

# Libertygold

**Liberty Gold Corp.**

An exploration stage company

**Consolidated Financial Statements**

**Year ended December 31, 2019**

(Expressed in US Dollars)



## *Independent auditor's report*

To the Shareholders of Liberty Gold Corp.

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### *Our opinion*

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Liberty Gold Corp. and its subsidiaries (together, the Company) as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

#### **What we have audited**

The Company's consolidated financial statements comprise:

- the consolidated statements of financial position as at December 31, 2019 and 2018;
- the consolidated statements of loss and comprehensive loss for the years then ended;
- the consolidated statements of changes in equity for the years then ended;
- the consolidated statements of cash flows for the years then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

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### *Basis for opinion*

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

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### *Other information*

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis.

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Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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### *Responsibilities of management and those charged with governance for the consolidated financial statements*

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

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### *Auditor's responsibilities for the audit of the consolidated financial statements*

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from



error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Lana Kirk.

**(signed) PricewaterhouseCoopers LLP**

Chartered Professional Accountants

Vancouver, British Columbia  
March 26, 2020

**LIBERTY GOLD CORP.**  
**Consolidated Statements of Financial Position**  
**(Expressed in United States Dollars)**

|  | As at December 31,<br>2019 | As at December 31,<br>2018 |
|--|----------------------------|----------------------------|
|  | <u>\$</u>                  | <u>\$</u>                  |
| <b>Assets</b>  |                            |                            |
| <i>Current assets</i>  |                            |                            |
| Cash and cash equivalents  | 14,367,657                 | 7,783,601                  |
| Short term investments   | 96,367                     | 94,255                     |
| Receivables and prepayments (Note 6)   | 183,702                    | 211,474                    |
|  | <u>14,647,726</u>          | <u>8,089,330</u>           |
| Assets classified as held for sale (Note 7)                                      | 2,248,618                  | -                          |
| Total current assets   | <u>16,896,344</u>          | <u>8,089,330</u>           |
| <i>Non-current assets</i>  |                            |                            |
| Other financial assets (Note 8)  | 106,799                    | 187,618                    |
| Deposits   | 353,086                    | 457,625                    |
| Sales taxes receivable (Note 6)  | 603,122                    | 645,106                    |
| Plant and equipment (Note 10)  | 743,720                    | 222,711                    |
| Exploration and evaluation assets (Note 11a)                                     | 23,406,265                 | 23,982,103                 |
| Investment in associates   | -                          | 1,496,952                  |
| Total non-current assets   | <u>25,212,992</u>          | <u>26,992,115</u>          |
| <b>Total assets</b>  | <u>42,109,336</u>          | <u>35,081,445</u>          |
| <b>Liabilities and Shareholders' Equity</b>                                      |                            |                            |
| <i>Current liabilities</i>   |                            |                            |
| Contribution towards the sale of Halilađa (Note 7)                               | 4,000,000                  | -                          |
| Accounts payable and accrued liabilities (Note 12)                               | 1,063,186                  | 612,254                    |
| Lease liabilities  | 217,654                    | -                          |
|  | <u>5,280,840</u>           | <u>612,254</u>             |
| Liabilities directly associated with assets classified as held for sale (Note 7) | 122,500                    | -                          |
| Total current liabilities  | <u>5,403,340</u>           | <u>612,254</u>             |
| <i>Non-current liabilities</i>   |                            |                            |
| Lease liabilities  | 369,366                    | -                          |
| Deferred tax liabilities (Note 13)   | 1,606,497                  | 1,386,939                  |
| Other liabilities (Note 12)  | 22,042                     | 147,642                    |
| Total non-current liabilities  | <u>1,997,905</u>           | <u>1,534,581</u>           |
| <i>Shareholders' equity</i>  |                            |                            |
| Share capital (Note 14)  | 192,753,629                | 179,702,675                |
| Contributed surplus (Note 14)  | 29,558,938                 | 29,165,756                 |
| Accumulated other comprehensive loss   | (9,478,048)                | (9,639,935)                |
| Accumulated deficit  | (186,642,351)              | (175,059,401)              |
| Total shareholders' equity   | <u>26,192,168</u>          | <u>24,169,095</u>          |
| Non controlling interest (Note 15)   | 8,515,923                  | 8,765,515                  |
| <b>Total liabilities and shareholders' equity</b>                                | <u>42,109,336</u>          | <u>35,081,445</u>          |

The notes on pages 5 to 28 are an integral part of these consolidated financial statements.  
Subsequent events included in notes 11(b)(i), 14(c), 15(c), and 21.

These financial statements were approved by the board and authorised for issue on March 26, 2020

"Donald McInnes", Director

"Sean Tetzlaff", Director

**LIBERTY GOLD CORP.**  
**Consolidated Statements of Loss and Comprehensive Loss**  
**(Expressed in United States Dollars)**

|  | Year ended December 31, |                   |
|--|-------------------------|-------------------|
|  | 2019                    | 2018              |
|  | \$                      | \$                |
| Operating expenses   |                         |                   |
| Exploration and evaluation expenditures (Note 11b)           | 7,303,426               | 6,914,090         |
| Wages and benefits   | 1,638,718               | 1,310,600         |
| Stock based compensation (Note 14c)                          | 977,280                 | 897,310           |
| Office and general   | 753,703                 | 1,116,656         |
| Investor relations, promotion and advertising                | 336,015                 | 384,577           |
| Professional fees  | 302,112                 | 271,889           |
| Depreciation (Note 10)                                       | 259,906                 | 51,010            |
| Listing and filing fees                                      | 49,791                  | 23,667            |
| <b>Loss from operations</b>                                  | <b>11,620,951</b>       | <b>10,969,799</b> |
| Other income (expenses)                                      |                         |                   |
| Other income   | 96,420                  | 22,719            |
| Finance income   | 62,479                  | 68,000            |
| Foreign exchange losses                                      | (61,174)                | (106,726)         |
| Change in fair value of other financial assets               | (182,713)               | (33,924)          |
| Loss from associates (Note 7)                                | (101,665)               | (120,295)         |
| Net loss on sale of other financial assets                   | -                       | (23,759)          |
|  | (186,653)               | (193,985)         |
| Loss before tax  | 11,807,604              | 11,163,784        |
| Income tax expense   | 219,558                 | 840,652           |
| <b>Loss for the period</b>                                   | <b>12,027,162</b>       | <b>12,004,436</b> |
| <b>Loss attributable to:</b>                                 |                         |                   |
| Shareholders   | 11,582,950              | 11,169,416        |
| Non-controlling interests (Note 15)                          | 444,212                 | 835,020           |
|  | 12,027,162              | 12,004,436        |
| <b>Other comprehensive income (loss)</b>                     |                         |                   |
| Items that may be reclassified subsequently to net income    |                         |                   |
| Exchange gains (losses) on translations                      | 161,887                 | (1,170,497)       |
| Other comprehensive income (loss) for the period, net of tax | 161,887                 | (1,170,497)       |
| <b>Total loss and comprehensive loss for the period</b>      | <b>11,865,275</b>       | <b>13,174,933</b> |
| <b>Loss attributable to:</b>                                 |                         |                   |
| Shareholders   | 11,421,063              | 12,339,913        |
| Non-controlling interests                                    | 444,212                 | 835,020           |
| <b>Total loss and comprehensive loss for the period</b>      | <b>11,865,275</b>       | <b>13,174,933</b> |
| <b>Loss per share</b>  |                         |                   |
| Basic and diluted loss per share                             | \$ 0.05                 | \$ 0.06           |
| Weighted average number of Common Shares                     |                         |                   |
| Basic and diluted  | 216,712,664             | 182,440,810       |

The notes on pages 5 to 28 are an integral part of these consolidated financial statements.

**LIBERTY GOLD CORP.**  
**Consolidated Statements of Changes in Equity**  
**(Expressed in United States Dollars)**

|   | Number of<br>Common Shares | Share capital | Contributed<br>surplus | Accumulated other<br>comprehensive<br>income (loss) | Accumulated deficit | Total shareholders'<br>equity | Non-controlling<br>interest | Total equity |
|---|----------------------------|---------------|------------------------|---|---------------------|-------------------------------|-----------------------------|--------------|
|   | #                          | \$            | \$                     | \$  | \$                  | \$                            | \$                          | \$           |
| Balance as at December 31, 2017   | 151,230,559                | 167,289,230   | 24,075,989             | (7,709,532)   | (164,649,891)       | 19,005,796                    | 9,327,886                   | 28,333,682   |
| Reclassification of available-for-sale ("AFS") financial assets to the accumulated deficit* | -                          | -             | -                      | (759,906)   | 759,906             | -                             | -                           | -            |
| Bought deal private placement   | 24,938,426                 | 7,059,312     | 1,436,135              | -   | -                   | 8,495,447                     | -                           | 8,495,447    |
| Fall bought-deal  | 28,893,750                 | 6,491,083     | 2,524,310              | -   | -                   | 9,015,393                     | -                           | 9,015,393    |
| Share issue costs   | -                          | (1,592,893)   | -                      | -   | -                   | (1,592,893)                   | -                           | (1,592,893)  |
| Other share issuances   | 488,294                    | 174,247       | -                      | -   | -                   | 174,247                       | -                           | 174,247      |
| RSU and Warrant exercises   | 638,146                    | 281,696       | (226,245)              | -   | -                   | 55,451                        | -                           | 55,451       |
| Stock based compensation  | -                          | -             | 1,355,567              | -   | -                   | 1,355,567                     | -                           | 1,355,567    |
| Contributions by non-controlling interest   | -                          | -             | -                      | -   | -                   | -                             | 272,649                     | 272,649      |
| Cumulative translation adjustment   | -                          | -             | -                      | (1,170,497)   | -                   | (1,170,497)                   | -                           | (1,170,497)  |
| Net loss for the period   | -                          | -             | -                      | -   | (11,169,416)        | (11,169,416)                  | (835,020)                   | (12,004,436) |
| Balance as at December 31, 2018   | 206,189,175                | 179,702,675   | 29,165,756             | (9,639,935)   | (175,059,401)       | 24,169,095                    | 8,765,515                   | 32,934,610   |
| Bought deal financing (Note 14b)  | 28,800,000                 | 12,033,969    | -                      | -   | -                   | 12,033,969                    | -                           | 12,033,969   |
| Share issue costs (Note 14b)  | -                          | (930,768)     | -                      | -   | -                   | (930,768)                     | -                           | (930,768)    |
| Other share issuances (Note 14b)  | 72,927                     | 30,000        | -                      | -   | -                   | 30,000                        | -                           | 30,000       |
| Option, RSU and Warrant exercises (Note 14c)  | 4,220,157                  | 1,917,753     | (734,358)              | -   | -                   | 1,183,395                     | -                           | 1,183,395    |
| Stock based compensation (Note 14c)   | -                          | -             | 1,127,540              | -   | -                   | 1,127,540                     | -                           | 1,127,540    |
| Contributions by non-controlling interest   | -                          | -             | -                      | -   | -                   | -                             | 194,620                     | 194,620      |
| Cumulative translation adjustment   | -                          | -             | -                      | 161,887   | -                   | 161,887                       | -                           | 161,887      |
| Net loss for the year   | -                          | -             | -                      | -   | (11,582,950)        | (11,582,950)                  | (444,212)                   | (12,027,162) |
| Balance as at December 31, 2019   | 239,282,259                | 192,753,629   | 29,558,938             | (9,478,048)   | (186,642,351)       | 26,192,168                    | 8,515,923                   | 34,708,091   |

The notes on pages 5 to 28 are an integral part of these consolidated financial statements.

\*The Company applied IFRS 9 at January 1, 2018.

**LIBERTY GOLD CORP.**  
**Consolidated Statements of Cash Flows**  
**(Expressed in United States Dollars)**

|  | Year ended December, |                    |
|--|----------------------|--------------------|
|  | 2019                 | 2018               |
|  | <u>\$</u>            | <u>\$</u>          |
| <b>Cash flows from operating activities</b>  |                      |                    |
| Loss for the year  | (12,027,162)         | (12,004,436)       |
| Adjusted for:  |                      |                    |
| Stock based compensation (Note 14c)  | 1,127,540            | 1,355,567          |
| Depreciation   | 262,881              | 54,726             |
| Change in fair value, impairment and gains (losses) on disposal of financial instruments | 182,713              | 57,683             |
| Loss from associates   | 101,665              | 120,295            |
| Deferred tax expense   | 219,558              | 840,652            |
| Share issuance in relation to mineral properties   | 30,000               | 174,247            |
| Other non-cash items on the statement of loss  | 18,649               | 237                |
| Foreign exchange not related to cash   | (257,343)            | (20,783)           |
| Movements in working capital:  |                      |                    |
| Contribution towards the sale of Halilağa (Note 7)                                       | 4,000,000            | -                  |
| Accounts receivable and prepayments  | (93,523)             | (1,698)            |
| Accounts payable and other liabilities   | 490,229              | (352,734)          |
| Net cash outflow due to operating activities   | <u>(5,944,793)</u>   | <u>(9,776,244)</u> |
| <b>Cash flows from financing activities</b>  |                      |                    |
| Gross proceeds from bought deal financing  | 12,033,969           | 17,510,840         |
| Cash received from exercise of share based payments and warrants                         | 1,138,522            | 94,540             |
| Contributions from non-controlling interest (Note 15)                                    | 194,620              | 272,649            |
| Share issue costs from bought deal financing   | (930,768)            | (1,592,893)        |
| Principal payments on lease liabilities  | (192,275)            | -                  |
| Interest payments on lease liabilities   | (59,904)             | -                  |
| Net cash inflow from financing activities  | <u>12,184,164</u>    | <u>16,285,136</u>  |
| <b>Cash flows from investing activities</b>  |                      |                    |
| Funding to Associates (Note 7)   | (74,400)             | (220,783)          |
| Purchase and proceeds of sale of property and equipment                                  | (6,411)              | (46,457)           |
| Surety bond collateral   | -                    | (13,000)           |
| Sale of financial instruments  | -                    | 95,870             |
| Net cash outflow due to investing activities   | <u>(80,811)</u>      | <u>(184,370)</u>   |
| Effect of foreign exchange rates   | <u>427,638</u>       | <u>(709,124)</u>   |
| Net increase (decrease) in cash and cash equivalents                                     | 6,586,198            | 5,615,398          |
| Less: net increase in cash and cash equivalents from assets classified as held for sale  | (2,142)              | -                  |
| Cash and cash equivalents at beginning of the year                                       | 7,783,601            | 2,168,203          |
| Cash and cash equivalents at end of the year   | <u>14,367,657</u>    | <u>7,783,601</u>   |

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.



## LIBERTY GOLD CORP.

(An exploration stage company)

### Notes to the Consolidated Financial Statements

Year ended December 31, 2019

(Expressed in United States Dollars, unless otherwise noted)

#### 1. GENERAL INFORMATION

Liberty Gold Corp. (“Liberty Gold” or the “Company”) is incorporated and domiciled in Canada, and its registered office is at Suite 1900 – 1055 West Hastings Street, Vancouver, British Columbia, V6E 2E9.

The Company was incorporated as “7703627 Canada Inc.” under the Canada Business Corporations Act (“CBCA”) on November 18, 2010. Articles of amendment were filed on November 29, 2010 to change the name of the Corporation to “Pilot Gold Inc.” Articles of amendment were subsequently filed on May 9, 2017 to change the name of the Company to Liberty Gold Corp.

Liberty Gold is an exploration stage business engaged in the acquisition and exploration of mineral properties located primarily in the United States of America and Turkey.

The Company has not yet determined whether its properties contain mineral reserves that are economically recoverable. The continued operations of the Company and the recoverability of the amounts capitalized for mineral properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of such properties and upon future profitable production or proceeds from the disposition of the properties.

#### 2. BASIS OF PRESENTATION

These consolidated financial statements, including comparative figures, have been prepared in accordance with International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”).

#### 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies used in the preparation of these consolidated financial statements are set out below.

##### (a) Basis of measurement

The consolidated financial statements have been prepared under the historical cost convention, except for financial assets classified as fair value through profit or loss which are measured at fair value. These consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

##### (b) Basis of consolidation

The financial statements of Liberty Gold consolidate the accounts of Liberty Gold Corp. and its subsidiaries. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intercompany transactions, balances and unrealized gains and losses from intercompany transactions are eliminated on consolidation.

Subsidiaries are all entities (including structured entities) over which the Company has control. Liberty Gold controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of the net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

The principal subsidiaries of Liberty Gold and their geographic locations at December 31, 2019 were as follows:

| Name of subsidiary   | Principal activity  | Location      | Proportion of ownership interest and voting power held |
|--|---------------------|---------------|--|
| Pilot Gold USA Inc.  | Mineral exploration | United States | 100%   |
| Kinsley Gold LLC (“KG LLC”)                                | Mineral exploration | United States | 79%  |
| Agola Madencilik Limited Şirketi (“Agola”)                 | Mineral exploration | Turkey        | 100%   |
| Orta Truva Madencilik Şanayi ve Ticaret A.Ş (“Orta Truva”) | Mineral exploration | Turkey        | 60%  |
| Cadillac Mining Corporation (“Cadillac”)                   | Mineral exploration | Canada        | 100%   |
| Pilot Goldstrike Inc.                                      | Mineral exploration | United States | 100%   |

**LIBERTY GOLD CORP.**

**(An exploration stage company)**

**Notes to the Consolidated Financial Statements**

Year ended December 31, 2019

(Expressed in United States Dollars, unless otherwise noted)

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*(c) Assets held for sale*

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to financial assets, or deferred tax assets, which continue to be measured in accordance with the Company's other accounting policies. Impairment losses on initial classification as held for sale or held-for distribution and subsequent gains and losses on remeasurement are recognised in profit or loss.

Once classified as held for sale, intangible assets and plant and equipment are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

*(d) Investment in associates*

The Company conducts a portion of its business through equity interests in associates. An associate is an entity over which Liberty Gold has significant influence, but not control. The financial results of Liberty Gold's investments in its associates are included in Liberty Gold's results according to the equity method. Under the equity method, the Company's investment in an associate is initially recognized at cost and subsequently increased or decreased to recognize the Company's share of earnings and losses of the associate and for impairment losses after the initial recognition date. The Company's share of an associate's losses that are in excess of its investment in the associate are recognized only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate. The Company's share of earnings and losses of associates is recognized in net income (loss) during the period. Distributions received from an associate are accounted for as a reduction in the carrying amount of the Company's investment.

Transactions and balances between the Company and its associates are not eliminated. Unrealized gains on transactions between Liberty Gold and an associate are eliminated to the extent of Liberty Gold's interest in the associate. Unrealized losses are also eliminated to the extent of the Company's interest in the associate unless the transaction provides evidence of an impairment of the asset transferred. Dilution gains and losses arising from changes in interests in investments in associates are recognized in the statement of loss.

At the end of each reporting period, Liberty Gold assesses whether there is any objective evidence that its investment interests in associates are impaired. If impaired, the carrying value of Liberty Gold's share of the underlying assets of associates is written down to its estimated recoverable amount (being the higher of fair value less cost to sell and value in use) and charged to the statement of loss. When an impairment loss reverses in a subsequent period, the carrying amount of the investment in associate is increased to the revised estimate of recoverable amount to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had an impairment loss not been previously recognized. A reversal of an impairment loss is recognized in net earnings (loss) in the period the reversal occurs.

*(e) Joint arrangements*

Joint arrangements are arrangements of which the Company has joint control, established by contracts requiring unanimous consent for decisions about the activities that significantly affect the arrangements' returns. They are classified and accounted for as follows:

- (i) *Joint operation*: when the Company has rights to the assets, and obligations for the liabilities relating to an arrangement, it accounts for each of its assets, liabilities and transactions, including its share of those held or incurred jointly, in relation to the joint operation.
- (ii) *Joint venture*: when the Company has rights only to the net assets of the arrangement, it accounts for its interest using the equity method.

**LIBERTY GOLD CORP.**

**(An exploration stage company)**

**Notes to the Consolidated Financial Statements**

Year ended December 31, 2019

(Expressed in United States Dollars, unless otherwise noted)

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

The Company entered into a joint operation effective July 24, 2017, as a result of Logan Resources Inc. (“Logan”) earning a 51% interest in four of the Company’s Portfolio Projects, Brik, Viper, Easter and Antelope in accordance with the July 7, 2016, Option Agreement (the “Option Agreement”). The Company recognizes its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. On August 24, 2018 Logan assigned its interests, rights, benefits, duties and obligations pertaining to the Option Agreement to K2 Resources Inc. (“K2”), including its interests in the Brik, Viper and Easter properties. The claims and underlying lease agreements for the Antelope property were terminated.

These interests are governed by contractual arrangements but have not been organized into separate legal vehicles or entities. Details of the joint operation are set out in Note 11(b)(i). The Company does not have any joint arrangements that are classified as joint ventures.

*(f) Foreign currencies*

Items included in the financial statements of each subsidiary and associate in the Company are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). In preparing the financial statements of the individual entities, transactions in currencies other than the entity’s functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date, giving rise to foreign exchange gains and losses in the statement of loss.

Liberty Gold raises its financing and incurs head office expenditures in Canadian dollars (“CS\$”), giving rise to a Canadian dollar functional currency. In order to enhance comparability with our peers and as a better representation of the principal currency used by the mining and mineral exploration industry, the presentation currency of these consolidated financial statements is in United States dollars. Any assets and liabilities of the Company held in foreign currencies are expressed in United States dollars using exchange rates prevailing at the end of the reporting period.

Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period; in this case, the exchange rates at the dates of the transactions are used. Equity transactions are translated using the exchange rate at the date of the transaction. Exchange differences arising from assets and liabilities held in foreign currencies, are recognised in other comprehensive income (loss) as cumulative translation adjustments.

When an entity disposes of its entire interest in a foreign operation, or loses control, joint control, or significant influence over a foreign operation, the foreign currency gains or losses accumulated in other comprehensive income (loss) related to the foreign operation are recognized in profit or loss.

*(g) Exploration and evaluation assets and expenditures*

Exploration and evaluation expenditures with the exception of acquisition costs, are charged to profit or loss in the period in which they are incurred. Acquisition costs are capitalized to exploration and evaluation assets and classified as non-current. Costs related to the acquisition of mineral properties are capitalized on a property-by-property basis until such a time as the property is placed in production, sold, abandoned or determined to be impaired. Option payments received on mineral property interests optioned to third parties are credited against previous capitalized acquisition costs for that mineral property interest. If payments received exceed the capitalized cost of the exploration and evaluation assets, the excess is recognized as income in the period received. Once it is probable that future economic benefits will flow to us, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment. The following criteria are used to assess the economic recoverability and probability of future economic benefits:

- (i) *Viability*: a Proven and/or Probable Mineral Reserve has been established that demonstrates a positive financial return; and
- (ii) *Authorizations*: necessary permits, access to critical resources and environmental programs exist or are reasonably obtainable.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Although we have taken steps to verify title to mineral properties in which we have an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee our title. Property title may be subject to unregistered prior agreements or transfers, and may be affected by undetected defects.

*(h) Plant and equipment*

Plant and equipment is carried at cost, less accumulated depreciation and accumulated impairment losses. Cost consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to Liberty Gold and the cost can be measured reliably. Repairs and maintenance costs are charged to the statement of loss during the period in which they are incurred.

The major categories of plant and equipment noted below are depreciated over their estimated useful life using the following annual rates and methods:

|                        |     |                   |
|------------------------|-----|-------------------|
| Field equipment        | 20% | Declining balance |
| Equipment              | 30% | Declining balance |
| Computer software      | 50% | Straight line     |
| Furniture and fixtures | 20% | Declining balance |
| Leasehold improvements |     | Term of lease     |

Depreciation expense of assets used in exploration is capitalized to deferred exploration expenditures, or investment in associate as appropriate. Management reviews the estimated useful lives, residual values and depreciation methods of the Company's plant and equipment at the end of each financial year and when events and circumstances indicate that such a review should be made. Changes to estimated useful lives, residual values or depreciation methods resulting from such review are accounted for prospectively.

Depreciation expense of right-of-use assets are depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of plant and equipment.

Expenditures incurred to replace a component of an item of plant and equipment that is accounted for separately, including major inspection and overhaul expenditures, are capitalized, if the recognition criteria are satisfied.

*(i) Impairment of long-lived assets*

Plant and equipment and exploration and evaluation assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Impairment is assessed on an asset-by-asset basis. Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

*(j) Provisions and constructive obligations*

Provisions, including environmental restoration, restructuring costs and legal claims are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Constructive obligations are obligations that derive from the Company's actions where:

- (i) An established pattern of past practice, published policies or a sufficiently specific current statement, the Company has indicated to other parties that it will accept certain responsibilities; and
- (ii) As a result, Liberty Gold has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Where the time value of money is material, provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

*(k) Income taxes*

Income tax comprises current and deferred tax. Income tax is recognized in the statement of loss except to the extent that it relates to items recognized directly in equity, in which case the income tax is also recognized directly in equity. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted, or substantively enacted, at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

In general, deferred tax is recognized in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined on a non-discounted basis using tax rates and laws that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the deferred tax asset or liability is settled. Deferred tax assets are recognized to the extent that it is probable that the assets can be recovered.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except, in the case of subsidiaries, where the timing of the reversal of the temporary difference is controlled by Liberty Gold and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are presented as non-current.

*(l) Earnings or loss per share*

Earnings or loss per share is calculated by dividing the net earnings (loss) available to common shareholders by the weighted average number of Common Shares outstanding during the reporting period. The calculation of diluted earnings per share assumes that outstanding options and warrants are exercised and the proceeds are used to repurchase Common Shares at the average market price of the shares for the period. The effect is to increase the number of shares used to calculate diluted earnings per share relative to basic earnings per share and is only recognized when the effect is dilutive.

*(m) Financial instruments*

Financial assets and liabilities are recognized when Liberty Gold becomes a party to the contractual provisions of the instrument.

*(i) Cash and Cash Equivalents*

Cash and cash equivalents comprise cash on hand, and deposits in banks that are readily convertible into a known amount of cash, or with an initial maturity of 90 days or less. Cash and cash equivalents are classified as subsequently measured at amortized cost.

*(ii) Short Term Investments*

Short term investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that Liberty Gold's management has the positive intention and ability to hold to maturity. Short term investments are classified as subsequently measured at amortized cost.

*(iii) Loans and Receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Liberty Gold's loans and receivables are comprised of 'Receivables' and 'Deposits', and are classified respectively as appropriate in current or non-current assets according to their nature.

Loans and receivables are initially recognized at the amount expected to be received less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, loans and receivables are measured at amortized cost. Trade receivables are recorded net of lifetime expected credit losses.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

*(iv) Other Financial Assets*

Other financial assets consist of investments in marketable equity securities of publicly traded entities which are classified as subsequently measured at fair value through profit or loss. Investment transactions are recognized on the trade date with transaction costs included in the underlying balance. Fair values are determined by reference to quoted market prices at the balance sheet date. Changes in fair value are recognized in the statement of profit or loss.

*(v) Accounts Payable, Accrued and Other Liabilities*

Accounts payable, other liabilities and accrued liabilities are initially recognized at the amount required to be paid less, when material, a discount to reduce the payables to fair value. Subsequently, accounts payables are measured at amortized cost. Financial liabilities are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.

*(vi) Expected Credit Losses*

For receivables, we apply the simplified approach to determining expected credit losses, which requires expected credit losses to be recognized upon initial recognition of the receivables.

*(o) Share-based payments*

- (i) *Stock Options to purchase Common Shares ("Options")*: An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee. The fair value of Option grants is measured at the date of grant using the Black-Scholes option-pricing model ("Black-Scholes") and the compensation amount, equal to the Option's fair value, is recognized over the period that the employees earn the Options.

The vesting periods of the Options granted range from vesting immediately to vesting over a three-year period. Each tranche is recognised on a straight-line basis over the vesting period.

Liberty Gold recognizes an expense or addition to exploration and evaluation assets for options granted under the Liberty Gold Stock Option Plan (2017) (the "Option Plan"), arising from stock Options granted to employees using the fair value method with a corresponding increase in equity. The amount recognized as an expense or added to exploration and evaluation assets, is adjusted to reflect the number of Options expected to vest.

- (ii) *Deferred share units ("DSUs") and restricted share units ("RSUs")*: Measured at fair value on the grant date. Equity settled DSUs and RSUs are recognized in equity. The expense is recognized over the vesting period, with a corresponding charge as an expense or capitalized to exploration and evaluation assets.

**4. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES**

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and expenses. Estimates and judgments are regularly evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Further information on management's judgments, estimates and assumptions and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements.

*Judgments*

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the consolidated financial statements.

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**4. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES (continued)**

- (i) *Functional currency:* The functional currency for the parent entity, and each of its subsidiaries and associates, is the currency of the primary economic environment in which the entity operates. The US and Turkish subsidiaries of the parent entity, have a US dollar functional currency, while the parent entity itself, and its remaining subsidiaries, have a Canadian dollar functional currency.

Determination of functional currency involves certain judgments to determine the primary economic environment and the parent entity reconsiders the functional currency of its entities if there is a change in events and conditions which determined the primary economic environment.

- (ii) *Review of asset carrying values and impairment assessment:* In accordance with the Company's accounting policy, each asset is evaluated every reporting period to determine whether there are any indications of impairment. If any such indication exists, a formal estimate of recoverable amount is performed and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount. The recoverable amount of an asset is measured at the higher of value in use and fair value less costs to sell. The most significant assets assessed for impairment include the value of the Company's investment interests in associates, assets held for sale, and the carrying value of its exploration and evaluation assets. Indications of impairments for these assets include judgement on whether exploration and exploration rights will continue to be funded and if the projects are commercially viable.

*Exploration and evaluation assets and expenditures:* The application of the Company's accounting policy for exploration and evaluation assets and expenditures requires judgment to determine whether future economic benefits are probable, from either future development or sale, or whether activities have not reached a stage that permits a reasonable assessment of the existence of reserves. There is no assurance the Company has, or will have, commercially viable ore bodies. There is no assurance that the Company will be able to arrange sufficient financing to bring ore bodies into production.

*Investment in associates:* Recoverability of the carrying amount of Liberty Gold's interest in associates is dependent on the sale of the respective assets, or alternatively, successful development and commercial development. Changes in any of the assumptions used in the impairment assessment could materially affect the result of this analysis.

- (iii) *Leases as a result of adopting IFRS 16:* IFRS 16 applies a control model to the identification of leases, distinguishing between a lease and a service contract on the basis of whether the customer has the right to control the use of an identified asset for a period of time in exchange for consideration. The Company had to apply judgement on certain factors, including whether the supplier has substantive substitution rights, whether the Company obtains substantially all of the economic benefits and who has the right to direct the use of that asset.

IFRS 16 requires that lease payments are discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The standard defines the incremental borrowing rate as the interest rate the Company would pay to borrow over a similar term the funds necessary to obtain an asset of a similar value to the right-of-use-asset in a similar economic environment. The Company used its incremental borrowing rate when recording leases initially, since information from the lessor regarding the fair value of underlying assets and initial direct costs incurred by the lessor related to the leased assets is not available. See note 5 for further detail on IFRS 16 adoption.

- (iv) *Assets held for sale classification:* Non-current assets, or disposal groups comprising assets and liabilities, are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. The Company applies judgment in determining whether certain non-current assets meet the highly probable criteria at the reporting date. To assess whether a sale will be completed within one year from the date of classification, we have assessed a variety of considerations, including the receipt of required regulatory approvals, and the completion of financing by a potential buyer.

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**4. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES (continued)**

*Estimates and assumptions*

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

- (i) *Exploration and evaluation assets and expenditures:* In addition to applying judgment to determine whether it is probable that future economic benefits will arise from the Company's exploration and evaluation assets and expenditures, or whether activities have not reached a stage that permits a reasonable assessment of the existence of reserves, the Company has to apply a number of estimates and assumptions.

The publication of a resource pursuant to National Instrument 43-101, Standards of Disclosure for Mineral Projects ("NI 43-101"), is itself an estimation process that involves varying degrees of uncertainty depending on how the resources are classified (i.e., measured, indicated or inferred). The estimates directly impact when the Company defers its exploration and evaluation expenditures. Any such estimates and assumptions may change as new information becomes available. If information becomes available suggesting the recovery of acquisition costs is unlikely, the relevant capitalised amount is written off in the statement of profit or loss and other comprehensive income in the period when the new information becomes available.

- (ii) *Fair value measurement of consideration received for the sale of Halilađa:* The Company has applied estimates in determining the fair value of the \$4 million consideration received from Cengiz as a non-refundable contribution towards the sale of Halilađa, and its classification as a financial instrument at fair value through profit and loss.

The Company provides for such differences, where known, based on management's best estimate of the probable outcome of these matters.

**5. ADOPTION OF IFRS 16 – Leases**

*Summary of changes*

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company has the right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used.

For contracts that contain a lease, the Company recognizes a right-of-use asset and a lease liability at the lease commencement date. 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 being the rate that the lessee would have to pay to borrow the funds necessary to obtain the asset. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability, 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 right-of use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-



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**5. ADOPTION OF IFRS 16 – Leases (continued)**

of-use assets are determined on the same basis as those of plant and equipment. The right-of-use asset is assessed for impairment losses, should a trigger be identified and adjusted for impairment if required.

The lease liability is subsequently measured at amortized cost using the effective interest method. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period. It 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. Variable lease payments not included in the initial measurement of the lease liability are charged directly to profit.

We have elected 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 are charged directly to profit or loss on a straight-line basis over the lease term.

*Lease liabilities*

The Company has adopted IFRS 16 retrospectively from January 1, 2019 but has not restated comparatives for the 2018 reporting period, as permitted under the specific transitional provisions in the standard. On transition to IFRS 16, the Company recognized \$727,421 of right-of-use assets and \$727,421 of lease liabilities. When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at January 1, 2019. The weighted-average rate applied is 8.9%. The following reconciliation to the opening balance for lease liabilities as at January 1, 2019 is based upon the operating lease commitments as at December 31, 2018:

|  |                   |
|--|-------------------|
| Operating lease commitments at December 31, 2018                   | \$ 1,066,012      |
| Discounted using the incremental borrowing rate at January 1, 2019 | 8.9%              |
| Finance lease liabilities recognized as at December 31, 2018       | \$ 889,342        |
| Recognition exemption for:   |                   |
| Short-term leases  | -                 |
| Leases of low-value assets   | (2,205)           |
| Scope changes due to IFRS 16                                       | (159,716)         |
| Lease liabilities at January 1, 2019                               | \$ 727,421        |
| Less: Current portion  | (185,317)         |
| <b>Long-term lease liabilities at January 1, 2019</b>              | <b>\$ 542,104</b> |

Our significant lease arrangements consist of contracts for leasing office premises and leased cars. As at December 31, 2019, \$557,482 of right-of-use assets are recorded as part of plant and equipment. Additional details described in Note 10.

**6. RECEIVABLES AND PREPAYMENTS**

|                        | <b>December 31,<br/>2019</b> | <b>December 31,<br/>2018</b> |
|------------------------|------------------------------|------------------------------|
| Sales taxes receivable | \$ 22,840                    | \$ 37,802                    |
| Other receivables      | 35,488                       | 80,818                       |
| Prepayments            | 125,374                      | 92,854                       |
|                        | <b>\$ 183,702</b>            | <b>\$ 211,474</b>            |

An additional \$603,122 in sales taxes receivable is classified as non-current and is expected to be recoverable when production begins, at or upon the sale of TV Tower (December 31, 2018: \$645,106). Receivables and prepayments associated with assets held for sale are described in Note 7.

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**7. ASSETS HELD FOR SALE**

| <b>As at December 31, 2019</b>  | <b>Halilaga</b> | <b>Kinsley</b> | <b>Total</b>        |
|---|-----------------|----------------|---------------------|
| Assets classified as held for sale                                      | \$ 1,538,626    | \$ 709,992     | <b>\$ 2,248,618</b> |
| Liabilities directly associated with assets classified as held for sale | \$ -            | \$ 122,500     | <b>\$ 122,500</b>   |

## (a) Net assets of disposal group held for sale

Liberty Gold owns 40% of Halilağa through a 40% ownership stake in Truva Bakır Maden İşletmeleri A.Ş. ("Truva Bakır"), a Turkish company that is controlled (60%) by Teck Madencilik Sanayi Ticaret A.Ş. ("TMST"). Truva Bakır is private, and as such fair values of the Company's investment is not determinable through an active market.

On July 11, 2019, the Company entered into a share purchase agreement with Cengiz Holdings A.Ş. ("Cengiz"), TMST and Truva Bakır (the "Halilağa Agreement") for the sale of its interest in Halilağa property (the "Halilağa Transaction") to Cengiz. Pursuant to the terms of the Halilağa Agreement, the Company and TMST have agreed to jointly sell their 100% interest in Truva Bakır, to Cengiz for \$55 million cash, to be paid in four stages over a two-year period.

The consideration will be apportioned 60% to TMST and 40% to Liberty Gold, pro-rata to their ownership interests. As a result of the Halilağa Transaction, Liberty Gold will receive a total of \$22 million under the following payment schedule:

- \$4,000,000 nonrefundable payment (received November 2019)
- \$6,000,000 on closing of the amended sale agreement, anticipated on or before August 15th, 2020
- \$6,000,000 on the first anniversary of the closing date, anticipated on August 15th, 2021
- \$6,000,000 on the second anniversary of the closing date, anticipated on August 15th, 2022

Closing of the Halilağa Transaction is subject to customary conditions including the approval of the Turkish Ministry of Energy and Natural Resources.

At December 31, 2019, the investment in Truva Bakır was stated at carrying value and comprised of the following:

|  |                     |
|--|---------------------|
| At January 1, 2017                     | \$ 1,525,707        |
| Share of loss                          | (120,295)           |
| Funding by the Company                 | 220,783             |
| Foreign exchange differences           | (129,243)           |
| <b>Net assets at December 31, 2018</b> | <b>\$ 1,496,952</b> |
| Share of loss <sup>1</sup>             | (101,665)           |
| Funding by the Company                 | 74,400              |
| Foreign exchange differences           | 45,126              |
| <b>Net assets at November 16, 2019</b> | <b>\$ 1,514,813</b> |
| Foreign exchange differences           | 23,813              |
| <b>Net assets at December 31, 2019</b> | <b>\$ 1,538,626</b> |

<sup>1</sup> Share of loss recognized prior to asset held for sale classification on November 16, 2019 upon the signing of the Amended Agreement.

Halilağa is included within the Turkey geographical segment.

The \$4 million non-refundable contribution received from Cengiz has been recorded as a current liability as at December 31, 2019. The liability will be extinguished either upon closing of the Halilağa Transaction or upon contract termination by Cengiz.

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**7. ASSETS HELD FOR SALE (continued)**

The \$4 million non-refundable contribution received pursuant to the Halilağa Agreement is a derivative. It is a financial instrument measured at fair value through profit and loss using Level 3 inputs as there is no observable market data available. The consideration received was initially recognized at fair value which equaled the initial cash payment of \$4 million as stipulated in the Halilağa Agreement. No factors affecting the fair value of the \$4 million non-refundable contribution in the time from the initial recognition to the period end were identified.

**(b) Assets and liabilities of Kinsley disposal group**

On December 2, 2019, the Company signed a definitive agreement for the sale of its 79.1% interest in the Kinsley Mountain Gold Project in Nevada ("Kinsley") to Barrian Mining Corp ("Barrian") (the "Kinsley Sale Agreement"). Pursuant to the terms of the Kinsley Sale Agreement, the Company will receive \$7,500,000 in total consideration in three stages over a 2-year period as follows:

- \$2,500,000 on the closing date of the Kinsley Sale Agreement (the "Kinsley Closing Date") plus 2,000,000 common shares of Barrian (subject to a contractual 12 month hold period);
- \$2,500,000 on or before the 1<sup>st</sup> anniversary of the Kinsley Closing Date plus 1,000,000 common shares of Barrian (subject to a contractual 12 month hold period);
- Common shares of Barrian with a total value of \$2,500,000, on or before the 2<sup>nd</sup> anniversary of the Kinsley Closing Date (subject only to a 4-month statutory hold period); and
- a 1% Net Smelter Return Royalty ("NSR") on the 79.1% interest in Kinsley, with an option to Barrian to re-purchase up to 0.5% of the NSR royalty for an additional \$500,000.

Closing of the transaction is subject to the completion of financing by Barrian and other customary conditions including approval by the TSX Venture Exchange.

At December 31, 2019, Kinsley was stated at carrying value and comprised of the following assets and liabilities:

|                                   |                   |
|-----------------------------------|-------------------|
| Cash and cash equivalents         | \$ 2,142          |
| Receivables and prepayments       | 6,669             |
| Exploration and evaluation assets | 575,838           |
| Deposits                          | 125,343           |
| <b>Assets held for sale</b>       | <b>\$ 709,992</b> |
| Other liabilities                 | 122,500           |
| <b>Liabilities held for sale</b>  | <b>\$ 122,500</b> |

Kinsley is included within the United States geographical segment.

**(c) Cumulative income or expenses**

There are no cumulative income or expenses recognized in the statement of loss relating to the disposal groups since being designated as held for sale.

**8. OTHER FINANCIAL ASSETS**

From time to time, the Company may make strategic investments in other private or publicly traded entities. These investments are treated as long-term investments and may take the form of common shares or share purchase warrants.

Inputs to fair value measurements, including their classification within a hierarchy that prioritizes the inputs to fair value measurement are summarized in the three level hierarchies below:

- *Level 1:* Unadjusted quoted prices in active markets for identical assets or liabilities;
- *Level 2:* Inputs other than quoted prices that are observable for the asset or liability directly or indirectly and;
- *Level 3:* Inputs that are not based on observable market data.

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**8. OTHER FINANCIAL ASSETS (continued)**

As at December 31, 2019, Liberty Gold holds Level 1 equity securities with a total fair value of \$106,799 (December 31, 2018: \$187,618).

**9. DEPOSITS**

On August 1, 2012 Liberty Gold entered into a technical and administrative services agreement (the “Oxygen Agreement”) with Oxygen Capital Corp. (“Oxygen”), a related party, whereby Oxygen provides management, administrative and accounting services to the Company at cost. As at December 31, 2019, Oxygen holds an advance of \$125,791 (December 31, 2018: \$120,103) on behalf of the Company, that on termination of the Oxygen Agreement will be applied against the final three months of services. The amount held by Oxygen is reviewed periodically and adjusted to reflect an estimate of costs over three months.

The Company holds a surety bonding arrangement with a third-party (the “Surety”) in order to satisfy bonding requirements in the states of Idaho, Nevada and Utah. The total collateralized balance as at December 31, 2019 is \$116,301 (December 31, 2018: \$241,404). A finance fee is charged monthly on the full balance of the Surety amount. An additional \$110,994 is held with the Turkish General Directorate of Mining Affairs (at December 31, 2018: \$96,118), in order to meet bonding requirements on the TV Tower property. A total of \$17,326 was refunded during the year ended December 31, 2019 (December 31, 2018: \$9,166). Collateral for surety bonds associated with assets held for sale are described in Note 7.

**10. PLANT AND EQUIPMENT**

|   | Owned assets<br>(a) | Right-of-use<br>assets<br>(b) | Total             |
|---|---------------------|-------------------------------|-------------------|
| Net book value as at December 31, 2018        | \$ 222,711          | \$ -                          | \$ 222,711        |
| <b>Net book value as at December 31, 2019</b> | <b>\$ 186,238</b>   | <b>\$ 557,482</b>             | <b>\$ 743,720</b> |

a) Owned assets

| Cost:                                  | Field<br>equipment | Equipment         | Computer<br>software | Furniture<br>and fixtures | Leasehold<br>improvements | Total               |
|--|--------------------|-------------------|----------------------|---------------------------|---------------------------|---------------------|
| Balance as at December 31, 2018        | \$ 133,062         | \$ 600,010        | \$ 271,333           | \$ 260,992                | \$ 322,507                | \$ 1,587,904        |
| Additions                              | -                  | 3,319             | -                    | 3,934                     | -                         | 7,253               |
| Disposals                              | -                  | (3,391)           | -                    | (6,502)                   | -                         | (9,893)             |
| Cumulative translation adjustment      | 2,849              | 8,885             | 4,748                | 6,848                     | -                         | 23,330              |
| <b>Balance as at December 31, 2019</b> | <b>\$ 135,911</b>  | <b>\$ 608,823</b> | <b>\$ 276,081</b>    | <b>\$ 265,272</b>         | <b>\$ 322,507</b>         | <b>\$ 1,608,594</b> |

**Depreciation:**

|  |                  |                   |                   |                   |                   |                     |
|--|------------------|-------------------|-------------------|-------------------|-------------------|---------------------|
| Balance as at December 31, 2018        | \$ 78,125        | \$ 472,321        | \$ 271,333        | \$ 222,271        | \$ 321,143        | \$ 1,365,193        |
| Depreciation charge                    | 11,147           | 21,803            | -                 | 7,149             | 1,364             | 41,463              |
| Disposals                              | -                | (2,907)           | -                 | (2,527)           | -                 | (5,434)             |
| Cumulative translation adjustment      | 1,586            | 8,460             | 4,748             | 6,340             | -                 | 21,134              |
| <b>Balance as at December 31, 2019</b> | <b>\$ 90,858</b> | <b>\$ 499,677</b> | <b>\$ 276,081</b> | <b>\$ 233,233</b> | <b>\$ 322,507</b> | <b>\$ 1,422,356</b> |

**Net Book Value:**

|                                |                  |                   |             |                  |             |                   |
|--------------------------------|------------------|-------------------|-------------|------------------|-------------|-------------------|
| As at December 31, 2018        | \$ 54,937        | \$ 127,689        | \$ -        | \$ 38,721        | \$ 1,364    | \$ 222,711        |
| <b>As at December 31, 2019</b> | <b>\$ 45,053</b> | <b>\$ 109,146</b> | <b>\$ -</b> | <b>\$ 32,039</b> | <b>\$ -</b> | <b>\$ 186,238</b> |

Equipment consists of automobiles, automotive equipment, and computer hardware.

**LIBERTY GOLD CORP.****(An exploration stage company)****Notes to the Consolidated Financial Statements**

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(Expressed in United States Dollars, unless otherwise noted)

**10. PLANT AND EQUIPMENT (continued)**

## b) Right-of-use (leased) assets

The Company has entered into contracts for premises in the United States and Turkey. The lease terms are between two and four years; each lease is renewable at the end of the lease period at market rates. Lease agreements do not impose any covenants, but lease assets may not be used as security for borrowing purposes. Office premises and other operating leases in Canada are paid to Oxygen, pursuant to the "Oxygen Agreement". Upon termination of the Oxygen Agreement, the Company is required to indemnify Oxygen for costs associated with those agreements or obligations that had been executed or incurred by Oxygen in connection with, or related to the services provided to the Company by Oxygen.

The office premises in Canada, and office premises and automobiles in Turkey and the United States represent right-of-use assets. Contingent rental expenditures of \$89,001 consisting of operating costs have been charged to the statement of loss for the year ended December 31, 2019.

| <b>Cost:</b>                           | <b>Offices</b>    | <b>Automobiles</b> | <b>Total</b>      |
|--|-------------------|--------------------|-------------------|
| Balance as at December 31, 2018        | \$ -              | \$ -               | \$ -              |
| Additions on IFRS 16 adoption          | 709,270           | 18,151             | 727,421           |
| Additions                              | -                 | 32,790             | 32,790            |
| Cumulative translation adjustment      | 22,115            | (2,025)            | 20,090            |
| <b>Balance as at December 31, 2019</b> | <b>\$ 731,385</b> | <b>\$ 48,916</b>   | <b>\$ 780,301</b> |
| <b>Depreciation:</b>                   |                   |                    |                   |
| Balance as at December 31, 2018        | \$ -              | \$ -               | \$ -              |
| Depreciation charge                    | 206,596           | 14,822             | 221,418           |
| Cumulative translation adjustment      | 1,784             | (383)              | 1,401             |
| <b>Balance as at December 31, 2019</b> | <b>\$ 208,380</b> | <b>\$ 14,439</b>   | <b>\$ 222,819</b> |
| <b>Net Book Value:</b>                 |                   |                    |                   |
| As at December 31, 2018                | \$ -              | \$ -               | \$ -              |
| <b>As at December 31, 2019</b>         | <b>\$ 523,005</b> | <b>\$ 34,477</b>   | <b>\$ 557,482</b> |

**11. EXPLORATION AND EVALUATION ASSETS**

Currently none of the Company's properties have any known body of commercial ore or any established economic deposit; all are in the exploration stage. Expenditures at Halilağa are recorded in the Company's investment in Truva Bakır, an associate that is classified as held for sale (Note 7).

**LIBERTY GOLD CORP.**

**(An exploration stage company)**

**Notes to the Consolidated Financial Statements**

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(Expressed in United States Dollars, unless otherwise noted)

**11. EXPLORATION AND EVALUATION ASSETS (continued)**

- (a) The acquisition expenditures relating to the Company's interest in ten exploration properties in Nevada and Utah have been aggregated and are described as 'Portfolio Properties' in the tables below for the periods ended December 31, 2018 and 2019, respectively:

|                                 | December 31,<br>2018 | Classified as<br>Asset Held for Sale<br>(Note 11) | December 31,<br>2019 |
|---------------------------------|----------------------|---|----------------------|
| <b>USA</b>                      |                      |   |                      |
| Kinsley Mountain                | \$ 575,838           | \$ (575,838)                                      | \$ -                 |
| Goldstrike                      | 8,486,985            | -   | 8,486,985            |
| Black Pine                      | 1,010,927            | -   | 1,010,927            |
| Portfolio Properties (Note 10i) | 248,097              | -   | 248,097              |
| <b>Total USA</b>                | <b>\$ 10,321,847</b> | <b>\$ (575,838)</b>                               | <b>\$ 9,746,009</b>  |
| <b>Turkey</b>                   |                      |   |                      |
| TV Tower                        | \$ 13,660,256        | -   | \$ 13,660,256        |
| <b>Total Turkey</b>             | <b>\$ 13,660,256</b> | <b>\$ -</b>                                       | <b>\$ 13,660,256</b> |
| <b>Total</b>                    | <b>\$ 23,982,103</b> | <b>\$ (575,838)</b>                               | <b>\$ 23,406,265</b> |

- (b) Details of the Company's exploration and evaluation expenditures, which have been cumulatively expensed in the consolidated statement of comprehensive loss are as follows:

|                          | Goldstrike           | Kinsley<br>Mountain  | Black Pine          | Portfolio<br>properties | Total USA            | TV Tower             | Other<br>Exploration | Total                |
|--------------------------|----------------------|----------------------|---------------------|-------------------------|----------------------|----------------------|----------------------|----------------------|
| December 31, 2017        | \$ 12,337,490        | \$ 19,770,255        | \$ 834,147          | \$ 2,337,394            | \$ 35,279,286        | \$ 33,576,658        | \$ 3,409,041         | \$ 72,264,985        |
| Drilling and assays      | 2,478,109            | 254,224              | 22,592              | -                       | 2,754,925            | -                    | -                    | 2,754,925            |
| Wages and salaries       | 828,167              | 86,787               | 303,325             | 2,897                   | 1,221,176            | 181,891              | 30,890               | 1,433,957            |
| PEA and 43-101           | 344,853              | -                    | 64,889              | -                       | 409,742              | -                    | -                    | 409,742              |
| Project disposals        | -                    | -                    | -                   | 144,247                 | 144,247              | -                    | -                    | 144,247              |
| Other                    | 1,185,609            | 265,039              | 258,821             | 24,070                  | 1,733,539            | 331,509              | 106,171              | 2,171,219            |
| <b>December 31, 2018</b> | <b>\$ 17,174,228</b> | <b>\$ 20,376,305</b> | <b>\$ 1,483,774</b> | <b>\$ 2,508,608</b>     | <b>\$ 41,542,915</b> | <b>\$ 34,090,058</b> | <b>\$ 3,546,102</b>  | <b>\$ 79,179,075</b> |
| Drilling and assays      | 430,248              | 213,242              | 3,201,303           | -                       | 3,844,793            | -                    | -                    | 3,844,793            |
| Wages and salaries       | 257,803              | 52,948               | 656,222             | -                       | 966,973              | 66,698               | 49,302               | 1,082,973            |
| Leases                   | 177,226              | 170,000              | -                   | -                       | 347,226              | -                    | -                    | 347,226              |
| Annual license fees      | 144,016              | 91,456               | 66,574              | 25,331                  | 327,377              | -                    | -                    | 327,377              |
| Other                    | 434,129              | 103,766              | 874,941             | 5,902                   | 1,418,738            | 206,505              | 75,814               | 1,701,057            |
| <b>December 31, 2019</b> | <b>\$ 18,617,650</b> | <b>\$ 21,007,717</b> | <b>\$ 6,282,814</b> | <b>\$ 2,539,841</b>     | <b>\$ 48,448,022</b> | <b>\$ 34,363,261</b> | <b>\$ 3,671,218</b>  | <b>\$ 86,482,501</b> |

Wages and salaries include stock based compensation. Other Exploration comprises exploration expenditures on mineral interests that the Company does not hold the rights to.

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**11. EXPLORATION AND EVALUATION ASSETS (continued)***(i) Portfolio Properties, USA*

On February 28, 2018 the Company entered into a lease-option agreement with Renaissance Exploration Inc. (“Renaissance”) on the claims comprising the Sandy mineral property. Lease payments received in the year ended December 31, 2019 were \$10,000. Subsequent to period end on January 16, 2020, Renaissance terminated its Sandy lease-option.

On August 7, 2018 the Company entered into a lease-option agreement with Pyramid Gold (US) Corp. on the claims comprising the Stateline mineral property. Lease payments received in the year ended December 31, 2019 were \$10,000.

On July 7, 2016, the Company signed an Option Agreement under which Logan may earn up to an 80% interest in up to four of nine of the Portfolio Properties. On July 24, 2017, Logan provided the Company with formal notice that it had met the requirements of and elected to exercise the Option and selected to earn an initial 51% interest in Brik, Viper, Easter and Antelope. On August 24, 2018 Logan assigned its interests, rights, benefits, duties and obligations pertaining to the Option Agreement to K2 Resources Inc. (“K2”) including its interests in the Brik, Viper and Easter properties (the “Selected Properties”). The claims and underlying lease agreements for the Antelope property were terminated.

K2 may earn an additional 19% interest in the Selected Properties by incurring an additional \$2,000,000 in exploration expenditures within the first 3 years, and issuing 1,000,000 of its shares to the Company on completion of the 70% earn-in requirement (the “Additional Option”). K2 may earn an additional 10% (to a total of 80%) interest in any of the Selected Properties by completing a prefeasibility study on that property, prepared in accordance with NI 43-101 (the “Second Additional Option”). Following either their choice not to participate in the Additional Option or the Second Additional Option, or the completion of the Second Additional Option, a joint venture will be formed and K2 and the Company will be responsible for their pro-rata share of expenditures on the Selected Properties.

Although K2 has a controlling (51%) interest in the Selected Properties, certain significant decisions still require unanimous consent from both parties. Therefore, K2 and the Company have joint control over the Selected Properties which are classified as a joint operation.

On December 16, 2019, the Company entered into an agreement to sell the Griffon project to Fremont Gold Ltd. (“Fremont”) through a purchase-option agreement (“Griffon Agreement”). Consideration received from Fremont in the year ended December 31, 2019 was \$25,000. Subsequent to period end on January 23, 2020 and January 28, 2020, respectively, the Company received an additional \$25,000 and 2,500,000 common shares in Fremont as part of the Griffon Agreement.

**12. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

|                                     | <b>As at December 31,</b> |                   |
|-------------------------------------|---------------------------|-------------------|
|                                     | <b>2019</b>               | <b>2018</b>       |
| Trade payables                      | \$ 620,781                | \$ 378,075        |
| Decommissioning liability - current | 294,300                   | 96,300            |
| Accrued liabilities                 | 136,332                   | 122,323           |
| Other payables                      | 11,773                    | 15,556            |
|                                     | <b>\$ 1,063,186</b>       | <b>\$ 612,254</b> |

Accounts payable and accrued liabilities are non-interest bearing and are normally settled on 30-day terms.

During the year ended December 31, 2019, the current decommissioning liability relating to the Company’s Goldstrike and Black Pine properties was increased by \$20,000 (year ended December 31, 2018: increased by \$15,000) and \$178,000 (year ended December 31, 2018: \$nil change), respectively.

Non-current other liabilities as at December 31, 2019 include a decommissioning liability of \$122,500 (December 31, 2018: \$117,500) relating to the Kinsley property, and is further described in the assets held for sale note (Note 7). During the year ended December 31, 2019, the non-current decommissioning liability was increased by \$5,000 (year ended December 31, 2018: \$nil change).

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**13. INCOME TAXES**

The recovery of income taxes differs from the amount that would have resulted from applying combined Canadian federal and provincial statutory tax rates for 2019 of 27.00% (2018: 27.00%).

|                                     | <b>Year ended December 31,</b> |                   |
|-------------------------------------|--------------------------------|-------------------|
|                                     | <b>2019</b>                    | <b>2018</b>       |
| Loss before taxes                   | \$ (11,807,604)                | \$ (11,163,784)   |
| Statutory tax rate                  | 27.00%                         | 27.00%            |
| Expected income tax recovery        | (3,188,053)                    | (3,014,222)       |
| Permanent differences               | 452,000                        | 1,589,492         |
| Change in deferred income tax rates | 25,183                         | 6,741             |
| Benefit not recognized and other    | 2,930,428                      | 2,258,641         |
| <b>Income tax expense</b>           | <b>\$ 219,558</b>              | <b>\$ 840,652</b> |

A deferred tax liability of \$1,606,497 has been recognised in the period ended December 31, 2019 (December 31, 2018: \$1,386,939) arising from foreign exchange differences in the tax basis of the TV Tower mineral property held by Orta Truva.

The following are temporary differences the net benefits of which have not been recognized:

|                                    | <b>Year ended December 31,</b> |                      |
|------------------------------------|--------------------------------|----------------------|
|                                    | <b>2019</b>                    | <b>2018</b>          |
| Operating losses carried forward   | \$ 67,899,958                  | \$ 57,890,377        |
| Equipment                          | 528,922                        | 512,590              |
| Mineral properties                 | 21,462,622                     | 19,174,465           |
| Investments and other              | 3,863,432                      | 3,270,131            |
| <b>Total temporary differences</b> | <b>\$ 93,754,934</b>           | <b>\$ 80,847,563</b> |

The Company has non-capital losses which may be applied to reduce future taxable income. These losses expire between 2019 and 2039. For losses incurred in the United States in 2019 and subsequent years, the losses carry forward indefinitely with some usage restrictions:

|                          | <b>Canada</b>        | <b>US</b>            | <b>Turkey</b>       | <b>Total</b>         |
|--------------------------|----------------------|----------------------|---------------------|----------------------|
| <b>December 31, 2019</b> | <b>\$ 26,629,401</b> | <b>\$ 39,804,267</b> | <b>\$ 1,466,290</b> | <b>\$ 67,899,958</b> |

There are no current income taxes owed by Liberty Gold as at December 31, 2019.



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**14. SHARE CAPITAL AND CONTRIBUTED SURPLUS***(a) Authorized*

Unlimited Common Shares with no par value.

*(b) Issued*

- i)* On July 10, 2019, the Company issued 72,927 Common Shares to Ray Hunter LLC with a total fair value of \$30,000 (C\$0.54 per Common Share) as consideration for the annual lease of an area that forms part of the Goldstrike property.
- ii)* On September 10, 2019, the Company completed a bought deal financing (the “2019 Bought-Deal”) with a syndicate of underwriters (the “Underwriters”) whereby the Underwriters purchased, on a bought-deal basis, 28,800,000 Common Shares. Each Common Share was issued at a price of C\$0.55 for gross proceeds to the Company of \$12,033,969 (C\$15,840,000). Transaction costs of \$930,768 have been recognised in equity during the year ended December 31, 2019.

*(c) Stock-based compensation*

For the year ended December 31, 2019, the Company charged a total of \$1,127,540 of stock-based compensation expense to the statement of loss (2018: \$1,355,567) of which \$150,260 is attributed to exploration and evaluation expenditures (2018: \$458,257).

*Liberty Gold Stock Option Plan*

The Liberty Gold Stock Option Plan was approved on May 9, 2017. Under the terms of the Option Plan, the Board may, from time to time, grant to employees, officers and directors of, or consultants to the Company, non-assignable options to Options in such numbers and for such terms as may be determined by the Board.

The number of Common Shares which may be issued pursuant to Options previously granted and those granted under the Option Plan will be a maximum of 10% of the issued and outstanding Common Shares at the time of the grant; the number of Common Shares which may be reserved for issuance to any one individual may not exceed 5% of the issued and outstanding Common Shares.

Options granted to date under Option Plan, are exercisable over a period of five years. In accordance with the Option Plan, the exercise price of each Option shall under no circumstances be lower than the closing market price of the Company’s stock on the trading day immediately before the date of grant. Options granted to Directors vest immediately, the remaining options vest in thirds at the end of each year from the date of grant. Any consideration paid by the optionee on the exercise of options is recorded to share capital.

Option transactions and the number of options outstanding are summarized as follows:

|                                   | <b>Options</b>    | <b>Weighted Average<br/>Exercise Price</b> |
|-----------------------------------|-------------------|--|
|                                   | #                 | C\$  |
| Balance, January 1, 2018          | 11,541,250        | 0.60                                       |
| Options granted                   | 2,622,500         | 0.33                                       |
| Options expired                   | (65,000)          | 2.00                                       |
| Options forfeit or cancelled      | (1,020,000)       | 0.57                                       |
| <b>Balance, December 31, 2018</b> | <b>13,078,750</b> | <b>0.54</b>                                |
| Options granted                   | 4,580,000         | 0.84                                       |
| Options expired                   | (935,000)         | 1.15                                       |
| Options forfeit or cancelled      | (45,000)          | 1.15                                       |
| Options exercised                 | (41,667)          | 0.71                                       |
| <b>Balance, December 31, 2019</b> | <b>16,637,083</b> | <b>0.59</b>                                |

**LIBERTY GOLD CORP.**

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**14. SHARE CAPITAL AND CONTRIBUTED SURPLUS (continued)**

At December 31, 2019, Liberty Gold had incentive options issued to directors, officers, employees and key consultants to the Company outstanding as follows:

| <b>Range of prices</b> | <b>Number of Options outstanding</b> | <b>Weighted average remaining contractual life</b> | <b>Weighted average exercise price</b> | <b>Number of Options exercisable</b> | <b>Weighted average exercise price of Options exercisable</b> |
|------------------------|--------------------------------------|--|--|--------------------------------------|---|
|                        | #                                    | (in years)   | C\$                                    | #                                    | C\$   |
| C\$0.01 to C\$0.99     | 16,315,083                           | 3.04   | 0.57                                   | 11,234,083                           | 0.52  |
| C\$1.00 to C\$1.99     | 272,000                              | 0.09   | 1.14                                   | 272,000                              | 1.14  |
| C\$3.00 to C\$3.99     | 50,000                               | 1.28   | 3.45                                   | 50,000                               | 3.45  |
|                        | <b>16,637,083</b>                    | <b>2.99</b>  | <b>0.59</b>                            | <b>11,556,083</b>                    | <b>0.55</b>   |

For the purposes of estimating the fair value of options using Black-Scholes, certain assumptions are made such as the expected dividend yield, volatility of the market price of the Company's shares, risk-free interest rates and expected average life of the options. For issuances prior to April 2016, we based our expectation of volatility on the volatility of similar publicly-listed companies, as the expected life of our options exceeded our trading history at that time.

The weighted average fair value of options granted during the year ended December 31, 2019 determined using Black-Scholes was C\$0.44 per option. The weighted average significant inputs into the model included a share price of C\$0.84 at the grant date, an exercise price of C\$0.84, a volatility of 59%, a dividend yield of 0%, an expected option life of 5 years and an annual risk-free interest rate of 1.58%. A 6.14% forfeiture rate was applied to the option expense.

*Restricted Share Units*

RSUs granted under the Liberty Gold RSU Plan to employees and service providers of the Company vest in thirds at the end of each year from the date of grant, with the exception of a portion of those granted on December 13, 2019 and all RSUs granted on December 18, 2019, which vest immediately, and on December 18, 2017, one half of which vest in three months and the remaining half in twelve months.

Transactions relating to RSUs are summarised as follows:

|                                   | <b>RSUs</b>      |
|-----------------------------------|------------------|
|                                   | #                |
| Balance, January 1, 2018          | 2,315,893        |
| RSUs granted                      | 1,665,000        |
| RSUs forfeited or cancelled       | (76,667)         |
| RSUs expired                      | (102,840)        |
| RSUs exercised <sup>2</sup>       | (384,886)        |
| <b>Balance, December 31, 2018</b> | <b>3,416,500</b> |
| RSUs granted                      | 954,193          |
| RSUs exercised                    | (1,674,000)      |
| <b>Balance, December 31, 2019</b> | <b>2,696,693</b> |

<sup>2</sup> Includes RSUs that were exercised by a Senior Officer of the Company, but for which shares have not been issued as at December 31, 2018 (Note 12).

**LIBERTY GOLD CORP.**

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**14. SHARE CAPITAL AND CONTRIBUTED SURPLUS (continued)**

| Expiry Date       | Number of<br>RSUs<br>outstanding | Weighted average<br>remaining<br>contractual life | Number<br>of RSUs<br>vested |
|-------------------|----------------------------------|---|-----------------------------|
|                   | #                                | (in years)  | #                           |
| December 31, 2020 | 837,500                          | 1.00  | 820,833                     |
| December 31, 2021 | 905,000                          | 2.00  | 905,000                     |
| December 31, 2022 | 954,193                          | 3.00  | 279,193                     |
|                   | <b>2,696,693</b>                 | <b>2.05</b>                                       | <b>2,005,026</b>            |

*Deferred Share Units*

DSUs granted under the Liberty Gold DSU Plan to Directors of the Company, have no expiration date and are redeemable upon termination of service. As at December 31, 2018 and as at December 31, 2019, there were 1,683,000 DSUs outstanding.

Subsequent to the year ended December 31, 2019, 432,499 DSUs were granted to Directors of the Company.

*Warrants*

Warrant transactions and the number of warrants outstanding are summarized as follows:

|                                   | Number of<br>Warrants | Weighted Average<br>Exercise Price |
|-----------------------------------|-----------------------|------------------------------------|
|                                   | #                     | C\$                                |
| Balance, January 1, 2018          | 19,890,000            | 0.70                               |
| Warrants issued                   | 41,362,963            | 0.62                               |
| Warrants expired                  | (7,572,500)           | 0.40                               |
| Warrants exercised                | (300,000)             | 0.40                               |
| <b>Balance, December 31, 2018</b> | <b>53,380,463</b>     | <b>0.68</b>                        |
| Warrants expired                  | (12,017,500)          | 0.90                               |
| Warrants exercised                | (2,457,750)           | 0.61                               |
| <b>Balance, December 31, 2019</b> | <b>38,905,213</b>     | <b>0.62</b>                        |

The remaining contractual lives of warrants outstanding as at December 31, 2019 are as follows:

| Weighted average<br>exercise price | Number of warrants outstanding | Weighted average remaining<br>contractual life |
|------------------------------------|--------------------------------|--|
| C\$                                | #                              | (in years)                                     |
| 0.65                               | 12,101,713                     | 1.07   |
| 0.60                               | 26,803,500                     | 1.75   |
| <b>0.62</b>                        | <b>38,905,213</b>              | <b>1.54</b>                                    |

Subsequent to the period ended December 31, 2019, an additional 3,705,000 warrants with a weighted average exercise price of C\$0.60 were exercised.

**LIBERTY GOLD CORP.****(An exploration stage company)****Notes to the Consolidated Financial Statements**

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(Expressed in United States Dollars, unless otherwise noted)

**15. NON-CONTROLLING INTEREST**

The Company holds a 79.1% interest in KG LLC, the entity that holds the underlying lease and directly held claims that comprise the Kinsley Mountain property (together, "Kinsley"). The remaining 20.9% interest is held by Intor Resources Corporation ("Intor"). The value of the non-controlling interest increased by \$nil during the year ended December 31, 2019 (2018: \$129,308).

Liberty Gold owns a 60% controlling interest of the TV Tower property through a 60% ownership stake in Orta Truva. The remaining 40% interest is held by TMST. The value of the non-controlling interest in Orta Truva has increased by \$194,620 (2018: \$143,341) during the period ended December 31, 2019 upon receipt of funding from the non-controlling interest holder, TMST.

Summary financial information for KG LLC and Orta Truva is as set out below, and is shown before intercompany eliminations. The loss in Orta Truva relates to exploration and evaluation expenditures, foreign exchange and the deferred tax expense (Note 13).

**(a) Summarised Balance Sheet**

|                                      | <b>KG LLC</b>             |                    | <b>Orta Truva</b>         |                   |
|--------------------------------------|---------------------------|--------------------|---------------------------|-------------------|
|                                      | <b>As at December 31,</b> |                    | <b>As at December 31,</b> |                   |
|                                      | <b>2019</b>               | <b>2018</b>        | <b>2019</b>               | <b>2018</b>       |
| Current                              |                           |                    |                           |                   |
| Assets                               | \$ 3,521                  | \$ 44,825          | \$ 88,149                 | \$ 111,333        |
| Liabilities                          | (213,302)                 | (121,416)          | (108,806)                 | (115,067)         |
| <b>Total Current net liabilities</b> | <b>\$ (209,781)</b>       | <b>\$ (76,591)</b> | <b>\$ (20,657)</b>        | <b>\$ (3,734)</b> |
| Non-Current                          |                           |                    |                           |                   |
| Assets                               | \$ 701,181                | \$ 701,050         | \$ 1,979,018              | \$ 2,006,126      |
| Liabilities                          | (122,500)                 | (117,500)          | (1,606,497)               | (1,386,939)       |
| <b>Total Non-current net assets</b>  | <b>\$ 578,681</b>         | <b>\$ 583,550</b>  | <b>\$ 372,521</b>         | <b>\$ 619,187</b> |
| <b>Net Assets</b>                    | <b>\$ 368,900</b>         | <b>\$ 506,959</b>  | <b>\$ 351,864</b>         | <b>\$ 615,453</b> |

**(b) Summarised Statement of Loss**

|  | <b>KG LLC</b>                  |                   | <b>Orta Truva</b>              |                     |
|--|--------------------------------|-------------------|--------------------------------|---------------------|
|  | <b>Year ended December 31,</b> |                   | <b>Year ended December 31,</b> |                     |
|  | <b>2019</b>                    | <b>2018</b>       | <b>2019</b>                    | <b>2018</b>         |
| Statement of Loss                        | \$ 689,742                     | \$ 663,878        | \$ 750,141                     | \$ 1,740,673        |
| Other comprehensive Loss                 | -                              | -                 | -                              | -                   |
| <b>Loss and other comprehensive Loss</b> | <b>\$ 689,742</b>              | <b>\$ 663,878</b> | <b>\$ 750,141</b>              | <b>\$ 1,740,673</b> |

**(c) Summarised cash flows**

|  | <b>KG LLC</b>                  |                  | <b>Orta Truva</b>              |                     |
|--|--------------------------------|------------------|--------------------------------|---------------------|
|  | <b>Year ended December 31,</b> |                  | <b>Year ended December 31,</b> |                     |
|  | <b>2019</b>                    | <b>2018</b>      | <b>2019</b>                    | <b>2018</b>         |
| Net cash flow from:                    |                                |                  |                                |                     |
| operating activities                   | \$ (593,006)                   | \$ (582,962)     | \$ (509,137)                   | \$ (651,146)        |
| financing activities                   | 551,682                        | 617,514          | 486,551                        | 358,352             |
| investing activities                   | -                              | -                | -                              | -                   |
| <b>Net increase (decrease) in cash</b> | <b>\$ (41,324)</b>             | <b>\$ 34,552</b> | <b>\$ (22,586)</b>             | <b>\$ (292,794)</b> |
| Cash at the beginning of the year      | 43,466                         | 8,894            | 109,696                        | 402,490             |
| <b>Cash at the end of the year</b>     | <b>\$ 2,142</b>                | <b>\$ 43,466</b> | <b>\$ 87,110</b>               | <b>\$ 109,696</b>   |

Subsequent to period end on January 6, 2020, the Company's interest in KG LLC was increased to 79.9%, with a corresponding decrease in Intor's interest to 20.1% to reflect the election by Intor to not contribute to the 2019 program and budget.

## **LIBERTY GOLD CORP.**

**(An exploration stage company)**

### **Notes to the Consolidated Financial Statements**

Year ended December 31, 2019

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## **16. CAPITAL DISCLOSURES**

Liberty Gold considers the items included in the consolidated statement of shareholders' equity as capital. Management of the Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares or return capital to shareholders. The Company is not subject to externally imposed capital requirements.

Liberty Gold's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

## **17. FINANCIAL RISK MANAGEMENT**

### *Financial Risk Management*

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board approves and monitors the risk management processes, inclusive of documented treasury policies, counterparty limits, and controlling and reporting structures.

The type of risk exposure and the way in which such exposure is managed is provided on the following page.

### *Credit Risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Liberty Gold's credit risk is primarily attributable to its liquid financial assets. The Company limits exposure to credit risk and liquid financial assets through maintaining its cash and short term investments with high credit quality banking institutions in Canada, the USA and Turkey. The Company mitigates credit risk on these financial instruments by adhering to its investment policy that outlines credit risk parameters and concentration limits.

### *Liquidity Risk*

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company manages its capital in order to meet short term business requirements, after taking into account cash flows from operations, expected capital expenditures and the Company's holdings of cash and cash equivalents. The Company may from time to time have to issue additional Common Shares to ensure there is sufficient capital to meet long term objectives. The Company's financial liabilities of accounts payable and accrued liabilities are payable within a 90 day period and are expected to be funded from the cash held.

### *Interest Rate Risk*

We are subject to interest rate risk with respect to our investments in cash and short term investments. Our current policy is to invest cash at floating rates of interest and cash reserves are to be maintained in cash and cash equivalents in order to maintain liquidity, while achieving a satisfactory return for shareholders. Fluctuations in interest rates when cash and cash equivalents mature impact interest income earned.

### *Market Risk*

The significant market risk to which the Company is exposed is foreign exchange risk.

### *Foreign Exchange Risk*

The results of the Company's operations are exposed to currency fluctuations. To date, the Company has raised funds entirely in Canadian dollars. The majority of the Company's mineral property expenditures, including the cash calls from the Company's 40% partner at Orta Truva and 60% partner at Truva Bakır, are incurred in United States dollars. Certain mineral property expenditures are also incurred in Turkish Lira. The fluctuation of the Canadian dollar and the Turkish Lira in relation to the United States dollar will consequently have an impact upon the financial results of the Company.

**LIBERTY GOLD CORP.****(An exploration stage company)****Notes to the Consolidated Financial Statements**

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**17. FINANCIAL RISK MANAGEMENT (continued)**

Further, although only a portion of the Company's expenditures, primarily general and administrative costs are incurred in Canadian dollars, the Company records its assets located in Vancouver in Canadian dollars. As the operating results and financial position of the Company are reported in United States dollars in Liberty Gold's consolidated financial statements, there may also be an impact to the reported value of the Company's assets, liabilities and shareholders' equity as a result of the fluctuation of the CAD in relation to the United States dollar. A 10% increase or decrease in the exchange rate of the US dollar against the Canadian dollar would result in a \$516,389 increase or decrease respectively (2018: \$74,281), in the Company's cash and short term investment balance. The Company has not entered into any derivative contracts to manage foreign exchange risk at this time.

*Fair Value Estimation*

The carrying value of the Company's financial assets and liabilities approximates their estimated fair value due to their short term nature.

**18. COMMITMENTS***Leases*

Upon adoption of IFRS 16, the Company recognized a right-of-use asset and a lease liability at the lease commencement date for certain contracts. See Note 5 for a reconciliation to the opening balance for lease liabilities as at January 1, 2019 based upon the operating lease commitments as at December 31, 2018.

Total future minimum lease payments, for agreements outside the scope of IFRS 16, as at December 31, 2019 are as follows:

| <b>Year</b> |  |                   |
|-------------|--|-------------------|
| 2020        |  | \$ 64,090         |
| 2021        |  | 64,090            |
| 2022        |  | 42,164            |
| 2023+       |  | -                 |
|             |  | <b>\$ 170,344</b> |

The Company is also responsible for its share of property taxes and operating costs on office premises leases in Canada, Turkey and the United States.

**19. SEGMENT INFORMATION**

The Company's operations are in one segment, the exploration for gold, copper and other precious and base metals. Consistent with December 31, 2018, Liberty Gold has three geographic locations at December 31, 2019: Canada, the United States and Turkey. The total assets attributable to the geographic locations relate primarily to the exploration and evaluation assets held by the Company and disposal groups held for sale, which have been disclosed in Notes 10 and 11, respectively.

The net loss is distributed by geographic segment per the table below:

|        | <b>Year ended December 31,</b> |                      |
|--------|--------------------------------|----------------------|
|        | <b>2019</b>                    | <b>2018</b>          |
| Canada | \$ 3,517,202                   | \$ 3,002,356         |
| USA    | 7,669,087                      | 7,283,632            |
| Turkey | 840,873                        | 1,718,448            |
|        | <b>\$ 12,027,162</b>           | <b>\$ 12,004,436</b> |

**LIBERTY GOLD CORP.****(An exploration stage company)****Notes to the Consolidated Financial Statements**

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**19. SEGMENT INFORMATION (continued)**

Plant and equipment are distributed by geographic segment per the table below:

|        | <b>As at December 31,</b> |                   |
|--------|---------------------------|-------------------|
|        | <b>2019</b>               | <b>2018</b>       |
| Canada | \$ 458,571                | \$ 59,106         |
| USA    | 253,190                   | 139,687           |
| Turkey | 31,959                    | 23,918            |
|        | <b>\$ 743,720</b>         | <b>\$ 222,711</b> |

The Company is in the exploration stage and accordingly, has no reportable segment revenues.

**20. RELATED PARTY TRANSACTIONS**

In addition to the following, the Company's related parties include its subsidiaries, and associates over which it exercises significant influence.

*Oxygen Capital Corp*

Oxygen is a private company owned by three directors of the Company. Oxygen provides access to administrative and finance personnel, office rental, the use of assets including Information Technology infrastructure and other administrative functions on an as-needed basis that would not necessarily otherwise be available to Liberty Gold at this stage of the Company's development. Oxygen does not charge a fee to the Company, allocating all expenses at cost.

Transactions with Oxygen during the year ended December 31, 2019 total \$688,733 in expenditures, reflected in the Company's consolidated statement of loss and comprehensive loss (2018: \$684,110). As at December 31, 2019, Oxygen holds a refundable deposit of \$125,791 on behalf of the Company (Note 8). Additionally, as at December 31, 2019 the Company held a payable to Oxygen of \$63,529, that was settled subsequent to December 31, 2019 (December 31, 2018: \$106,041).

*Compensation of key management personnel*

Key management includes members of the Board, the President and Chief Executive Officer, the VP Exploration, the Chief Financial Officer & Corporate Secretary, and the Turkish Country Manager. The aggregate total compensation paid, or payable to key management for employee services directly or via Oxygen is shown below:

|   | <b>Year ended December 31,</b> |                     |
|---|--------------------------------|---------------------|
|   | <b>2019</b>                    | <b>2018</b>         |
| Salaries and other short-term employee benefits | \$ 1,257,309                   | \$ 979,756          |
| Share-based payments                            | 712,313                        | 755,700             |
| <b>Total</b>                                    | <b>\$ 1,969,622</b>            | <b>\$ 1,735,456</b> |

**21. SUBSEQUENT EVENTS**

In addition to those events subsequent to year end December 31, 2019 disclosed in Notes 11(b)(i), 14(c), 15(c), the following occurred during the first quarter of 2020:

*Closing of Sale of Net Profit Interest on the Regent Gold Project*

On March 12, 2020 the Company announced the close of the sale of its Net Profit Interest ("NPI") in the Regent Hill Property, Nevada, to Ely Gold Royalties, Inc. ("Ely Gold"). Upon close of the sale, the Company received \$800,000 and 2,000,000 purchase warrants for Ely Gold common shares, exercisable at C\$0.43 per warrant until December 18, 2021.

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**21. SUBSEQUENT EVENTS (continued)**

*Outbreak of the Novel Coronavirus (COVID-19)*

In March 2020, the World Health Organization declared a global pandemic related to the novel coronavirus (COVID-19). The expected impacts on global commerce are anticipated to be far reaching. The mineral exploration sector is expected to be impacted significantly as many local and regional governments have issued public health orders in response to COVID-19, including restricting the movement of people, which could impact the Company's ability to access its properties and complete its exploration programs in the coming year. While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on the Company are not yet determinable; however they may have an adverse impact on the Company's financial position, results of operations and cash flows in 2020. In particular, there may be heightened risk of mineral property impairment and liquidity or going concern uncertainty.