SOMA GOLD CORP.
(formerly Para Resources Inc.)

Condensed Interim Consolidated Financial Statements
(Unaudited - expressed in Canadian Dollars)

For the Three Months Ended March 31, 2021 and 2020

NOTICE OF NO AUDITOR REVIEW OF

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

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

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

Soma Gold Corp.
Condensed Interim Consolidated Statements of Financial Position
(Unaudited - expressed in Canadian Dollars)

	Notes	March 31, 2021 $	December 31, 2020 $
ASSETS			
Current assets			
Cash and cash equivalents		1,867,899	2,418,987
Trade and other receivables	8	3,679,691	3,299,871
Inventory	9	4,131,228	5,020,168
Prepaids and deposits	10	1,015,337	866,973
Assets held for sale	16	2,068,103	2,217,937
Total current assets		**12,762,258**	**13,823,936**
Non-current assets			
Exploration and evaluation assets	11	711,065	720,624
Mineral properties, plant and equipment	12	17,142,048	17,849,028
Total non-current assets		**17,853,113**	**18,569,652**
TOTAL ASSETS		**30,615,371**	**32,393,588**
LIABILITIES			
Current liabilities			
Trade payables and accrued liabilities	13	6,998,599	8,748,675
Deferred revenue	14	2,629,138	2,701,892
Liabilities directly associated with assets held for sale	16	171,439	206,269
Total current liabilities		**9,799,176**	**11,656,836**
Non-current liabilities			
Deferred income tax liability		1,692,562	1,647,000
Deferred revenue	14	2,286,014	2,667,211
Notes payable	15	16,375,821	15,670,002
Decommissioning and restoration provision	17	344,771	366,346
Contingent consideration	18	538,531	460,392
Total non-current liabilities		**21,237,699**	**20,810,951**
TOTAL LIABILITIES		**31,036,875**	**32,467,787**
SHAREHOLDERS' EQUITY			
Share capital	21	47,324,839	46,960,618
Share option and warrant reserve	21	5,444,313	5,477,939
Contributed surplus		7,171,442	7,171,442
Deficit		(57,481,420)	(57,838,842)
Accumulated other comprehensive loss		(2,880,678)	(1,845,356)
Equity attributable to shareholders		(421,504)	(74,199)
TOTAL LIABILITIES AND EQUITY		**30,615,371**	**32,393,588**

Nature of operations (Note 1)
Subsequent events (Note 25)

On behalf of the Board of Directors:

"Geoffrey Hampson"
Geoffrey Hampson (Director)

"Yannis Tsitos"
Yannis Tsitos (Director)

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

Soma Gold Corp.
Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)
For the Three Months Ended March 31, 2021 and 2020
(Unaudited - expressed in Canadian Dollars)

	Notes	Three months ended March 31, 2021 $	March 31, 2020 $
Revenues		9,745,577	-
Cost of sales	19	(6,790,616)	-
Income from mine operations		2,954,961	-
Staffing and management costs		764,543	398,195
Professional and consulting fees		203,761	138,127
Other general and administration		135,884	95,214
Investor relations		60,575	25,000
Depreciation		6,505	6,789
Share-based compensation		4,375	417
Income (loss) before other items		1,779,318	(663,742)
Finance costs		(1,321,030)	(574,731)
Other gains (losses)	20	961,471	(1,520,076)
Foreign exchange gain (loss)		30,202	207,154
Other expenses		(78,350)	(12,045)
Income (loss) for the period before tax		1,371,611	(2,563,440)
Current income tax expense		(1,014,190)	-
Income (loss) for the period from continuing operations		357,421	(2,563,440)
Discontinued operations			
Loss after tax for the period from discontinued operations	7	-	(458,222)
Income (loss) for the period		**357,421**	**(3,021,662)**
Other comprehensive loss			
Item that may be reclassified subsequently to profit or loss:			
Foreign currency translation adjustment		(1,035,322)	(81,562)
Other comprehensive loss for the period		**(1,035,322)**	**(81,562)**
Total comprehensive loss for the period		**(677,901)**	**(3,103,224)**

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

Soma Gold Corp.
Condensed Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss)
For the Three Months Ended March 31, 2021 and 2020
(Unaudited - expressed in Canadian Dollars)

	Notes	Three months ended March 31, 2021 $	March 31, 2020 $
Income (loss) for the period attributable to:			
Owners of the parent		357,421	(2,928,474)
Non-controlling interest		-	(93,188)
		357,421	**(3,021,662)**
Total comprehensive loss for the period attributable to:			
Owners of the parent		(677,901)	(3,359,177)
Non-controlling interest		-	255,953
		(677,901)	**(3,103,224)**
Earnings (loss) per common share			
Basic	24	0.01	(0.10)
Diluted	24	0.00	(0.10)
Weighted average number of common shares outstanding			
Basic	24	62,021,981	30,343,760
Diluted	24	73,282,780	30,343,760

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

Soma Gold Corp.
Condensed Interim Consolidated Statements of Changes in Equity
For the Three Months Ended March 31, 2021 and 2020
(Unaudited - expressed in Canadian Dollars)

	Notes	Number of Common Shares	Share Capital $	Share option and warrant reserve $	Contributed surplus $	Deficit $	Accumulated Other Comprehensive Income $	Non-controlling Interest $	Total $
Balance as at December 31, 2019		**30,333,365**	**42,168,633**	**3,023,507**	**11,196,272**	**(64,556,604)**	**(947,487)**	**(94,129)**	**(9,209,808)**
Exercise of stock options	21	60,000	51,608	(21,608)	-	-	-	-	30,000
Share-based compensation		-	-	417	-	-	-	-	417
Loss for the period		-	-	-	-	(6,890,589)	-	(93,188)	(6,983,777)
Other comprehensive income for the period		-	-	-	-	-	3,531,412	349,141	3,880,553
Transfer of realized gain from re-translation of subsidiaries	6	-	-	-	-	3,962,115	(3,962,115)	-	-
Elimination of non-controlling interest at disposal of subsidiaries		-	-	-	-	-	-	(830,452)	(830,452)
Balance as at March 31, 2020		**30,393,365**	**42,220,241**	**3,002,316**	**11,196,272**	**(67,485,078)**	**(1,378,190)**	**(668,628)**	**(13,113,067)**
Balance as at December 31, 2020		**61,611,596**	**46,960,618**	**5,477,939**	**7,171,442**	**(57,838,842)**	**(1,845,356)**	**-**	**(74,199)**
Exercise of stock options	21	200,000	76,000	(38,000)	-	-	-	-	38,000
Exercise of warrants	21	1,152,888	288,221	-	-	-	-	-	288,221
Share-based compensation		-	-	4,374	-	-	-	-	4,374
Income for the period		-	-	-	-	357,421	-	-	357,421
Other comprehensive loss for the period		-	-	-	-	-	(1,035,322)	-	(1,035,322)
Balance as at March 31, 2021		**62,964,484**	**47,324,839**	**5,444,313**	**7,171,442**	**(57,481,420)**	**(2,880,678)**	**-**	**(421,504)**

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

Soma Gold Corp.
Condensed Interim Consolidated Statements of Cash Flows
For the Three Months Ended March 31, 2021 and 2020
(Unaudited - expressed in Canadian Dollars)

		Three months ended
	March 31, 2021	March 31, 2020
	$	$
Operating Activities		
Income (loss) for the period from continuing operations	357,421	(2,563,440)
Loss for the period from discontinued operations	-	(458,222)
	357,421	(3,021,662)
Non-cash items:		
Finance costs	1,321,030	574,891
Current income tax expense	1,014,190	-
Depreciation	468,384	6,789
Other gains (losses)	83,904	1,508,191
Other expenses	78,350	12,045
Foreign exchange loss (gain)	(30,202)	8,991
Share-based compensation	4,375	417
Other income	-	(160)
Changes in working capital items:		
Trade and other receivables	(699,640)	237,271
Inventory	480,164	30,046
Prepaids, deposits and advance royalties	(44,086)	82,058
Trade payables and accrued liabilities	(3,277,316)	(286,157)
	(243,426)	**(847,280)**
Investing Activities		
Expenditures on construction in progress	(793,577)	-
Disposition of property, plant and equipment	435,420	-
Expenditures on mineral properties, plant and equipment	(75,405)	(79,359)
Expenditures on exploration and evaluation assets	(55,239)	(34,000)
	(488,801)	**(113,359)**
Financing Activities		
Proceeds from exercise of stock options and share purchase warrants	326,222	30,000
Advances from related party	-	963,058
	326,222	**993,058**
Effect of foreign exchange rate fluctuation	(145,083)	(40,753)
Increase (decrease) in cash during the period	(551,088)	(8,334)
Cash, beginning of the period	2,418,987	45,149
Cash, end of the period	**1,867,899**	**36,815**

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

(Unaudited - expressed in Canadian Dollars)

1. NATURE OF OPERATIONS

Soma Gold Corp. ("Soma" or the "Company"), formerly Para Resources Inc., was incorporated on April 13, 2010 under the Business Corporations Act (British Columbia). On May 8, 2020, the Company changed its name to Soma Gold Corp. and commenced trading on the TSX Venture Exchange under the symbol "SOMA" and on the OTCQB Venture Market under the symbol "SMAGF".

The Company's principal business activity is the acquisition, exploration and development of mineral properties, and the operation of the El Bagre Gold Mining Complex through its wholly owned subsidiary Operadora Mineras S.A.S ("Operadora"). The El Bagre operations consists of a gold processing plant, the La Ye and Los Mangos operating underground gold mines and the Cordero mine development project.

The registered office of the Company is 400-725 Granville Street, Vancouver, British Columbia, Canada, V7Y 1G5 and its head office is 970-1050 West Pender Street, Vancouver, British Columbia, V6E 3S7.

2. BASIS OF PRESENTATION

Statement of compliance
These unaudited condensed interim consolidated financial statements (the "financial statements") have been prepared in accordance with International Accounting Standard 34, using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These financial statements do not include all the information required for full annual financial statements and therefore should be read in conjunction with the Company's most recent annual audited consolidated financial statements.

These financial statements were approved by the board of directors for use on May 27, 2021.

Basis of measurement
These financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value.

Basis of consolidation
These financial statements include the financial statements of the Company and its controlled subsidiaries.

Name of subsidiary	Place of incorporation	Ownership interest at March 31, 2021	Principal activity
Angra Metals Mineracao Ltda ("Angra")	Brazil	100%	Operating exploration company. Classified as held for sale.
Colombia Milling Ltd. ("CML")	Belize	100%	Holding company
Operadora Minera S.A.S. ("Operadora")	Colombia	100%	Operating silver and gold production mine

The financial statements of CML contain the results of Colombian subsidiaries Zara Holdings SAS ("Zara" - 100% owned by CML) and Four Points Mining SAS ("Four Points" – 87% owned by CML and 13% owned by Soma). In the comparable period ended March 31, 2020, the financial statements attribute an amount to non-controlling interests related to Four Points and Gold Road (an operation disposed of during the comparable period – see Note 5).

Control is achieved when the Company is exposed or has the rights to variable returns from its involvement with an entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is obtained and continue to be consolidated until the date that such control ceases. All intercompany transactions and balances are eliminated upon consolidation.

In the comparable period, the Company attributes total comprehensive loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests.

Foreign currency translation

The financial statements for the Company and each of its subsidiaries are prepared using their functional currencies. Functional currency is the currency of the primary economic environment in which the entity operates. The functional currency of the Company is the Canadian dollar. The functional currency of Angra is the Brazilian Real. The functional currency of CML and Four Points is the US dollar. The functional currency of Operadora is the Colombian Peso. The presentation currency of the Company is the Canadian dollar.

Entities whose functional currencies differ from the presentation currency are translated into Canadian dollars as follows: assets and liabilities at the closing rate as at the reporting date and income and expenses at the average rate of the period. All resulting changes are recognized in other comprehensive income or loss as cumulative translation differences.

On disposal of foreign operations, the cumulative translation differences recognized in equity are reclassified to profit or loss and recognized as part of the gain or loss on disposal.

Foreign currency transactions are translated into the functional currency using exchange rates prevailing at the dates of the transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary assets and liabilities that are stated at fair value are translated using the historical rate on the date that the fair value was determined. All gains and losses on translation of these foreign currency transactions are charged to the statements of income (loss).

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied in these financial statements are the same as those applied in Note 3 of the Company's latest annual audited financial statements, and should be read in conjunction with those statements.

4. NEW ACCOUNTING STANDARDS AND RECENT PRONOUNCEMENTS

New accounting standards, amendments and interpretations not yet adopted

The following standards, amendments and interpretations have been issued but are not yet effective:

The IASB issued an amendment to IAS 16, Property, Plant and Equipment to prohibit the deducting from mineral properties, plant and equipment amounts received from selling items produced while bringing an asset into the location and condition necessary for it to be capable of operating in the manner intended by management. The amendment will require sales proceeds and related costs to be recognized in the statements of income (loss). The amendment is effective for annual reporting periods beginning on or after January 1, 2022, with earlier application permitted. This amendment is not expected to have a material impact on the Company.

(Unaudited - expressed in Canadian Dollars)

5. NON-CONTROLLING INTERESTS

On November 2, 2020, the Company closed a share purchase agreement with two arm's length parties, Mineral FF S.A.S. and Rulvix Holding Inc. to purchase 25,992 common shares of Four Points. The Company issued 1,218,232 common shares, representing a 2.01% equity ownership in the Company. The shares were valued at $0.34 on the date of issuance representing the closing bid prices of the Company on that day. As a result of the transaction, the Company increased its ownership of Four Points from 88% to 100%.

6. DISPOSAL OF SUBSIDIARIES

At December 31, 2019, Z79, including its partially owned subsidiaries Gold Road Mining Corp. and Tr-Ue Vein, was classified as a disposal group held for sale and as a discontinued operation. On March 27, 2020, the Company completed the sale of Z79, including its partially owned subsidiaries Gold Road Mining Corp. and Tr-Ue Vein, for the consideration of US$1, plus the assumption of all related liabilities, to Aura Minerals. The Company de-recognized assets, liabilities associated with those assets and non-controlling interests. The results of Z79's operations for the three-month periods ended March 31, 2021 and 2020 are presented below:

	Three months ended	
	March 31, 2021	**March 31, 2020**
	$	**$**
Expenses	-	458,222
Operating loss	-	458,222
Finance costs and other expenses	-	-
Loss before tax from discontinued operations	-	458,222
Income taxes	-	-
Loss for the period from discontinued operations	**-**	**458,222**

For the period ended March 31, 2020, the Company estimated a loss from disposal of subsidiaries of $1,236,049 and a realized gain on accumulated currency translation for disposed subsidiaries in the amount of $3,962,115. The gold forward sale derivative liability that was included in liabilities directly associated with the assets held for sale at December 31, 2019 was revalued at March 27, 2020 resulting in an estimated loss of $4,248,239. This loss from revaluation was included in the statements of income (loss) for the period ended March 31, 2020.

7. ACQUISITION OF OPERADORA

On May 28, 2020, the Company completed its acquisition of Operadora by acquiring 100% of the shares of Operadora from Mineros S.A. ("Mineros"). The acquisition is part of the Company's plan to focus solely on South American opportunities as Operadora's El Bagre operations includes an existing gold production facility and a portfolio of mineral exploration and capital equipment assets. In addition, the El Bagre mine was already in commercial production at the time of acquisition. Total consideration was US$5.5 million plus the granting of a 1% net smelter return ("NSR") royalty to the vendor. The acquisition was accounted for as a business combination using the acquisition method whereby the net assets acquired, and the liabilities assumed were recorded at fair value. A purchase price allocation assessment was made of the fair values of the acquired assets and liabilities on the date of acquisition. As a result, a $7,136,922 gain on bargain purchase was recognized at the acquisition date as the fair value of Operadora's net assets acquired exceeded the fair value of the total consideration. The 1% NSR was recorded as a contingent consideration (Note 18) on the balance sheet.

(Unaudited - expressed in Canadian Dollars)

The following table summarizes the final purchase price consideration allocated to the estimated fair value of the net assets acquired and the resulting gain on bargain purchase.

	$
Cash consideration paid(i)	7,566,334
Contingent consideration (Note 18)	279,409
Total consideration	**7,845,743**
Adjusted assets and liabilities recognized on acquisition:	
Cash	64,691
Trade and Other Receivables	3,395,579
Inventory	3,625,989
Prepaids	653,790
Current assets	7,740,049
Mineral properties, plant and equipment	13,570,755
Exploration and evaluation assets	595,981
Non-current assets	14,166,736
Total assets	**21,906,785**
Trade and other payables	(1,252,524)
Employee benefit liabilities	(1,051,570)
Income taxes payable	(1,922,831)
Lease Liabilities	(196,825)
Current liabilities	(4,423,750)
Deferred tax liability	(2,137,000)
Asset Retirement Obligation	(363,370)
Non-current liabilities	(2,500,370)
Total liabilities	**(6,924,119)**
Gain on bargain purchase	**7,136,922**

(i) Represents the cash consideration for the Operadora acquisition of which $6,190,335 CAD (USD $4.5 million) was financed through the Offtake Agreement (Note 14).

Transaction costs of $149,908 were incurred in connection with the acquisition.

8. TRADE AND OTHER RECEIVABLES

The Company’s receivables consist of the following:

(Unaudited - expressed in Canadian Dollars)

	March 31, 2021 $	December 31, 2020 $
Trade receivables	1,667,270	1,165,425
Income taxes receivable	1,126,184	994,082
Employee allowances	566,924	601,315
Value-added tax receivable	314,575	500,666
Other	4,738	38,383
	3,679,691	**3,299,871**

9. INVENTORY

	March 31, 2021 $	December 31, 2020 $
Materials and supplies	3,907,359	4,775,516
In-circuit	223,870	244,652
Balance, end of period	**4,131,228**	**5,020,168**

10. PREPAIDS AND DEPOSITS

The Company's prepaid amounts consist of the following:

	March 31, 2021 $	December 31, 2020 $
Advances to suppliers	903,799	839,095
Prepaid insurance	89,741	13,606
Other advances	9,375	7,149
Deposits	7,123	7123
Prepaid services	5,299	-
	1,015,337	**866,973**

(Unaudited - expressed in Canadian Dollars)

11. EXPLORATION AND EVALUATION ASSETS

	Nechi	Zara	Tucumã	Gold Road	Total
	$	$	$	$	$
December 31, 2019[i]	**-**	**-**	**2,566,391**	**692,229**	**3,258,620**
Acquired on business combination	595,981	-	-	-	595,981
Additions	6,360	-	257,563	-	263,923
Disposals	-	-	-	(746,272)	(746,272)
Transfers	-	116,107	-	-	116,107
Foreign exchange	9,418	(7,242)	(613,951)	54,043	(557,732)
Transfer to assets held for sale (note 16)	-	-	(2,210,003)	-	(2,210,003)
December 31, 2020[ii]	**611,759**	**108,865**	**-**	**-**	**720,624**
Additions	**-**	**-**	**-**	**-**	-
Foreign exchange	(311)	(9,248)	**-**	**-**	(9,559)
March 31, 2021	**611,448**	**99,617**	**-**	**-**	**711,065**

(i) The Gold Road exploration and evaluation asset was classified as assets held for sale effective December 31, 2019.
(ii) The Angra exploration and evaluation asset was classified as assets held for sale effective December 31, 2020.

Nechi Gold Project

As part of the Operadora acquisition (Note 7), the Company acquired mining titles to the Nechí Gold Project ("Nechi"), which itself is comprised of the El Catorce, Santa Elena, and Santa Maria gold exploration projects located in Antioquia, Colombia. The properties are subject to a 1.0% NSR royalty payable to the vendor.

On acquisition, the Company valued the Nechi project by using an in-situ approach, which reflects a price-per-ounce dollar valuation applied to each ounce in the estimated reserves and resources.

Zara Properties

The Company owns 100% of the Zara exploration properties located in Antioquia, Colombia, except for the rights pertaining to non-metallic minerals. The properties are subject to a 2% NSR royalty from the sale of minerals. At any time until June 28, 2021, the Company may reduce the NSR royalty from 2% to 1% by paying the amount of US$1,000,000. This amount will be constituted by US$750,000 in cash and US$250,000 by the issuance of common shares of the Company valued at the volume weighted average closing price of the Company's shares the five trading days immediately before the transaction. As at March 31, 2020, the Company has paid $nil toward this amount.

Tucumã Gold Project

The Company owns a 100% interest in the Tucumã copper/gold exploration project, located in the Carajas metallogenic province in the State of Pará, Brazil. The annual fees for the concessions are approximately $16,500. The Tucumã project is included in the Company's Angra subsidiary currently classified as held for sale.

Gold Road

The Gold Road exploration and evaluation asset was classified as assets held for sale effective December 31, 2019. On March 27, 2020, the Company completed a sale of Z79 and its partially owned subsidiaries – Gold Road Mining Corp. and TRVE for the consideration of US$1, plus the assumption of all related liabilities, to Aura Minerals (Note 5).

(Unaudited - expressed in Canadian Dollars)

12. MINERAL PROPERTIES, PLANT AND EQUIPMENT

	Mineral Property	Buildings and Infrastructure	Equipment and machinery	Office equipment	Vehicles	Construction in progress	Total
Cost	**$**	**$**	**$**	**$**	**$**	**$**	**$**
December 31, 2019	**1**	**857,688**	**5,499,010**	**91,925**	**223,976**	**164,685**	**6,837,285**
Acquired on business combination	9,807,031	-	3,763,724	-	-	-	13,570,755
Additions	1,777,902	-	312,789	-	-	-	2,090,691
Disposals	-	-	(3,147)	-	-	-	(3,147)
Impairment	(1,276,133)	(237,290)	-	-	-	-	(1,513,423)
Transfers	(116,107)	-	-	-	-	-	(116,107)
Foreign exchange	(16,792)	(20,416)	(75,750)	(1,811)	(4,411)	(3,244)	(122,423)
Transfer to assets held for sale (note 16)	-	-	(3,899)	-	-	-	(3,899)
December 31, 2020	**10,175,902**	**599,982**	**9,492,727**	**90,114**	**219,565**	**161,441**	**20,739,731**
Additions	-	-	62,218	13,187	-	793,577	868,982
Disposals	-	-	(458,594)	-	-	-	(458,594)
Foreign exchange	(550,514)	-	(133,940)	(511)	-	(30,767)	(715,733)
March 31, 2021	**9,625,388**	**599,982**	**8,962,411**	**102,789**	**219,565**	**924,251**	**20,434,387**

	Mineral Property	Buildings and Infrastructure	Equipment and machinery	Office equipment	Vehicles	Construction in progress	Total
Accumulated Depreciation	**$**	**$**	**$**	**$**	**$**	**$**	**$**
December 31, 2019	**-**	**112,319**	**1,072,913**	**43,194**	**58,437**	**-**	**1,286,863**
Depreciation/depletion	707,521	35,023	841,617	8,577	17,373	-	1,610,111
Foreign exchange	23,076	(4,029)	(19,978)	(1,416)	(2,073)	-	(4,421)
Transfer to assets held for sale (note 16)	-	-	(1,850)	-	-	-	(1,850)
December 31, 2020	**730,597**	**143,313**	**1,892,702**	**50,355**	**73,737**	**-**	**2,890,703**
Depreciation/depletion	374,932	-	86,947	2,103	4,260	-	468,243
Foreign exchange	(72,463)	4,911	(3,526)	1,798	2,673	-	(66,607)
March 31, 2021	**1,033,066**	**148,224**	**1,976,124**	**54,256**	**80,670**	**-**	**3,292,339**
Net Book Value							
December 31, 2020	9,445,305	456,669	7,600,025	39,759	145,828	161,441	17,849,028
March 31, 2021	**8,592,322**	**451,758**	**6,986,288**	**48,534**	**138,895**	**924,251**	**17,142,048**

El Bagre Properties

As part of the Operadora acquisition (Note 7), the Company acquired the El Bagre Gold Mining Complex which consists of the La Ye and Los Mangos operating underground gold mines, the Cordero underground mine development project, and the on-site processing plant. The properties are subject to a 1% NSR royalty payable to the vendor after the production of the first 17,000 ounces of gold.

On acquisition, the Company valued the mineral properties by using a discounted cash flow approach, which reflects the present value of the expected operating cash flows based on an appropriate discount rate to reflect the time value and risk of the cash flows. The discount rate used was 34%. The Company valued the property, plant and equipment acquired as the same as its net book value on the date of acquisition.

El Limon

The Company owns 100% of the El Limon gold mine in Colombia. The mine is subject to a 3% NSR royalty on gold mined on the El Limon mineral licenses, to a maximum of US$2,000,000. Upon reaching the US$2,000,000 NSR royalty threshold, the NSR royalty decreases to 0.5% up to a maximum of US$1,000,000.

During the three months ended March 31, 2021, $nil (2020 – $103,459) of depreciation was capitalized to mineral properties and $95,373 (2020 – $6,789) was recorded as depreciation expense.

(Unaudited - expressed in Canadian Dollars)

Gold Road

The Gold Road mineral property was classified as assets held for sale effective December 31, 2019. On March 27, 2020, the Company completed a sale of Z79 and its partially owned subsidiaries – Gold Road Mining Corp. and TRVE for the consideration of US$1, plus the assumption of all related liabilities, to Aura Minerals (Note 6).

Impairment

At December 31, 2020, the Company reviewed impairment indicators for El Limon and concluded there was an indicator of impairment due the Company's decision to delay the restart of the mine and mill. Management assessed that this delay was a significant change to the expected use of the mine and in accordance with the Company's accounting policy, the recoverable amount for El Limon was assessed as the higher of its value in use ("VIU") and FVLCD.

The recoverable amount was determined based on the VIU method using discounted future cash flows. The carrying amount of the cash-generating unit at December 31, 2020 was $6,201,112. In arriving at VIU, post-tax cash flows were estimated using the following significant assumptions: (a) production profile, operating costs and capital costs from the latest detailed life of mine plan; (b) a gold price of $1,600 per ounce; and (c) a real discount rate of 18%. The carrying amount exceeded the VIU and as a result an impairment charge of $1,513,423 was recorded against El Limon on December 31, 2020 (December 31, 2019 – $23,647,352).

13. TRADE PAYABLES AND ACCRUED LIABILITIES

	March 31, 2021	December 31, 2020
	$	**$**
Taxes payable	3,004,263	2,664,512
Trade payables	1,985,943	2,756,142
Employee benefit liabilities	1,194,124	2,262,927
Accrued liabilities	547,210	597,871
Salaries and wages payable	182,500	65,000
Withholdings payable	78,527	301,635
Advances	6,032	6,592
Other provisions	-	93,996
	6,998,599	**8,748,675**

(Unaudited - expressed in Canadian Dollars)

14. DEFERRED REVENUE

	March 31, 2021 $	December 31, 2020 $
Opening balance	**5,369,103**	**-**
Addition	-	6,848,400
Interest	573,893	475,477
Delivery of the gold	(964,677)	(1,696,598)
Foreign exchange	(63,167)	(258,177)
Closing balance	**4,915,152**	**5,369,103**
Less: current portion	(2,629,138)	(2,701,892)
Non-current portion	**2,286,014**	**2,667,211**

On September 9, 2020, the Company entered into an offtake agreement ("the Offtake Agreement") with Nueva Granada Gold Corp ("NG") and a purchase and refining agreement with MVPR International Incorporated ("MVPR"), a wholly-owned subsidiary of NG, for the mineral production from Operadora's operations. The value of the Offtake Agreement is US$5.0 million (USD $4.5 million was used to pay the final tranche of the Operadora acquisition – see Note 7). Under the Offtake Agreement, the Company will pay to MVPR a percentage of the value of gold mined at Operadora (market price of gold multiplied by the ounces delivered) as follows:

- 12% on the first 24,500 gold ounces delivered
- 6% on the next 22,000 gold ounces delivered, and
- 1% on the gold ounces delivered until the end of production

The offtake obligation encompasses only gold mined on existing Operadora mining titles and is not applicable to the company's other properties.

An effective interest rate of 34% was used to estimate the present value of the offtake obligation, which is recorded on the statement of financial position as deferred revenue.

For the three months ended March 31, 2021 the Company delivered 3,528 ounces of gold (5,766 ounces were delivered during the year ended December 31, 2020) under the Offtake Agreement. The delivery of the gold resulted in a decrease in the deferred revenue of $964,677 for the three months ended March 31, 2021 (March 31, 2020 - $nil).

15. RELATED PARTY TRANSACTIONS

All amounts due to related parties are unsecured, non-interest bearing, and have no specific terms of repayment unless otherwise stated. Transactions with related parties are measured at the exchange amount of consideration established and agreed to by the related parties.

The Company paid or accrued remunerations to its directors and officers for the three months ended March 31, 2021 and 2020 as follows:

(Unaudited - expressed in Canadian Dollars)

	Three months ended	
	March 31, 2021	**March 31, 2020**
	$	**$**
Staffing and management costs	242,326	230,596
Share-based compensation	-	417
	242,326	**231,013**

For the three months ended March 31, 2021 the Company also paid $24,000 of office rent to a Company controlled by a director (2020 - $8,190).

a) Convertible Subordinated Note

In 2018, the Company restructured various outstanding balances into a five-year Convertible Subordinated Note. The interest compounded monthly at 12%, and principal and compounded interest were repayable at the end of the term to Conex Services Inc. ("Conex"), a company owned by a director.

In 2020, the Convertible Subordinated Note was restructured into the Subordinated Note as described below. The book value of the Convertible Subordinated Note was $nil at December 31, 2020.

b) Subordinated Note

On July 31, 2020, the Company restructured the Convertible Subordinated Note and other advances from Conex whereby outstanding loans and accrued interest were converted into a new ten-year Subordinated Note with a face value of $21,604,781. The interest rate of the Subordinated Note is 12%, compounded quarterly. Principal and interest are repayable to Conex four years after the agreement date, beginning August 1, 2024.

Together with the Subordinated Note, the Company issued Conex 5,500,000 share purchase warrants on October 16, 2020 valued at $2,037,754. The fair value of warrants issued was determined using the Black-Scholes option pricing method with the following assumptions: exercise price of C$0.66, expected life of 3 years, annualized volatility of 116%, dividend yield of 0.0%, and discount rate of 0.24%.

Management used an effective interest rate of 18% to estimate the present value of the Subordinated Note at $14,539,366. The debt restructuring was determined to be an extinguishment of existing debt as opposed to a debt modification. As a result, the Subordinate Note was recorded as a new liability with the residual value (the difference in book value between the loans extinguished and the Subordinated Note) of $4,821,940 recognized as a gain on debt restructuring on the statements of income (loss). The purchase warrants were treated as transaction costs incurred to secure the debt and were recognized as part of the gain.

For the three months ended March 31, 2021, $34,160 (2020 – $nil) of accretion and $671,659 (2020 – $nil) of interest was expensed as finance costs in the statements of income (loss). The outstanding face value of the Subordinate Note, including accrued interest, at March 31, 2021 was $23,376,296.

(Unaudited - expressed in Canadian Dollars)

	Convertible Subordinated Note	Conex Credit Facility	Subordinated Note	Total
	$	$	$	$
Balance, December 31, 2019	**9,282,829**	**5,864,590**	**-**	**15,147,419**
Additions	-	993,336	14,539,366	15,532,702
Interest and accretion	1,374,216	-	1,130,635	2,504,851
Conversion option	3,854,723	-	-	3,854,723
Debt restructuring	(14,511,768)	(6,857,926)	-	(21,369,694)
Balance, December 31, 2020	**-**	**-**	**15,670,002**	**15,670,002**
Interest and accretion	-	-	705,819	705,819
Balance, March 31, 2021	**-**	**-**	**16,375,821**	**16,375,821**

c) Other Balances

- At March 31, 2021 there is $23,252 in trade payables and accrued liabilities owing to a private company owned by a director of Soma (December 31, 2020 - $23,252).
- At March 31, 2021 there is $34,400 in trade payables and accrued liabilities owing to executives and former executives of the Company (December 31, 2020 - $221,469).

16. ASSETS HELD FOR SALE

In 2020, the Company made the decision to reclassify Angra as held for sale as part of its long-term strategy. Angra is available for immediate sale and the Company is actively looking to locate a buyer. The Company expects that a sale is highly probable and will be completed within the next twelve months.

All of the above assets classified as held for sale have been measured at the lower of their fair values less costs to sell and their carrying values.

At March 31, 2021 and December 31, 2020, the major classes of assets and liabilities related to Angra reclassified as held for sale are presented below:

	March 31, 2021	December 31, 2020
	$	$
ASSETS		
Cash and cash equivalents	3,455	3
Prepaids and deposits	6,421	5,882
Exploration and evaluation assets	2,056,512	2,210,003
Mineral properties, plant and equipment	1,715	2,049
Total assets	2,068,103	2,217,937
LIABILITIES		
Accounts payable and accrued liabilities	171,439	206,269
Total liabilities	171,439	206,269
NET ASSETS	**1,896,664**	**2,011,668**

(Unaudited - expressed in Canadian Dollars)

17. DECOMMISSIONING AND RESTORATION PROVISION

The company acquired the decommissioning and restoration provision upon the acquisition of Operadora (Note 7). The Company estimated its decommissioning and restoration provision based on its understanding of the requirements to reclaim and remediate its Operadora property based on its activities to date. The Company's provision for mine closure and reclamation consists of costs accrued based on the current best estimate of mine closure and reclamation activities. The Company's provision for future site closure and reclamation costs is based on the level of known disturbance at the reporting date, known legal requirements and internal cost estimates.

The Company valued the provision using the present value of the expected reclamation cash flows based on an appropriate discount rate to reflect the time value and risk of the cash flows. The Company used an inflation rate of 1.8% (December 31, 2020 – 1.8%), a discount rate of 0.7% (December 31, 2020 – 0.7%) and a liability risk adjustment of 5.0% (December 31, 2020 – 5.0%) in calculating the provision. At March 31, 2021, the liability for retirement and remediation on an undiscounted basis before fair value adjustment is $232,410 (December 31, 2020 – $253,985). Most of the expected expenditures to settle the decommissioning and restoration provision are anticipated to commence in 2030 after the end of the current mine life.

18. CONTINGENT CONSIDERATION

	March 31, 2021 $	December 31, 2020 $
Opening balance	**460,392**	**-**
Contingent consideration to acquire Operadora	-	279,409
Effect of foreign exchange difference	(5,765)	(19,297)
Loss on fair value adjustment	83,904	200,280
	538,531	**460,392**

The contingent consideration is associated with the acquisition of Operadora. It is related to the 1% NSR royalty payments due to Mineros on all future products sold from the mining operation after the production of the first 17,000 ounces of gold. The contingent consideration is the present value of discounted cash flows based on the expected amounts and timing of the NSR using an effective interest rate of 34%.

19. COST OF SALES

	Three months ended	
	March 31, 2021 $	**March 31, 2020 $**
Production costs	6,328,736	-
Depreciation	461,880	-
	6,790,616	**-**

(Unaudited - expressed in Canadian Dollars)

20. OTHER GAINS (LOSSES)

	Three months ended	
	March 31, 2021	March 31, 2020
	$	$
Insurance proceeds[(i)]	1,045,375	-
Loss on revaluation of derivatives (Note 6)	(83,904)	(4,248,239)
Loss from disposal of subsidiaries (Note 6)	-	(1,236,049)
Gain from debt extinguishment	-	2,097
Realized gain on accumulated currency translation for disposed subsidiaries (Note 6)	-	3,962,115
	961,471	**(1,520,076)**

(i) Insurance proceeds received as a result of a previously reported gold doré robbery at the Company's El Bagre Mill in June 2020.

21. SHARE CAPITAL

The number of shares and per share amounts in these consolidated financial statements, including comparative figures, have been adjusted to reflect the changes resulting from a 10 for 1 share consolidation which took effect on May 8, 2020. This reduced the number of issued and outstanding common shares as at December 31, 2020 from 616,115,929 to 61,611,596.

Authorized

Unlimited common shares without par value.

The following transactions impacted the number of common shares outstanding for the periods ended March 31, 2021 and December 31, 2020:

(i) In the three months ended March 31, 2021, the Company issued 1,152,888 common shares of the Company for proceeds of $288,221 related to the exercise of warrants.

(ii) In the three months ended March 31, 2021, the Company issued 200,000 common shares of the Company for proceeds of $38,000 related to the exercise of stock options.

(iii) On November 2, 2020, the Company issued 1,218,232 common shares valued at $0.34 related to the purchase of the remaining minority interest in Four Points. Refer to Note 5 for more details.

(iv) On July 6, 2020, the Company closed a non-brokered private placement ("PP") consisting of 6,664,677 units at $0.15 per PP unit. The gross proceeds from the placement were $999,702. Each PP unit consists of one common share of the Company and one share purchase warrant. The Company estimated fair value of the warrants to be $nil using the residual method, first allocating value to the common shares. Each share purchase warrant is exercisable for a period 2 years from the date of issuance at an exercise price of $0.25. The Company incurred cash share issue costs of $72,096 and non-cash share issue costs of $13,487 (54,600 finder's warrants). The fair value of the finder's warrants issued was determined using the Black-Scholes option pricing method with the following assumptions: exercise price of C$0.25, expected life of 2 years, annualized volatility of 127%, dividend yield of 0.0%, and discount rate of 0.29%.

On the same date, the Company issued 22,935,320 PP units to settle liabilities of $3,440,298. A gain of $64,755 was recorded to the statements of income (loss) on debt settlement.

(Unaudited - expressed in Canadian Dollars)

(v) In the year ended December 31, 2020, the Company issued 400,000 common shares of the Company for proceeds of $100,000 related to the exercise of warrants.

(vi) In the year ended December 31, 2020, the Company issued 60,000 common shares of the Company for proceeds of $30,000 related to the exercise of stock options.

Stock options

The Company has an incentive stock option plan ("Option Plan") whereby the Company may grant stock options to eligible employees, officers, directors and consultants with the exercise price, expiry date, and vesting conditions determined by the Board of Directors. All stock options are equity settled. The Option Plan provides for the issuance of up to 10% of the Company's issued common shares as at the date of the grant.

The Company's stock options outstanding as at March 31, 2021 and December 31, 2020 and the changes for the period then ended are as follows:

	Number of Options		Weighted Average Exercise Price $	Weighted Average Remaining Contractual Life (years)
Balance, December 31, 2019	**891,000**		**2.13**	**2.71**
Granted	2,425,000		0.21	3.80
Exercised	(60,000)		0.50	0.01
Forfeited	(201,000)		0.20	4.92
Expired	(30,000)		2.50	-
Balance, December 31, 2020	**3,025,000**	**$**	**0.75**	**3.19**
Exercised	(200,000)		0.19	4.42
Expired	(92,500)		0.90	-
Balance, March 31, 2021	**2,732,500**	**$**	**0.78**	**3.68**

During the three months ended March 31, 2021 the Company granted nil (2020 – nil) options with various vesting terms. For options exercised during the period, the weighted average trading price was $0.43 (2020 – $0.10).

The weighted average assumptions used in calculating the fair values of options granted in 2020 are as follows:

	December 22, 2020	July 3, 2020
Risk free rate	0.42%	0.29%
Expected life	2.5 years	2.5 years
Expected volatility	129.26%	116.7%
Forfeiture rate	Nil	Nil
Expected dividends	Nil	Nil

Total share-based compensation expense for the three months ended March 31, 2021 related to the vesting of stock options was $4,375 (2020 – $417).

(Unaudited - expressed in Canadian Dollars)

Stock options outstanding at March 31, 2021 are as follows:

Expiry Date	Exercise Price	Options Outstanding	Options Exercisable
October 28, 2021	2.20	80,000	80,000
January 10, 2022	1.80	30,000	30,000
December 14, 2022	1.50	172,500	172,500
February 23, 2023	2.30	200,000	200,000
May 10, 2023	2.25	25,000	25,000
July 3, 2023	3.00	100,000	100,000
July 3, 2023	4.00	100,000	100,000
July 3, 2025	0.19	1,625,000	1,525,000
December 22, 2025	0.31	400,000	400,000
	0.78	**2,732,500**	**2,632,500**

Of the options outstanding at March 31, 2021, 2,632,500 options were exercisable.

Warrants

The Company's warrants outstanding as at March 31, 2021 and December 31, 2020 and the changes for the period then ended are as follows:

	Number of Warrants	Exercise Price $
Balance, December 31, 2019	**14,631,116**	**1.80**
Issued	35,154,597	0.31
Exercised	(400,000)	0.25
Expired	(1,479,589)	2.50
Balance, December 31, 2020	**47,906,124**	**0.70**
Exercised	(1,152,888)	0.25
Balance, March 31, 2021	**46,753,236**	**0.71**

Warrants outstanding as at March 31, 2021 were as follows:

Expiry Date	Exercise Price $	Outstanding Warrants
June 5, 2021	3.00	1,404,900
June 28, 2021	3.00	302,500
July 11, 2021	3.00	175,021
September 27, 2021	1.50	7,469,070
October 8, 2021	1.50	1,574,200
October 25, 2021	1.50	541,850
November 1, 2021	1.50	1,433,986
April 4, 2023	2.00	250,000
July 6, 2022	0.25	28,101,709
October 16, 2023	0.66	5,500,000
	0.71	**46,753,236**

Weighted average remaining contractual life is 1.2 years.

22. FINANCIAL RISK MANAGEMENT

Financial risk management

The Company's activities expose it to a variety of risks including interest rate risk, credit risk, liquidity risk, foreign currency risk and price risk. The overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on financial performance. Risk management is carried out by the officers of the Company and discussed with the Board of Directors. The officers of the Company are charged with the responsibility of establishing controls and procedures to ensure that financial risks are mitigated in accordance with the expectations of the Board of Directors.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is subject to interest rate risk with respect to its cash; however, the risk is minimal because of their short-term maturity. All of the Company's interest-bearing debt instruments have fixed interest rates and are not subject to interest rate cash flow risk.

b) Credit risk

Credit risk is the risk of a loss if a customer or third party to a financial instrument fails to fulfill its contractual obligations. The Company's credit risk arises from cash and trade receivables. The Company mitigates this risk by placing its cash in large reputable financial institutions. The Company considers the credit risk related to cash to be minimal.

c) 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 historically relied on funds generated from external financing to provide sufficient liquidity to meet budgeted operating requirements but has recently commenced commercial mining operations which management anticipates will be able to meet ongoing cash requirements. Management will continue to closely monitor their liquidity position and may choose to seek additional financing opportunities if warranted. The Company had cash of $1,867,899 and $2,418,987 as at March 31, 2021 and December 31, 2020, respectively.

d) Foreign currency risk

Foreign currency risk is defined as the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company maintains financial instruments and enters into transactions denominated in foreign currencies, principally in United States Dollar (USD) and Colombian Pesos (COP), which exposes the Company to fluctuating balances and cash flows due to various foreign exchange rates.

As at March 31, 2021, the CAD equivalent carrying amounts of the Company's USD denominated monetary assets and liabilities was $169,950 ($423,698 as at December 31, 2020) and $100,136 ($722,796 as at December 31, 2020), respectively. As at March 31, 2021, the CAD equivalent carrying amounts of the Company's COP denominated monetary assets and liabilities was $5,314,371 ($5,226,466 as at December 31, 2020) and $6,491,103 ($7,680,196 as at December 31, 2020), respectively. The Company does not use derivative instruments to hedge exposure to foreign exchange rate risk.

e) Price risk

The Company is exposed to the risk of fluctuations in prevailing market commodity prices for gold and silver which it sells into global markets.

f) Other risk

In December 2019, a novel strain of coronavirus was reported in Wuhan, China. On March 11, 2020, the World Health Organization declared the outbreak to constitute a pandemic. The spread of COVID-19 has severely impacted economies around the globe. In many countries, including Canada, businesses have been forced to cease or limit operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, maintaining minimum distances between people, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in significant unemployment and an economic slowdown.

Global stock markets have also experienced great volatility and a significant weakening of certain sectors. Governments and central banks have responded with monetary and fiscal interventions designed to stabilize economic conditions. To date, the Company's operations have not been materially negatively affected by these events, apart from intermittent delays, and increasing costs, in particular around health and safety and housing field-staff. The duration and impact of the COVID-19 pandemic, as well as the effectiveness of government and central bank responses, remains unclear at this time. It is not possible to reliably estimate the duration of the impact, the severity of the consequences, nor the impact, if any, on the financial position and results of the Company for future periods.

Fair values

The carrying value of cash, trade and other receivables, trade payables and accrued liabilities, notes payable, and due to related parties approximate their fair values due to the immediate or short-term nature of these instruments.
The fair value of the notes payable and contingent consideration for disclosure purposes is determined using discounted cash flows based on the expected amounts and timing of the cash flows discounted using a market rate of interest adjusted for appropriate credit risk. The fair value the notes payable for disclosure purposes, are determined using Level 2 inputs. The fair value the contingent consideration for disclosure purposes, are determined using Level 3 inputs.

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instruments. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and, therefore, cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

The Company's financial assets and liabilities are measured and recognized according to a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable inputs. The Company's financial assets and liabilities are classified based on the lowest level of input significant to the fair value measurement based on the fair value hierarchy below:

Level 1: Quoted prices in active markets for identical assets or liabilities that the Company has the ability to access at the measurement date.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data.

The following tables present the Company's financial assets and liabilities by level within the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(Unaudited - expressed in Canadian Dollars)

As at March 31, 2021	Carrying value		Fair value hierarchy		
	FVTPL	Amortized cost	Level 1	Level 2	Level 3
	$	$	$	$	$
Notes payable	-	16,375,821	-	16,375,821	-
Contingent consideration	538,531	-	-	-	538,531
	538,531	16,375,821	-	16,375,821	538,531

As at December 31, 2020	Carrying value		Fair value hierarchy		
	FVTPL	Amortized cost	Level 1	Level 2	Level 3
	$	$	$	$	$
Financial liabilities					
Notes payable	-	15,670,002	-	15,670,002	-
Contingent consideration	460,392	-	-	-	460,392
	460,392	15,670,002	-	15,670,002	460,392

Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders, and to bring its mineral properties to commercial production.

To date, the Company has depended largely on external financing to fund its activities but has commenced commercial mining activities in the current period. The capital structure of the Company currently consists of negative equity attributable to shareholders of $421,504 (December 31, 2020 – negative equity of $74,199). The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets, primarily mineral properties. In order to maintain or adjust the capital structure, the Company may issue new shares through equity offerings or sell assets to fund operations. Management reviews its capital management approach on a regular basis and there have been no changes to the Company's approach during the period ended March 31, 2021. The Company is not subject to externally imposed capital requirements.

23. SEGMENT REPORTING

The Company's business segments presented reflect the management structure of the Company and the way in which the Company's chief operating decision maker reviews business performance. The business segments are summarized as follows:

(Unaudited - expressed in Canadian Dollars)

For the three months ended March 31, 2021	**Colombia**	**Brazil (Held for sale)**	**Corporate and other**	**Total**
Total assets	28,355,597	2,068,103	191,671	**30,615,371**
Total liabilities	8,598,766	171,439	22,266,670	**31,036,875**
Revenue	9,745,577	-	-	**9,745,577**
Cost of sales	6,790,616	-	-	**6,790,616**
Income (loss) from continuing operations	2,226,337	(19,673)	(1,849,243)	**357,421**

For the three months ended March 31, 2020	**Colombia**	**Brazil (Held for sale)**	**Corporate and other**	**Total**
Total assets	7,124,507	2,130,748	108,695	**9,363,950**
Total liabilities	2,160,862	73,055	13,859,090	**16,093,007**
Revenue	-	-	-	**-**
Cost of sales	-	-	-	**-**
Income (loss) from continuing operations	(95,382)	-	(2,468,058)	**(2,563,440)**

24. EARNINGS PER SHARE

The calculation of diluted earnings per share was based on income attributable to ordinary shareholders and the weighted-average number of shares outstanding after adjustments for the effect of potential dilutive shares. For the three months ended March 31, 2021, potential share issuances arising from the exercise of share options and warrants were included in the calculation of diluted weighted average shares outstanding as well as their impact on income attributable to shareholders of the Company. Potentially dilutive shares associated with share options and warrants out of the money were not included in the diluted earnings per share calculation as their effect was antidilutive.

The following table summarizes the calculation of basic and diluted earnings per share:

	Three months ended March 31, 2021 $	**Three months ended March 31, 2020 $**
Income (loss) for the period attributable to owners of the parent:	357,421	(2,928,474)
Basic weighted average number of common shares outstanding	62,021,981	30,343,760
Effective impact of dilutive securities:		
Share options(i)	920,190	-
Warrants(ii)	10,340,609	-
Diluted weighted average number of common shares outstanding	73,282,780	30,343,760
Earnings (loss) per common share		
Basic	0.01	(0.10)
Diluted	0.00	(0.10)

(i) 707,500 share options were excluded from the dilution calculation as these options were out-of-the-money.
(ii) 18,651,527 warrants were excluded from the dilution calculation as these warrants were out-of-the-money.

25. SUBSEQUENT EVENTS

Subsequent to the period ended March 31, 2020:

(i) 50,000 warrants were exercised for proceeds of $12,500.
(ii) 765,000 options were granted. The options have an exercise price of $0.32-$0.33 and expire in five years.
(iii) 200,000 restricted share units ("RSU's") were granted. The RSU's vest over three years.