

OREZONE GOLD CORPORATION

Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021

(Unaudited, Expressed in United States dollars)

Condensed Consolidated Interim Financial Statements

(Unaudited, expressed in United States dollars)

Notice to reader pursuant to National Instrument 51-102

Responsibility for Financial Statements:

The accompanying unaudited condensed consolidated interim financial statements of Orezone Gold Corporation as at and for the three and six month periods ended June 30, 2021 have been prepared by the Company's management. Recognizing that the Company is responsible for both the integrity and objectivity of the condensed interim financial statements, management is satisfied that these condensed consolidated interim financial statements have been fairly presented.

Auditor's involvement:

The external auditors of the Company have not audited or performed a review of these condensed consolidated interim financial statements.

Condensed Consolidated Interim Statements of Financial Position

(Unaudited, expressed in United States dollars)

As at	June 30, 2021	December 31, 2020
- Actual		2020
ASSETS		
Current assets		
Cash	\$41,756,262	\$8,866,617
Inventories Other current assets	435,950 1,805,466	507,651 271,949
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Total current assets	43,997,678	9,646,217
Non-current assets		
Other financial assets Mineral proportion, plant and equipment (Note 2)	619,506	791,021
Mineral properties, plant and equipment (Note 3)	23,716,789	2,551,385
Total assets	\$68,333,973	\$12,988,623
LIABILITIES AND EQUITY		
Current liabilities	¢6 209 444	#2 427 649
Trade and other payables	\$6,398,414	\$3,127,618
Non-current liabilities		
Lease liabilities	134,160	167,632
Total liabilities	6,532,574	3,295,250
Total habilities	0,002,014	3,233,230
Equity		
Share capital	267,844,178	212,546,551
Reserves	25,226,329	21,947,589
Accumulated deficit	(220,934,426)	(214,795,456)
Equity attributable to shareholders	72,136,081	19,698,684
Non-controlling interest	(10,334,682)	(10,005,311)
Total equity	61,801,399	9,693,373
Total liabilities and equity	\$68,333,973	\$12,988,623
Total habilities and equity	φου,333,973	ψ12,300,023

Commitments (Note 7(b)) Subsequent Events (Note 8)

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

These condensed consolidated interim financial statements were approved by the Board of Directors of Orezone Gold Corporation on August 26, 2021:

<u>/s/ Patrick Downey</u>	/s/ Ronald Batt
Patrick Downey	Ronald Batt
Director	Director

Condensed Consolidated Interim Statements of Loss and Comprehensive Loss

For the three and six month periods ended June 30, 2021 and 2020

(Unaudited, expressed in United States dollars, except for number of share amounts)

	Three months ended June 30,		Six months ended June 30		
	2021	2020	2021	2020	
F					
Expenses Exploration and evaluation costs (Note 5)	\$723,668	\$1,566,826	\$1,224,248	\$6,911,969	
General and administrative costs (Note 5)	1,239,737	631,235	2,211,492	1,561,539	
Share-based compensation (Note 4(c))	432,911	397,945	1,230,200	530,386	
Depreciation (Note 3)	28,478	204,753	100,773	408,798	
Operating Expenses	2,424,794	2,800,759	4,766,713	9,412,692	
Other (loss) income					
Foreign exchange loss	(762,993)	(9,490)	(1,378,840)	(99,277)	
Finance income	53,582	31,180	111,790	118,905	
Finance expense	(3,371)	(4,425)	(7,060)	(9,544)	
Fair value gain (loss) on other financial assets	78,512	446,425	(188,738)	193,420	
Other (loss) income	(634,270)	463,690	(1,462,848)	203,504	
Net loss for the period	(3,059,064)	(2,337,069)	(6,229,561)	(9,209,188)	
Net loss attributable to:					
Shareholders	(3,019,766)	(2,166,953)	(6,138,970)	(8,521,298)	
Non-controlling interest	(39,298)	(170,116)	(90,591)	(687,890)	
Net loss for the period	(3,059,064)	(2,337,069)	(6,229,561)	(9,209,188)	
Other					
Other comprehensive income (loss) Foreign currency translation income (loss)	879,883	677,020	1,854,589	(847,518)	
	•			•	
Total other comprehensive income (loss)	879,883	677,020	1,854,589	(847,518)	
Comprehensive loss for the period	(2,179,181)	(1,660,049)	(4,374,972)	(10,056,706)	
Comprehensive loss attributable to:					
Shareholders	(2,058,542)	(1,591,911)	(4,463,463)	(9,378,832)	
Non-controlling interest	(120,639)	(68,138)	88,491	(677,874)	
Comprehensive loss for the period	(\$2,179,181)	(\$1,660,049)	(\$4,374,972)	(\$10,056,706)	
Net less was same an above attributable to the					
Net loss per common share attributable to the shareholders of the Company, basic and diluted	(\$0.01)	(\$0.01)	(\$0.02)	(\$0.03)	
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Weighted-average number of common	202 420 424	054 447 000	240 450 700	045 000 754	
shares outstanding, basic and diluted	323,129,191	251,147,806	312,156,762	245,069,751	

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

Condensed Consolidated Interim Statements of Changes in Equity

For the six month periods ended June 30, 2021 and 2020

(Unaudited, expressed in United States dollars, except for number of share amounts)

	Share o	capital		Rese	erves					
	Shares #	Amount \$	Share- based payments \$	Foreign currency translation \$	Warrants \$	Contributed surplus \$	Accumulated deficit \$	Equity attributable to shareholders \$	Non- controlling interest \$	Total Equity
Balance, January 1, 2021	252,653,306	212,546,551	16,550,415	(544,050)	893,136	5,048,088	(214,795,456)	19,698,684	(10,005,311)	9,693,373
Shares issued (Note 4)	70,242,500	57,490,921	-	-	-	-	-	57,490,921	-	57,490,921
Share issuance costs (Note 4)	-	(2,595,976)	-	-	-	-	-	(2,595,976)	-	(2,595,976)
Warrants exercised	463,000	322,966	-	-	(24,127)	-	-	298,839	-	298,839
Stock options exercised	175,000	79,716	(20,702)	-	-	-	-	59,014	-	59,014
Share-based compensation	-	-	1,230,200	-	-	-	-	1,230,200	-	1,230,200
Foreign currency translation	-	-	-	1,675,507	-	-	-	1,675,507	179,082	1,854,589
Bomboré mining permit expansion (Note 3)	-	-	-	-	-	417,862	-	417,862	(417,862)	-
Net loss for the period					-		(6,138,970)	(6,138,970)	(90,591)	(6,229,561)
Balance, June 30, 2021	323,533,806	267,844,178	17,759,913	1,131,457	869,009	5,465,950	(220,934,426)	72,136,081	(10,334,682)	61,801,399

	Share o	capital		Reserves						
	Shares #	Amount \$	Share- based payments \$	Foreign currency translation \$	Warrants \$	Contributed surplus \$	Accumulated deficit \$	Equity attributable to shareholders \$	Non- controlling interest \$	Total Equity
Balance, January 1, 2020	213,376,906	198,203,211	15,952,323	(1,162,189)	-	5,048,088	(197,149,242)	20,892,191	(8,003,723)	12,888,468
Units issued	37,595,900	14,387,860	-	-	996,935	-	-	15,384,795	-	15,384,795
Unit issuance costs	-	(1,109,195)	-	-	(76,856)	-	-	(1,186,051)	-	(1,186,051)
Stock options exercised	175,000	57,296	(20,253)	-	-	-	-	37,043	-	37,043
Share-based compensation	-	-	530,386	-	-	-	-	530,386	-	530,386
Foreign currency translation	-	-	-	(857,534)	-	-	-	(857,534)	10,016	(847,518)
Net loss for the period	-	-	-	-	-	-	(8,521,298)	(8,521,298)	(687,890)	(9,209,188)
Balance, June 30, 2020	251,147,806	211,539,172	16,462,456	(2,019,723)	920,079	5,048,088	(205,670,540)	26,279,532	(8,681,597)	17,597,935

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

Orezone Gold Corporation Condensed Consolidated Interim Statements of Cash Flows For the six month periods ended June 30, 2021 and 2020

(Unaudited, expressed in United States dollars)

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	(\$6,229,561)	(\$9,209,188)
Adjustments to reconcile net loss to cash used in operating activities:		
Share-based compensation	1,230,200	530,386
Depreciation	100,773	408,798
Finance income	(111,790)	(118,905)
Finance expense Unrealized foreign exchange loss	7,060 4 279 840	9,544 99.277
Fair value loss (gain) on other financial assets	1,378,840 188,738	(193,420)
Changes in non-cash operating working capital (Note 6(a))	25,379	(1,109,153)
Total cash outflows used in operating activities	(3,410,361)	(9,582,661)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of mineral properties, plant and equipment (Note 6(b))	(19,501,889)	(284,670)
Interest received	101,498	111,264
Total cash outflows from investing activities	(19,400,391)	(173,406)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from public offering (Note 4(a))	57,490,921	15,384,795
Offering issue costs (Note 4(a))	(2,595,976)	(1,186,051)
Proceeds from exercise of stock options (Note 4(b))	59,014	37,043
Lease principal payments	(38,703)	(30,256)
Interest paid	(7,060)	(9,544)
Total cash inflows from financing activities	54,908,196	14,195,987
Effect of foreign currency translation on cash	792,201	(897,570)
Increase in cash	32,889,645	3,542,350
Cash, beginning of period	8,866,617	11,855,497
Cash, end of period	\$41,756,262	\$15,397,847

Supplemental information on non-cash items is provided in Note 6.

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

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

1. CORPORATE INFORMATION

Orezone Gold Corporation (the "Company") was incorporated on December 1, 2008 under the Canada Business Corporations Act and is listed on the TSX Venture Exchange (TSXV) under the symbol ORE (common shares) and ORE.WT (warrants) and on the OTCQX under the symbol ORZCF (common shares). The Company is engaged in the exploration and development of gold properties in Burkina Faso, West Africa, focusing on its 90%-owned flagship Bomboré gold project ("Bomboré" or "Bomboré Project"). The Company's strategic plan is to bring its multi-million ounce Bomboré Project into production. On January 21, 2021, the Company announced the execution of binding term sheets for its project debt and equity financing that, in combination, are expected to fund the Company through mine construction.

The address of the Company's principal office is 1111 Melville Street, Suite 910, Vancouver, British Columbia, Canada V6E 3V6.

References to "\$" or "US\$" are to United States dollars, references to "C\$" are to Canadian dollars, references to "EUR" are to Euro and references to "CFA" are to West African Communauté Financière Africaine francs.

2. BASIS OF PRESENTATION

(a) STATEMENT OF COMPLIANCE

These unaudited condensed consolidated interim financial statements (the "Interim Financial Statements") have been prepared in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*, using accounting policies consistent with International Financial Reporting Standards ("IFRS"). These Interim Financial Statements do not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Company's annual consolidated financial statements for the year ended December 31, 2020 (the "2020 Annual Financial Statements"), which have been prepared in accordance with IFRS.

These Interim Financial Statements have been prepared using accounting policies consistent with those used in the 2020 Annual Financial Statements.

These Interim Financial Statements were authorized for issue by the Board of Directors on August 26, 2021.

(b) BASIS OF MEASUREMENT

The preparation of financial statements in conformity of IFRS also requires management to make estimates and judgments that may have a significant impact to these Interim Financial Statements. Estimates are continuously evaluated and are based on management's experience and expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes may differ from these estimates. The Company's critical accounting estimates and judgments were presented in Note 4 of the 2020 Annual Financial Statements and have been consistently applied in the preparation of these Interim Financial Statements for the three and six month periods ended June 30, 2021 and 2020.

These financial statements have been prepared on the accounting basis that the Company is a going concern which assumes the Company will continue to operate in the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future that may affect the Company which includes, at a minimum, the next twelve months from the end of the reporting period. The Company has released the results of an updated feasibility study ("2019 FS") for the Bomboré Project which included a staged Phase II sulphide expansion. The 2019 FS demonstrates that the Bomboré Project has positive economics under a base case gold price of \$1,300/ounce. In January 2021, the Company announced the execution of binding term sheets for its project debt and closed an equity financing that, in combination, are expected to fund the Company through mine construction. Management concluded that commercial viability has been met through the execution of binding commitments for full project financing and as such, the Bomboré Project has entered the development stage.

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

The Company has one operating segment, being the acquisition, exploration and development of precious metal properties.

These Interim Financial Statements are presented in United States dollars, unless otherwise indicated.

3. MINERAL PROPERTIES, PLANT AND EQUIPMENT

Cost and accumulated depreciation	Land and mineral property rights	Buildings and leasehold improvements	Vehicles and equipment	Construction in progress	Mine under development	Total
Cost						
January 1, 2020 Additions Disposals Foreign currency translation	\$874,815 - - 34,290	\$4,554,396 122,690 (18,268) 412,795	\$3,665,001 37,318 (4,077) 336,686	- - -	- - -	\$9,094,212 160,008 (22,345) 783,771
December 31, 2020 Additions Disposals Transfer Foreign currency translation	909,105 - - - 11,324	5,071,613 8,974 - - (145,923)	4,034,928 760,697 (6,348) 50,091 (128,976)	1,226,695 - (50,091) (16,170)	19,871,108 - - (207,576)	10,015,646 21,867,474 (6,348) - (487,321)
June 30, 2021	\$920,429	\$4,934,664	\$4,710,392	\$1,160,434	\$19,663,532	\$31,389,451
Accumulated depreciation						
January 1, 2020 Depreciation Disposals Foreign currency translation	- - -	\$3,320,925 408,372 (18,268) 336,517	\$2,707,320 439,436 (4,077) 274,036	- - -	- - -	\$6,028,245 847,808 (22,345) 610,553
December 31, 2020 Depreciation Disposals Foreign currency translation	- - -	4,047,546 214,805 - (123,397)	3,416,715 225,128 (6,348) (101,787)	- - - -	- - - -	7,464,261 439,933 (6,348) (225,184)
June 30, 2021	-	\$4,138,954	\$3,533,708	-	-	\$7,672,662
Carrying amounts						
December 31, 2020	\$909,105	\$1,024,067	\$618,213	-	-	\$2,551,385
June 30, 2021	\$920,429	\$795,710	\$1,176,684	\$1,160,434	\$19,663,532	\$23,716,789

Bomboré, Burkina Faso

The Company's only material mineral property right is the Bomboré Project.

The Bomboré Project consists of the mining permit (28.9 km²) and four exploration permits: Bomboré II (17.2 km²), Bomboré IV (11.6 km²) and Bomboré V (46.2 km²). On March 23, 2021, the Company received the official government decree for the expanded Bomboré mining permit to include all aspects of the future Phase II expansion. Effective on this date, Orezone Inc. SARL ("SARL"), an indirect wholly-owned Burkina Faso subsidiary of the Company, transferred previous expenditures of \$4,178,625 relating to this expanded permit area by way of a CFA denominated intercompany loan, to Orezone Bomboré, S.A. ("OBSA"), the Company's indirect 90% owned Burkina Faso subsidiary that holds the mining permit. The transfer of costs by intercompany loan will allow the Company to recover 100% of these former costs from OBSA from future earnings. The non-controlling interest's 10% share of the costs

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

transferred is \$417,862 and is presented as an equity transaction in the Interim Statement of Changes in Equity for the six month period ending June 30, 2021.

The Company expenses exploration and evaluation expenditures during the exploration and evaluation phase. Once the technical feasibility and commercial viability of a mineral property have been established, the property is no longer in the exploration and evaluation phase and is now a mine property under development. Thereafter, costs incurred on mine development and construction are capitalized. On January 21, 2021, upon the announcement of securing binding approvals of full project financing for the development of Bomboré, the Company considered the commercial viability for Bomboré to have been established. The project was assessed for impairment at January 21, 2021 and management concluded there was no impairment. As a result, development and construction costs directly attributable to the project have been capitalized in mine under development subsequent to this date. For the three and six month periods ended June 30, 2021, \$199,324 and \$339,160, respectively, of depreciation directly attributable to the project is included in mine under development and \$28,478 and \$100,773, respectively, of depreciation not directly attributable to the project is included in the Interim Statement of Loss.

4. SHARE CAPITAL

(a) CAPITAL STOCK

Authorized capital stock consists of an unlimited number of common shares, without par value.

On January 28, 2021, the Company closed the bought-deal equity financing, including an exercise of the overallotment option by the underwriters, for aggregate gross proceeds of C\$73,754,625 (\$57,490,921) by issuing 70,242,500 common shares at price of C\$1.05 per share ("Shares"). The net proceeds received from the share issuance were C\$70,428,241 (\$54,894,945) after underwriter commissions, legal fees, and other offering expenses. In connection with the bought-deal share offering, the Company paid the underwriters a cash commission equal to 4.0% of the gross proceeds.

(b) STOCK OPTIONS

The following table summarizes the number of stock options that the Company has outstanding at June 30, 2021 including details of options granted, exercised, expired and forfeited during the period

				Activ	ity during the	period	_	
Grant date	Expiry date	Exercise price	Opening balance	Granted	Exercised	Expired/ Forfeited	Closing balance	Vested and exercisable
		C\$	#	#	#	#	#	#
02/08/2016	02/08/2026	0.30	980,000	-	90,000	-	890,000	890,000
06/23/2017	06/23/2027	0.78	4,200,000	-	-	-	4,200,000	4,200,000
07/17/2017	07/17/2027	0.78	300,000	-	-	-	300,000	300,000
01/11/2018	01/11/2028	0.81	1,193,500	-	-	-	1,193,500	1,193,500
07/23/2018	07/23/2023	0.80	2,680,000	-	-	-	2,680,000	2,680,000
02/21/2019	02/21/2024	0.53	3,258,332	-	11,666	-	3,246,666	3,246,666
04/17/2019	04/17/2024	0.53	600,000	-	50,000	-	550,000	550,000
04/23/2019	04/23/2024	0.53	200,000	-	-	-	200,000	200,000
11/21/2019	11/21/2024	0.62	800,000	-	-	-	800,000	533,332
05/05/2020	05/05/2025	0.54	4,963,668	-	23,334	-	4,940,334	3,271,328
02/12/2021	01/01/2023	1.05	-	300,000	-	-	300,000	100,000
02/12/2021	02/12/2026	1.05	-	200,000	-	-	200,000	66,666
03/30/2021	03/30/2026	1.05	-	1,443,000	-	-	1,443,000	480,993
Totals			19,175,500	1,943,000	175,000	-	20,943,500	17,712,485
Weighted av	verage exercis	se price	C\$0.64	C\$1.05	C\$0.41	-	C\$0.68	C\$0.67

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

The Black-Scholes option valuation model input factors for stock options granted during the six months ended June 30, 2021 were as follows:

			·	v	Veighted avera	age value per	stock option	
Grant date	Expiry date	Grant date market price	Exercise price	Risk-free interest rate	Expected life	Expected volatility	Dividend yield	Grant date fair value
		C\$	C\$	%	(in years)	%	%	C\$
02/12/2021	01/01/2023	0.98	1.05	0.15	` 1.9	72.67	-	0.35
02/12/2021	02/12/2026	0.98	1.05	0.15	3.0	66.62	-	0.41
03/30/2021	03/30/2026	0.91	1.05	0.23	3.0	66.08	-	0.36

The outstanding options as at June 30, 2021 have a weighted average remaining contractual life of 4.06 years (December 31, 2020 – 4.53 years).

(c) SHARE-BASED COMPENSATION

The following table summarizes share-based expense by unit type for the three and six month periods ended June 30, 2021:

	Three mo	Six months ended			
			June 30,		
	2021	2020	2021	2020	
Stock options	\$160,871	\$397,945	\$506,940	\$530,386	
Restricted share units	272,040	-	435,182	_	
Deferred share units	-	-	288,078	-	
Total share-based compensation	\$432,911	\$397,945	\$1,230,200	\$530,386	

(d) WARRANTS, RESTRICTED SHARE UNITS ("RSUs"), AND DEFERRED SHARE UNITS ("DSUs")

	Warrants		RSUs		DSUs		
	Outstanding	Exercise price	Outstanding	Vested	Outstanding	Vested	
	#	C\$	#	#	#	#	
December 31, 2020	18,247,450	0.80	1,207,000	-	-		
Granted	-	-	831,000	-	398,000	398,000	
Exercised / settled	(463,000)	0.80	-	-	· -	· -	
Forfeited / expired	<u> </u>	-	-	=	-	-	
June 30, 2021	17,784,450	0.80	2,038,000	-	398,000	398,000	

On June 30, 2021, 463,000 warrants were exercised for proceeds of \$298,839. The weighted average remaining contractual life of the warrants is 1.58 years.

On February 12, 2021, the Company granted 100,000 RSUs to an employee of the Company. Each RSU is redeemable into one common share of the Company upon vesting. The RSUs will vest in one equal installment on January 1, 2022. The fair value of each RSU on grant date was C\$0.98.

On March 30, 2021, the Company granted 731,000 RSUs to officers and employees of the Company. Each RSU is redeemable into one common share of the Company upon vesting. The RSUs will vest in two equal installments on the first and second anniversaries from the date of grant. The fair value of each RSU on grant date was C\$0.91.

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

On March 30, 2021, the Company granted 398,000 DSUs to directors of the Company. Each DSU is redeemable into one common share of the Company upon the holder ceasing to be a director of the Company. The DSUs are fully vested on the grant date at the fair value of C\$0.91 each.

5. NATURE OF EXPENSES

The components of exploration and evaluation costs, and general and administrative costs for the three and six month periods ended June 30, 2021 were as follows:

	Three me	onths ended	Six months ended		
		June 30,		June 30,	
	2021	2020	2021	2020	
Salaries and employee costs	\$138,688	\$918,153	\$379,958	\$2,055,835	
Exploration and development studies	92,181	-	96,189	170,264	
Resettlement Action Plan implementation	1,929	153,619	34,230	3,329,261	
General, camp, infrastructure and other	47,663	495,054	249,690	1,356,609	
Drilling and assaying	443,207	-	464,181	-	
Total exploration and evaluation costs	\$723,668	\$1,566,826	\$1,224,248	\$6,911,969	
Salaries and employee costs	\$849,566	\$394.915	\$1,439,441	\$924,781	
Professional fees	89,197	103,218	189,397	294,615	
Public company costs	133,714	88,106	235,490	151,484	
General and office costs	98,073	31,336	215,726	109,472	
Investor relations	69,187	13,660	131,438	81,187	
Total general and administrative costs	\$1,239,737	\$631,235	\$2,211,492	\$1,561,539	

6. SUPPLEMENTAL CASH FLOW INFORMATION

(a) CHANGES IN NON-CASH WORKING CAPITAL

Supplemental details of the changes in non-cash working capital for the six month periods ended June 30 were as follows:

	2021	2020
Changes in non-cash working capital impacting cash flows from operating a	activities were as follows:	
Inventories	\$-	\$6,539
Other current assets	(263,918)	380,021
Trade and other payables	289,297	(1,495,713)
	\$25,379	(\$1,109,153)

(b) CHANGES IN NON-CASH INVESTING ACTIVITIES

2021	2020
\$2,365,585	(\$227,179)
\$2.365.585	(\$227,179)

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

7. FINANCIAL INSTRUMENTS AND RISKS

The Company's existing operations involve the exploration and development of its Bomboré Project in Burkina Faso which exposes the Company to a variety of financial instrument related risks. These risks include foreign currency risk, liquidity risk, credit risk and other risks. The Company's board of directors provides oversight for the Company's risk management processes.

(a) Foreign currency risk

The Company is exposed to currency risk due to business transactions in foreign countries. The Company mainly transacts in Canadian dollars, United States dollars, Euros, and CFA. Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The US\$ equivalent of the Company's financial instruments by originating denomination currency was as follows:

As at June 30, 2021	US\$	C\$	EUR & CFA ¹	Other	Total
Financial assets					
Cash	\$31,530,681	\$7,590,947	\$1,943,533	\$691,101	\$41,756,262
Other current assets	-	54,803	-	-	54,803
Other financial assets	-	619,506	-	-	619,506
	\$31,530,681	\$8,265,256	\$1,943,533	\$691,101	\$42,430,571
Financial liabilities					
Trade and other payables	255,411	588,417	4,903,401	79,987	5,827,216
Lease liabilities	· -	134,160	-	<u> </u>	134,160
Net financial instruments	\$31,275,270	\$7,542,679	(\$2,959,868)	\$611,114	\$36,469,195

As at December 31, 2020	US\$	C\$	EUR & CFA ¹	Other	Total
Financial assets					
Cash	\$71,199	\$8,281,072	\$514,346	-	\$8,866,617
Other current assets	24,592	64,360	124,092	-	213,044
Other financial assets	<u> </u>	791,021	<u> </u>	-	791,021
	\$95,791	\$9,136,453	\$638,438	-	\$9,870,682
Financial liabilities					
Trade and other payables	301,907	298,892	2,405,943	_	3,006,742
Lease liabilities	<u> </u>	166,136	1,496	-	167,632
Net financial instruments	(\$206,116)	\$8,671,425	(\$1,769,001)	-	\$6,696,308

A 10% weakening against the US\$ of the currencies to which the Company had exposure would have had the following effects (a 10% strengthening against the US\$ would have had the opposite effect):

As at	June 30, 2021	Dec. 31, 2020
C\$	(\$754,268)	(\$867,143)
EUR & CFA	\$295,987	\$176,900
Others	(\$61,111)	-

¹ The financial instruments held in EUR and CFA have been presented together as the CFA is pegged to the EUR.

Notes to the Condensed Consolidated Interim Financial Statements

For the three and six month periods ended June 30, 2021 and 2020 (Unaudited, expressed in United States dollars)

The Company is also exposed to foreign currency risk on the CFA currency held as the peg rate to the EUR is periodically reviewed and could be adjusted which may result in a devaluation of currency on hand. The Company manages this risk by minimizing the amount of CFA held at any point in time and by monitoring ongoing discussions concerning the peg rate to ensure that any proposed changes are considered prior to implementation.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting its financial obligations as they fall due. The Company manages its liquidity by preparing cash flow forecasts on a regular basis to assess whether the Company will likely have sufficient cash resources to meet its future operational and working capital requirements.

The following table summarizes the contractual maturities of the Company's operating and capital commitments at June 30, 2021, shown in contractual undiscounted cashflows:

	Within 1 year	and 5 years	Thereafter	Total
Trade and other payables	\$6,398,414	-	-	\$6,398,414
Capital commitments	34,961,915	141,246	-	35,103,161
Operating commitments	48,667	-	-	48,667
Lease liabilities	-	134,160	-	134,160
Total	\$41,408,996	\$275,406	-	\$41,684,402

On January 21, 2021, the Company announced the signing of binding term sheets for project debt consisting of a CFA 52.5 billion (approximately \$96 million) senior secured debt facility with Coris Bank International with interest rates of 8.0% and 9.0%, and a \$35 million 8.5% convertible note with Resource Capital Fund VII L.P. and Beedie Investments Ltd.

On March 1, 2021, the Company announced the signing of a binding letter of intent for a silver streaming agreement with EURO Ressources S.A. to sell 50% of the future payable silver production from the Bomboré Project for an upfront cash payment of \$7,150,000.

(c) Credit risk

The Company's cash and trade and other receivables are exposed to credit risk, which is the risk that the counterparties to the Company's financial instruments will fail to discharge their obligations to the Company. The amount of credit risk to which the Company is exposed is considered insignificant as the majority of the Company's cash is held with a large Canadian chartered bank in interest-bearing accounts and from the limited carrying amount of trade and other receivables.

(d) Fair value measurements

The following table sets forth the Company's financial instruments measured at fair value by level within the fair value hierarchy:

		June 30,		Dec. 31,
	Level 1	2021	Level 1	2020
Cash	\$41,756,262	\$41,756,262	\$8,866,617	\$8,866,617
Other financial assets	\$619,506	\$619,506	\$791,021	\$791,021

The Company did not transfer any assets or liabilities between levels on the fair value hierarchy and has not offset any of its financial assets against its financial liabilities.

8. SUBSEQUENT EVENTS

On July 12, 2021, 200,000 stock options and 30,000 RSUs were issued. The stock options are exercisable at C\$1.42.