<b>(44,144)</b>
Other items:		
Receivables related to mineral properties	235	(672)
Proceeds from sale of marketable securities	4	-
Rehabilitation payments	(62)	(424)
Intangible assets	(223)	(33)
	<b>(46)</b>	<b>(1,129)</b>

(c) **Other Financing Activities**

<b>For the three months ended</b> (in thousands of U.S. Dollars)	<b>March 31, 2019</b>	March 31, 2018
	\$	\$
Convertible debentures:		
Proceeds received	75,000	-
Transaction costs paid, excluding transaction costs expensed	(114)	-
	<b>74,886</b>	<b>-</b>
Credit facility:		
Draws received	-	25,000
Transaction costs paid	-	(625)
	<b>-</b>	<b>24,375</b>
Other items:		
Cash proceeds from stock option exercises	66	-
Cash payments on settlement of derivatives	(120)	-
	<b>(54)</b>	<b>-</b>



Continental Gold Inc.  
**Notes to Interim Consolidated Financial Statements (unaudited)**

(d) **Reconciliation of movements of liabilities to cash flows arising from financing activities**

(in thousands of U.S. Dollars)	Loans Payable (Note 12)	Convertible Debentures (Note 13)	Production-linked Liability (Note 14)	Warrants (Note 21)	Deferred Finance Charges (Note 11(b))	Total
	\$		\$	\$	\$	\$
Balance, January 1, 2019	266,813	-	19,675	5,710	-	292,198
Changes from financing cash flows:						
Proceeds	-	75,000	-	-	-	75,000
Transaction costs paid	-	(219)	-	-	(779)	(998)
Transaction costs expensed	-	105	-	-	-	105
	-	74,886	-	-	(779)	74,107
	266,813	74,886	19,675	5,710	(779)	366,305
Other changes:						
Non-cash transaction costs	-	-	-	-	(1,031)	(1,031)
Capitalized interest	8,289	-	-	-	-	8,289
Interest expense	-	334	359	-	-	693
Fair value revaluation of liability	-	(215)	-	-	-	(215)
Balance, March 31, 2019	275,102	75,005	20,034	5,710	(1,810)	374,041

(in thousands of U.S. Dollars)	Loans Payable (Note 12)	Production-linked Liability (Note 14)	Warrants (Note 21)	Deferred Finance Charges (Note 11(b))	Total
	\$	\$	\$	\$	\$
Balance, January 1, 2018	47,917	4,118	5,710	(11,830)	45,915
Changes from financing cash flows:					
Proceeds from Credit Facility draws	25,000	-	-	-	25,000
Transaction costs paid	-	-	-	(625)	(625)
	25,000	-	-	(625)	24,375
	72,917	4,118	5,710	(12,455)	70,290
Other changes:					
Non-cash transaction costs	-	-	-	-	-
Attributable finance charges	(1,384)	-	-	1,384	-
Capitalized interest	1,773	-	-	-	1,773
Interest expense	-	75	-	-	75
Balance, March 31, 2018	73,306	4,193	5,710	(11,071)	72,138

**25. COMMITMENTS AND CONTINGENCIES**

**Commitments**

As at March 31, 2019, the Company had the following contractual commitments and obligations:

(in thousands of U.S. Dollars)	Total	Less than 1 Year	Years 2 – 5	After 5 Years
	\$	\$	\$	\$
Capital commitments (a)	149,340	105,250	44,090	-
Lease commitments (b)	4,892	1,639	2,234	1,019
Credit Facility principal and interest payments (b)	428,227	-	403,434	24,793
Production-linked payments (c)	25,000	347	22,442	2,211
Convertible debenture interest payments (d)	94,397	3,760	15,010	75,627
Value-added tax on major equipment (e)	9,782	139	2,200	7,443
	711,638	111,135	489,410	111,093

- (a) Capital commitments relate to construction and development activities relating to the Buriticá Project. All costs will be capitalized to property, plant and equipment when incurred.
- (b) Lease commitments represent contractual lease payments payable over future periods in respect of lease liabilities recognized.
- (c) Credit Facility principal and interest payments represent total draws received, capitalized interest to March 31, 2019 and contractual interest payable over future periods based on the LIBOR rate in effect on March 31, 2019.
- (d) Production-linked payments represent required payments, resulting from draws received from the Initial Credit Facility, of \$20 per ounce of gold production.
- (e) Interest payments on convertible debentures are payable semi-annually.
- (f) Value-added tax payments relating to the purchase of major equipment payable five to seven years after the importation of the equipment. Duties relating to the purchase of major equipment are payable over 5 years after the importation of the equipment.

#### **Environmental Contingencies**

The Company's mining and exploration activities are subject to Colombian laws and regulations governing the protection of the environment. These laws and regulations are subject to change and may generally become more restrictive. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations, the amounts for which are not determinable and have not been recognized in the unaudited interim consolidated financial statements. Effective January 1, 2018, the Company became subject to new regulations in respect of water discharge limits. The Company is currently in the process of evaluating the impact on its consolidated financial statements.

#### **Other Contingencies**

During 2018, the Company received correspondence from the Government of Antioquia regarding the fair value used to calculate the registry tax on the mortgage resulting from the Credit Facility. Despite using the maximum mortgage value agreed to by the parties, equivalent to the land's fair market value to register the mortgages, the Government of Antioquia has issued a letter stating that they believe the correct value should have been the gross value of the loan. The Company is disputing this interpretation. Should the Company be unsuccessful, the incremental charge would be approximately \$2.5 million.