



**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

**THREE AND NINE MONTHS ENDED**

**JUNE 30, 2022**

**(in thousands of United States Dollars unless stated otherwise)  
(unaudited)**



SILVER & GOLD

## CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Unaudited – in thousands of United States dollars)

	<u>June 30</u> <u>2022</u>	<u>September 30</u> <u>2021</u>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 73,775	\$ 66,837
Trade receivables	3,555	4,171
Input tax recoverable	7,448	7,294
Prepaid expenses	683	817
Inventories (Note 3)	<u>10,530</u>	<u>9,221</u>
	<b>95,991</b>	<b>88,340</b>
Non-current assets:		
Input tax recoverable	12,374	7,896
Inventories (Note 3)	35,132	24,718
Property, plant and equipment (Note 4)	54,783	59,088
Exploration and evaluation assets (Note 5)	<u>65,972</u>	<u>45,278</u>
<b>Total assets</b>	<b><u>\$ 264,252</u></b>	<b><u>\$ 225,320</u></b>
<b>LIABILITIES</b>		
Current liabilities:		
Trade and other payables	\$ 9,272	\$ 9,522
Current portion of long-term obligations (Note 6)	478	710
Current portion of onerous contract provision	<u>460</u>	<u>478</u>
	<b>10,210</b>	<b>10,710</b>
Non-current liabilities:		
Long-term obligations (Note 6)	689	959
Onerous contract provision	3,342	3,397
Derivative liability (Note 10(d))	844	975
Provision for site restoration	1,841	1,717
Deferred tax liability	<u>5,129</u>	<u>1,301</u>
<b>Total liabilities</b>	<b><u>22,055</u></b>	<b><u>19,059</u></b>
<b>EQUITY</b>		
Share capital (Note 7)	262,994	227,520
Contributed surplus	11,640	10,289
Accumulated other comprehensive loss	(4,857)	(4,350)
Deficit	<u>(27,580)</u>	<u>(27,198)</u>
<b>Total equity</b>	<b><u>242,197</u></b>	<b><u>206,261</u></b>
<b>Total liabilities and equity</b>	<b><u>\$ 264,252</u></b>	<b><u>\$ 225,320</u></b>

Commitments (Note 11)

*See accompanying notes to the unaudited condensed consolidated interim financial statements.*



SILVER & GOLD

## CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

(Unaudited – in thousands of United States dollars, except per share amounts)

	Three months ended		Nine months ended	
	<b>June 30</b> <b>2022</b>	June 30 2021	<b>June 30</b> <b>2022</b>	June 30 2021
Revenue from mining operations	<u>\$ 10,389</u>	\$ 14,973	<u>\$ 29,578</u>	\$ 42,282
Cost of sales:				
Production costs, except amortization and depletion	<b>6,751</b>	7,501	<b>18,050</b>	21,823
Amortization and depletion	<u>1,211</u>	<u>1,253</u>	<u>3,352</u>	<u>3,367</u>
	<u>7,962</u>	<u>8,754</u>	<u>21,402</u>	<u>25,190</u>
General and administrative	<b>2,206</b>	2,009	<b>6,075</b>	5,454
Loss on onerous contract provision	<u>-</u>	<u>3,464</u>	<u>-</u>	<u>3,464</u>
Operating income	<u>221</u>	<u>746</u>	<u>2,101</u>	<u>8,174</u>
Finance costs	<b>(140)</b>	(73)	<b>(399)</b>	(238)
Foreign exchange gain (loss)	<b>1,648</b>	(170)	<b>1,337</b>	(650)
Gain (loss) on derivative liability	<b>488</b>	(135)	<b>131</b>	(61)
Interest income	<u>159</u>	<u>70</u>	<u>276</u>	<u>181</u>
	<u>2,155</u>	<u>(308)</u>	<u>1,345</u>	<u>(768)</u>
Net income before income taxes	<b>2,376</b>	438	<b>3,446</b>	7,406
Deferred income tax expense	<u>(1,266)</u>	<u>-</u>	<u>(3,828)</u>	<u>-</u>
Net income (loss)	<b>1,110</b>	438	<b>(382)</b>	7,406
Other comprehensive (loss) income:				
Foreign currency translation differences which may subsequently be cycled through net income	<u>(2,206)</u>	<u>396</u>	<u>(507)</u>	<u>3,278</u>
Total comprehensive income (loss) for the period	<u>\$ (1,096)</u>	<u>\$ 834</u>	<u>\$ (889)</u>	<u>\$ 10,684</u>
Net income (loss) per share (Note 7 (h))				
Basic	<b>\$ 0.004</b>	\$ 0.002	<b>\$ (0.001)</b>	\$ 0.028
Diluted	<b>\$ 0.004</b>	\$ 0.002	<b>\$ (0.001)</b>	\$ 0.027

*See accompanying notes to the unaudited condensed consolidated interim financial statements.*



SILVER & GOLD

## CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited – in thousands of United States dollars)

	Three months ended		Nine months ended	
	<u>June 30</u> <u>2022</u>	<u>June 30</u> <u>2021</u>	<u>June 30</u> <u>2022</u>	<u>June 30</u> <u>2021</u>
Cash provided by (used in) the following activities:				
Operating activities				
Net income (loss) for the period	\$ 1,110	\$ 438	\$ (382)	\$ 7,406
Items not involving cash:				
Amortization and depletion	1,211	1,253	3,352	3,367
Deferred income taxes	1,266	-	3,828	-
Finance costs	140	73	399	238
Interest paid	(9)	(17)	(17)	(47)
Foreign exchange (gain) loss	(1,648)	170	(1,337)	650
(Gain) loss on derivative liability	(488)	135	(131)	61
Loss on onerous contract provision	-	3,464	-	3,464
Settlement of onerous contract provision by sale of Off-Take Ounces	(101)	-	(275)	-
Stock based compensation	476	504	1,500	1,270
	<u>1,957</u>	<u>6,020</u>	<u>6,937</u>	<u>16,409</u>
Change in non-cash operating working capital (Note 8)	<u>(3,147)</u>	<u>(3,306)</u>	<u>(14,404)</u>	<u>(4,570)</u>
Net cash (used in) provided by operating activities	<u>(1,190)</u>	<u>2,714</u>	<u>(7,467)</u>	<u>11,839</u>
Investing activities				
Exploration and evaluation expenditures (Note 5)	(7,713)	(5,291)	(18,927)	(13,134)
Purchase of property, plant and equipment (Note 4)	(84)	(197)	(255)	(361)
Net cash used in investing activities	<u>(7,797)</u>	<u>(5,488)</u>	<u>(19,182)</u>	<u>(13,495)</u>
Financing activities				
Net proceeds on equity issuance (Note 7)	-	21,964	33,423	21,964
Proceeds on stock option exercises (Note 7)	6	3	213	507
Payments of leases (Note 6)	(10)	(9)	(430)	(428)
Payments of long-term obligations (Note 6)	(84)	(421)	(250)	(1,258)
Net cash (used in) provided by financing activities	<u>(88)</u>	<u>21,537</u>	<u>32,956</u>	<u>20,785</u>
Effect of exchange rate changes on cash	<u>(415)</u>	<u>(44)</u>	<u>629</u>	<u>1,699</u>
Net (decrease) increase in cash and cash equivalents	<u>(9,490)</u>	<u>18,719</u>	<u>6,936</u>	<u>20,828</u>
Cash and cash equivalents, beginning of period	<u>83,265</u>	<u>54,735</u>	<u>66,837</u>	<u>52,626</u>
Cash and cash equivalents, end of period	<u>\$ 73,775</u>	<u>\$ 73,454</u>	<u>\$ 73,775</u>	<u>\$ 73,454</u>

See accompanying notes to the unaudited condensed consolidated interim financial statements.



SILVER & GOLD

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(Unaudited – in thousands of United States dollars)

	Number of shares	Share capital	Contributed surplus	Accumulated other comprehensive loss	Deficit	Total equity
Balance at October 1, 2020	264,166,788	\$ 202,356	\$ 8,881	\$ (6,130)	\$ (34,278)	\$ 170,829
Net income	-	-	-	-	7,406	7,406
Other comprehensive income	-	-	-	3,278	-	3,278
Options exercised (Note 7)	1,130,579	1,088	(581)	-	-	507
Stock-based compensation (Note 7)	-	-	1,436	-	-	1,436
Shares issued, net of issuance costs (Note 7)	12,200,000	23,253	-	-	-	23,253
<b>Balance at June 30, 2021</b>	<b>277,497,367</b>	<b>226,697</b>	<b>9,736</b>	<b>(2,852)</b>	<b>(26,872)</b>	<b>206,709</b>
Balance at October 1, 2021	277,847,367	227,520	10,289	(4,350)	(27,198)	206,261
Net loss	-	-	-	-	(382)	(382)
Other comprehensive loss	-	-	-	(507)	-	(507)
Options exercised (Note 7)	687,639	362	(149)	-	-	213
Stock-based compensation (Note 7)	-	-	1,500	-	-	1,500
Shares issued, net of issuance costs (Note 7)	16,902,250	35,112	-	-	-	35,112
<b>Balance at June 30, 2022</b>	<b>295,437,256</b>	<b>\$ 262,994</b>	<b>\$ 11,640</b>	<b>\$ (4,857)</b>	<b>\$ (27,580)</b>	<b>\$ 242,197</b>

See accompanying notes to the unaudited condensed consolidated interim financial statements.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

### 1. NATURE OF OPERATIONS

GoGold Resources Inc. (the “Corporation”) is a company domiciled in Canada. The address of the Corporation’s registered office is #1301-2000 Barrington Street, Cogswell Tower, Halifax, Nova Scotia, B3J 3K1. The Corporation’s common shares are listed on the Toronto Stock Exchange trading under the symbol GGD and the OTCQX market in the United States under the symbol GLGDF. The consolidated financial statements of the Corporation comprise the Corporation and its subsidiaries. The principal business of the Corporation is the exploration, development, and production of gold and silver primarily in Mexico.

### 2. BASIS OF PREPARATION

#### a) Statement of compliance

These condensed consolidated interim financial statements are prepared in accordance with IAS 34, Interim Financial Reporting (“IAS 34”).

These condensed consolidated interim financial statements do not include all disclosures required by International Financial Reporting Standards (“IFRS”) for annual consolidated financial statements and accordingly should be read in conjunction with the Corporation’s audited consolidated financial statements for the year ended September 30, 2021 prepared in accordance with IFRS.

These condensed consolidated interim financial statements were approved by the directors of the Corporation on August 10, 2022.

These condensed consolidated interim financial statements were prepared using the same accounting policies and methods of computation and are subject to the same use of estimates and judgments, as the Corporation’s consolidated financial statements for the year ended September 30, 2021.

### 3. INVENTORIES

	<u>June 30, 2022</u>	<u>September 30, 2021</u>
<b>Current:</b>		
Supplies inventory	\$ 2,129	\$ 925
In process inventory	7,657	7,728
Finished goods inventory	744	568
	<u>10,530</u>	<u>9,221</u>
<b>Long term:</b>		
In process inventory	35,132	24,718
	<u>\$ 45,662</u>	<u>\$ 33,939</u>

The amount of inventory included in cost of sales for the three and nine months ended June 30, 2022 was \$7,962 and \$21,402 (2021 – \$8,754 and \$25,190). An assessment of the net realizable value of in process inventory was completed, and no adjustments were required, at June 30, 2022.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

### 4. PROPERTY, PLANT AND EQUIPMENT

<b>Cost</b>	<u>Plant &amp; Equipment</u>	<u>Mining Properties</u>	<u>Total</u>
At September 30, 2021	\$ 50,113	\$ 59,751	\$ 109,864
Additions	319	27	346
Reclamation obligation adjustments	-	(5)	(5)
<b>At June 30, 2022</b>	<b>\$ 50,432</b>	<b>\$ 59,773</b>	<b>\$ 110,205</b>

<b>Accumulated Amortization</b>	<u>Plant &amp; Equipment</u>	<u>Mining Properties</u>	<u>Total</u>
At September 30, 2021	\$ 27,640	\$ 23,136	\$ 50,776
Amortization and depletion	2,019	2,627	4,646
<b>At June 30, 2022</b>	<b>\$ 29,659</b>	<b>\$ 25,763</b>	<b>\$ 55,422</b>

<b>Net Carrying Value</b>	<u>Plant &amp; Equipment</u>	<u>Mining Properties</u>	<u>Total</u>
At September 30, 2021	\$ 22,473	\$ 36,615	\$ 59,088
<b>At June 30, 2022</b>	<b>\$ 20,773</b>	<b>\$ 34,010</b>	<b>\$ 54,783</b>

For the three and nine months ended June 30, 2022, amortization and depletion of \$55 and \$1,294 (2021 - \$549 and \$1,568) was capitalized to in process inventory. Disclosures related to right of use assets are shown in the following table:

<b>Right of Use Assets</b>	<u>Plant &amp; Equipment</u>	<u>Mining Properties</u>	<u>Total</u>
Net Carrying Value – September 30, 2021	\$ 41	\$ 1,358	\$ 1,399
Net Carrying Value – June 30, 2022	127	1,218	1,345
Amortization and depletion expensed – 2021	26	135	161
Amortization and depletion expensed – 2022	26	140	166

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

### 5. EXPLORATION AND EVALUATION ASSETS

The Corporation's exploration and evaluation assets consist of the Los Ricos property which is split into two projects, the Los Ricos South project and the Los Ricos North project, which are approximately 25 kilometres apart.

A summary of the additions to the Los Ricos projects for the nine months ended June 30, 2022 are as follows:

	LOS RICOS NORTH			LOS RICOS SOUTH			TOTAL		
	Cash Settled	Share Settled	Total	Cash Settled	Share Settled	Total	Cash Settled	Share Settled	Total
At October 1, 2021	\$ 24,276	\$ 1,880	\$ 26,156	\$ 12,376	\$ 6,746	\$ 19,122	\$ 36,652	\$ 8,626	\$ 45,278
Concession requirements	2,590	-	2,590	1,181	66	1,247	3,771	66	3,837
Drilling, exploration and consulting	11,224	580	11,804	3,847	1,206	5,053	15,071	1,786	16,857
<b>At June 30, 2022</b>	<b>\$ 38,090</b>	<b>\$ 2,460</b>	<b>\$ 40,550</b>	<b>\$ 17,404</b>	<b>\$ 8,018</b>	<b>\$ 25,422</b>	<b>\$ 55,494</b>	<b>\$ 10,478</b>	<b>\$ 65,972</b>

Cash-settled consideration includes amounts capitalized to exploration and evaluation assets which have been or will be settled in cash, while share-settled consideration includes amounts which are settled by the issuance of common shares of the Corporation. Cash-settled consideration includes \$1,851 (September 30, 2021 - \$1,936) in trade and other payables at June 30, 2022.

#### *Commitments*

The Corporation has agreements with external consultants to act as a liaison with local concession holders in the Corporation's ongoing program of consolidation of concessions along the Los Ricos projects mineral trend. In addition, the consultants provide environmental services, community relations, and aide in surface rights negotiations. As consideration for these services, the Corporation is making payments of 81,250 common shares and \$25 per month for four years, contingent on the consultants providing the agreed upon services, until October 2023.

The Corporation has entered into multiple option agreements for certain concessions within the Los Ricos projects. During the term of the option agreements the Corporation has exclusive exploration and drilling rights on the concessions, and the Corporation has the right to terminate the agreements at any point with no further payment. The rights to the concessions transfer to the Corporation after completion of payments under the option agreements. Details of the remaining payments required related to these option agreements are provided in Notes 6 and 11.



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

### 6. LONG TERM OBLIGATIONS

Details of the payments during the period, accretion, foreign exchange, and the remaining long term obligations at June 30, 2022 along with the total annual payments are provided below:

	<i>Concession &amp; NSR</i>		<i>Leases</i>		<i>Total</i>	
	<b>Principal</b>	<b>Discounted Amount</b>	<b>Principal</b>	<b>Discounted Amount</b>	<b>Principal</b>	<b>Discounted Amount</b>
At September 30, 2021	\$ 306	\$ 298	\$ 1,849	\$ 1,371	\$ 2,155	\$ 1,669
Principal paid	(250)	(250)	(430)	(430)	(680)	(680)
Additions	-	-	109	90	109	90
Accretion	-	7	-	81	-	88
<b>At June 30, 2022</b>	<b>\$ 56</b>	<b>\$ 55</b>	<b>\$ 1,528</b>	<b>\$ 1,112</b>	<b>\$ 1,584</b>	<b>\$ 1,167</b>
<b>Current:</b>						
June 30, 2023	\$ 56	\$ 55	\$ 444	\$ 423	\$ 500	\$ 478
<b>Long term:</b>						
June 30, 2024	-	-	21	19	21	19
June 30, 2025	-	-	21	18	21	18
June 30, 2026	-	-	21	17	21	17
June 30, 2027	-	-	21	15	21	15
Subsequent to June 30, 2027	-	-	1,000	620	1,000	620
	-	-	1,084	689	1,084	689

#### (a) Concession Agreement and NSR Agreement

On August 15, 2019, the Corporation acquired 29 concessions within the Los Ricos project (the “Concession Agreements”). Consideration for the Concession Agreements consisted of \$500 in cash upon signing, \$3,220 which was non-interest bearing and payable in monthly instalments over 24 months beginning on September 15, 2019, and 9,046,968 common shares of the Corporation to be delivered in equal instalments over 24 months beginning on September 15, 2019. The final payments related to the Concession Agreements were made on September 15, 2021.

In addition to the Concession Agreements, the Corporation acquired an existing 2% net smelter return royalty, through an agreement (the “NSR Agreement”), on the Los Ricos project for cash consideration of \$1,000, which is non-interest bearing and paid in equal instalments over 36 months beginning September 15, 2019, and 4,875,012 common shares of the Corporation to be delivered in equal instalments over 18 months beginning on September 15, 2019.

The remaining obligations related to the Concession Agreements and NSR Agreement are recorded at the discounted amount based on estimated timing of payment and are being accreted to the principal amount over the estimated term using the effective interest method with an effective average interest rate of 5%.

#### (b) Lease obligations

Upon adoption of IFRS 16 – Leases on October 1, 2019, the Corporation recorded an obligation for the land lease for the Parral project, which provides the Corporation the use of the land where the Parral heap leach and processing facilities are

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

located until February 2028, with the Corporation’s option to extend until February 2033, which the Corporation intends to exercise. Annual payments of \$400 are required to be made until 2023, with no payments from 2024 to 2027, and then payments of \$500 per year to be paid in 2028 and 2029 to extend the lease until February 2033. The lease is non-interest bearing and discounted using the effective interest method with an effective average interest rate of 5%. There are no restrictions or covenants included in the land lease.

The Corporation has recorded additional lease obligations which are disclosed in the table above and are non-interest bearing and discounted using the effective interest method with an effective average interest rate of 5%. The Corporation had no short-term leases nor low-value leased assets in the nine months ending June 30, 2022.

### 7. SHARE CAPITAL

#### (a) Authorized

An unlimited number of common shares, without nominal or par value.

#### (b) Issued

The following table summarizes the changes in issued common shares of the Corporation:

	Shares	
Balance October 1, 2020	264,166,788	\$ 202,356
Shares issued to consultants in exchange for services and agreements	700,000	1,289
Shares issued, net of issuance costs	11,500,000	21,964
Shares issued on exercise of options	1,130,579	1,088
<b>Balance June 30, 2021</b>	<b>277,497,367</b>	<b>\$ 226,697</b>
Balance October 1, 2021	277,847,367	\$ 227,520
Shares issued to consultants in exchange for services and agreements	756,250	1,689
Shares issued, net of issuance costs	16,146,000	33,423
Shares issued on exercise of options	687,639	362
<b>Balance June 30, 2022</b>	<b>295,437,256</b>	<b>\$ 262,994</b>

On May 7, 2021, the Corporation closed a bought deal whereby a syndicate of underwriters purchased 11,500,000 common shares at a price of \$2.50 CAD per share for net proceeds of \$21,964 after share issuance costs of \$1,739.

On March 8, 2022, the Corporation closed a bought deal whereby a syndicate of underwriters purchased 16,146,000 common shares at a price of \$2.85 CAD per share for net proceeds of \$33,423 after share issuance costs of \$2,303.

During the nine months ended June 30, 2022, the Corporation issued 731,250 common shares (2021 – 650,000) valued at \$1,622 (2021 - \$1,185) to consultants in exchange for services received and issued 25,000 common shares (2021 – 50,000) valued at \$66 (2021 – \$104) in line with concession option agreements, at the Los Ricos projects – see Note 5.

#### (c) Omnibus equity incentive plan (“Omnibus Plan”)

The Corporation adopted an Omnibus Plan which was approved by the shareholders of the Corporation on March 24, 2022. The Omnibus Plan provides the Corporation with a share-related mechanism to attract, retain and motivate qualified directors, employees and consultants of the Corporation. Share-related mechanisms include incentive stock options, deferred share units (“DSUs”), restricted share units (“RSUs”), and performance share units (“PSUs”). The Omnibus Plan replaced legacy plans including a rolling 10% incentive stock option plan, DSU plan, and RSU plan (the “Legacy Plans”). Awards granted under these legacy plans remain in place under the terms of their initial issuance.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

The Omnibus Plan is a fixed plan which provides that the aggregate number of common shares that may be issued upon the exercise or settlement of awards granted, together with awards outstanding under the Legacy Plans, shall not exceed 27,500,000 common shares. Sections (d), (e), and (f) below provide details on the outstanding awards under the Omnibus Plan and Legacy Plans.

(d) Incentive stock options

The Corporation has no options granted under the Omnibus Plan.

Under the Legacy Plan, the terms and conditions of each grant of options were determined by the Board of Directors. Options were granted at a price no lower than the market price of the common shares as defined in the Plan which was the five day weighted average of the Corporation's common shares prior to the date of grant rounded up to the nearest cent. Options granted under the Plan typically vested over a three year period, although the vesting period was at the Board of Directors' discretion.

The changes in incentive stock options during the nine months ended June 30, 2022 and 2021 were as follows:

	<b>June 30, 2022</b>		<b>June 30, 2021</b>	
	Number of incentive options	Weighted average exercise price	Number of incentive options	Weighted average exercise price
Opening balance	9,949,479	CAD \$ 0.73	10,091,800	CAD \$ 0.58
Granted	1,030,500	3.25	1,604,412	2.00
Exercised – cashless	(350,000)	0.66	(950,000)	1.19
Exercised – cash	(406,700)	0.67	(796,733)	1.19
Closing balance	<u>10,223,279</u>	<u>CAD \$ 0.98</u>	<u>9,949,479</u>	<u>CAD \$ 0.73</u>
Exercisable	<u>7,056,504</u>	<u>CAD \$ 0.54</u>	<u>4,733,467</u>	<u>CAD \$ 0.44</u>

During the nine months ended June 30, 2022, a total of 280,939 (2021 – 333,846) shares were issued to the option holders who exercised options using the cashless manner. The average market price per common share on the day of exercise during the nine months ended June 30, 2022 was CAD \$3.18 (2021 – CAD \$1.92).

The following table summarizes information concerning outstanding and exercisable incentive stock options at June 30, 2022:

	<b>Outstanding</b>		<b>Exercisable</b>	
Expiry date	Number of options	Exercise price (CAD \$)	Number of options	Exercise price (CAD \$)
March 27, 2023	748,367	0.45	748,367	0.45
December 28, 2023	2,766,666	0.22	2,766,666	0.22
March 29, 2024	666,667	0.40	666,667	0.40
June 21, 2024	300,000	0.45	300,000	0.45
August 27, 2024	50,000	0.70	33,333	0.70
December 23, 2024	3,066,667	0.70	2,016,667	0.70
December 28, 2025	1,594,412	2.00	524,804	2.00
December 30, 2026	1,030,500	3.25	-	-
	<u>10,223,279</u>	<u>CAD \$ 0.98</u>	<u>7,056,504</u>	<u>CAD \$ 0.54</u>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

The compensation cost for the incentive stock options granted during the nine months ended June 30, 2022 and June 30, 2021 were determined based on the fair value of the options at the date of grant using the Black-Scholes option pricing model with the following assumptions:

Option grant date	<u>Dec. 30, 2021</u>	<u>Dec. 28, 2020</u>
Options granted	1,030,500	1,604,412
Exercise price	CAD \$ 3.25	CAD \$ 2.00
Risk-free rate	1.30%	0.30%
Expected volatility of share price	65%	67%
Expected dividend yield	0.00%	0.00%
Expected life of each option	5 years	5 years
Weighted average grant date fair value	CAD \$ 1.58	CAD \$ 1.06

The expected volatility was determined based on the historical share price volatility from the date of the grant over a period of time equal to the expected life of the option. The expected forfeiture rate for all grants was nil.

### (e) Deferred share units

The Corporation's Omnibus Plan allows, and DSU Legacy Plan allowed, DSU awards which entitles the participant to receive one common share of the Corporation issued from treasury upon redemption. DSUs typically vest over a 3-year period from grant date, although the vesting period is at the Board of Directors' discretion. There have been no DSU awards granted under the Omnibus Plan to date, with all awards granted under the Legacy Plan.

The changes in DSUs for the nine months ended June 30, 2022 and June 30, 2021 were as follows:

	<u>June 30, 2022</u>	<u>June 30, 2021</u>
Opening balance	4,722,500	3,850,000
Granted	140,000	872,500
Closing balance	<u>4,862,500</u>	<u>4,722,500</u>
Exercisable	<u>3,524,167</u>	<u>2,100,000</u>

Following is a summary of the DSUs outstanding at June 30, 2022:

Grant date	Number of DSUs	Market price at grant date	Compensation cost over 3-year vesting term	Unrecognized portion of compensation cost
March 27, 2018	450,000	CAD \$ 0.425	\$ 150	\$ -
December 28, 2018	1,450,000	0.215	253	-
June 21, 2019	100,000	0.395	30	-
August 27, 2019	25,000	0.620	12	-
December 23, 2019	1,825,000	0.630	877	48
December 28, 2020	872,500	1.950	1,354	333
December 30, 2021	140,000	3.030	335	232
	<u>4,862,500</u>	<u>CAD \$ 0.788</u>	<u>\$ 3,011</u>	<u>\$ 613</u>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

(f) Restricted share units (“RSUs”)

The Omnibus Plan allows for, and the RSU Legacy Plan which was approved on December 30, 2021 allowed for the award of RSUs as an alternative form of compensation for employees, officers, and directors of the Corporation. Each RSU entitles the participant to receive a cash payment equal to the value of one common share of the Corporation on the vesting date. Cash payments are to be made within 30 days of vesting of each RSU, and RSUs typically vest and become exercisable over a 3-year period from the grant date, with one-third vesting on each of the first, second and third anniversaries of the grant date.

On December 30, 2021, under the Legacy Plan, the Corporation issued 322,516 RSUs which vest over 3 years. The market price on the issue date was \$3.03. At June 30, 2022, the Corporation has recorded a liability of \$161 associated with RSUs which is included in trade and other payables.

(g) Stock based compensation

The Corporation has recorded total stock based compensation during the three and nine months ended June 30, 2022 and June 30, 2021 categorized as follows:

	Three months ended		Nine months ended	
	June 30 2022	June 30 2021	June 30 2022	June 30 2021
Cash-settled, through general and administrative expense	\$ 45	\$ -	\$ 160	\$ -
Equity-settled, through general and administrative expense	431	504	1,340	1,270
Equity-settled, additions to exploration and evaluation assets	48	65	160	166
	<u>\$ 524</u>	<u>\$ 569</u>	<u>\$ 1,660</u>	<u>\$ 1,436</u>

(h) Net income per share

Basic net income per share is calculated based on the weighted average number of shares outstanding during the year. Diluted net income per share is based on the assumption that stock options and DSUs have been exercised on the later of the beginning of the period and the date granted. As of June 30, 2022, 1,030,500 (2021 – Nil) options were excluded from the computation of diluted net income per share because their effect would have been anti-dilutive. Following is a reconciliation from the weighted average number of shares outstanding to the diluted weighted average number of shares outstanding:

	Three Months Ended		Nine Months Ended	
	June 30 2022	June 30 2021	June 30 2022	June 30 2021
Weighted average number of shares outstanding	295,255,978	272,732,627	285,240,299	267,563,022
Dilutive effect of weighted average DSUs outstanding	4,862,500	4,722,500	4,816,346	4,443,300
Dilutive effect of in-the-money options outstanding	<u>6,507,448</u>	<u>7,347,957</u>	<u>6,882,344</u>	<u>6,882,514</u>
Diluted weighted average number of shares outstanding	<u>306,625,926</u>	<u>284,803,084</u>	<u>296,938,989</u>	<u>278,888,836</u>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

### 8. SUPPLEMENTAL CASH FLOW INFORMATION

Change in non-cash operating working capital:

	Three months ended		Nine months ended	
	June 30 2022	June 30 2021	June 30 2022	June 30 2021
Change in non-cash operating working capital:				
Trade receivables	\$ 1,283	\$ (1,051)	\$ 616	\$ (50)
Input tax recoverable	(1,028)	(879)	(4,292)	(2,047)
Prepaid expenses	(144)	(51)	140	(308)
Inventories	(2,080)	(1,300)	(10,429)	(3,014)
Trade and other payables	(1,178)	(25)	(439)	849
	<u>\$ (3,147)</u>	<u>\$ (3,306)</u>	<u>\$ (14,404)</u>	<u>\$ (4,570)</u>

The cash expended for exploration and evaluation for the three and nine months ended June 30, 2022 are presented net of decreases of \$297 and \$85 (2021 – increases of \$158 and \$1,635) of amounts included in trade and other payables.

### 9. SEGMENTED INFORMATION

The Corporation's reportable segments are consistent with the Corporation's geographic regions in which the Corporation operates. In determining the Corporation's segment structure, the Corporation considered the basis on which management reviews the financial and operational performance and whether any of the Corporation's mining operations share similar economic, operational and regulatory characteristics. The Corporation considers the Parral project and the Los Ricos projects as the Mexico segment, and the Corporation's corporate offices as the Canadian segment.

The following table presents information about reportable segments:

	Mexico	Canada	Total
For the three months ended June 30, 2022:			
Revenue	\$ 10,389	\$ -	\$ 10,389
Amortization and depletion	1,211	-	1,211
Interest income	-	159	159
Finance costs	137	3	140
Segment net income	1,030	80	1,110
Expenditures on non-current assets	7,797	-	7,797
For the three months ended June 30, 2021:			
Revenue	\$ 14,973	\$ -	\$ 14,973
Amortization and depletion	1,253	-	1,253
Interest income	-	70	70
Finance costs	70	3	73
Segment net income (loss)	2,599	(2,161)	438
Expenditures on non-current assets	5,488	-	5,488
For the nine months ended June 30, 2022:			
Revenue	\$ 29,578	\$ -	\$ 29,578
Amortization and depletion	3,352	-	3,352
Interest income	10	266	276

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

	Mexico	Canada	Total
Finance costs	389	10	399
Segment net income (loss)	3,449	(3,831)	(382)
Expenditures on non-current assets	19,182	-	19,182
For the nine months ended June 30, 2021:			
Revenue	\$ 42,282	\$ -	42,282
Amortization and depletion	3,367	-	3,367
Interest income	-	181	181
Finance costs	228	10	238
Segment net income (loss)	13,220	(5,814)	7,406
Expenditures on non-current assets	13,495	-	13,495
Reportable segment assets (June 30, 2022)	\$ 191,658	\$ 72,594	\$ 264,252
Reportable segment liabilities (June 30, 2022)	20,190	1,865	22,055
Reportable segment assets (September 30, 2021)	\$ 160,238	\$ 65,082	\$ 225,320
Reportable segment liabilities (September 30, 2021)	17,333	1,726	19,059

### 10. FINANCIAL INSTRUMENTS

(a) Fair value of financial instruments:

The following table provides the disclosures of the fair value and the level in the hierarchy for financial instruments valued at fair value through profit or loss on a recurring basis.

	June 30, 2022		September 30, 2021	
	Level 1	Level 2	Level 1	Level 2
Long-term obligations	-	\$ 1,167	-	\$ 1,669
Derivative liability	-	844	-	975

Long-term obligations are valued based on the discounted present value of the future cash flows.

The derivative liability is valued at fair value through profit or loss on a recurring basis. For both the long-term liabilities and the derivative liability, the Corporation performs valuations internally and calculates a debt valuation adjustment or a credit valuation adjustment by considering the risk of non-performance by the counterparties and the Corporation's own credit risk. Valuations are based on forward rates considering the market price, rate of interest and volatility, and take into account the credit risk of the financial instrument, and are therefore classified within Level 2 of the fair value hierarchy.

(b) Capital management:

The Corporation's objective when managing capital is to maintain adequate levels of funding to support the acquisition, exploration and operation of resource properties and maintain the necessary corporate and administrative functions to facilitate these activities. These activities are primarily funded through operations, equity financing and debt. Future financings are dependent on market conditions and there can be no assurance the Corporation will be able to raise funds in the future, should the need arise. The Corporation invests all capital that is surplus to its immediate operational needs in high interest savings accounts.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

The capital of the Corporation consists of items included in shareholders' equity and debt, net of cash as follows:

	<u>June 30, 2022</u>	<u>September 30, 2021</u>
Shareholders' equity	\$ 242,197	\$ 206,261
Less: cash	(73,775)	(66,837)
	<u>\$ 168,422</u>	<u>\$ 139,424</u>

(c) Financial risks:

The Corporation's financial risk exposures and the impact on the Corporation's financial instruments are summarized below:

*Commodity price risk*

The profitability of the Corporation's mining operations will be significantly affected by changes in the market price for silver, gold and copper ("Metal"). Metal prices fluctuate on a daily basis and are affected by numerous factors beyond the Corporation's control. The supply and demand for Metal, the level of interest rates, the rate of inflation, investment decisions by large holders of Metal, including governmental reserves, and the stability of exchange rates can all cause significant fluctuations in Metal prices. Such external economic factors are in turn influenced by changes in international investment patterns and monetary systems, and political developments.

*Credit Risk*

The Corporation's credit risk is primarily attributable to cash, input tax recoverable and trade receivables. Input tax recoverable consists of harmonized sales tax due from the Federal Government of Canada of \$82 and value added tax ("VAT") receivable from the Federal Government of Mexico of \$19,740. Timing of collection on VAT receivables is uncertain as VAT refund procedures require a significant amount of information and follow-up. The Corporation assesses the recoverability of amounts receivable at each reporting date. Changes in these estimates can materially affect the amount recognized as VAT receivable and could result in a change in net income. As at June 30, 2022, the Corporation determined the full balance to be recoverable. Significant judgment is required to determine the presentation of current and non-current input tax recoverable. Exposure on trade receivables is limited as all receivables are with one customer who the Corporation has a strong working relationship with and is a reputable large international company with a history of timely payment. Management believes the risk of loss with respect to financial instruments consisting of cash, input tax recoverable and trade receivables to be low.

*Foreign Currency Risk*

The Corporation's major purchases are transacted in Canadian dollars ("CAD"), US dollars ("USD"), and Mexican Pesos ("MXN"). The Corporation funds certain operations, exploration and administrative expenses in Mexico using USD and MXN currency converted from its CAD and USD bank accounts. Excess cash is held predominantly in USD, although also held in CAD and MXN based on future spending requirements. The Corporation's subsidiaries in Mexico have a functional currency of USD, and therefore net monetary assets held in MXN in those entities are affected by foreign exchange fluctuations and will affect the Corporation's net income. At June 30, 2022, the Corporation had net monetary assets in MXN of approximately \$16,654 (September 30, 2021 – \$11,786), for which a 10% change in MXN exchange rates would change net income by approximately \$1,665.

As GoGold Resources Inc., the parent corporation, has a functional currency of CAD, net monetary assets held in USD are affected by foreign exchange fluctuations recorded through the Corporation's net income. At June 30, 2022, GoGold Resources Inc. had net monetary assets in USD of \$59,072 (September 30, 2021 – \$38,994), for which a 10% change in US exchange rates would change net income by approximately \$5,907. As the Corporation's reporting currency is USD, these changes to net income attributed to fluctuations in the US exchange rates would be offset by an equal opposite change to other comprehensive income. Net monetary assets held in CAD by the parent corporation are affected by foreign exchange fluctuations recorded through other comprehensive income. At June 30, 2022, the parent corporation held net monetary assets in CAD of \$11,656, for which a 10% change in CAD exchange rates would change other comprehensive income by approximately \$1,166.



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine months ended June 30, 2022

(Unaudited – in thousands of United States dollars unless otherwise stated)

### *Interest Rate Risk*

The Corporation has cash balances and the current policy is to invest excess cash in Canadian bank high interest savings accounts, with excess cash held in CAD, USD, or MXN based on future spending requirements and consensus foreign exchange estimates. The Corporation has no interest bearing liabilities.

### *Liquidity Risk*

The Corporation's general objective when managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30, 2022, the Corporation had cash balances of \$73,775, current input tax recoverable of \$7,448 and trade receivables of \$3,555 for settling current liabilities of \$10,210, and therefore liquidity is expected to be sufficient to fund the operations of the Corporation for the next twelve months.

### *COVID-19 Risk*

On May 13, 2020, the Mexican federal government decreed that mining had been deemed an essential service, and the Corporation has been fully operational at the Los Ricos and Parral projects. The Corporation continues to operate with additional health and safety procedures related to COVID-19 including employee education, monitoring of symptoms, masking, increased sanitization, and any other governmental directives. The duration of any future outbreak and economic impacts are uncertain and there may be impacts in the future on the Corporation's operations, supply chain, and cash flows, the Corporation's ability to raise financing or the pricing of such financing. The Corporation's key suppliers could be affected by the pandemic, which could affect production levels, exploration results, and costs, among other items. Impacts on the Corporation's operations and cash flows could be significant should the COVID-19 pandemic require the Corporation to cease all operations at both Parral and Los Ricos for an unknown time period. While the Company cannot predict the timing or length or any suspension of operations due to COVID-19 or the adequacy of the Company's planned response, the Company would curtail non-essential expenses and would have sufficient liquidity to operate for the foreseeable future, and not less than a year.

#### (d) Derivative liability:

The Corporation, through its subsidiary Coanzamex, has an agreement with the Municipality of Parral, Mexico ("Town") to mine and process tailings material for precious metal recovery. The Corporation makes payments of \$48 per month to the Town which increases based on the average market silver price, with payments continuing until tailings are completely mined. As the monthly royalty payment increases based on the average market silver price, from a minimum of \$48 per month to a maximum of \$88 per month, the variable payment portion of the obligation is accounted for as an embedded derivative liability. The fair value of the liability has been accounted for using a Monte Carlo simulation based on the spot price of silver at June 30, 2022 of \$20.42 (September 30, 2021 - \$21.53), as well as the historical volatility of silver market prices. The fair value of the derivative liability under this method at June 30, 2022 was \$844 (September 30, 2021 - \$975).

## 11. COMMITMENTS

The Corporation has the following minimum annual commitments for the next five years:

Description	2023	2024	2025	2026	2027
Minimum royalty and land payments – Parral (Note 10(d))	\$ 570	\$ 570	\$ 570	\$ 570	\$ 570
Los Ricos option payments (Note 5)	814	1,050	1,300	-	-
Los Ricos consulting payments (Note 5)	300	100	-	-	-
	<u>\$ 1,684</u>	<u>\$ 1,720</u>	<u>\$ 1,870</u>	<u>\$ 570</u>	<u>\$ 570</u>