

# **Condensed Interim Consolidated Financial Statements**

## For the Three and Six Months Ended June 30, 2020 and 2019

(Unaudited and stated in thousands of United States dollars)



**BRE** Condensed Interim Consolidated Statements of Operations and Comprehensive Income (Loss)

Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

		Thr	ee months e	nded Ju	ine 30,	Six Months Ended June 3				
	Notes		2020		2019		2020		2019	
							(Note 2)			
Revenue		\$	15,910	\$	-	\$	77,280	\$	-	
Cost of sales										
Production costs	3		(8 <i>,</i> 053)		-		(40,103)		-	
Royalty and production taxes			(885)		-		(3,340)		-	
Refinery and transportation			(64)		-		(334)		-	
Depreciation and amortization			(1,115)		-		(4,357)		-	
Total cost of sales			(10,117)		-		(48,134)		-	
Operating income			5,793		-		29,146		-	
Expenses										
General and administrative	4		(1,698)		(452)		(4,068)		(686	
Share-based compensation			(1,542)		(48)		(2,906)		(119	
Foreign exchange (loss) gain Care and maintenance			(278)		(15)		16		(27	
			(7,101)		-	·	(7,101)		-	
Total expenses			(10,619)		(515)		(14,059)		(832	
(Loss) income before finance, other items, and taxes			(4,826)		(515)		15,087		(832	
Interest income			53		14		177		17	
Finance expense	5		(677)		(8)		(1,369)		(17	
Other income (expense)	6		2,039		40		1,940		7	
(Loss) income before taxes			(3,411)		(469)		15,835		(825	
Current tax expense			(403)				(3,912)		-	
Deferred tax expense			(1,598)		-		(4,695)		-	
Net (loss) income		\$	(5 <i>,</i> 412)	\$	(469)	\$	7,228	\$	(825	
Other comprehensive (loss) income										
Items that may be reclassified subsequently to profit and loss	5:									
Change in available for sale securities			-		-		-		1	
Exchange differences on translating foreign operations			547		57		(1,060)		133	
Comprehensive (loss) income		\$	(4,865)	\$	(412)	\$	6,168	\$	(691	
(Loss) income per share - basic and diluted		\$	(0.02)	\$	(0.01)	\$	0.02	\$	(0.02	
Weighted average number of charge outstanding /in these	ada)									
Weighted average number of shares outstanding (in thousar - basic	iusj		328,145		44,822		328,082		44,357	
- diluted			352,612		44,822		348,067		44,357	

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



**Condensed Interim Consolidated Statement of Financial Position** 

As at June 30, 2020 and December 31, 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

	Notes	June 30, 2020	Dece	mber 31, 2019
ASSETS				
Current assets				
Cash and cash equivalents		\$ 25,106	\$	32,861
Receivables, prepaids and other	7	5,308		3,647
Inventories	8	37,907		29,236
Total current assets		68,321		65,744
Non-current assets				
Mineral interests, plant and equipment	9	208,144		199,047
Other assets	10	740		393
Total assets	_	\$ 277,205	\$	265,184
LIABILITIES	-			
Current liabilities				
Accounts payable and accrued liabilities		\$ 13,133	\$	15,131
Income and other taxes payable		486		1,367
Deferred payment to B2Gold	11	14,600		14,293
Current portion of provisions	12	4,114		3,910
Current portion of lease liability	_	113		116
Total current liabilities		32,446		34,817
Non-current liabilities				
Provisions	12	54,418		54,217
Lease liability		72		119
Deferred tax liability		26,072		21,377
Total liabilities	-	113,008		110,530
SHAREHOLDERS' EQUITY				
Share capital	13	165,367		165,134
Contributed surplus		20,443		17,301
Foreign currency translation reserve		1,022		2,082
Deficit	_	(22,635)		(29,863)
Total shareholders' equity	-	164,197		154,654
Total liabilities and shareholders' equity	_	\$ 277,205	\$	265,184

APPROVED ON BEHALF OF THE BOARD ON AUGUST 7, 2020:

Signed <u>"Russell Ball"</u>, DIRECTOR

Signed <u>"Edward Farrauto"</u>, DIRECTOR

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



## **Condensed Interim Consolidated Statements of Cash Flows**

Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

		Three months ended June 30,				Six Months Ended June 30			
	Notes	2020	)	2019		2020	2019		
						(Note 2)			
Cash provided by operations									
Net (loss) income		\$ (5,41	2)\$	(469)	\$	<b>7,228</b> \$	(825)		
Payments against rehabiliation liabilities	12	(31	9)	-		(681)	-		
Non-cash adjustments									
Stock-based compensation	13	1,67	1	48		3,158	119		
Depreciation and amortization		1,13	8	25		4,404	48		
Accretion expense	5	67	1	-		1,353	-		
Gain on modification of deferred payment		(45	9)	-		(459)	-		
Gain on disposal of property and equipment, net		(1,53	6)	-		(1,454)	61		
Other		(11	3)	11		(116)	37		
Foreign exchange gain		4	5	-		(167)	-		
Deferred tax expense		1,59	8	-		4,695	-		
Working capital adjustments	14	(10,70	5)	71		(11,028)	(37)		
Net cash (used in) provided by operating activities		(13,42	1)	(314)		6,933	(597)		
Investing activities									
Expenditure on mine development, net		(87	6)	-		(6,202)	-		
Expenditure on property, plant and equipment		(2,33	8)	-		(3,549)	-		
Expenditure on exploration assets, net		(2,16	•	(236)		(4,307)	(843)		
Other investing activities		13	•	13		137	16		
Net cash used in investing activities	•	(5,24	5)	(223)		(13,921)	(827)		
Financing activities									
Exercise of share options and warrants		17	5	-		175	-		
Other financing activities		(2	4)	(22)		(53)	(50)		
Net cash provided by (used in) financing activities		15	1	(22)		122	(50)		
Effect of exchange rate changes on cash		56	9	29		(889)	96		
Change in cash and cash equivalents		(17,94	6)	(530)		(7,755)	(1,378)		
Cash and cash equivalents, beginning of period		43,05	•	2,645		32,861	3,493		
Cash and cash equivalents, end of period		\$ 25,10		2,115	\$	<b>25,106</b> \$	2,115		

Supplemental Cashflow Information - Note 14

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



## Condensed Interim Consolidated Statements of Changes in Shareholders' Equity

Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

	Number of Shares		Contributed		Foreign Currency	Accumulated (	Other		
	(in thousands)	Share Capital	Surplus	Tr	anslation Reserve	Comprehensive	Loss	Deficit	Total
Balances at December 31, 2018	42,822	\$ 38,256	\$ 15,919	\$	1,552	\$	(5)	\$ (30,783) \$	24,939
Shares issued on acquisition of La Luz Project (Note 13)	2,000	933	-		-		-	-	933
Share based compensation (Note 13)	-	-	128		-		-	-	128
Foreign exchange translation	-	-	-		132		-	-	132
Other comprehensive income	-	-	-		-		1	-	1
Net loss for the period	-	-	-		-		-	(825)	(825)
Balances at June 30, 2019	44,822	\$ 39,189	\$ 16,047	\$	1,684	\$	(4)	\$ (31,608) \$	25,308
Balances at December 31, 2019	328,021	\$ 165,134	\$ 17,301	\$	2,082	\$	-	\$ (29,863) \$	154,654
Exercise of options and warrants	378	233	(58)		-		-	-	175
Share based compensation (Note 13)	-	-	3,200		-		-	-	3,200
Foreign exchange translation	-	-	-		(1,060)		-	-	(1,060)
Net income for the period (Note 2)	-	-	-		-		-	7,228	7,228
Balances at June 30, 2020	328,399	\$ 165,367	\$ 20,443	\$	1,022	\$	-	\$ (22,635) \$	164,197

The accompanying notes are an integral part of the unaudited, condensed interim consolidated financial statements.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 1. NATURE OF OPERATIONS AND CORPORATE DEVELOPMENTS

#### Nature of Operations

Calibre Mining Corp. (individually, or collectively with its subsidiaries, as applicable, "Calibre" or the "Company") is a multi-asset gold producer with a portfolio of exploration and development opportunities in Nicaragua. The Company is incorporated under the laws of British Columbia, Canada and maintains its corporate head office at Suite 413 – 595 Burrard Street, P.O. Box 49167, Vancouver, British Columbia, Canada, V7X 1J1. The Company's common shares are listed on the Toronto Stock Exchange ("TSX") in Canada under the ticker symbol *CXB* (prior to October 21, 2019, the Company's common shares were listed on the TSX Venture Exchange in Canada under the same symbol). Effective November 22, 2019, Calibre also began trading in the United States on the premium OTCQX Best Market, under the ticker symbol *CXBMF*.

#### Acquisition of Nicaragua Assets

On October 15, 2019, the Company acquired a 100%-interest in the Limon and Libertad gold mines, the Pavon gold project and additional mineral concessions in Nicaragua (collectively, the "Nicaragua Assets") from B2Gold Corp ("B2Gold"), (the "Transaction"), while also continuing to maintain a portfolio of exploration projects in Nicaragua.

The purchase price for the Transaction was paid in a combination of cash, common shares, a convertible debenture, and a deferred cash payment component, summarized as follows:

- (i) \$40 million in cash (paid);
- (ii) Issuance of 88 million common shares with a fair value of \$40 million (issued);
- (iii) Issuance of a \$10 million convertible debenture (the "Debenture"). During the year ended December 31, 2019, Calibre converted the Debenture paying all interest incurred and eliminating the outstanding principal through the issuance of 17.6 million common shares.
- (iv) Working capital adjustment payment of \$12.8 million (paid); and
- (v) Deferred cash payments totalling \$15.5 million (Note 11).

Following the completion of the acquisition and the conversion of the Debenture discussed above, B2Gold maintains an approximate 34% equity interest in Calibre as at June 30, 2020.

Additional details on the Transaction, including fair value analysis, preliminary purchase price allocation and accounting treatment on the business acquisition is provided in the consolidated financial statements for the year ended December 31, 2019.



P Three and Six Months Ended June 30, 2020 and 2019 (Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **1.** NATURE OF OPERATIONS AND CORPORATE DEVELOPMENTS - continued

#### **Resumption of Operations**

On March 25, 2020, the Company announced a temporary suspension of operation at the Limon and Libertad mines and exploratory drilling activity as a result of the novel coronavirus ("COVID-19") pandemic. During the suspension period, the Company enhanced its health and safety protocols, added key senior management, advanced permitting and technical studies, progressed a supply chain management review, and reviewed the overall scope of its exploration programs.

On June 10, 2020, Calibre announced a phased restart of operations which followed government regulations and World Health Organization guidelines with regards to appropriate operating protocols. To ensure the continued health and safety of our workforce, Calibre has implemented additional daily health procedures to monitor and respond quickly to changing circumstances with respect to health requirements, government regulations, and safety protocols. The Company also continues preventative communication campaigns while working closely with communities, the Ministry of Health in Nicaragua, employees and contractors to minimize the spread of the pandemic.

Calibre's financial and/or operating performance could continue to be materially and adversely affected by the COVID-19 global health crises, other epidemics, pandemics or outbreaks of new infection diseases or viruses. Such public health crises can result in volatility and disruption to global supply chains, trade and market sentiment, mobility of people, and global financial markets, which could affect interest rates, credit ratings, credit risk, inflation, business, financial conditions, and results of operations, gold price, and other factors relevant to the Company. The risks also include risks to employee health and safety, potential future suspension or slowdown of operations, additional non-compensable costs, or could result in the cancellation of contracts, as well as supply chain disruptions that could negatively impact Calibre's business, financial condition and results of operations. The Company cannot estimate the impact the COVID-19 pandemic may have on future operations at this time.

The Company took significant steps to manage its liquidity and optimize capital management during the temporary suspension, including stopping all mining and processing activities, reducing on-site workforce and related site costs, eliminating non-essential travel, delaying non-essential capital expenditures and exploration activities, and deferring senior management salaries by 20% during the suspension period. In addition, the Company and B2Gold agreed to defer the remaining purchase price payment and working capital adjustment of \$15.5 million by six months to April 15, 2021 (Note 11). Subsequent to June 30, 2020, the Company was able to re-establish a steady-state of its operations.

#### Agreements with Rio Tinto Exploration ("Rio Tinto")

On February 23, 2020, Calibre and Rio Tinto entered into an option earn-in agreement, pursuant to which Rio Tinto can earn up to a 75% interest in the Company's 100%-owned Borosi Projects in Northeast Nicaragua. The Borosi Projects host both gold-silver and copper-gold resources in two areas, as well as multiple lesser explored copper-gold skarns, low-sulphidation epithermal gold-silver vein systems and bulk tonnage copper-gold porphyry targets.

The Company and Rio Tinto also entered into a strategic exploration alliance agreement under which Calibre will work with Rio Tinto to identify and acquire exploration concessions in Nicaragua, with a focus on copper-gold porphyry, skarn and epithermal precious metal systems. See Note 9 for detailed information on these agreements.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 2. BASIS OF PRESENTATION

#### **Basis of Presentation and Statement of Compliance**

The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as applicable to interim financial reports including International Accounting Standard 34, *Interim Financial Reporting*. Therefore, these condensed interim consolidated financial statements do not include all the information and note disclosures required by IFRS for annual financial statements and should be read in conjunction with the audited annual consolidated financial statements for the year ended December 31, 2019, which have been prepared in accordance with IFRS, as issued by the International Accounting Standards Board ("IASB") and included in Part 1 of the Handbook of the Chartered Professional Accountants of Canada.

The accounting policies and basis of presentation applied in the preparation of these unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company's audited annual consolidated financial statements for the year ended December 31, 2019, except as noted below.

These unaudited condensed interim consolidated financial statements were approved by the Board of Directors of the Company on August 7, 2020.

#### Adoption of New Accounting Policy and Restatement

During the second quarter of 2020, Calibre early adopted Amendments to International Accounting Standards ("IAS") 16, Property, Plant & Equipment, Proceeds Before Intended Use. The Company adopted the accounting policy retrospectively. The amended standard prohibits the Company from deducting any proceeds from selling items produced from the cost of building an item of mineral interest, plant and equipment, while bringing that asset to be capable of operating in the manner intended by management. With the adoption of the amended standard, revenue from sales of gold ounces recovered and related costs while bringing a mine in a condition necessary for it to be capable of operating in the manner intended by management are recognized in profit or loss in accordance with applicable Standards. The entity measures the cost of those items applying the measurement requirements of IAS 2.

There is no impact of this adoption on the comparative numbers presented for 2019. However, previously in the first quarter of 2020, proceeds from the sale of 1,261 ounces of gold and related costs from the Veta Nueva mine that was in development was netted against mineral interest, plant and equipment. Accordingly, numbers for the three months ended March 31, 2020 are restated as follows:

	ount previously disclosed the three months ended March 31, 2020	Effect of early adoption of an nendment to IAS 16	month	ed balance for the three is ended March 31, 2020 ng the adotpion of IAS 16
Revenue	\$ 59,363	\$ 2,007	\$	61,370
Costs of sales	36,403	1,614		38,017
Income tax expense	6,336	270		6,606
Mineral interests, plant and equipment	204,610	241		204,851
Deferred income tax liability	24,344	118		24,462
Shareholders' equity	167,070	123		167,193
Net income	12,517	123		12,640
Net income per share	\$ 0.04	\$ -	\$	0.04



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 2. BASIS OF PRESENTATION - continued

#### Significant Accounting Estimates and Judgements

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company's assets and liabilities are accounted for prospectively. The critical judgments and estimates are consistent with those applied and disclosed in Note 6 of the Company's audited annual consolidated financial statements for the year ended December 31, 2019 and discussed in Note 1 above under "Resumption of Operations".

## 3. **PRODUCTION COSTS**

	Th	ree months ended	l June 30,	_	Six months ended June 30,				
		2020	2019		2020	2019			
Raw materials and consumables	\$	<b>1,888</b> \$	-	\$	<b>10,929</b> \$	-			
Salaries and employee benefits		3,111	-		10,522	-			
Contracted services		4,265	-		13,173	-			
Electricity		1,712	-		6,615	-			
Site administration and other		2,896	-		8,282	-			
Silver by-product credit		(333)	-		(2,507)	-			
Change in inventories		(5 <i>,</i> 486)	-		(6,911)	-			
	\$	<b>8,053</b> \$	-	\$	<b>40,103</b> \$	-			

Total leasing activities includes payments of \$353 relating to short-term leases (those with a term of 12 months or less) for the six months ended June 30, 2020 (\$61 for the three months ended June 30, 2020) and \$9,358 relating to variable lease payments (including both lease and non-lease components) have been expensed in the statement of operations during the six months ended June 30, 2020 (\$3,081 for the three months ended June 30, 2020).

An additional \$6,808 relating to variable lease payments (including both lease and non-lease components) was capitalized as part of plant and equipment during the six months ended June 30, 2020 (\$2,465 for the three months ended June 30, 2020).



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 4. GENERAL AND ADMINISTRATIVE EXPENSES

	Th	ree months	end	led June 30,	Six months ended June 30				
		2020		2019		2020		2019	
Salaries, wages and benefits	\$	1,376	\$	48	\$	2 <i>,</i> 659	\$	100	
Consulting and professional fees		39		338		613		437	
Corporate administration and other		283		66		796		149	
	\$	1,698	\$	452	\$	4,068	\$	686	

## 5. FINANCE EXPENSES

	Three months ended June 30,				Six months ended June 30,				
		2020		2019		2020	2019		
Interest expense	\$	6	\$	8	\$	16	\$ 17		
Accretion of mine restoration provision		204		-		409	-		
Accretion of employee benefit obligations		89		-		178	-		
Accretion on deferred payment to B2Gold		378		-		766	-		
	\$	677	\$	8	\$	1,369	\$ 17		

## 6. OTHER INCOME (EXPENSE)

	Thr	Three months ended June 30,				Six months ended June				
		2020		2019		2020		2019		
Gain (loss) on disposal of property and equipment, net	\$	1,536	\$	-	\$	1,454	\$	(61)		
Gain on modification of deferred payment to B2Gold		459		-		459		-		
Other income		44		40		27		68		
	\$	2,039	\$	40	\$	1,940	\$	7		

During the three and six months ended June 30, 2020 (and included in gain (loss) on disposal of property and equipment, net), pursuant to the terms of an inherited agreement with one of the Company's contractors, Calibre relinquished title to certain aged property and equipment with no carrying value assigned. Upon assignment, the Company was released from a total of \$1,536 of accounts payable owed to the contractor, resulting in a gain on disposal of property and equipment of the same amount.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 7. RECEIVABLES, PREPAIDS AND OTHER CURRENT ASSETS

	June 30,	December 31,
	2020	2019
Receivables	\$ 690	\$ 553
Value added and other recoverable taxes	2,039	1,271
Prepaid expenses and deposits	1,622	1,223
Supplier and employee advances	377	500
Current portion of loans receivable	485	-
Other	95	100
	\$ 5,308	\$ 3,647

Value added tax ("VAT") receivable may be used to offset other taxes payable including income and payroll taxes. Historically, the operations have experienced delays in receiving payment or confirmation of offset against other taxes and, on some occasions, VAT receivable claims have been denied.

During the three and six months ended June 30, 2020, the Company loaned \$1,000 to a contractor, of which \$485 is classified as current and \$515 is considered long-term (Note 10). The loan bears interest at 6% per annum, is repayable evenly over a 24-month period, and is collateralized by certain equipment owned by the contractor.

## 8. INVENTORIES

	June 30,	December 31,
	2020	2019
Finished goods - gold and silver doré	\$ 99	\$ 202
In-circuit	8,644	5,069
Ore stockpiles	6,444	1,445
Materials and supplies	22,720	22,520
	\$ 37,907	\$ 29,236

The amount of depreciation included in inventory as at June 30, 2020 was \$2,404 (December 31, 2019 - \$804).

As at June 30, 2020 and December 31, 2019, the Company did not record any net realizable value adjustments with respect to the carrying value of any inventory balances.

The amount of production costs that was inventoried in gold doré, gold-in-circuit, and ore stockpiles ("metal inventory") was \$51,734 for the six months ended June 30, 2020 (\$14,195 for the three months ended June 30, 2020) (three and six months ended June 30, 2019 - \$Nil).



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 9. MINING INTERESTS, PLANT AND EQUIPMENT

	Mineral	Exploration and	Property, plant	
Cost	Interests	Evaluation assets	and equipment	Total
Balance as at December 31, 2018 \$	-	\$ 21,838	\$ 497	\$ 22,335
Nicaraguan assets acquired on October 15, 2019	102,529	10,818	51 <i>,</i> 807	165,154
Additions	-	5,598	10,318	15,916
Disposals	-	-	(93)	(93)
Change in mine restoration provision	-	-	972	972
Write-downs	-	(61)	-	(61)
Recovery on costs and option payments	-	(1,802)	-	(1,802)
Balance as at December 31, 2019	102,529	36,391	63 <i>,</i> 501	202,421
Additions	-	5,040	10,440	15,480
Disposals	-	-	(88)	(88)
Recovery on costs and option payments	-	(293)	-	(293)
Balance as at June 30, 2020 \$	102,529	\$ 41,138	\$	\$ 217,520
Accumulated depreciation and amortization				
Balance as at December 31, 2018 \$	-	\$ -	\$ 275	\$ 275
Depreciation and amortization	1,843	-	1,349	3,192
Disposals	-	-	(93)	(93)
Balance as at December 31, 2019	1,843	-	1,531	3,374
Depreciation and amortization	2,917	-	3,098	6,015
Disposals	-	-	(13)	(13)
Balance as at June 30, 2020 \$	4,760	\$-	\$ 4,616	\$ 9,376
Net carrying amounts				
Balance as at December 31, 2019 \$	100,686	\$ 36,391	\$ 61,970	\$ 199,047
Balance as at June 30, 2020 \$	97,769	\$ 41,138	\$ 69,237	\$ 208,144

As of June 30, 2020 and December 31, 2019, the Company did not have any indicators of impairment.

The following tables provide continuity schedules which outline changes to mineral interests for the six months ended June 30, 2020 and the year ended December 31, 2019.

		Cost					Accumulated Amortization						
	Dec	ember 31,				June 30,	Dece	ember 31,				June 30,	Net Book
		2019		Additions		2020		2019	A	Amortization		2020	Value
Limon	\$	76,414	\$	-	\$	76,414	\$	1,185	\$	2,215	\$	3,400	\$ 73,014
Libertad		26,115		-		26,115		658		702		1,360	24,755
	\$	102,529	\$	-	\$	102,529	\$	1,843	\$	2,917	\$	4,760	\$ 97,769

		Cost					Accumulated Amortization						
	Decen	nber 31,				December 31,	Dece	mber 31,			De	cember 31,	Net Book
		2018		Additions		2019		2018	Α	mortization		2019	Value
Limon	\$	-	\$	76,414	\$	76,414	\$		\$	1,185	\$	1,185	\$ 75,229
Libertad		-		26,115		26,115		-		658		658	25,457
	\$	-	\$	102,529	\$	102,529	\$	-	\$	1,843	\$	1,843	\$ 100,686



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 9. MINING INTERESTS, PLANT AND EQUIPMENT - continued

The following table provides a continuity schedule which details exploration and evaluation assets for the six months ended June 30, 2020 and the year ended December 31, 2019.

				Recoveries				
	December	Assets		and option		Costs		June 30,
	31, 2019	acquired	Additions	payments	r	eclassified	Disposals	2020
Pavon and other regional	\$ 11,068	\$ -	\$ 401	\$ -	\$	-	\$ -	\$ 11,469
Limon	495	-	1,198	-		-	-	1,693
Libertad	936	-	2,560	-		-	-	3,496
Borosi - 100% Calibre owned	18,344	-	186	-		(18,530)	-	-
Borosi - Rio Tinto option	-	-	403	-		18,530	-	18,933
Eastern Borosi - IAMGOLD option	5 <i>,</i> 087	-	292	(293)		-	-	5,086
Other	461	-	-	-		-	-	461
	\$ 36,391	\$ -	\$ 5,040	\$ (293)	\$	-	\$ -	\$ 41,138

				Recoveries				
	December	Assets		and option		Costs		December
	31, 2018	acquired	Additions	payments	I	reclassified	Disposals	31, 2019
Pavon and other regional	\$ -	\$ 10,818	\$ 250	\$ -	\$	-	\$ -	\$ 11,068
Limon	-	-	495	-		-	-	495
Libertad	-	-	936	-		-	-	936
Borosi - 100% Calibre owned	15,644	-	2,335	-		426	(61)	18,344
Eastern Borosi - IAMGOLD option	5,263	-	1,555	(1,731)		-	-	5,087
Eastern Borosi - Centerra option	497	-	-	(71)		(426)	-	-
Other	434	-	27	-		-	-	461
	\$ 21,838	\$ 10,818	\$ 5,598	\$ (1,802)	\$	-	\$ (61)	\$ 36,391

The following table provides a continuity schedule which details property, plant and equipment for the six months ended June 30, 2020 and year ended December 31, 2019:



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 9. MINING INTERESTS, PLANT AND EQUIPMENT - continued

			E	Borosi - Calibre				
Cost		Limon	Libertad		100%-owned	Corporate		Total
Balance as at December 31, 2018	\$	-	\$ -	\$	393	\$ 104	\$	497
Assets acquired		30,616	21,191		-	-		51,807
Additions		8,762	1,224		-	27		10,013
Change in mine restoration provision		948	24		-	-		972
IFRS 16 addition		-	-		-	305		305
Write downs and disposals		-	-		-	(93)		(93)
Balance as at December 31, 2019		40,326	22,439		393	343		63,501
Additions		8,410	2,030		-	-		10,440
Write downs and disposals		(88)	-		-	-		(88)
Balance as at June 30, 2020	\$	48,648	\$ 24,469	\$	393	\$ 343	\$	73,853
Accumulated depreciation and amortization Balance as at December 31, 2018	\$	-	\$ 	\$	177	\$ 98	\$	275
Depreciation and amortization		799	429		24	97		1,349
Disposals		-	-		-	(93)		(93)
Balance as at December 31, 2019		799	429		201	 102		1,531
Depreciation and amortization		1,789	1,251		11	47		3,098
Disposals		(13)	-		-	-		(13)
Balance as at June 30, 2020	\$	2,575	\$ 1,680	\$	212	\$ 149	\$	4,616
Net carrying amounts								
Balance as at December 31, 2019	\$	39,527	\$ 22,010	\$	192	\$ 241	\$	61,970
Balance as at June 30, 2020	\$	46,073	\$ 22,789	\$	181	\$ 194	Ś	69,237

#### **Acquisitions and Option Agreements**

In addition to the acquisition of the Nicaragua Assets (discussed in Note 1), the Company has certain interests in the Borosi Gold-Silver-Copper Project (the "Borosi Project"), which consists of a number of contiguous mining and exploration concessions located in the North Atlantic Autonomous Region of Nicaragua. The Company has entered into option agreements over these concessions, as summarized below.

#### <u>Borosi – Rio Tinto option</u>

During the six months ended June 30, 2020, Calibre entered into an option earn-in agreement with Rio Tinto, whereby Rio Tinto can earn an initial 55% interest (and potentially up to a 75% interest) in Calibre's 100%-owned Borosi Project (the "Borosi Project") in Northeast Nicaragua. Pursuant to the terms of the agreement:

- <u>First Option</u>: Rio Tinto shall have a five-year option to acquire a 55% interest in the Borosi Project by incurring \$10 million in qualifying expenditures, of which \$3 million is committed to be incurred within two years of obtaining the necessary permits and approvals.
- <u>Second Option</u>: If Rio Tinto exercises the First Option and earns a 55% interest in the Borosi Project, it will have the right to earn an additional 10% interest by incurring an additional \$15 million over a three-year period.
- <u>Third Option</u>: If Rio Tinto exercises the Second Option and earns a 65% interest in the Borosi Project, it has the right to earn an additional 10% interest by incurring an additional \$20 million over a three-year period.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 9. MINING INTERESTS, PLANT AND EQUIPMENT - continued

#### Acquisitions and Option Agreements - continued

Calibre has been designated as the initial operator of the field work being completed under the above option agreement and will receive a fee equal to 10% of the qualifying expenditures.

In addition, the Company and Rio Tinto have entered into a separate exploration alliance ("Alliance Agreement") to acquire and earn-in to various exploration concessions in Nicaragua, with a focus on skarn, copper and copper-gold porphyry style targets (the "Alliance"). This exploration alliance is a five-year generative exploration and concession acquisition alliance under which Rio Tinto will fund 100% of the costs incurred under the Alliance Agreement.

Rio Tinto has the right to instruct Calibre to acquire selected Alliance properties and will fund the acquisition of those properties. Rio Tinto shall also have the right to designate one or more blocks of the Alliance properties (each such block not to exceed 40,000 hectares in the aggregate) and shall have the exclusive option to earn up to an 80% interest in each such block, on the following terms and conditions:

- *First Option:* Rio Tinto shall have a five-year option to acquire a 55% interest in the Alliance by incurring \$5 million in qualifying expenditures.
- <u>Second Option</u>: If Rio Tinto exercises the First Option and earns a 55% interest in the Alliance, it shall have the right to earn an additional 10% by incurring an additional \$5 million in qualifying expenditures over a five-year period.
- <u>Third Option</u>: If Rio Tinto exercises the Second Option and earns 65% interest in the Alliance, it shall have the right to earn an additional 15% by incurring an additional \$15 million over a five-year period.

Calibre will receive a fee of 10% of qualifying expenditures for acting as the operator under the Alliance Agreement.

As a result of the Rio Tinto option agreement being completed, the Company reclassified \$18,530 from the Borosi – 100% Calibre owned category to the Borosi – Rio Tinto option category during the six months ended June 30, 2020.

#### Eastern Borosi – IAMGOLD option

Pursuant to a 2014 option agreement, IAMGOLD Corporation ("IAMGOLD") has earned a 70% interest in a portion of the Borosi Project, termed the Eastern Borosi Project, having spent \$10,000 in exploration expenditures and making cash payments to Calibre of \$900.

Pursuant to the terms of the agreement, following the 70% interest position being earned, a joint venture will be formalized to advance the project further. At the time of formalizing the joint venture, the parties agree to enter into an industry standard agreement to govern the joint venture. At any time subsequent to formalizing the joint venture, should either party elect not to participate in a future planned work program, a standard straight-line dilution formula will apply and should a party be diluted to 10%, the party's direct joint venture interest will be converted to a 10% net profits interest on the Eastern Borosi Project. While IAMGOLD has earned its 70% earn-in on the project, the Company and IAMGOLD have not yet established a joint venture company, as these plans have been put on hold as a result of the on-going COVID-19 pandemic. Discussion regarding the future of the project between IAMGOLD and the Company continues.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## 9. MINING INTERESTS, PLANT AND EQUIPMENT - continued

#### Acquisitions and Option Agreements - continued

#### Eastern Borosi – Centerra option

On February 11, 2019, the Company purchased the 51% interest of Centerra Gold Inc. ("Centerra") in the La Luz Project by issuing 2,000,000 common shares of Calibre to Centerra and granting Centerra a 2.0% Net Smelter Return royalty ("NSR Royalty") on future production from the La Luz Project. The value of the common shares issued to Centerra was \$933, which was based on the Company's share price on the date of the transaction. Calibre has the right to (i) purchase 1.0% of the NSR Royalty for CAD \$2 million; and (ii) being granted a right of first refusal on the remaining 1.0% NSR Royalty. This acquisition increased Calibre's ownership of the project to 100%.

## **10. OTHER ASSETS**

	June 30,	December 31,
	2020	2019
Long-term portion of loan receivable (Note 7)	\$ <b>515</b> \$	-
Other current assets	225	393
	\$ <b>740</b> \$	393

## **11. DEFERRED PAYMENT TO B2GOLD**

Balance as at December 31, 2018	\$ -
Fair value on acquisition of Nicaragua Assets on October 15, 2019	13,965
Accretion expense	328
Balance as at December 31, 2019	\$ 14,293
Gain on modification of deferred payment	(459)
Accretion expense	766
Balance as at June 30, 2020	\$ 14,600

Pursuant to the terms of acquisition of the Nicaraguan Assets described in Note 1, the Company is required to make a total deferred payment of \$15,525.

For accounting purposes, upon initial recognition, the deferred payment was accounted for at fair value (as noted in the above table) using a discount rate of 10.5%. The deferred payment is measured at amortized cost and will be accreted to maturity over the term.

In April 2020, the Company and B2Gold agreed to defer the payment of \$15,525 related to the acquisition of the Nicaragua Assets to April 15, 2021. Pursuant to the terms of the amendment, Calibre has agreed to pay B2Gold interest on the total deferred payment at a per annum rate based on the London interbank offered rate plus an additional 2.5% from the date of the original payment date (October 15, 2020) until the deferred payment is repaid. As a result of this modification, the Company realized a gain on modification of deferred payment of \$459. The Company recorded total accretion expense of \$766 for the six months ended June 30, 2020 related to the deferred payment to B2Gold.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **12. PROVISIONS**

#### **Employee Benefits Obligation**

Employee benefits obligation includes severance accruals for employees at the Company's operations in Nicaragua. The following schedule details the changes in employee benefits obligation for the six months ended June 30, 2020 and the year ended December 31, 2019.

	Limon	Libertad	Total
Balance as at December 31, 2018	\$ - \$	- \$	-
Value at acquisition	5,528	3,417	8 <i>,</i> 945
Change in estimate, net of payments	239	(36)	203
Accretion expense	45	28	73
Balance as at December 31, 2019	5,812	3,409	9,221
Less: current portion at December 31, 2019	(505)	(320)	(825)
Long-term portion at December 31, 2019	\$ 5,307 \$	3,089 \$	8,396

	Limon	Libertad	Total
Balance as at December 31, 2019	\$ 5,812 \$	3,409 \$	9,221
Change in estimate, net of payments	190	309	499
Accretion expense	 108	70	178
Balance as at June 30, 2020	6,110	3,788	9,898
Less: current portion at June 30, 2020	(592)	(437)	(1,029)
Long-term portion at June 30, 2020	\$ 5,518 \$	3,351 \$	8,869

#### Mine Restoration Provision

The provision consists primarily of costs associated with mine reclamation and closure activities. These activities, which tend to be site specific, generally include costs for earthworks, including detoxification and recontouring, revegetation, water treatment, demolition, decommissioning the mill complex and related infrastructure, physical and chemical stability of the tailings area, post-closure site security and monitoring costs. The Company considers such factors as changes in laws and regulations, and requirements under existing permits in determining the estimated costs. Such analysis is performed on a regular basis.

In calculating the present value of the Company's mine restoration provisions as at June 30, 2020 and December 31, 2019, management used a risk-free rate application to each location's functional currency ranging from 1.63% to 1.74% and an inflation rate of 2.10%.

The undiscounted cash flows, before inflation adjustments, estimated to settle the mine restoration provisions was approximately \$47,214 as at June 30, 2020. Due to the nature of mine closure plans, cash expenditures are expected to occur over a significant period of time. A reconciliation of the discounted provision is provided below for the six months ended June 30, 2020 and the year ended December 31, 2019:



Notes to the Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

#### **12. PROVISIONS** – *continued*

#### **Mine Restoration Provision** – *continued*

	Limon	Libertad	Total
Balance as at December 31, 2018	\$ -	\$-\$	-
Fair value on acquisition of Nicaraguan assets on October 15, 2019	19,000	28,980	47 <i>,</i> 980
Change in estimate	948	25	973
Accretion expense	69	98	167
Reclamation expenditures	-	(214)	(214)
Balance as at December 31, 2019	20,017	28,889	48,906
Less: current portion at December 31, 2019	(804)	(2,281)	(3 <i>,</i> 085)
Long-term portion at December 31, 2019	\$ 19,213	\$ 26,608 \$	45,821
	Limon	Libertad	Total
Balance as at December 31, 2019	\$ 20,017	\$    28,889   \$	48,906

Balance as at December 31, 2019	\$ 20,017 \$	28,889 \$	48 <i>,</i> 906
Accretion expense	174	235	409
Reclamation expenditures	-	(681)	(681)
Balance as at June 30, 2020	20,191	28,443	48,634
Less: current portion at June 30, 2020	(804)	(2,281)	(3 <i>,</i> 085)
Long-term portion at June 30, 2020	\$ 19,387 \$	26,162 \$	45,549

## **13. SHARE CAPITAL**

#### Authorized and Issued Share Capital

At June 30, 2020 and December 31, 2019, the Company had approximately 328.4 million and 328.0 common shares issued and outstanding, respectively. The authorized share capital consists of unlimited common shares without par value.

#### Share Capital and Recent Issuances

During the six months ended June 30, 2020, 97,500 options and 280,628 warrants were exercised for gross proceeds of \$175. In conjunction with these exercises, \$58 was reclassified from contributed surplus to share capital.

During the year ended December 31, 2019, pursuant to the purchase of the La Luz Project from Centerra (Note 9), the Company issued 2.0 million common shares with a value of \$933.

In connection with the acquisition of the Nicaragua Assets from B2Gold, the Company completed a brokered private placement of 175.3 million common shares at a price of CAD \$0.60 per common share for gross proceeds of \$79,029 (the "Private Placement"). In connection with the Private Placement, the Company paid certain finders commission equal to 3.0% of the gross proceeds of any orders solicited by certain finders (the "Finder's Fee"). In respect of these Finder's Fees, legal and regulatory fees, the Company paid \$3,705 in cash and issued 0.9 million common shares. The fair value of the common shares issued totaled \$395, which was based on the pricing of the Private Placement. The Private Placement was led by Canaccord Genuity Corp. and Sprott Capital Partners LP with a syndicate of agents (collectively, the "Agents"). The Agents received a commission of 5.0% of the gross proceeds from the Private Placement, except for that portion of the gross proceeds which is subject to Finder's Fees, where the commission payable to the Agents was 2.0% of the gross proceeds.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **13. SHARE CAPITAL** - continued

The Company also issued 1.4 million common shares at a price of CAD \$0.60 per common share to a financial advisor for services rendered in connection with completion of the Transaction for fair value of \$630, which was expensed as transaction costs during the year ended December 31, 2019.

During the year ended December 31, 2019, 75,000 options and 5,700 warrants were exercised for total gross proceeds of \$28. In conjunction with these exercises, \$18 was reclassified from contributed surplus to share capital.

#### Warrants

A summary of the Company's warrant activities for the six months ended June 30, 2020 and the year ended December 31, 2019 is presented below:

	Six months ended	Jur	ne 30, 2020	Year ended December 31, 2019				
	Shares issuable on exercise of warrants		eighted average exercise price	Shares issuable on exercise of warrants		Veighted average exercise price		
	(in thousands)		(CAD\$)	(in thousands)		(CAD\$)		
Balance as at beginning of period	13,764	\$	1.02	16,430	ç	5 1.11		
Exercised	(280)		0.65	(6)		0.55		
Expired	(1,970)		1.50	(2,660)		1.60		
Balance as at end of period	11,514	\$	0.94	13,764	ç	5 1.02		

As at June 30, 2020, the following share purchase warrants were outstanding and exercisable:

	Exercise price	Number of warrants	Remaining contractual
Expiry date	(CAD\$)	(in thousands)	life in years
October 30, 2020	\$0.55	164	0.33
October 30, 2023	\$0.95	11,350	3.33
Total/weighted average	\$0.94	11,514	3.29

#### Stock Options

A summary of the Company's stock option activities for the six months ended June 30, 2020 and the year ended December 31, 2019 is presented below:

	Six months ende	d June 30, 2020	Year ended Dec	ember 31, 2019
-	Shares issuable on	Weighted average	Shares issuable on	Weighted average
	exercise of options	exercise price (CAD\$)	exercise of options	exercise price (CAD\$)
Balance as at beginning of period	30,250	\$ 0.62	2,692	\$ 0.87
Granted	2,225	0.98	28,550	0.62
Exercised	(98)	0.58	(75)	0.45
Expired or Cancelled	(22)	1.00	(917)	1.44
Balance as at end of period	32,355	\$0.64	30,250	\$ 0.62



Notes to the Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **13. SHARE CAPITAL** - continued

#### **Stock Options** - continued

Options Exercisable		Options Outstanding	(
	Weighted average		
Number of Options	remaining contractual	Exercise price	Number of Options
(in thousands)	life in years	(CAD\$)	(in thousands)
1,325	3.45	\$0.45	1,325
-	7.52	\$0.60	26,575
-	7.68	\$0.90	1,975
-	7.80	\$0.97	525
-	7.91	\$0.98	1,700
185	0.40	\$1.00	185
50	1.44	\$1.55	50
20	1.89	\$2.70	20
1,580	7.33	\$0.64	32,355

As at June 30, 2020, the following stock options were outstanding and exercisable:

During the year ended December 31, 2019, the Company granted a total of 28.6 million stock options. Of this amount 26.6 million options were granted at an exercise price of CAD \$0.60 and 2.0 million options at an exercise price of CAD \$0.90. The options have an expiry of 8 years from the date of grant, with 28.0 million of the options vesting equally over three years beginning one year from the date of grant and the remaining 0.6 million options vesting within 9 months from the date of grant.

During the six months ended June 30, 2020, the Company granted 0.5 million stock options with an exercise price of CAD \$0.97 and 1.7 million stock options with an exercise price of CAD \$0.98. The options granted expire in 2028, with all the options vesting equally over three years beginning one year from the date of grant.

#### Restricted Stock Units ("RSU")

During the six months ended June 30, 2020, the Company granted a total of 2.8 million RSUs to eligible employees and directors. These RSUs vest equally over three years beginning in 2021 on their anniversary dates between February and April of every year. The RSUs will be settled within 10 business days of vesting. The fair value of the RSU is based on the share price at the time of grant and the total fair value is amortized over the RSU vesting period on a graded method. The total fair value for RSUs awarded in 2020 was \$2.4 million, which is being amortized over the vesting period and included in stock-based compensation (discussed below).

During the year ended December 31, 2019, the Company granted a total of 5.27 million RSUs to eligible employees and directors. These RSUs vest equally over three years beginning in 2020 on their anniversary dates between October and December of every year. The RSUs will be settled within 10 business days of vesting. The fair value of the RSU is based on the share price at the time of grant and the total fair value is amortized over the RSU vesting period on a graded method. The total fair value for RSUs awarded in 2019 was \$2.5 million, which is being amortized over the vesting period and included in stock-based compensation (discussed below).

As at June 30, 2020, the Company had a total of 8.1 million RSUs outstanding. A total of 1.76 million RSUs are scheduled to vest during the year ending December 31, 2020.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **13.** SHARE CAPITAL - continued

## **Restricted Stock Units ("RSU")** - continued

As payment for the granted RSUs at each of the vesting times, the Board may elect one or a combination of issuing the Company's common shares to the holder of the RSU, or paying cash to the holder, both options are to be settled in accordance with the terms of the Incentive Plan. The Company expects to settle the RSUs through the issuance of shares and as such has accounted for these awards as equity-settled instruments.

#### **Stock-Based Compensation**

The weighted average fair value of the stock options granted during the six months ended June 30, 2020 was \$0.37 per share (six months ended June 30, 2019 – \$Nil per share). No options were granted during the six months ended June 30, 2019.

Options are priced using the Black-Scholes option pricing model. Since October 2019, expected volatility is based on the historical share price volatility of comparable peer companies within the Company's industry in which it operates (gold producer) at the time of granting the options.

The fair value of options granted during the six months ended June 30, 2020 and 2019 was estimated on the date of grant using the Black-Scholes option pricing model with the following weighted average assumptions:

	Six months end	ed June 30,
	2020	2019
Weighted average risk-free interest rate	1.57%	N/A
Weighted average expected option life	5 years	N/A
Weighted average expected stock volatility	57%	N/A
Weighted average expected dividend yield	Nil	N/A

The Company amortizes the total fair value of options and RSUs granted over the graded vesting schedule. Consequently, the total compensation expense recognized for options that vested during the six months ended June 30, 2020 was \$3,200 (six months ended June 30, 2019 - \$128). For the six months ended June 30, 2020, the total compensation charged to the statement of operations was \$3,158 (six months ended June 30, 2019 - \$119) and \$42 (six months ended June 30, 2019 - \$9) was capitalized to mineral interests.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **14. SUPPLEMENTAL CASH FLOW INFORMATION**

The following supplemental information to the statement of cash flows for the three and six months ended June 30, 2020 and 2019 is as follows:

	Thre	e months ei	nded.	June 30,	Siz	x months er	une 30,	
		2020		2019		2020		2019
Change in non-cash working capital								
(Increase) decrease in receivables and prepaids	\$	(1,561)	\$	82	\$	(2,381)	\$	(39)
Increase in inventories		(4,643)		-		(7,044)		-
(Decrease) increase in accounts payable, accrued liabilities and income tax		(4,495)		(11)		(1,912)		2
(Decrease) increase in provisions		(6)		-		309		-
	\$	(10,705)	\$	71	\$	(11,028)	\$	(37)
Non-cash investing and financing activities								
Value of shares issued for acquisition of an exploration property	\$	-	\$	-	\$	-	\$	933
Amortization included in exploration and evaluation assets		5		5		10		8
Share-based compensation included in exploration and evaluation assets		23		4		42		9
Mineral interest costs included in accounts payable	\$	1,233	\$	177	\$	1,233	\$	177

#### **15. RELATED PARTY TRANSACTIONS**

All related party transactions were incurred in the normal course of operations and are recorded at the amount agreed upon by the related parties.

#### **Compensation of Key Management and Board of Directors**

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. The Company has identified its members of the Board of Directors and certain senior officers as its key management personnel, including the Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, and the VP, Exploration. The remuneration of directors and key management is determined by the compensation committee of the Board of Directors.

The director's fees, consulting fees and other compensation of directors and key management personnel were as follows for the three and six months ended June 30, 2020 and 2019:

	Thre	ee months	ende	ed June 30,	Six months ended June 3				
		2020		2019		2020		2019	
Short-term salaries and benefits	\$	201	\$	45	\$	425	\$	90	
Director fees		130		-		266		-	
Share-based compensation		1,067		36		2,049		91	
Consulting and advisory fees paid to key management	\$	-	\$	65	\$	-	\$	132	



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

#### **15. RELATED PARTY TRANSACTIONS** - continued

#### Management contracts

As at June 30, 2020, minimum commitments upon termination of the existing contracts was approximately \$1,528 and minimum commitments due within one year under the terms of these contracts is \$1,964. In addition, the Company is party to various executive and employee contracts that would require payments totalling \$1,457 to be made upon the occurrence of a "change of control".

#### Other related party transactions

As disclosed in Note 1, B2Gold is considered a related party by virtue of its significant equity interest in Calibre following the completion of the Nicaraguan Asset transaction. B2Gold owns approximately 34% of the Company as at June 30, 2020. Related party transactions with B2Gold are discussed in Notes 1 and 12. Pursuant to an agreement with B2Gold in November 2016, B2Gold retains a 1.5% NSR on production from certain concessions within the 100% Calibre-owned Borosi project (unrelated to the acquisition of the Nicaraguan Assets).

#### **16. SEGMENTED INFORMATION**

Operating segments are those operations whose operating results are reviewed by the chief operating decision makers ("CODM") to make decisions about resources to be allocated to the segments and assess their performance, provided those operations pass certain quantitative thresholds. The CODM for the Company are the Chief Executive Officer, the Chief Operating Officer and the Chief Financial Officer. In order to determine if operating segments shall be aggregated, management reviews various factors, including economic characteristics, nature of their products, production process, regulatory environment, geographical location and managerial structure. After aggregation criteria have been considered, operations whose revenues, earnings or assets exceed 10% of the total consolidated revenues, earnings or assets are considered to be reportable segments. The Company's reportable operating segments include its mining operations and development projects, namely the Limon and Libertad mines, which are both located in Nicaragua, where the vast majority of the Company's non-current assets are held.

The following table provides information on the operations of the Company as at and for the three months ended June 30, 2020.



Notes to the Condensed Interim Consolidated Financial Statements

Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **16. SEGMENTED INFORMATION** - continued

Three months ended June 30, 2020	Nicaragua -											
	Limon	Libertad	Other	Corporate	Total							
Gold Revenue	\$ 8,435 \$	7,475 \$	- ¢	5 - \$	15,910							
Cost of Sales												
Production costs	(3,933)	(4,120)	-	-	(8,053)							
Royalties and production taxes	(802)	(83)	-	-	(885)							
Refinery and transportation	(13)	(51)	-	-	(64)							
Depreciation and amortization	(894)	(221)	-	-	(1,115)							
Total Cost of Sales	(5,642)	(4,475)	-	-	(10,117)							
Earnings from operations	2,793	3,000	-	-	5,793							
Expenses												
General and administrative	-	-	-	(1,698)	(1,698)							
Share-based compensation	-	-	-	(1,542)	(1,542)							
Care and maintenance	(3,389)	(3,712)	-	-	(7,101)							
Foreign exchange gain (loss)	(8)	(133)	(29)	(108)	(278)							
Loss before finance, other items, and taxes	\$ (604) \$	(845) \$	(29) \$	\$ (3,348) \$	(4,826)							
Additions to:												
Mine development	\$ 1,372 \$	- \$	- \$	5 - \$	1,372							
Plant and equipment	656	1,494	-	-	2,150							
Exploration and evaluation	530	913	521	-	1,964							
Total capital additions	\$ 2,558 \$	2,407 \$	521 \$	s - \$	5,486							
Total assets	\$ 145,727 \$	91,231 \$	25,405 \$	5 14,842 \$	277,205							
Total liabilities	\$ 53,892 \$	40,874 \$	41 \$	5 18,201 \$	113,008							

A total of \$11,270 in costs related to Pavon is included with Libertad under total assets in the above table. Additions to mine development, plant and equipment and exploration and evaluation are shown on an accrual basis.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **16. SEGMENTED INFORMATION** - continued

The following table provides information on the operations of the Company as at and for the six months ended June 30, 2020.

Six months ended June 30, 2020				Nicaragua -		
	Limon		Libertad	Other	Corporate	Total
Gold Revenue	\$ 37,718	\$	39,562	\$ -	\$ -	\$ 77,280
Cost of Sales						
Production costs	(18,390)		(21,713)	-	-	(40,103)
Royalties and production taxes	(2,665)		(675)	-	-	(3 <i>,</i> 340)
Refinery and transportation	(97)		(237)	-	-	(334)
Depreciation and amortization	(2,990)		(1,367)	-	-	(4,357)
Total Cost of Sales	(24,142)		(23,992)	-	-	(48,134)
Earnings from operations	13,576		15,570	-	-	29,146
Expenses						
General and administrative	-		-	-	(4 <i>,</i> 068)	(4,068)
Share-based compensation	-		-	-	(2,906)	(2,906)
Care and maintenance	(3 <i>,</i> 389)		(3,712)	-	-	(7,101)
Foreign exchange gain (loss)	(17)		(133)	(25)	191	16
Income (loss) before finance, other items, and taxes	\$ 10,170	\$	11,725	\$ (25)	\$ (6,783)	\$ 15,087
Additions to:						
Mine development	\$ 6,434	\$	-	\$ -	\$ -	\$ 6,434
Plant and equipment	1,976		2,030	-	-	4,006
Exploration and evaluation	1,198		2,560	989	-	4,747
Total capital additions	\$ 9,608	\$	4,590	\$ 989	\$ -	\$ 15,187
Total assets	\$ 145,727	\$	91,231	\$ 25,405	\$ 14,842	\$ 277,205
Total liabilities	\$ 53,892	\$	40,874	\$ 41	\$ 18,201	\$ 113,008

The Company has only one revenue stream, being the sale of refined gold from its operations in Nicaragua. All revenue derived from the sale of gold is to one customer, however, the Company is not economically dependent on this single customer for sale of its product as gold and other metals can be sold through numerous commodity traders worldwide.

Prior to the acquisition of the operating mines, the Company operated in one reportable operating segment as an exploration Company in Nicaragua and had no reportable segment revenues for any period prior to October 15, 2019.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **16. SEGMENTED INFORMATION** - continued

The following geographic data includes assets based on their location as at June 30, 2020 and December 31, 2019.

		June 30, 2020	December 31, 2019							
	Canada	Nicaragua	Total	Canada	Nicaragua	Total				
Cash and cash equivalents	\$ 24,050	\$ 1,056	\$ 25,106	\$ 30,657	\$ 2,204	\$ 32,861				
Other current assets	511	42,704	43,215	805	32,078	32,883				
Mining interest and property and equipment	194	207,950	208,144	241	198,806	199,047				
Other long-term assets	-	740	740	-	393	393				
Total assets	\$ 24,755	\$ 252,450	\$277,205	\$ 31,703	\$ 233,481	\$265,184				

#### **17. COMMITMENTS AND CONTINGENCIES**

#### Commitments

The Company is committed to \$6,148 for obligations under normal course of operations including capital expenditure commitments and contractual commitments. The following table provides a summary of the upcoming commitments by year (not discussed elsewhere in these condensed interim consolidated financial statements for the three and six months ended June 30, 2020 and for the audited consolidated financial statements for the year ended December 31, 2019):

	Re	maining					20	25 and	
		2020	2021	2022	2023	2024	late	er years	Total
Payables and non-capital orders	\$	4,387	\$ -	\$ -	\$ -	\$ -	\$	- \$	4,387
Capital expenditure commitments		1,761	-	-	-	-		-	1,761
	\$	6,148	\$ -	\$ -	\$ -	\$ -	\$	- \$	6,148

#### Contingencies

Various tax and legal matters are outstanding from time to time. Judgements and assumptions regarding these matters are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations. If management's estimate of the future resolution of these matters change, the Company will recognize the effects of these changes in the consolidated financial statements on the date such changes occur.

In October 2019, a municipality near the Limon mine issued a demand payment letter to Triton Minera S.A. ("Triton") for annual municipal registration fees and penalties totaling approximately \$1.0 million. Calibre believes Triton is not subject to these fees as established in its mining tax regime and the declaration is without merit and is vigorously contesting this claim.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

#### **18. FINANCIAL INSTRUMENTS AND RISK FACTORS**

The Company's operations include the acquisition, operation, and exploration of mineral properties in Nicaragua. The Company's activities expose it to risks, including financial and operational risks of varying degrees of significance to achieve its strategic objectives for growth and shareholder returns. These principal risks related to financial instruments to which the Company is exposed are credit risk, liquidity risk, interest rate risk, and currency risk.

Fair values of cash and cash equivalents are based on quoted prices in active markets for identical assets, resulting in a level one valuation. The carrying value amount of the Company's financial instruments that are measured at amortized cost approximates fair value due to their short-term nature and market conditions and amount involved.

#### Credit risk

Credit risk is the risk of financial loss to the Company if a third party to financial instrument fails to meet its contractual obligations. As at June 30, 2020, the Company's maximum exposure to credit risk was the book value of cash and cash equivalents, accounts receivable, value added and other taxes receivable and current and long-term loan receivable. The Company limits its credit exposure on cash and cash equivalents by holding its deposits mainly with high credit quality financial institutions as determined by credit agencies in Canada.

#### Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and through its budgeting and forecasting process. Budgets are prepared annually, and forecasts are prepared and reviewed on a regular basis, to help determine the funding requirements to support the Company's current operations and expansion and development plans and by managing its capital structure as described above.

As at June 30, 2020, the Company had cash and cash equivalents of \$25,106 (December 31, 2019 - \$32,861) and current liabilities of \$32,446 (December 31, 2019 - \$34,817). Cash provided by operating activities totaled \$6,933 for the six months ended June 30, 2020 (cash used in operations – six months ended June 30, 2019 - \$597). The cash provided from activities related to the operating mines acquired by the Company on October 15, 2019. In addition, the Company's working capital improved from \$30,927 at December 31, 2019 to \$35,875 as a result of additions to in-circuit inventory and ore stockpiles at June 30, 2020, accumulated as a result of the phased-in restart coupled with a reduction of current accounts payable and taxes payable.

The Company's operations and liquidity were significantly impacted by the temporary suspension and the recent resumption of operations, see Note 1 for details. Following the successful phased in restart, the Company has achieved a normalized state of production in July 2020, which management expects will also normalize operating cashflow and improve liquidity.

#### Interest rate risk

The Company has no interest-bearing debt at June 30, 2020. The Company's interest revenue earned on cash and cash equivalents is exposed to interest rate risk. A decrease in interest rates would result in lower interest income and an increase in interest rates would result in higher interest income.



Three and Six Months Ended June 30, 2020 and 2019

(Unaudited - Stated in thousands of United States Dollars, except per share amounts, unless otherwise noted)

## **18. FINANCIAL INSTRUMENTS AND RISK FACTORS** - continued

#### Currency risk

Currency risk is the risk that the fair value of, or cash flow from, the Company's financial instruments will fluctuate because of changes in foreign currency rates. The Company's functional currency at the location of its operations is the U.S. dollar and the major purchases are transacted in the U.S. dollars as well. The significant majority of the Company's currency is held in either the Canadian or U.S. dollars with only a very small amount held at any time in the Nicaraguan Cordoba.

The Company is subject to gains and losses due to fluctuations in the Canadian dollar and Nicaraguan Cordoba against the U.S. dollar. Sensitivity to a plus or minus 5% change in all foreign currencies (Canadian dollar and Nicaraguan Cordoba) against the U.S. dollar with all over variables held constant at June 30, 2020, would affect the statements of operations and comprehensive income by approximately \$1,365.

The Cordoba has been annually devalued against the U.S. dollar by means of a crawling peg mechanism which currently stands at approximately 3%. All the Company's gold production is in Nicaragua.

Prior to the acquisition of the Nicaragua Assets, the Company funded its exploration activities in Nicaragua on a cash call basis using U.S. or Canadian dollars held in bank accounts located in Canada. Since the acquisitions of the Nicaragua Assets, the Company generates revenue in U.S. dollars, thereby mitigating currency risk for its Nicaraguan operations where expenditures are mainly in U.S. dollars. The Company maintains Canadian and U.S. dollar bank accounts in Canada, and US dollar and Cordoba bank accounts in Nicaragua. The Company's foreign exchange exposure to fluctuations in the Cordoba is not significant as its annual expenditures in the local Nicaraguan currency and Cordoba denominated bank accounts are kept at a minimum at any given time. In addition, while a significant portion of the Company's corporate administrative costs are denominated in Canadian dollars, any fluctuation in the U.S. dollar against the Canadian dollar is not expected to have a material impact on the Company's cash flows given the relative stability of both currencies and the limited Canadian dollar expenditures in any given year.