



Consolidated Financial Statements

**For the three months ended
March 31, 2020 and 2019**

NOTICE TO READER

NO AUDITOR REVIEW OF CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these condensed interim consolidated financial statements in accordance with standards established by the Canadian Institute of Chartered Professional Accountants for a review of interim financial statements.

Evrim Resources Corp.

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EVRIM RESOURCES CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

	<i>Note</i>	March 31, 2020	December 31, 2019
Assets			
Current assets			
Cash and cash equivalents	5,9	\$ 2,774,540	\$ 3,546,972
Short term investments	5	6,058,805	6,058,805
Marketable securities	6	23,500	43,000
Amounts receivable	7	310,527	346,551
Prepaid expenses and deposits		9,673	9,124
		9,177,045	10,004,452
Non-current assets			
Prepaid rent deposit	12a	19,352	30,560
Equipment	8	249,010	237,841
Reclamation bond	9	173,334	173,334
		\$ 9,618,741	\$ 10,446,187
Liabilities and Shareholders' Equity			
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities	10,14	\$ 54,262	\$ 189,908
Current operating lease liabilities	8	58,331	58,331
Joint venture partner deposits	9	84,581	91,358
		197,174	339,597
Non-current liabilities			
Long term operating lease liabilities	8	109,452	123,181
Provision for environmental rehabilitation	11	5,306	5,306
		311,932	468,084
Shareholders' Equity			
Issued capital	13	27,517,214	27,517,214
Contributed surplus		831,158	913,625
Accumulated deficit		(19,041,563)	(18,452,736)
		9,306,809	9,978,103
		\$ 9,618,741	\$ 10,446,187

Approved and authorized for issue by the Board on May 26, 2020.

Paul van Eeden
Director

David A. Caulfield
Director

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

EVRIM RESOURCES CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF LOSS AND
COMPREHENSIVE LOSS

Three Months Ended March 31,
(Expressed in Canadian Dollars)

Mineral Property Operations	<i>Note</i>	2020	2019
Revenue			
Option proceeds	\$	-	\$ 267,820
Project management fees		616	49,778
		616	317,598
Expenses			
Acquisition expenditures		6,408	90,730
Exploration expenditures		100,093	1,133,052
Exploration reimbursements		(6,162)	(767,915)
Government grant		(4,044)	(24,000)
		96,295	431,867
Gain/(loss) from mineral property operations		(95,679)	(114,269)
Other Operations			
Interest income		39,924	55,079
Gain/(loss) on investments	6	(19,500)	(40,000)
		20,424	15,079
Expenses			
Accounting and legal		17,820	21,883
Depreciation	8	25,612	28,234
Foreign exchange loss		48,302	10,476
General and administrative		77,216	42,213
Investor services		15,813	14,494
Management and professional fees		58,120	30,000
Marketing services		21,337	28,965
Salaries and support services	14(c)	315,854	308,345
Share-based compensation	13(b), 14(c)	38,556	62,129
Travel		15,965	32,976
		634,595	579,715
Loss from other operations		(614,171)	(564,636)
Net Loss and Comprehensive loss for the period		\$ (709,850)	\$ (678,905)
Basic and diluted loss per share		\$ (0.01)	\$ (0.01)
Weighted average number of common shares outstanding		85,295,817	84,469,317

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

EVRIM RESOURCES CORP.
CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
Three Months Ended March 31,
(Expressed in Canadian Dollars)

	2020	2019
Cash flows used in operating activities		
Net loss	\$ (709,850)	\$ (678,905)
Add (deduct) items not involving cash:		
(Gain)/loss on investments	19,000	40,000
Depreciation	25,612	28,234
Unrealized foreign exchange (gain)/ loss	(1,616)	24,352
Share-based compensation	38,556	62,129
	(627,798)	(524,190)
Net change in non-cash working capital balances related to operations:		
Amounts receivable	36,024	(403,998)
Prepaid expenses and deposits	10,659	(18,780)
Accounts payable and accrued liabilities	(135,646)	(47,112)
Joint venture partner deposits	(6,777)	(1,275,855)
Net cash flow used in operating activities	(723,538)	(2,284,744)
Cash flows provided by (used in) investing activities		
Reclamation bond	-	(40,834)
Purchase of equipment	(36,781)	(16,595)
Operating lease obligations	(13,729)	-
Net cash flow provided by (used in) investing activities	(36,181)	(57,429)
Cash flows provided by financing activities		
Net cash flow provided by financing activities	-	-
Effects of foreign currency translation on cash and cash equivalents	(12,113)	(23,717)
Increase/ (decrease) in cash and cash equivalents	(772,432)	(2,365,890)
Cash and cash equivalents, beginning of year	3,546,972	7,087,898
Cash and cash equivalents, end of the period	\$ 2,774,540	\$ 4,722,008
Cash and cash equivalents are comprised of:		
Cash	\$ 439,959	\$ 349,532
Cash restricted for exploration	84,581	322,476
Short-term money market instruments	2,250,000	4,050,000
	\$ 3,546,972	\$ 4,722,008
Supplemental cash flow information:		
Interest received	\$ 32,333	\$ 39,509

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

EVRIM RESOURCES CORP.

CONDENSED INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

Three Months Ended March 31,
(Expressed in Canadian Dollars)

	Issued capital		Contributed surplus	Accumulated deficit	Shareholders' equity
	Shares	Amount			
Balance, December 31, 2018	84,469,317	\$ 27,179,476	\$ 885,824	\$ (15,325,254)	\$ 12,740,046
Impact of IFRS 16 adoption	-	-	-	13,998	13,998
Share-based compensation	-	-	62,129	-	62,129
Loss and comprehensive loss	-	-	-	(678,905)	(678,905)
Balance, March 31, 2019	84,469,317	\$ 27,179,476	\$ 947,953	\$ (15,990,161)	\$ 12,137,268
Balance, December 31, 2019	85,295,817	\$ 27,517,214	\$ 913,625	\$ (18,452,736)	\$ 9,978,103
Share-based compensation	-	-	38,556	-	38,556
Reallocation of share-based compensation of expired options	-	-	(121,023)	121,023	-
Loss and comprehensive loss	-	-	-	(709,850)	(709,850)
Balance, March 31, 2020	85,295,817	\$ 27,517,214	\$ 831,158	\$ (19,041,563)	\$ 9,9306,809

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

EVRIIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Evrim Resources Corp. (the “Company” or “Evrim”) is a mineral exploration company. Evrim’s business plan involves generating a portfolio of prospective mineral properties and advancing exploration targets through option and joint venture agreements with industry partners to create shareholder value.

Evrim is a publicly listed company incorporated in Canada with limited liability under the legislation of the Province of British Columbia. The Company’s shares are listed on the TSX Venture Exchange under the symbol EVM.

The head office, principal registered, and records office of the Company are located at 1201 - 510 West Hastings Street, Vancouver, British Columbia, Canada, V6B 1L8.

These condensed interim consolidated financial statements have been prepared on the basis that the Company is a going concern, which assumes that the Company will be able to continue in operations and contemplates the realization of its assets and the settlement of its liabilities in the normal course of operations. However, the Company has no significant source of recurring revenue, has experienced recurring losses over the past several fiscal years (2019 - \$3,232,856; 2018 - \$1,983,127) and has an accumulated deficit as at March 31, 2020 of \$19,041,563 (December 31, 2019 - \$18,452,736).

The Company’s ability to continue as a going concern is dependent on the Company’s ability to obtain additional debt or equity financing to successfully advance the exploration and development of mineral property interests in its exploration portfolio and to be able to derive material proceeds from the sale or divestiture of those properties and/or other assets, such as sale proceeds, royalty rights and equity interests. These condensed interim consolidated financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. STATEMENT OF COMPLIANCE

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”) and in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting*. They do not include all of the information required for full annual financial statements.

Except for cash flow information and financial instruments measured at fair value, these condensed interim consolidated financial statements were prepared on a historical cost basis using the accrual basis of accounting.

EVRIIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been applied consistently by the Company and its subsidiaries to all periods presented and during the most recent fiscal year. Please refer to the annual audited financial statements for the years ended December 31, 2019 and 2018 for a complete summary of significant accounting policies.

(a) Basis of consolidation

These condensed interim consolidated financial statements incorporate the financial statements of the Company and its subsidiaries (Evrilm Exploration Canada Corp. (“EEC”), 1124798 B.C. Ltd., 1174610 B.C. Ltd., Evrilm Resources (Barbados) Ltd., Minera Evrilm, S.A. de C.V. (“Minera”), Servicios Mineros Orotac, S.A. de C.V. (“SMO”), Opata Resources, S.A. de C.V. (“Opata”) and Evrilm Resources USA Inc. (“Evrilm US”). Control is based on whether an investor has power over the investee and the ability to use its power over the investee to affect the amount of the returns. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commenced until the date that control ceases. All significant intercompany transactions and balances have been eliminated.

	Place of incorporation	Proportion of ownership interest March 31, 2020	Proportion of ownership interest December 31, 2019	Principal activity
Evrilm Exploration Canada Corp.	British Columbia	100%	100%	Mineral exploration
1124798 B.C. Ltd.	British Columbia	100%	100%	Mineral exploration
1174610 B.C. Ltd.	British Columbia	100%	100%	Holding company
Evrilm Resources (Barbados) Ltd.	Barbados	100%	100%	Holding company
Minera Evrilm, S.A. de C.V.	Sonora, Mexico	100%	100%	Mineral exploration
Servicios Mineros Orotac, S.A. de C.V.	Sonora, Mexico	100%	100%	Service company
Opata Resources, S.A. de C.V.	Sonora, Mexico	100%	100%	Mineral exploration
Evrilm Resources USA Inc.	Nevada, USA	100%	100%	Mineral exploration

(b) Use of estimates

The preparation of consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances and which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and further periods if the revision affects both current and future periods.

EVIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

4. CAPITAL MANAGEMENT

The capital structure of the Company consists of equity attributable to common shareholders comprising issued capital, contributed surplus and accumulated deficit. The Company's objectives when managing its capital are to safeguard its ability to continue as a going concern and enable it to provide shareholder returns and benefits for all stakeholders in the development of its mineral property interests. These objectives remain unchanged from previous years.

The Company manages and adjusts its capital structure in response to changes in the risk characteristics of its underlying assets and/or changes in economic conditions. To maintain or adjust the capital structure, the Company may issue new shares or other equity instruments. The Company is not subject to externally imposed capital requirements.

5. CASH AND CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS

Cash and cash equivalents include \$439,959 (December 31, 2019 - \$796,972) in the operating bank accounts and \$2,250,000 (December 31, 2019 - \$2,750,000) of guaranteed investment certificates ("GICs") cashable at any time. Short term investments are GICs placed with major banks, with maturities ranging from six to twelve months earning interest from 1.15% to 2.25%.

As of March 31, 2020, \$84,581 of the total cash and cash equivalents (December 31, 2019 - \$91,358) were restricted for exploration expenditures.

6. MARKETABLE SECURITIES

The Company received 1,000,000 common shares from Harvest Gold Corporation ("Harvest") upon signing of the Cerro Cascaron option agreement in June 2017 (Note 9). During 2019, the shares were consolidated on 10:1 basis resulting in Evrim owning 100,000 common shares.

The Company received 1,000,000 common shares from Golden Ridge Resources Ltd. ("Golden Ridge") upon signing of the Ball Creek option agreement. The Company retained 600,000 shares after transferring 400,000 common shares to Ascent Industries Corp. ("Ascent") (Note 9). Subsequent to the period, the shares were consolidated on 5:1 basis resulting in Evrim owning 80,000 common shares.

Fair market value as of December 31, 2018	\$ 55,000
Shares received from Golden Ridge	96,000
Fair value adjustment	(108,000)
Fair market value as of December 31, 2019	\$ 43,000
Fair value adjustment	(19,500)
Fair market value as of March 31, 2020	\$ 23,500

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

7. AMOUNTS RECEIVABLE

Amounts receivable is comprised of the following:

	March 31, 2020	December 31, 2019
Trade receivables	\$ -	\$ -
Other receivables	56,635	43,395
Current tax receivable	253,892	303,156
	\$ 310,527	\$ 346,551

All receivables are current (less than 30 days) except for the current tax receivable of which \$207,000 is between 120 to 180 days. No allowance for doubtful accounts or impairment has been recognized for these amounts, as the amounts are all considered recoverable.

8. EQUIPMENT

	Computer equipment and software	Field equipment	Leasehold improvements	Mobile equipment	Office equipment and furniture	Right of use assets	Total
Cost							
Balance as at December 31, 2018	\$ 256,851	\$ 25,673	\$ 16,995	\$ 29,668	\$ 31,618	\$ -	\$ 360,805
Acquisitions	64,771	644	-	-	357	254,747	320,519
Balance as at December 31, 2019	\$ 321,622	\$ 26,317	\$ 16,995	\$ 29,668	\$ 31,975	\$ 254,747	\$ 681,324
Acquisitions	10,456	-	-	-	26,326	-	36,781
Balance as at March 31, 2020	\$ 332,078	\$ 26,317	\$ 16,995	\$ 29,668	\$ 58,301	\$ 254,747	\$ 718,105
Accumulated depreciation							
Balance as at December 31, 2018	\$ (173,613)	\$ (21,415)	\$ (15,694)	\$ (29,668)	\$ (24,189)	\$ -	\$ (264,579)
Depreciation	(106,720)	(2,534)	(1,301)	-	(1,505)	(66,844)	(178,904)
Balance as at December 31, 2019	\$ (280,333)	\$ (23,949)	\$ (16,995)	\$ (29,668)	\$ (25,694)	\$ (66,844)	\$ (443,483)
Depreciation	(4,697)	(118)	-	-	(1,627)	(19,170)	(25,612)
Balance as at March 31, 2020	\$ (285,030)	\$ (24,067)	\$ (16,995)	\$ (29,668)	\$ (27,321)	\$ (89,014)	\$ (469,095)
Carrying amounts							
December 31, 2018	\$ 83,238	\$ 4,258	\$ 1,301	\$ -	\$ 7,429	\$ -	\$ 96,226
December 31, 2019	\$ 41,289	\$ 2,368	\$ -	\$ -	\$ 6,281	\$ 187,903	\$ 237,841
March 31, 2020	\$ 47,048	\$ 2,250	\$ -	\$ -	\$ 30,978	\$ 168,733	\$ 249,010

Method of depreciation is described in Note 3(k) of the audited annual consolidated financial statements for the years ended December 31, 2019 and 2018.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

8. EQUIPMENT, CONTINUED

RIGHT-OF-USE ASSET AND LEASE LIABILITY

The Company has lease agreements which qualifies for reporting under IFRS 16. During the period, the Company recognized \$168,733 for a right of use (“ROU”) asset and \$167,783 for a lease liability.

The continuity of the ROU asset and lease liability for the period ended March 31, 2020 is as follows:

Right-of-use asset	
Value of right-of-use asset as of December 31, 2019	\$ 187,903
Addition	-
Depreciation	(89,014)
Value of right-of-use asset as of March 31, 2020	\$ 168,733
Lease liability	
Lease liability recognized as of December 31, 2019	\$ 181,512
Addition	-
Lease payments	(13,779)
Lease interest	-
Lease liability recognized as of March 31, 2020	\$ 167,733
Current portion	\$ 58,331
Long-term portion	109,452
	\$ 167,733

9. MINERAL PROPERTY INTERESTS

Exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable operations. Many of the Company’s mineral property interests are located outside of Canada and are subject to the risks associated with foreign investment, including increases in taxes and royalties, renegotiations of contracts, currency exchange fluctuations and political uncertainty. Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, these procedures do not guarantee the Company’s title. Property title may be subject to unregistered prior agreements and non-compliance with regulatory requirements. These risks are not unique to foreign jurisdictions and apply equally to the Company’s property interests in Canada.

Mexico Portfolio

Ermitaño

In September 2018, the Company transferred the interest in the property to First Majestic Silver Corp. (“First Majestic”) for US\$1,000,000 subject to a 2% net smelter royalty (“NSR”). Ermitaño is located northeast of Hermosillo.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Mexico Portfolio, continued

Cumobabi

In September 2018, the Company transferred the interest in the property to First Majestic for US\$500,000 subject to a 1.5% NSR. Cumobabi is located northeast of Hermosillo.

Pursuant to the Cumobabi acquisition agreement (as amended) with Kiska Metals Corporation, now Centerra Gold Inc. ("Centerra"), the Company issued 25,000 (fair valued at \$32,250) and 50,000 (fair valued at \$18,750) shares on September 17, 2018 and 2019, respectively. In the event the property is put into commercial production (in which case it is acknowledged that the Company will receive an NSR in accordance with the terms of the First Majestic option agreement), Evrim will pay to Centerra one-third of all amounts Evrim receives under the NSR commencing on the date that is two years following the date on which the property commenced commercial production (as defined pursuant to the terms of the agreement governing the NSR).

Cerro Cascarón

In January 2016, the Company acquired the Cerro Cascarón project in Chihuahua, Mexico. The project covers an historic colonial-era mining district that contains numerous gold and gold-silver prospects. The core claims contain a large portion of the Serpiente Dorada zone, which was staked by the Company in late 2015. Three surrounding claims were acquired under two separate agreements with a third party. In July 2016, the two agreements were consolidated. Under the terms of the consolidated agreement, the Company will pay \$280,000 over a five-year period to acquire a 100% interest. The agreement is subject to a 2% NSR of which 1% can be purchased for US\$2.5 million.

Harvest Gold Corporation ("Harvest") option agreement

In June 2017, the Company entered into an agreement with Harvest, whereby Harvest can earn up to an 80% interest of the Cerro Cascarón property by incurring \$16 million in exploration expenditures, paying \$2.1 million in cash, issuing 2 million common shares (one million shares received in 2017) and funding a National Instrument 43-101 ("NI 43-101") compliant feasibility study over a nine-year period.

In April 2018, the completion date to fulfill the first year's obligation was extended to December 31, 2018, for a fee of \$30,000. During the year ended December 31, 2019, the agreement was further amended to extend the first years' obligation and allow both parties to renegotiate the terms up to December 31, 2019. Harvest maintained the property during this period.

The agreement was terminated in March 2020.

EVIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Mexico Portfolio, continued

Sarape

In August 2017, the Company announced the acquisition of the Sarape gold-silver project in central Sonora, Mexico. Sarape was identified through Evrim's generative programs with reconnaissance exploration completed in early 2017. The project is 100% owned by Evrim with no underlying royalties and is located near excellent infrastructure with roads and power crossing the 5,776-hectare property.

La Lola

In March 2019, The Company entered into an agreement with a group of third parties to purchase 100% in the La Lola property by making a total of US\$100,000 cash payments as follows:

- (i) US\$ 25,000 upon signing of the agreement (paid);
- (ii) US\$ 25,000 first anniversary;
- (iii) US\$ 25,000 second anniversary; and
- (iv) US\$ 25,000 third anniversary.

Sualse Property

In November 2019, the Company entered into an agreement with San Marco Resources Inc. to acquire 100% interest in Sualse project subject to a 1% NSR of which half can be repurchased for \$1 million.

To earn a 100% interest, the Company is required to make the following payments:

- (i) \$25,000 upon closing of the agreement (paid);
- (ii) \$25,000 upon entering into a future option agreement; and
- (iii) \$25,000 upon completion of 1,000 metres of drilling.

The property covers 1,115 hectares of ground north of Evrim's porphyry target on the Llano del Nogal project.

Callinan Royalties Corp. Alliance, now Altius Minerals Corp. ("Altius")

Effective December 18, 2012, the Company signed an agreement with Altius for a four-year, \$1.5 million, regional exploration alliance. Projects acquired during the term of the alliance were 100% owned by Evrim and subject to a 1.5% NSR in the case of precious metals and a 1.0% NSR in the case of base metals to Altius. Altius has the right of first offer on the sale of any alliance Project royalties owned by Evrim.

Llano del Nogal and Cuale properties are subject to the regional exploration alliance with Altius.

EVIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Mexico Portfolio, continued

Canada Portfolio

Ball Creek Property

In June 2015, the Company acquired a 100% interest in the Ball Creek property from Ascent Industries Corp. (formerly Paget Minerals Corp.), subject to a 2% NSR with an option to buy back 1% of the NSR for \$1.0 million.

To earn a 100% interest, the Company is required to make the following payments:

- (a) \$150,000 upon closing of the agreement (paid);
- (b) If the Company enters into an option agreement whereby the Company would receive payments related to the property at any time within the four years following the date of the agreement, the Company will be required to pay additional consideration of 40% of payments received during the first year, 30% of payments received during the second year, 20% of payments received during the third year and 10% of payments received during the fourth year; and
- (c) Milestone share payments (or cash equivalent at the Company's election) of:
 - (i) 100,000 shares upon entering into a future option agreement (issued);
 - (ii) 250,000 shares upon completion of 10,000 metres of drilling;
 - (iii) 400,000 shares upon announcement of a measured or indicated mineral resource estimate (NI 43-101 compliant) of at least 500 million tonnes at a grade of at least 0.50% copper equivalent; and
 - (iv) 500,000 shares on the completion of a NI 43-101 compliant feasibility study.

The property is located in northwest British Columbia. Both Evrim and Ascent are each entitled to 50% of the existing bond in place, with Evrim's share being \$20,000 (December 31, 2019 - \$20,000).

Ball Creek Golden Ridge agreement

In July 2019, the Company entered into an agreement with Golden Ridge on the Ball creek project. Golden Ridge can earn an 80% interest in the Ball Creek project by issuing 1,000,000 Golden Ridge shares, making cash or cash equivalent share payments of up to \$300,000, additional cash payments of up to \$4.25 million, making a production decision supported by an NI 43-101 compliant feasibility study on the Ball Creek property, and providing evidence of project financing that is mutually acceptable to both parties in accordance with the feasibility study. Evrim retains the right to purchase 1% of a pre-existing 2% NSR for \$1.0 million.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Canada Portfolio, continued

Ball Creek Property, *continued*

A portion of the first four years, share and cash payments will be subject to the purchase agreement with Ascent. The Company received 1,000,000 Golden Ridge shares of which 400,000 was transferred to Ascent as discussed in item (b) above.

Axe Property

In December 2016, the Company acquired a 100% interest in the Axe property from Liberty Leaf Holdings Ltd. ("Liberty Leaf") and Bearclaw Capital Corp. ("Bearclaw"), subject to a 1% NSR covering 21 claims with an option to buy back the NSR for \$1.5 million, and a 2% NSR on four separate claims with an option to buy back the first 1% NSR for \$1 million and the remaining 1% NSR for \$2 million.

To earn a 100% interest, the Company is required to make the following payments:

- (a) \$30,000 (\$21,000 to Liberty Leaf and \$9,000 to Bearclaw) upon closing of the agreement (paid);
- (b) If the Company enters into an option agreement whereby the Company would receive payments related to the property at any time within the four years following the date of the agreement, the Company will be required to pay additional consideration of 40% of payments received during the first year, 30% of payments received during the second year, 20% of payments received during the third year and 10% of payments received during the fourth year; and
- (c) Milestone share payments (or cash equivalent at the Company's election) of:
 - (i) 75,000 shares upon entering into a future option agreement (issued);
 - (ii) 75,000 shares upon entering into a future agreement to drill 5,000 metres;
 - (iii) 200,000 shares upon announcement of a measured or indicated mineral resource estimate (NI 43-101 compliant) of at least 500 million tonnes at a grade of at least 0.40% copper equivalent; and
 - (iv) 250,000 shares on the completion of a NI 43-101 compliant feasibility study.

The property is located in south-central British Columbia. As at March 31, 2020, the Company has placed a reclamation bond in the amount of \$30,000 (December 31, 2019 - \$30,000).

Lemon Lake Property

In October 2018, the Company acquired a 100% interest in the Lemon Lake property from Metalogic Exploration Inc.

EVIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Canada Portfolio, continued

Lemon Lake Property, *continued*

To earn a 100% interest, the Company is required to make the following payments:

- (a) \$15,000 upon closing of the agreement (paid);
- (b) milestone share payments (or cash equivalent at the Company's election) of:
 - (i) \$25,000 upon entering into a future option agreement;
 - (ii) \$25,000 upon entering into an agreement to drill 10,000 metres;
 - (iii) \$150,000 upon announcement of a measured, indicated or inferred mineral resource estimate (compliant with National Instrument 43-101); and
 - (iv) \$500,000 upon decision to bring the property into commercial production.

The property is located in south-central British Columbia. The Company has placed a reclamation bond of \$75,000 (December 31, 2019 - \$75,000) for the property.

Newmont Alliance

In July 2017, the Company signed a two-year exploration alliance with Newmont Mining Corporation ("Newmont"). The alliance focused on generating greenfield exploration opportunities in terranes favorable for world-class gold orebodies. Evrim and Newmont co-funded the US\$1,840,000 exploration program through a respective 30:70 allocation.

At the end of the two-year alliance period, Newmont had the right to designate one or more projects for option by making certain cash payments to Evrim and funding exploration on the project(s) for up to ten years, or until such time as it has defined a NI 43-101 compliant pre-feasibility study on a minimum two-million-ounce gold resource. Newmont would then have increased its ownership in the designated project to 80%.

Astro Project

In March 2019, the Company announced the designation of the Astro project for option from the Newmont alliance. The 250-square-kilometre Astro project is located six kilometres north of the Mile 222 airstrip and 195 kilometres northeast of Ross River along the Canol Road in the Northwest Territories, providing seasonal road access to the southern boundary of the property. The Company received the option payment of US\$200,000 due upon assignment in April 2019. During the year ended December 31, 2019, the Company received \$1,607,760 for the 2019 exploration program of which \$84,581 was outstanding as of March 31, 2020.

The Company has placed a reclamation bond of \$40,834 (December 31, 2019 - \$40,834) for the property. The option and the alliance agreements were terminated in April 2020.

EVIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Yamana Alliance

In October 2018, the Company signed a three-year exploration alliance with a subsidiary of Yamana Gold Inc. ("Yamana"). The alliance allows Evrim royalty free access to Yamana's dataset in the western United States for gold and base metal project generation.

During the alliance period, Evrim will compile a fully digital and comprehensive dataset to generate new targets and ideas within the designated area. Should Evrim acquire a project within the designated area, Yamana will have the exclusive right for 60 days to enter into an option agreement to earn a 75% interest on terms as follows:

- (i) Within the first two years, Yamana will fund (at least) US\$1,000,000 for initial exploration expenditures, including any acquisition or land staking costs;
- (ii) Solely fund additional exploration expenditures between years 3 and 10, or until such time as Yamana has defined a NI 43-101 compliant pre-feasibility study on a minimum one-million-ounce gold equivalent resource;
- (iii) Make a cash payment of US\$150,000 upon signing the option agreement and additional payments of US\$100,000 on the first, second and third anniversaries;
- (iv) Upon Yamana earning its interest and the formation of a joint venture, Yamana and Evrim will jointly fund programs on a respective 25%/75% basis;
- (v) Should Evrim's interest in a project fall below 10%, its interest will convert to a 2.5% NSR of which 1.25% NSR can be purchased by Yamana prior to production for US\$5 million; and
- (vi) Evrim will be operator during the first US\$10 million of exploration expenditures. The option period is independent of the alliance period and may extend beyond the three-year term. At the end of the Alliance, both parties will retain a copy of the digital database.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

9. MINERAL PROPERTY INTERESTS, CONTINUED

Exploration Expenditures

During the period ended March 31, 2020 and 2019, the Company incurred the following exploration expenditures that were expensed as incurred:

	Period ended March 31,	
	2020	2019
Camp and support	\$ 4,632	\$ 61,688
Aircraft and helicopters	-	74,867
Chemical analysis	736	95,336
Data management and maps	5,220	23,918
Drilling and trenching	-	297,404
Community relations	-	38,740
Geological services	77,227	339,092
Geophysical surveys	-	21,675
Materials and supplies	719	13,603
Project Management	-	99
Recording and filing	8,093	70,776
Travel	3,466	95,854
	\$ 100,093	\$ 1,133,052

10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2020	December 31, 2019
Trade payables	\$ 12,384	\$ 130,320
Accrued liabilities	41,878	59,588
	\$ 54,262	\$ 189,908

The average credit period of purchases is one month. The Company has financial risk management policies in place to ensure that all payables are paid within the agreed-upon credit terms.

11. PROVISION FOR ENVIRONMENTAL REHABILITATION

The Company's exploration activities are subject to various federal, provincial and state laws and regulations governing the protection of the environment. Management's current estimate of reclamation and other future site restoration costs to be incurred for existing mineral property interests has been included in these consolidated financial statements as a provision for environmental rehabilitation. The undiscounted amount of the estimated cash flows required to settle the obligations, which are expected to be paid over the next four years, is \$5,306 (December 31, 2019 - \$5,306).

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

11. PROVISION FOR ENVIRONMENTAL REHABILITATION, CONTINUED

Balance, December 31, 2018	\$	66,525
Revision in estimates		(61,219)
Balance, December 31, 2019		5,306
Revision in estimates		-
Balance, March 31, 2020	\$	5,306

12. COMMITMENTS AND CONTINGENCIES

On December 11, 2019, the Company signed a lease for its head office located at 1201 - 510 West Hastings Street, Vancouver, British Columbia, effective March 1, 2020 to February 28, 2025. The Company has made a security deposit equivalent to four months' rent (\$19,352).

- (a) At March 31, 2020, the Company has future minimum annual lease commitments as follows:

	Less than one year	One to five years
Lease payment	\$ 39,105	\$ 168,112
Operating costs (estimate)	19,241	96,133
Total	\$ 58,346	\$ 264,245

- (b) The Company has leased a photocopier for the head office, which has been classified as an operating lease as the lease does not include a purchase clause and the term of the lease is not substantially all of the useful life of the asset. The following are the future minimum annual lease commitments:

	Less than one year	One to five years
Photocopier lease payment	\$ 2,580	\$ 5,160

- (c) During the year ended December 31, 2018, the Company entered into a rental agreement with Javier Antonio García Penqueño, for the administrative offices in Hermosillo, Mexico. The annual rent totals \$21,000. This agreement is for a period of three years and expires on December 31, 2020. The Company may terminate the agreement with a penalty equivalent to two months' rent payment.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
 Three Months Ended March 31, 2020 and 2019
 (Expressed in Canadian Dollars)

13. ISSUED CAPITAL

(a) Authorized and issued

The Company's authorized share capital is an unlimited number of common shares without par value.

Issuance of common shares

No shares were issued during the period ended March 31, 2020 and 2019.

Warrant exercise

No warrants were exercised during the period ended March 31, 2020 and 2019.

Stock options exercise

No options were exercised during the period ended March 31, 2020 and 2019.

(b) Incentive stock options

The Company has a rolling stock option plan (the "Plan") that allows for the reservation of common shares issuable under the Plan to a maximum of 10% of the number of issued and outstanding common shares at any given time. The Plan allows the board of directors to grant stock options of the Company to encourage equity participation among senior officers, employees, consultants and directors through the acquisition of common shares of the Company.

The Company did not issue any stock options during the period ended March 31, 2020. In February 2019, the board of directors approved a grant of 200,000 stock options at a price of \$0.32 per share for a period of five years. The options vest over a four-year period.

Changes in share purchase options during the period.

	March 31, 2020		March 31, 2019	
	Number of shares	Weighted average exercise price	Number of shares	Weighted average exercise price
Outstanding at beginning of the year	4,815,000	\$ 0.27	5,715,000	\$ 0.25
Granted	-	\$ -	200,000	\$ 0.32
Forfeited/Expired	(450,000)	\$ 0.25	-	\$ -
Outstanding at end of the year	4,365,000	\$ 0.27	5,915,000	\$ 0.25
Options exercisable at end of the year	2,715,000	\$ 0.26	2,690,000	\$ 0.25

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

13. ISSUED CAPITAL, CONTINUED

The following share purchase options were outstanding at March 31, 2020.

Expiry date	Options outstanding (number of shares)	Options exercisable (number of shares)	Exercise price	Weighted average remaining life
May 13, 2020	100,000	100,000	\$ 0.18	0.12
November 9, 2022	3,065,000	2,265,000	\$ 0.25	2.61
February 13, 2024	200,000	100,000	\$ 0.32	3.87
July 4, 2024	1,000,000	250,000	\$ 0.32	4.26
	4,365,000	2,715,000	\$ 0.27	2.99

The Company determines the fair value of the options using the Black-Scholes option pricing model and used the following weighted average assumptions: volatility of 104.5%, risk-free interest rate of 1.68%, an expected life of 5 years and a dividend yield of 0%. Volatility was estimated using historical prices of the Company's shares.

The total share-based compensation expense charged against operations for the period ended March 31, 2020 was \$38,556 (March 31, 2019 – \$62,129).

Share-based compensation related to expired options of \$121,023 derecognized during the period ended March 31, 2020, by setting of against retained earnings.

(c) Warrants

The Company did not issue any warrants during the ended March 31, 2020 and 2019.

Share purchase warrants outstanding at March 31, 2020 and 2019 are as follows:

Exercise price	Expiry date	Balance December 31, 2019	Exercised/expired during the year	Balance March 31, 2020
\$0.50	May 19, 2020	6,333,629	-	6,333,629
	Weighted average exercise price	\$0.50		\$0.50
	Weighted average remaining life	1.38		0.13

Exercise price	Expiry date	Balance December 31, 2018	Exercised/expired during the year	Balance March 31, 2019
\$0.50	May 19, 2020	6,333,629	-	6,333,629
	Weighted average exercise price	\$ 0.50		\$ 0.50
	Weighted average remaining life	1.38		1.14

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

14. RELATED PARTY TRANSACTIONS

Transactions between the Company and related parties are disclosed below.

(a) Due to related parties

Included in accounts payable and accrued liabilities at March 31, 2020 was \$Nil (March 31, 2019 - \$6,127) owing to a company with a director in common.

(b) Transactions involving related parties

During the period ended March 31, 2020, the Company paid \$Nil (March 31, 2019 - \$18,648) for community engagement services to a company with a director in common.

(c) Compensation of key management personnel

The remuneration paid to directors and other key management personnel during the period ended March 31, 2020 and 2019 were as follows:

	Period ended March 31,	
	2020	2019
Salaries of senior executives ⁽ⁱ⁾	\$ 160,000	\$ 200,000
Short-term employee benefits ⁽ⁱⁱ⁾	6,564	8,100
Non-executive directors' fees	42,500	30,000
Share-based compensation	34,920	34,615
	\$ 243,984	\$ 272,715

- (i) Senior executives include the Chief Executive Officer, Chief Financial Officer and Vice President Exploration.
- (ii) Key management personnel were not paid post-employment benefits or other long-term benefits during the period ended March 31, 2020 and 2019.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
 Three Months Ended March 31, 2020 and 2019
 (Expressed in Canadian Dollars)

15. SEGMENTED INFORMATION

During the period ended March 31, 2020 and 2019, the Company operated in one industry segment: mineral exploration; within three geographic segments: Canada, United States and Mexico. The Company's non-current assets by geographic areas for the period ended March 31, 2020 and 2019 are as follows:

March 31, 2020	Canada	United States	Mexico	Total
Non-current assets				
Prepaid rent and deposits	\$ 19,352	\$ -	\$ -	\$ 19,352
Equipment	230,890	-	18,120	249,010
Reclamation bond	173,334	-	-	173,334
	\$ 423,576	\$ -	\$ 18,120	\$ 441,696

March 31, 2019	Canada	United States	Mexico	Total
Non-current assets				
Prepaid rent and deposits	\$ 11,208	\$ -	\$ -	\$ 11,208
Equipment	127,201	-	64,686	191,887
Reclamation bond	93,834	-	-	93,834
	\$ 232,243	\$ -	\$ 64,686	\$ 296,929

The Company's mineral property revenues by geographic areas for the period ended March 31, 2020 and 2019 are as follows:

	March 31, 2020		
	Canada	Mexico	Total
Revenues			
Property option proceeds	\$ -	\$ -	\$ -
Project management fees	616	-	616
	\$ 616	\$ -	\$ 616

	March 31, 2019		
	Canada	Mexico	Total
Revenues			
Property option proceeds	\$ 267,820	\$ -	\$ 267,820
Project management fees	4,630	45,148	49,778
	\$ 272,450	\$ 45,148	\$ 317,598

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
 Three Months Ended March 31, 2020 and 2019
 (Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT

(a) Fair value of financial instruments

The fair values of cash and cash equivalents, short term investments, amounts receivable, accounts payable and accrued liabilities, and joint venture partner deposits approximate their carrying values due to the short-term to maturity of these financial instruments. The carrying value of marketable securities is based on quoted market prices, a Level 1 measurement according to the fair value hierarchy.

(b) Categories of financial instruments

	March 31, 2020	December 31, 2018
Financial assets		
<i>FVTPL</i>		
Cash and cash equivalents	\$ 2,774,540	\$ 3,546,972
Short term investments	6,058,805	6,058,805
Marketable securities	23,500	43,000
<i>Loans and receivables</i>		
Amounts receivable	56,635	43,395
	\$ 8,913,480	\$ 9,692,172
Financial liabilities		
<i>Other financial liabilities</i>		
Accounts payable and accrued liabilities	\$ 54,262	\$ 189,908
Joint venture partner deposit	84,581	91,358
	\$ 138,843	\$ 281,266

The Company's financial instruments are exposed to certain financial risks, which include foreign currency risk, interest rate risk, credit risk, liquidity risk and other price risk. The Company's risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company's exposure to these risks and its methods of managing the risks remain consistent.

(c) Foreign currency risk

The Company incurs certain expenses in currencies other than the Canadian dollar. The Company is subject to foreign currency risk as a result of fluctuations in exchange rates. The Company manages this risk by maintaining bank accounts in US dollars and Mexican pesos ("MXN") to pay these foreign currency expenses as they arise. Receipts in foreign currencies are maintained in those currencies. The Company does not undertake currency hedging activities. The Company also does not attempt to hedge the net investment and equity of integrated foreign operations.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT, CONTINUED

(c) Foreign currency risk, continued

The carrying amount of the Company's foreign currency denominated monetary assets are as follows:

	March 31, 2020 (US*)	March 31, 2020 (MXN*)	December 31, 2019 (US*)	December 31, 2019 (MXN*)
Cash	\$ 172,513	\$ 9,151	\$ 387,784	\$ 17,180
Amounts receivable	-	-	-	-
Accounts payable and accrued liabilities	(874)	(5)	(9,309)	(5,520)
Joint venture partner deposits	(84,581)	-	(252,085)	-
Net assets denominated in foreign currencies	\$ 87,058	\$ 9,146	\$ 126,390	\$ 11,660

*Figures in this table are Canadian dollars, converted from the foreign currency, at the closing exchange rate for that date.

The Company uses a sensitivity analysis to measure the effect on total assets of reasonably foreseen changes in foreign exchange rates. The analysis is used to determine if these risks are material to the financial position of the Company. On the basis of current market conditions, the Company has determined that a 10% change in foreign exchange rates would affect the fair value of total assets by 0.11% (2018 – 1.59%).

The sensitivity of the Company's loss and comprehensive loss due to changes in the exchange rate between the Mexican peso and the Canadian dollar, and between the US dollar and the Canadian dollar are approximated in the tables below. The change, due to the effect of the exchange rate on financial instruments, is reported in the consolidated statements of loss and comprehensive loss as foreign exchange gains (losses).

Period ended March 31,	2020		2019	
	10% Increase in MXN : CAD rate	10% Increase in USD : CAD rate	10% Increase in MXN : CAD rate	10% Increase in USD : CAD rate
Change in net loss and comprehensive loss	\$ 19,920	\$ 2,010	\$ 4,368	\$ Nil

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT, CONTINUED

(d) Interest rate risk

The Company's cash and cash equivalents consist of cash held in bank accounts and GICs that earn interest at a fixed interest rate. Future cash flows from interest income on cash and cash equivalents will be affected by declining cash balances. The Company manages interest rate risk by investing in short-term fixed interest financial instruments with varying maturity periods when feasible to provide access to funds as required. A 25-basis point change in interest rate would have an immaterial impact on comprehensive income based on the cash and cash equivalents at the end of the period. Actual financial results for the coming year will vary since the balances of financial assets are expected to decline as funds are used for Company expenses.

(e) Credit risk

Credit risk is the risk of an unexpected loss if an exploration partner, counterparty or third party to a financial instrument fails to meet its contractual obligations. To reduce credit risk, cash and cash equivalents and short-term investments are on deposit at major financial institutions. The Company is not aware of any counterparty risk that could have an impact on the fair value of such investments. The carrying value of the financial assets represents the maximum credit exposure.

The Company minimizes credit risk by reviewing the credit risk of the counterparties to its arrangements on a periodic basis. The Company's concentration of credit risk and maximum exposure thereto is as follows:

	March 31, 2020	December 31, 2019
Short-term money market instruments	\$ 8,308,805	\$ 8,808,805
Cash bank accounts	524,540	796,972
Amounts receivable	56,635	43,395
Total	\$ 8,889,981	\$ 9,649,172

At March 31, 2020, the Company's short-term money market instruments were invested in GICs earning annual interest rates of 1.15% to 2.25%.

(f) 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 has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis, including exploration plans. The Company attempts to ensure that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations, holdings of cash and cash equivalents and short-term investments.

EVRIM RESOURCES CORP.

Notes to the Condensed Interim Consolidated Financial Statements
Three Months Ended March 31, 2020 and 2019
(Expressed in Canadian Dollars)

16. FINANCIAL RISK MANAGEMENT, CONTINUED

(f) Liquidity risk, continued

The Company's policy is to invest its excess cash in highly liquid, fully guaranteed, bank-sponsored instruments. The Company staggers the maturity dates of its investments over different time periods when feasible to maximize interest earned. The Company has invested part of the excess cash flow through a financial institution.

The following table summarizes the Company's significant liabilities and corresponding maturities.

Due Date	Accounts Payable and Accrued Liabilities	
	March 31, 2020	December 31, 2019
0 – 90 days	\$ 12,384	\$ 130,320
90 – 365 days	41,878	59,588
365 + days	-	-
Total	\$ 54,262	\$ 189,908

(g) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk and foreign currency risk.

(h) Effect of COVID-19

COVID-19 (the coronavirus) has threatened a slowdown in the global economy as well as caused volatility in the global financial markets. While the full impact of COVID-19 on the global economy is uncertain, the rapid spread of COVID-19 may have an adverse effect on the Company's financial position. The extent to which COVID-19 may impact the Company's business will depend on future developments such as the geographic spread of the disease, the duration of the outbreak, travel restrictions, physical distancing, business closures or business disruptions, and the effectiveness of actions taken in Canada and other countries to contain and treat the disease. Although it is not possible to reliably estimate the length or severity of these developments and their financial impact as of the date of approval of these condensed interim consolidated financial statements, continuation of the prevailing conditions could have a significant adverse impact on the Company's financial position and results of operations for future periods.



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RESOURCES CORP.

MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS

**FOR THE THREE MONTHS ENDED
MARCH 31, 2020**

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Introduction

This Management Discussion and Analysis – Quarterly Highlights (“MD&A - Quarterly Highlights”) of the financial position and results of Evrim Resources Corp. (the “Company” or “Evrin”) should be read in conjunction with the Company’s unaudited condensed interim consolidated financial statements and related notes for the three months ended March 31, 2020 and 2019. The MD&A - Quarterly Highlights was prepared to conform to National Instrument 51-102F1 and was approved by the Board of Directors prior to its release. Readers are cautioned that the MD&A - Quarterly Highlights contains forward-looking statements and that actual events may vary from management’s expectations. Readers are encouraged to read the Forward-Looking Statement disclaimer included with this MD&A - Quarterly Highlights.

The audited consolidated financial statements, unaudited condensed interim consolidation financial statements and MD&A - Quarterly Highlights are presented in Canadian dollars, unless otherwise indicated and have been prepared in accordance with International Financial Reporting Standards (“IFRS”). The statements and any summary of results presented in the MD&A - Quarterly Highlights were prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). Please consult the audited consolidated financial statements for the years ended December 31, 2019 and 2018, and the unaudited condensed interim consolidation financial statements for the three months ended March 31, 2020 and 2019 for more complete financial information.

All of the Company’s public disclosure filings, including its most recent management information circular, material change reports, press releases and other information, may be accessed via www.sedar.com and readers are urged to review these materials, including the technical reports filed with respect to the Company’s mineral properties.

About Evrim

Evrin is a mineral exploration company with a diverse portfolio of quality copper, gold and silver exploration projects in Mexico and western Canada. The Company also owns a geological database covering parts of Mexico, central Asia, South Pacific, western Canada and western United States. Evrim's business plan is to generate and acquire exploration projects that it will advance through option and joint venture agreements with industry partners to create shareholder value. The projects generated and acquired to date form a solid foundation for Evrim's execution of its business model, which will be further enhanced by a pipeline of new projects being developed internally.

The Company was incorporated on May 11, 2005, as a capital pool company for the purposes of the policies of the TSX Venture Exchange (“Exchange”) and is a reporting issuer in British Columbia, Alberta, Saskatchewan and Ontario. The shares of the Company commenced trading on the Exchange under the symbol “EVM” on January 25, 2011.

Date

This MD&A - Quarterly Highlights has been prepared based on information available to the Company as of May 26, 2020.

**EVIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Operational Highlights

Option Agreements, Acquisitions and Exploration

The Company has no substantial revenue and supports its operations through the sale of equity or assets such as mineral property interests. The value of a mineral property is dependent upon the existence or potential existence of economically recoverable mineral reserves.

Trek 31

In February 2020, the Company announced its ownership of the Trek 31 property in the Nechako Plateau of British Columbia. TREK 31 is located 30 kilometres northeast of New Gold Inc.'s Blackwater gold-silver deposit (year-end 2018 reserves of 8.2 million ounces of gold and 60.8 million ounces of silver). The property was identified by Evrim using data from Geoscience BC's TREK initiative and staked in 2018.

TREK 31 covers one of the largest and strongest geochemical anomalies identified in Geoscience BC's TREK initiative. The TREK initiative covered the eastern half of the Nechako Plateau with a high-resolution aeromagnetic survey, detailed surficial mapping and an extensive till sampling program. Exploration by Evrim outlined a 2.3 kilometre by 900 metre gold-in-till anomaly situated down ice of a major structural break between rocks of the Stikine Terrane and magnetic rocks interpreted to be volcanic and intrusive rocks of Eocene age. TREK 31 exhibits potential for a Blackwater-like exploration target and will be advanced with additional till sampling and an IP survey later this year. The Company is seeking a partner to advance TREK-31 and explore other areas of pronounced till anomalism within the Nechako Plateau.

Astro

In March 2019, the Company announced the designation of the Astro project for option from the exploration alliance with Newmont Mining Corporation ("Newmont"). Under the terms of the option agreement, Newmont can earn up to an 80% interest by making staged cash payments totaling US\$600,000 and solely funding exploration until it has defined a National Instrument 43-101 ("NI 43-101") compliant pre-feasibility study on a minimum two-million-ounce gold resource within a ten-year period.

In April 2020, Newmont informed Evrim that it was terminating the Astro agreement and the exploration alliance. Evrim is evaluating specific untested targets and the extensive regional potential before determining the next steps for exploration at Astro.

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Operational Highlights, continued

Option Agreements, Acquisitions and Exploration, continued

Ball Creek

In July 2019, the Company announced a joint venture with Golden Ridge Resources (“Golden Ridge”). Golden Ridge can earn an 80% interest in the Ball Creek project by issuing one million shares, making annual cash or cash-equivalent share payments totaling up to \$4.55 million, making a production decision supported by an NI 43-101 compliant feasibility study and providing evidence of project financing that is mutually acceptable to both parties. A portion of the first four years’ share and cash payments will be subject to the purchase agreement with Paget Minerals Corp. which is now owned by Ascent Industries Corp. Evrim retains the right to purchase 1% of a pre-existing 2% NSR for \$1.0 million.

In January 2020, Golden Ridge released results from 4,500 soil samples and 59 rock samples collected in 2019. The sampling program identified several new exploration targets in the Hickman area of Ball Creek and expanded on previous exploration at the More and ME prospects. Sampling highlights include:

- a 500 metre by 1,500 metre area of anomalous copper-gold samples over the Hickman batholith (the “Hickman” target), a large granodioritic to monzonitic intrusive complex related to the nearby Schaft Creek porphyry copper deposit;
- northern and southern extensions to historic copper-gold soil anomalies over the More target area, which now extends for some seven kilometres along a north-northeast-striking corridor of syenite dikes, sills and plugs; and
- a 500 metre by 1,500 metre copper-molybdenum-gold-silver anomaly at the ME prospect located 2.5 kilometres south of the Main Zone porphyry.

Golden Ridge plans to follow up the results in these areas with additional sampling, mapping and geophysical surveys to define drill targets.

Ermitaño

In February 2020, First Majestic announced results of 33,767 metres of drilling completed in 103 holes at Ermitaño in 2019. Drilling highlights included:

- 10.8 metres grading 12.84 g/t gold and 46 g/t silver in hole EW-19-67;
- 6.4 metres grading 9.46 g/t gold and 383 g/t silver in EW-19-74;
- 2.4 metres grading 31.63 g/t gold and 459 g/t silver in EW-19-85;
- 13.0 metres grading 11.61 g/t gold and 45 g/t silver in EW-19-91;
- 7.7 metres grading 16.37 g/t gold and 111 g/t silver in EW-19-103;
- 4.5 metres grading 17.98 g/t gold and 79 g/t silver in EW019-111; and
- 9.1 metres grading 14.22 g/t gold and 130 g/t silver in EW-19-113.

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Operational Highlights, continued

Option Agreements, Acquisitions and Exploration, continued

Ermitaño (continued)

First Majestic reported that it was working on several engineering studies, including geotechnical and geohydrological investigations, detailed metallurgical testing and a series of trade-off analyses to define the materials handling infrastructure for a prefeasibility study scheduled to be released in late 2020. First Majestic also expects to complete 3,800 metres of underground development, including a ramp and five production levels in 2020. An additional 15,000 metres of drilling in 50 holes is planned to infill the resource and potentially increase the resource in the eastern Ermitaño vein area, the Aitana vein, and several nearby newly identified targets.

In March 2020, First Majestic provided an update to its reserves and resources effective December 31, 2019. The updated resource estimate for Ermitaño included:

- an indicated resource totaling 2,107,000 tonnes at 4.59 g/t gold and 70 g/t silver for 311,000 ounces of contained gold and 4.73 million ounces of contained silver; and
- an inferred resource of 3,733,000 tonnes averaging 3.08 g/t gold and 58 g/t silver for 370,000 ounces of contained gold and 6.98 million ounces of contained silver.

First Majestic also announced plans to invest US\$29.1 million at Ermitaño in 2020 for mine development, mine equipment and materials-handling.

Evrin holds a 2% NSR on Ermitaño.

Sarape

In June 2018, the Company announced a definitive agreement with a subsidiary of Coeur Mining Inc. (“Coeur”) on the Sarape project in Sonora, Mexico. Coeur could acquire an 80% interest in Sarape by spending US\$16.5 million on exploration, making staged cash payments of US\$2.55 million and completing an NI 43-101 compliant feasibility study on a minimum measured and indicated resource estimate of one million ounces of gold equivalent within a ten-year period. The initial cash payment due upon signing of the agreement of US\$100,000 was received in September 2018. In July 2019, the Company announced that Coeur had terminated the agreement.

The Sarape project consists of 5,349 hectares of mineral tenure over the six-kilometre-long Sarape vein and the 2.6-kilometre long Chiltepin vein. Evrim contracted a helicopter borne magnetic and radiometric geophysical survey over the property in 2018 and completed detailed geologic mapping and rock sampling over the vein targets. Early in 2019, Evrim initiated a diamond drilling program designed to test the Sarape and Chiltepin veins below areas of anomalous rock-chip samples and high-level epithermal vein textures. Drilling confirmed that the Sarape vein has a complex, multi-episodic emplacement history with two phases of quartz (white and yellow/green) and two phases of carbonate veining.

**EVRIIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Operational Highlights, continued

Option Agreements, Acquisitions and Exploration, continued

Sarape (continued)

Drill intercepts of up to 1 g/t gold and 30 g/t silver were associated with both quartz phases and are best developed between 100 metres and 350 metres below surface where the vein dilates into a wide fissure vein up to 20 metres wide before narrowing at depth.

The Company plans to refine targets along the balance of the six-kilometre-long Sarape vein and 2.6 kilometre-long Chiltepin vein and seek a partner to undertake additional drilling.

Cerro Cascaron

In January 2016, the Company acquired the Cerro Cascaron project in Chihuahua, Mexico. The project covers 6,842 hectares in a historic Colonial-era mining district hosting numerous gold and gold-silver prospects. The core claims were staked by the Company in late 2016. Three surrounding claims were subsequently acquired under two separate agreements and were consolidated in July 2016. Under the terms of the consolidated agreement, the Company will pay \$280,000 over a five-year period to acquire a 100% interest. The agreement is subject to a 2% NSR of which 1% can be purchased for US\$2.5 million.

In June 2017, the Company signed an option agreement with Harvest Gold Corporation (“Harvest”), whereby Harvest could earn 80% of interest in Cerro Cascaron. During 2018 and 2019 the agreement was amended for a fee of \$ 30,000 to extend the first-year commitment and to maintain the project in good standing up to December 31, 2019.

In 2018 and 2019, the Company completed a 10-hole, 2,255-metre drill program at Cerro Cascaron designed to test the Cascarita, Serpiente Dorada and San Pedro areas. Three holes at Cascarita failed return any significant results. Drilling at Serpiente Dorada tested a structure at approximately 200 metres below surface. Mineralization was intersected within broad zones of quartz veining and silicification where the structure intersected a contact between andesitic and rhyolitic volcanic rocks. Drill hole SPT18-01 returned 1.0 metre grading 20.1 g/t gold and 22.5 g/t silver from 225.5 metres downhole. Drilling at San Pedro intersected a banded quartz vein hosted in rhyolitic tuff and andesite, containing multi-episodal chalcedonic quartz and quartz breccia. Drill hole SPED19-02 intersected 0.35 metres grading 5.39 g/t gold and a separate 4.8 metre interval grading 1.02 g/t gold.

In March 2020, Evrim announced the termination of the option agreement with Harvest Gold and stated that it was seeking a partner to advance exploration, including the follow-up of open-ended drill results at Serpiente Dorada and San Pedro, and the testing of other targets in the Lower Volcanic Section.

Technical Disclosure

All technical disclosure covering the Company’s mineral properties was prepared under the supervision of Dave Groves, Vice President, Exploration for Evrim. Mr. Groves is a Certified Professional Geologist (#11456) with the American Institute of Professional Geologists and a Qualified Person under the definition of NI 43-101.

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Operational Highlights, continued

Property Acquisitions and Exploration, continued

The following table indicates the exploration undertaken on the Company's properties during the period ended March 31, 2020 compared to March 31, 2019. Results for minor properties which are not subject to option or alliance agreements have been aggregated to permit presentation of the results for the comparable period in the previous fiscal year.

	Astro		Cerro Cascaron		Cuale		Llano del Nogal		Sarape		Alliance				
											Newmont		Yamana		
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	
Acquisition costs	\$ -	\$ -	\$ 1,442	\$ -	\$ 555	\$ 19,969	\$ 44	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 9,990	\$ -	\$ -
Exploration costs															
Aircraft and helicopter	-	-	-	-	-	65,305	-	-	-	-	-	-	-	-	-
Camp and support	-	-	-	20,307	-	18,826	1,552	-	36	10,838	-	5,915	48	596	
Chemical analysis	159	1,284	385	41,997	1,237	44,407	1,384	-	1,224	693	-	2,504	-	-	
Community relations	-	-	-	-	-	-	-	-	-	-	-	34,889	-	-	
Data management and maps	687	290	46	5,139	-	3,614	852	71	93	4,138	48	1,026	-	1,573	
Drilling and trenching	-	-	-	172,982	-	124,422	-	-	-	-	-	-	-	-	
Geological and engineering	3,013	8,147	1,776	71,075	-	83,764	7,349	-	1,798	63,280	-	75,294	561	2,010	
Geophysical Surveys	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Project management	-	99	-	-	-	-	-	-	-	-	-	-	-	-	
Materials and supplies	-	-	-	4,426	-	3,014	526	-	63	6,031	-	-	-	74	
Recording and filing	-	-	-	10,919	-	13,444	-	28,105	-	1,239	-	-	-	-	
Travel	-	-	-	47,960	-	24,952	250	-	65	7,535	-	10,483	-	1,574	
	3,859	9,820	2,207	374,805	1,237	381,748	11,913	28,176	3,279	93,754	48	130,111	609	5,827	
Exploration reimbursements	(6,162)	-	-	(408,419)	-	-	-	-	-	(196,077)	-	(97,073)	-	-	
Acquisition & exploration costs net of, reimbursements	(2,303)	9,820	2,207	(33,614)	1,237	381,748	11,913	28,176	3,279	(102,323)	48	33,038	609	5,827	
Government grant	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Option proceeds	-	(267,820)	-	-	-	-	-	-	-	-	-	-	-	-	
Net expenditures (recoveries), for the period	(2,303)	(258,000)	3,649	(33,614)	1,792	401,717	11,957	28,176	3,279	(102,323)	48	43,028	609	5,827	

Projects continued next page

**EVIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Operational Highlights, continued

Property acquisitions and Exploration, continued

	Ball Creek		La Lola		Lemon Lake		Trek 31		Generative		Other		Total	
	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019	2020	2019
Acquisition costs	\$ -	\$ -	\$ 1,273	\$ -	\$ -	\$ -	\$ -	\$ 14,679	\$ -	\$ -	\$ 3,094	\$ 46,092	\$ 6,408	\$ 90,730
Exploration costs														
Aircraft and helicopter	-	9,562	-	-	-	-	-	-	-	-	-	-	-	74,867
Camp and support	-	2,250	-	-	-	-	-	-	1,517	2,457	1,479	499	4,632	61,688
Chemical analysis	-	1,687	-	-	-	74	(3,653)	-	-	277	-	2,413	736	95,336
Community relations	-	1,480	-	-	-	1,978	-	-	-	-	-	393	-	38,740
Data management and maps	-	2,507	-	-	-	588	283	2,012	3,211	95	-	2,865	5,220	23,918
Drilling and trenching	-	-	-	-	-	-	-	-	-	-	-	-	-	297,404
Geological and engineering	2,920	2,435	224	-	150	4,767	4,903	6,917	47,862	11,939	6,671	9,464	77,227	339,092
Geophysical Surveys	-	21,675	-	-	-	-	-	-	-	-	-	-	-	21,675
Project management	-	-	-	-	-	-	-	-	-	-	-	-	-	99
Materials and supplies	-	-	-	-	-	-	-	-	-	58	130	-	719	13,603
Recording and filing	2,575	-	5,518	-	-	-	-	-	-	14,378	-	2,691	8,093	70,776
Travel	-	-	-	-	-	-	-	-	2,601	2,718	550	632	3,466	95,854
	5,495	41,596	5,742	-	150	7,407	1,533	8,929	55,191	31,922	8,830	18,957	100,093	1,133,052
Exploration reimbursements	-	(31,670)	-	-	-	-	-	-	-	-	-	(34,676)	(6,162)	(767,915)
Acquisition & exploration costs net of, reimbursements	5,495	9,926	5,742	-	150	7,407	1,533	8,929	55,191	31,922	8,830	-	93,931	365,137
Government grant and tax recovery	-	-	-	-	-	-	-	-	(4,044)	(24,000)	-	-	(4,044)	(24,000)
Option proceeds	-	-	-	-	-	-	-	-	-	-	-	-	-	(267,820)
Net expenditures (recoveries), for the period	5,495	9,926	7,015	-	150	7,407	1,533	23,608	51,147	7,922	11,924	30,373	96,295	164,047

EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020

Trends

Seasonality and market fluctuations may impact Company's expenditures. Exploration activities are carried out in Mexico, United States and Canada and consist of expenses incurred on mineral property operations, administration, and business development.

The level of spending is largely determined by the Company's ability to secure financing through the sale of equity, the sale of assets and joint venture or alliance agreements with industry partners.

Financial Condition – Three months ended March 31, 2020

For the three months ended March 31, 2020 ("2020"), Evrim incurred a net loss of \$709,850 (\$0.01 per share) compared to a net loss of \$678,905 (\$0.01 per share) for the three months ended March 31, 2019 ("2019"). The net loss in 2020 increased due to a decrease in option income and management fee income compared to 2019.

Excluding the non-cash items, the net loss for 2020 is \$627,798 (2019: \$524,190). Non-cash items include share-based compensation, loss on available for sale investment and depreciation.

The Company reported a \$95,679 loss from its mineral property operations in 2020 compared to \$114,269 in 2019. Exploration and acquisition expenditures were \$106,501 in 2020, compared to \$1,223,782 in 2019. The Company received \$6,162 in exploration reimbursements in 2020, compared to \$767,915 in 2019. Option proceeds and management fee revenue of \$616 was earned during 2020 (2019: \$317,598). Reduction in joint venture related exploration activities reduced the exploration spending during 2020. The Company received a \$4,044 (2019: \$24,000) government grant for exploration work carried out in the Northwest Territories.

The largest component of administrative expenditures is salaries and support services (2020: \$315,854; 2019: \$308,345) for the permanent staff of the Company. The increase in 2020 is due to a decrease in salary allocation to joint venture operations. Accounting and legal fees (2020: \$17,820; 2019: \$21,883) decreased in 2020 due to a decrease in legal services. The general administrative cost (2020: \$77,216; 2019: \$42,213) increased in 2020 due to timing difference of payment of insurance premiums in 2020 and relocation of the head office. The management and professional fees (2020: \$58,120; 2019: \$30,000) increased in 2020 due to an increase in independent directors' fees. Marketing expenses (2020: \$21,337; 2019: \$28,965) decreased in 2020 due to decreased participation in trade shows and site visits. Travel expenses (2020: \$15,965; 2019: \$32,976) decreased during 2020 due to less travel for institutional meetings and corporate operations. Investor services (2020: \$15,813; 2019: \$14,494) include the costs of maintaining a listing on the TSX Venture Exchange and the Depository Trust Company ("DTC") status in the United States, as well as transfer agent fees. The Company experienced a foreign exchange loss of \$48,302 in 2020 compared to a loss of \$10,476 in 2019.

Cash Flow and Liquidity

The Company's cash and cash equivalents at March 31, 2020, were \$2,774,540 (\$3,546,972 at December 31, 2019). The short-term investments at March 31, 2020, were \$6,058,805 (\$6,058,805 December 31, 2019).

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Cash Flow and Liquidity, continued

The Company had working capital of \$8,979,871 at March 31, 2020, compared to working capital of \$9,664,855 at December 31, 2019. The decrease in working in capital is attributable to the exploration work carried out by the Company and the general operating costs incurred during the period.

As of March 31, 2020, \$84,581 of the working capital was earmarked for exploration expenditures of the Astro project.

During the period, \$723,538 was used in operating activities compared to \$2,284,744 in 2019. The variance is due to a reduction of exploration activities related to joint ventures.

The Company's financial instruments are cashable at any time without restriction except for the short-term investments of which \$4,000,000 is cashable in June 2020 and \$1,000,000 is cashable in September 2020.

The Company has no long-term debt.

As the Company has limited revenues, its ability to fund operations is dependent upon its ability to secure financing through the sale of equity or assets. The value of any mineral property is dependent upon the existence of economically recoverable mineral reserves, or the possibility of discovering such reserves, or proceeds from the disposition of such properties.

Contractual Obligations and Contingencies

The Company has leased premises for its head office at 1201-510 West Hastings Street, Vancouver, British Columbia, effective March 1, 2020 to February 28, 2025. Commitments outstanding for the 2020 fiscal year total \$43,543 for lease and operating costs, and the estimates from 2021 to 2025 total \$279,048.

The Company has entered into a rental agreement for its administrative offices in Hermosillo, Mexico. The annual rent totals \$21,000. The agreement is for a period of three years and expires on December 31, 2020. The Company may terminate the agreement with a penalty equivalent to two months' rent payment.

The Company has leased a photocopier for the head office with commitment outstanding of \$1,935 for the fiscal year 2020, and the estimates for 2021 to 2023 total \$5,805.

Capital Resources

The Company had 85,295,817 issued and outstanding common shares as of March 31, 2020.

During the period, \$450,000 worth of stock options expired.

On May 19, 2020, 6.3 million warrants with an exercise price of \$0.50 expired.

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Transactions with Related Parties

Other than the related party transactions discussed below, there are no current transactions with related parties.

a) Transactions with related parties

During the period ended March 31, 2020, the Company paid \$Nil (March 31, 2019 - \$18,648) for community engagement services to a company with a director in common.

b) Due to a related party

At March 31, 2020 there were no balances owing to related parties (March 31, 2019 - \$6,127).

c) Compensation of key management personnel

IFRS requires that compensation of key management personnel be included as a transaction with related parties. In Note 14 (c) of the condensed interim consolidated financial statements, a table is included which details compensation paid to the senior officers of the Company (Chief Executive Officer, Chief Financial Officer and Vice President Exploration) and non-executive directors. The salaries and benefits decreased for the three months ended March 31, 2020, compared to March 31, 2019. The decrease is due to a decrease in the number of executives.

Other Requirements

Risks Factors and Uncertainties

The Company is subject to many risks that may affect future operations over which the Company has little or no control. These risks include, but are not limited to, intense competition in the resource industry, market conditions and the Company's ability to access new sources of capital, mineral property title, results from property exploration and development activities, and currency fluctuations. The Company has a history of recurring losses and there is no expectation that this situation will change in the foreseeable future.

Effect of COVID-19

COVID-19 (the coronavirus) has threatened a slowdown in the global economy as well as caused volatility in the global financial markets. While the full impact of COVID-19 on the global economy is uncertain, the rapid spread of COVID-19 may have an adverse effect on the Company's financial position. The extent to which COVID-19 may impact the Company's business will depend on future developments such as the geographic spread of the disease, the duration of the outbreak, travel restrictions, physical distancing, business closures or business disruptions, and the effectiveness of actions taken in Canada and other countries to contain and treat the disease. Although it is not possible to reliably estimate the length or severity of these developments and their financial impact as of the date of approval of these condensed interim consolidated financial statements, continuation of the prevailing conditions could have a significant adverse impact on the Company's financial position and results of operations for future periods.

**EVRIM RESOURCES CORP.
MANAGEMENT DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS
FOR THE THREE MONTHS ENDED MARCH 31, 2020**

Risks Factors and Uncertainties, continued

Please refer to the section 1.15 Other Requirements, "Risk Factors and Uncertainties" in the annual MD&A of the Company dated April 23, 2020, available on SEDAR at www.sedar.com.

Additional Disclosure for Venture Issuers without Significant Revenue

The significant components of general and administrative expenditures are presented in the condensed interim consolidated financial statements. Significant components of mineral property expenditures are included in operational highlights under property acquisition and exploration.

Outstanding Share Data

As of the date hereof, the Company had 85,295,817 issued and outstanding common shares. In addition, the Company has 4,365,000 options outstanding that expire through July 24, 2024. Details of the issued share capital are included in Note 13 of the condensed interim consolidated financial statements for the three months ended March 31, 2020 and 2019.

Other Information

All technical reports on material properties, press releases and material change reports are filed on SEDAR at www.sedar.com.

Forward-Looking Statements

This document includes certain forward-looking statements concerning the future performance of the Company's business, its operations, its financial performance and condition, as well as management's objectives, strategies, beliefs and intentions. Forward-looking statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-looking statements are based on the current opinions and expectations of management. All forward-looking information is inherently uncertain and subject to a variety of assumptions, risks and uncertainties. Factors that may cause actual results to vary from forward looking statements include, but are not limited to, the Company's ability to access capital, the speculative nature of mineral exploration and development, fluctuating commodity prices, competitive risks and reliance on key personnel, as described in more detail in this document under "Risk Factors and Uncertainties". Statements relating to estimates of reserves and resources are also forward-looking statements as they involve risks and assumptions (including, but not limited to, assumptions with respect to future commodity prices and production economics) that the reserves and resources described exist in the quantities and grades estimated and are capable of being economically extracted. Actual events or results may differ materially from those projected in the forward-looking statements and we caution against placing undue reliance thereon.