

**BANYAN GOLD CORP.
FINANCIAL STATEMENTS**

FOR THE NINE MONTHS ENDED

JUNE 30, 2019

(Unaudited - Prepared by Management)



Notice of Disclosure of Non-auditor Review of Interim Financial Statements

Pursuant to National Instrument 51-102, Part 4, subsection 4.3 (3)(a) issued by the Canadian Securities Administrators, 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 interim financial statements of the Corporation for the interim period ended June 30, 2019 have been prepared in accordance with International Financial Reporting Standards and are the responsibility of the Corporation's management.

The Corporation's independent auditors have not performed a review of these interim financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of the interim financial statements by an entity's auditor.

Dated this 26th day of August 2019.



BANYAN GOLD CORP.
INTERIM STATEMENT OF FINANCIAL POSITION

(Unaudited - Prepared by Management)

For the quarter ended June 30, 2019 - Expressed in Canadian Funds

	June 30 2019	September 30 2018
ASSETS		
Current Assets		
Cash and cash equivalents (Note 4)	\$ 322,094	\$ 471,690
Accounts receivable	6,236	38,496
Prepays	<u>26,091</u>	<u>23,225</u>
	\$ 354,421	\$ 533,411
Capital Assets, net (Note 7)	\$ 38,313	\$ 49,815
Exploration and evaluation asset (Note 6)	<u>4,902,969</u>	<u>4,616,098</u>
Total Assets	<u>\$ 5,295,703</u>	<u>\$ 5,199,324</u>
LIABILITIES		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 20,698	\$ 192,224
Future Income Tax Liability	<u>166,536</u>	<u>166,536</u>
	<u>187,234</u>	<u>358,760</u>
SHAREHOLDERS' EQUITY		
Share capital (Note 5)	5,948,871	5,598,473
Contributed surplus	1,681,048	1,451,233
Deficit	<u>(2,521,450)</u>	<u>(2,209,142)</u>
	<u>5,108,469</u>	<u>4,840,564</u>
Total liabilities and shareholders' equity	<u>\$ 5,295,703</u>	<u>\$ 5,199,324</u>

Tara Christie
CEO & President

David Rutt
CFO

BANYAN GOLD CORP.**CONDENSED INTERIM STATEMENT OF OPERATIONS AND COMPREHENSIVE LOSS**

(Unaudited - Prepared by Management)

Expressed in Canadian Funds

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
EXPENSES				
General & Admin	46,718	46,715	108,752	158,771
Management Fees	46,500	40,500	146,500	156,000
Listing & Filing Fees	436	606	8,803	11,628
Professional Fees	\$ 158	\$ 18,707	\$ 11,380	\$ 71,683
Future Income Tax Expense	-	(62,110)	-	(80,217)
Stock Based Compensation	-	12,972	37,331	61,025
LOSS BEFORE OTHER ITEMS	93,812	57,390	312,766	378,890
Interest Income	154	512	458	1,817
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD	\$ 93,658	56,878	312,308	377,073
Loss per common share - basic & diluted	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)
Weighted average number of common shares outstanding	98,937,856	77,704,193	93,323,937	75,804,742

BANYAN GOLD CORP.
STATEMENT OF CHANGES IN EQUITY

(Unaudited - Prepared by Management)

For the Quarter Ended June 30, 2019 & 2018 - Expressed in Canadian Funds

	Number of Shares	Capital Stock	Contributed Surplus	Deficit	Shareholders Equity
Balance, September 30, 2017	71,254,193	4,618,039	1,249,692	(1,831,715)	4,036,016
Stock based compensation on stock options (Note 5)			61,025		61,025
Flow Through Shares Issued	5,300,000	402,000			402,000
- Net of costs & flow through share premium					
Shares issued for Property Payments	1,150,000	89,700			89,700
Net loss for the nine months				(377,073)	(377,073)
Balance, June 30, 2018	77,704,193	5,109,739	1,310,717	(2,208,787)	4,211,669
Balance, September 30, 2018	87,787,856	5,598,473	1,451,233	(2,209,142)	4,840,564
Stock based compensation on stock options (Note 5)			37,331		37,331
Shares Issued for Financing (Note 5)					
- Proceeds from Share Issuance	10,000,000	500,000			500,000
- Shares Issuance Costs		(207,102)			(207,102)
- Fair Value Warrants			192,484		192,484
Shares issued for Property Payments (Note 5)	1,150,000	57,500			57,500
Net loss for the nine months				(312,308)	(312,308)
Balance, June 30, 2019	98,937,856	5,948,871	1,681,048	(2,521,450)	5,108,469

Note: All shares issued have been Class A common shares. No Class B common shares or Preference shares have been issued.

BANYAN GOLD CORP.
CONDENSED INTERIM STATEMENT OF CASH FLOWS

(Unaudited - Prepared by Management)
Expressed in Canadian Funds

	Three Months Ended		Nine Months Ended	
	June 30, 2019	June 30, 2018	June 30, 2019	June 30, 2018
Cash Flows from Operating Activities				
Net loss for the period	\$ (93,658)	\$ (56,878)	\$ (312,308)	\$ (377,073)
Adjustments for items not involving cash:				
Amortization	3,834	5,117	11,502	13,151
Future Income Tax for Renunciation	-	(62,110)	-	(80,217)
Stock based compensation	-	12,972	37,331	61,025
	(89,824)	(100,899)	(263,475)	(383,114)
Changes in non-cash working capital items:				
Decrease (Increase) in receivables & accrued interest	2,151	(5,539)	32,260	73,750
Decrease (Increase) in Prepaids & Deposits	(2,830)	(75,849)	(2,866)	(147,487)
Increase (Decrease) in payables and acc. Liabilities	(12,564)	185,753	(171,526)	(217,541)
Net cash used in operating activities	(103,067)	3,466	(405,607)	(674,392)
Cash Flows from Investing Activities				
Acquisition of Capital Assets	-	-	-	(14,677)
Government Grant for Exploration	-	-	-	-
Exploration and Evaluation - asset	(56,885)	(300,282)	(229,371)	(596,392)
Net cash from investing activities	(56,885)	(300,282)	(229,371)	(611,069)
Cash Flows from Financing Activities				
Proceeds from Share Issuance	-	-	500,000	530,000
Share Subscriptions Received	-	-	-	-
Share Issuance Costs (excluding warrant costs)	-	-	(14,618)	(22,000)
Net cash from financing activities	-	-	485,382	508,000
Increase (Decrease) in cash & cash equivalents during the period	(159,952)	(296,816)	(149,596)	(777,461)
Cash & Cash Equivalents - Beginning of the Period	482,046	707,890	471,690	1,188,534
Cash & Cash Equivalents - End of the Period	\$ 322,094	\$ 411,074	\$ 322,094	\$ 411,074

Supplemental Disclosures

Interest Paid	-	-	-	-
Interest Received	154	512	458	1,817

BANYAN GOLD CORP.
NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018
Expressed in Canadian Funds

1. NATURE AND CONTINUANCE OF OPERATIONS

Banyan Gold Corp. (the "Company"), was incorporated as Banyan Coast Capital Corp. by a Certificate of Incorporation issued pursuant to the provisions of the Alberta Business Corporations Act ("ABCA") on July 26, 2010. The address of the Company's registered office is 166 Cougarstone Crescent SW, Calgary, Alberta, T3H 4Z5. These financial statements were approved and authorized for issuance by the Board of Directors on August 26, 2019.

The Company commenced trading on January 27, 2011, and trades under the symbol BYN.

These financial statements are presented on a going concern basis, which assumes the Company will continue to realize its assets and discharge its liabilities in the normal course of operations.

The Company does not generate cash flows from operations and has therefore relied principally on the issuance of equity securities to finance its operation activities to the extent that such instruments are issuable under terms acceptable to the Company.

If future financing is unavailable, the Company may not be able to meet its ongoing obligations, in which case the realizable values of its assets may decline materially from current estimates. The financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue operations.

2. BASIS OF PRESENTATION

These financial statements, including comparatives have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS"). The financial statements have been prepared on a historical costs basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could results in a material adjustment to the carry amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- i) the recoverability of receivables which are included in the statements of financial position;
- ii) the inputs used in accounting for stock-based compensation expense, which are included in the statement of operations;
- iii) recoverability of future income tax asset;
- iv) recoverability of exploration and evaluation expense asset;
- v) the valuation of the rehabilitation provision; and
- vi) the valuation of share-based payments transactions.

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

3. SIGNIFICANT ACCOUNTING POLICIES

Foreign exchange

The functional currency is the currency of the primary economic environment in which the entity operates. The functional currency is the Canadian dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, The Effects of Changes in Foreign Exchange Rates.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, the monetary assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the statement of financial position date while non-monetary assets and liabilities are translated at historical rates. Revenues and expense are translated at the exchange approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are included in the statements of loss and comprehensive loss.

Cash and cash equivalents

Cash and cash equivalents are comprised of cash on deposit and highly liquid short-term interest bearing variable rate investments with an original maturity of three months or less, which are readily convertible into a known amount of cash.

Impairment

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Property Plant & Equipment

At acquisition, the Company records property and equipment at cost, including all expenditures incurred to prepare an asset for its intended use. These expenditures consist of: the purchase price; broker's commissions; and installation costs including architectural, design and engineering fees, legal fees, survey costs, site preparation costs, freight charges, transportation insurance costs, duties, testing and preparation charges.

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

The Company capitalizes cost that meet the asset recognition criteria. Costs incurred that do not extend the productive capacity or useful economic life of an asset are considered repairs and maintenance expenses and are accounted for in the profit and loss in the period.

The Company provides for amortization using the declining balance method at rates designed to amortize the cost of the property over their estimated useful lives. The annual amortization rates are as follows:

Automotive	30%
Computers	55%
Camp Equipment	30%

Depreciation of property and equipment utilized in the exploration of assets, including mine exploration, is recapitalized as exploration and evaluation costs attributable to the related asset.

Interest Income

Interest income is recognized as it accrues in the statement of loss and comprehensive loss, using the effective interest method.

Loss per share

The Company presents basic loss per share for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

Share-based payments

The Company may grant stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to share capital.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Income taxes

The income tax expense or benefit for the period consists of two components: current and deferred. Income tax expense is recognized in the statements of comprehensive loss except to the extent it relates to an item recognized directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable profit or loss for the year. Current tax is calculated using tax rates and laws that were enacted or substantively enacted at the reporting date in each of the jurisdictions and includes any adjustments for taxes payable or recovery in respect of prior periods.

Deferred tax is recognized using the liability method, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purposes. However, the deferred tax is not recognized if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred tax asset is realized or the deferred tax liability is settled.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Mineral exploration and evaluation expenditures

Costs that are directly related to exploration and evaluation expenditures are recognized and capitalized, in addition to the acquisition costs. These direct expenditures include such cost as: materials used, surveying costs, geological costs, drilling costs, travel to and from the site, and payments made to contractors. Costs not directly attributable to exploration and evaluation activities, including general and administrative overhead, are expensed in the year in which they occur.

Rehabilitation provision

The Company is subject to various government laws and regulations relating to environmental disturbances caused by exploration and evaluation activities. The Company records the present value of the estimated costs of restoration obligation in the year in which the obligation is incurred. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related exploration properties. The discounted liability is increased for the changes in present value based on current market discount rates and liabilities specific risks.

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Segment reporting

The Company determined that it had only one operating segment.

New standards and interpretations

The following new standards have been adopted by the Company:

i) IFRS 9 Financial Instruments

IFRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement, this standard retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets. More specifically, the standard:

- Deals with classification and measurement of financial assets;
- Establishes two primary measurement categories for financial assets: amortized cost and fair value;
- Prescribes that classification depends on entity's business model and the contractual cash flow characteristics of the financial asset;
- Eliminates the existing categories: held to maturity, available for sale, and loans and receivables.

Certain changes were also made regarding the fair value option for financial liabilities and accounting for certain derivatives linked to unquoted equity instruments.

The Company has adopted this standard on October 1, 2018 and has determined that the adoption of this standard did not have a significant impact on its financial statements.

ii) IFRS 15 Revenue from Contracts with Customers

IFRS 15 supersedes revenue recognition guidance including IAS 18 Revenue, IAS 11 Construction Contracts and the related interpretation. The core principle of IFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Under IFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in IFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by IFRS 15.

The Company has adopted this standard on October 1, 2018 and has determined that the adoption of this standard did not have a significant impact on its financial statements.

The following new standard has not yet been adopted by the Company.

iii) IFRS 16 Leases

IFRS 16, Leases will replace existing guidance on accounting for leases. The accounting treatment of leases by lessee will change fundamentally.

BANYAN GOLD CORP.
NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018
Expressed in Canadian Funds

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

New standards and interpretations (continued)

IFRS 16 eliminates the current dual accounting model for lessees, which distinguishes between on-balance sheet finance leases and off-balance sheet operating leases. Instead, there is a single, on-balance sheet accounting model that is similar to current finance lease accounting.

This standard is effective for annual periods beginning January 1, 2019. The Company will adopt this standard when it becomes effective. The Company does not currently have any leases and this change is not expected to have a material impact.

4. CASH AND CASH EQUIVALENTS

	June 30, 2019	June 30, 2018
Cash on Deposit	\$ 322,094	\$ 411,074
Liquid short term deposit	<u>-</u>	<u>-</u>
	\$ 322,094	\$ 411,074

5. SHARE CAPITAL

Authorized:

Unlimited number of:

- Unlimited Class A voting common shares
- Unlimited Class B non-voting, common shares
- Unlimited Preferred Shares

All issued shares are fully paid

There were 98,937,856 Class A common shares issued and outstanding on June 30, 2019.

Transactions

Current & Prior Year Quarter

There were no share transactions during the quarter ended June 30, 2019 and June 30, 2018.

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

5. SHARE CAPITAL (continued)

Stock Options

The Company has established a stock option plan (the "Plan") for the directors, officers, employees and consultants of the Company. The Plan is administered by the Board of Directors of the Company who establish the exercise prices, vesting conditions and expiry date of the options in accordance with the requirements imposed by the Exchange.

The aggregate number of shares assumable upon the exercise of all options granted under the Plan shall not exceed 10% of the issued and outstanding shares reserved for the issuance to (a) any individual director or officer which will not exceed 5% of the issued and outstanding common shares, and (b) all consultants which will not exceed 2% of the issued and outstanding common shares.

Current Year

At the end of the quarter ended June 30, 2019, the following share options were outstanding to directors, officers and advisors:

600,000 stock options exercisable at \$0.05 with an expiry of August 20, 2020
250,050 stock options exercisable at \$0.15 with an expiry of January 25, 2021
500,000 stock options exercisable at \$0.065 with an expiry of August 4, 2021
500,000 stock options exercisable at \$0.085 with an expiry of August 26, 2021
350,000 stock options exercisable at \$0.07 with an expiry of October 27, 2021
800,000 stock options exercisable at \$0.07 with an expiry of March 4, 2022
1,575,000 stock options exercisable at \$0.12 with an expiry of September 23, 2022
650,000 stock options exercisable at \$0.08 with an expiry of December 29, 2022
200,000 stock options exercisable at \$0.075 with an expiry of June 18, 2023
<u>1,150,000</u> stock options exercisable at \$0.05 with an expiry of December 19, 2023
<u>6,575,050</u>

During the quarter ended June 30 2019, 75,000 stock options expired and none were granted.

Prior Year

During the quarter ended June 30, 2018, the Company granted stock options to consultants to purchase 200,000 common shares, at an exercise price of \$0.075 per share, exercisable on or before June 18, 2023.

The fair value of stock options granted is estimated on this date, using the Black-Scholes option pricing model, with the following assumptions:

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

5. SHARE CAPITAL (continued)

Stock Options (continued)

Risk-free interest rate	1.93%
Estimated volatility	1.31%
Expected Life	5 years
Expected dividend yield	0%

The fair value of all stock options granted was \$0.0649

Warrants

Current Year

At the end of the period ended June 30, 2019, the following share purchase warrants were outstanding:

3,632,287 warrants exercisable at \$0.085 with an expiry of August 24, 2019
5,955,004 warrants exercisable at \$0.115 with an expiry of September 8, 2019*
3,021,530 warrants exercisable at \$0.15 with an expiry of July 13, 2020*
2,020,302 warrants exercisable at \$0.15 with an expiry of July 19, 2020*
7,480,000 warrants exercisable at \$0.075 with an expiry of February 21, 2021
<u>250,000</u> warrant exercisable at \$0.075 with an expiry of March 9, 2021
<u>23,359,123</u>

*Subject to an acceleration clause.

Prior Year

No warrants were issued or exercised during the quarter ended June 30, 2018.

6. RESOURCE PROPERTIES

Hyland Gold Project

The Company has an interest in the Hyland Gold Project which is located in the Watson Lake Mining District of southeast Yukon, approximately 74 kilometres northeast of the town of Watson Lake. The Hyland Gold Project consists of 927 claims totaling over 18,620 hectares.

The Hyland Main Zone Indicated Gold Resource Estimate, prepared in accordance with NI 43-101, at a 0.3 g/t gold equivalent cut-off, contains 8.6 million tonnes grading 0.85 g/t AuEq for **236,000 AuEq ounces** with an Inferred Mineral Resource of 10.8 million tonnes grading 0.83 g/t AuEq for **288,000 AuEq ounces**.

BANYAN GOLD CORP.**NOTES TO THE FINANCIAL STATEMENTS**

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

6. RESOURCE PROPERTIES (continued)**HYLAND**

Cut-off Grade (AuEq g/t)	In situ Tonnes	Au		Ag		AuEq	
		Grade (g/t)	Ozs	Grade (g/t)	Ozs	Grade (g/t)	Ozs
Indicated							
0.3	8,637,000	0.78	216,000	7.04	1,954,000	0.85	236,000
Inferred							
0.3	10,784,000	0.77	266,000	5.32	1,845,000	0.83	288,000

(1) Mineral resources which are not mineral reserves do not have demonstrated economic viability. All figures are rounded to reflect the relative accuracy of the estimate.

(2) Mineral resources are reported at a cut-off grade of 0.3 g/t AuEq. AuEq grade is based on \$1,350.00/oz Au, \$17.00/oz Ag and assumes a 100% recovery. The AuEq calculation does not apply any adjustment factors for difference in metallurgical recoveries of gold and silver. This information can only be derived from definitive metallurgical testing which has yet to be completed.

*News Release March 22, 2018 and Technical Report filed May 2, 2018.

Banyan has earned a 100% interest in all properties, subject to various NSR agreements with an aggregate royalty of 2.5% subject to a maximum buy back of 1.5%.

Aurex-McQuesten Gold Project

On May 24, 2017, the Corporation completed the definitive agreements on the Aurex and McQuesten projects subject to TSX Venture approval and in the case of Alexco, requiring the consent of Silver Wheaton and the Government of Canada. The agreements provided for the Corporation to acquire up to 100% of the Aurex Property, from Victoria Gold Corp. ("Victoria") and up to 100% of the McQuesten Property, from Alexco Resource Corp. ("Alexco"). The Aurex and McQuesten gold properties are contiguous, comprising 8,230 hectares and 1,000 hectares respectively and are both highly prospective for intrusive-related gold mineralization, and include areas of historic gold production (lode and placer), in the prolific Mayo Mining District, Yukon Territory.

Highlights of Aurex Agreement with Victoria Gold Corp.:

Under the terms of the binding Letter Agreement with Victoria, Banyan may earn up to 100% interest in the Aurex property in three (3) stages:

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

6. RESOURCE PROPERTIES (continued)

- Initial 51% Option Interest - To acquire the initial 51% Option Interest in the Property, the Company is required, over a period of four (4) years, to issue in stages a total of 3 million common shares in the capital of the Company, and to incur in stages minimum exploration expenditures totaling \$1.6 million on the Property. Banyan will act as the Property's operator during the initial four-year term and has the option to defer expenditures into a 5th year. Following the earning of the 51% Option Interest, a joint venture ("JV") will be formed and Banyan will have the ability to elect to earn an additional 24%.
- Additional 24% Interest - In order to earn the Additional 24% Interest, such that Banyan would have an aggregate interest of 75% in the Property, Banyan will be required to spend an additional \$3.5 million in exploration expenditures over five (5) years. Upon having earned the Additional 24% Interest, Banyan will continue to act as the Property's operator and may elect to earn an additional 25%.
- Additional 25% interest - In order to earn the Additional 25% Interest, such that Banyan would have an aggregate interest of 100% in the Property, within two (2) years Banyan must pay Victoria \$2 million cash or shares and grant Victoria a 6% net smelter return ("NSR") royalty with buybacks totaling \$7 million to reduce to a 1% NSR royalty on Au and a 3% NSR royalty on Ag.

Highlights of McQuesten Agreement with Alexco Resource Corp:

Under the terms of the McQuesten agreement with Alexco, Banyan may earn up to a 100% interest in the McQuesten property in three (3) stages:

- Initial 51% Option Interest - To acquire the initial 51% Option Interest in the Property, the Company is required, over a period of four (4) years, to issue in stages a total of 1.6 million common shares in the capital of the Company, and to incur in stages minimum exploration expenditures totaling \$1.6 million on the Property. Banyan will act as the Property's operator during the initial four-year term and has the option to defer expenditures into a 5th year. Following the earning of the 51% Option Interest, a JV will be formed and Banyan will have the ability to elect to earn an additional 24%.
- Additional 24% Interest - In order to earn the Additional 24% Interest, such that Banyan would have an aggregate interest of 75% in the Property, within three (3) years Banyan must spend an additional \$1 million in exploration expenditures, deliver a Preliminary Economic Assessment and pay Alexco \$600,000 in cash or shares of Banyan. Upon having earned the Additional 24% Interest, Banyan will continue to act as the Property's operator and may elect to earn an additional 25%.

Additional 25% interest - In order to earn the Additional 25% Interest, such that Banyan would have an aggregate interest of 100% in the Property, within two (2) years Banyan must pay Alexco \$2 million in cash or shares, deliver a Pre-Feasibility Study and grant Alexco a 6% NSR royalty with buybacks totaling \$7 million to reduce to a 1% NSR royalty on Au and a 3% NSR royalty on Ag.

BANYAN GOLD CORP.**NOTES TO THE FINANCIAL STATEMENTS**

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

6. RESOURCE PROPERTIES (continued)**Analysis of Property Expenditures:**

	Aurex	McQuesten	Hyland	Total
Balance, September 30, 2017	244,196	334,112	2,617,207	3,195,516
Acquisition Costs	73,500	31,200	Nil	104,700
Exploration & Evaluation Expenses Capitalized	9,289	56,255	516,733	582,277
Balance, June 30, 2018	326,985	421,567	3,133,940	3,882,492

Balance, September 30, 2018	352,642	659,558	3,603,898	4,616,098
Acquisition Costs	37,500	20,000	Nil	57,500
Exploration & Evaluation Expenses Capitalized	72,197	120,156	37,018	229,371
Balance, June 30, 2019	462,339	799,714	3,640,916	4,902,969

7. PROPERTY AND EQUIPMENT

Cost	Vehicles	Computers	Camp Equip	Total
Balance - September 30, 2017	64,936	4,800	Nil	69,736
Additions	0	0	14,677	14,677
Balance - September 30, 2018	64,936	4,800	14,677	84,413
Additions	0	0	0	0
Balance - June 30, 2019	64,936	4,800	14,677	84,413

Accumulated Depreciation	Vehicles	Computers	Camp Equip	Total
Balance - September 30, 2017	13,831	1,320	Nil	15,151
Depreciation	15,332	1,914	2,201	19,447
Balance - September 30, 2018	29,163	3,234	2,201	34,598
Depreciation	8,049	646	2,808	7,668
Balance - June 30, 2019	37,212	3,880	5,009	46,101

Carrying Amount	Vehicles	Computers	Camp Equip	Total
Balance - September 30, 2017	51,105	3,480	Nil	54,585
Balance - September 30, 2018	35,773	1,566	12,476	49,815
Balance - June 30, 2019	27,724	920	9,668	38,312

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

8. RELATED PARTY TRANSACTIONS

During the quarter, \$55,500 (2018 - \$40,500) was expensed to the corporation by officers and directors of the Company. \$10,500 (2018 - \$10,500) has been billed to management fees by 1195472 Ontario Ltd. for the CFO. \$36,000 was charged by 44984 Yukon Inc. for management fees for Tara Christie, CEO (2018 - \$30,000) with a further \$9,000 billed to projects (2018 – nil).

9. FINANCIAL AND CAPITAL RISK MANAGEMENT

Fair value estimates are made at the reporting date, based on relevant market information and other information about the financial instruments. Fair values are determined directly by reference to published price quotations in an active market, when available, or by using a valuation technique that uses inputs observed from the markets.

The Company classifies its fair value measurements within a fair value hierarchy, which reflects the significance of the inputs used in making the measurements.

Level 1 - Unadjusted quoted prices at the measurement date for identical assets or liabilities in active markets.

Level 2 - Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3 - Significant unobservable inputs which are supported by little or no market activity.

All of the Company's cash and cash equivalents are assessed to be in Level 1.

The fair market value of the Company's receivables, payables and accruals approximate their carrying amount due to their short-term nature.

a) Credit Risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash balances. The Company manages its credit risk on bank deposits by holding deposits in high credit quality banking institutions in Canada. Management believes that the credit risk with respect to receivables is remote.

b) Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient capital to meet liabilities when due after taking into account the Company's holdings of cash that might be raised from equity financings.

As at June 30, 2019, the Company had cash of \$322,094 (2018 - \$411,074) and current liabilities of \$20,698 (2018 - \$276,532). All of the Company's accounts payable and accrued liabilities have contractual maturities of less than

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

9. FINANCIAL AND CAPITAL RISK MANAGEMENT (continued)

60 days and are subject to normal trade terms. Current cash balances will allow the Company to continue to operate without requiring a financing for the fiscal year.

c) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not believe a change by 1% in interest rate will have a significant impact on the fair value of its cash equivalents.

d) Foreign Currency Risk

The Company's reporting currency is in Canadian dollars and major transactions are denominated in Canadian dollars. The Company's currency risk is not significant.

Capital Disclosures

The Company manages its capital, consisting of shareholders' equity, in a manner consistent with the risk characteristics of the assets it holds. All sources of financing are analyzed by management and approved by the board of directors.

The Company's objectives when managing capital are:

- a) to safeguard the Company's ability to continue as a going concern; and
- b) to facilitate potential acquisitions.

The Company is meeting its objective of managing capital through its detailed review and performance of due diligence on all potential acquisitions, preparing short-term and long-term cash flow analysis to ensure an adequate amount of liquidity and monthly review of financial results. As disclosed previously, there are restrictions on the use of cash.

There were no changes in the Company's approach to capital management during the period March 31, 2019.

10. LOSS PER SHARE

Diluted loss per share for the periods ended June 30, 2019 and 2018 is the same as basic loss per share. The impact of the exercise of the outstanding share options and warrants in the money in 2018 did not change the loss per share on a rounded basis. There were no warrants or options in the money as at June 30, 2019

11. SUBSEQUENT EVENTS

On July 9, 2019 the Company announced that it had renegotiated, subject to TSX Venture Exchange approval, terms of the Aurex option agreement which allows the company to earn up to a 100-per-cent interest in the Aurex property from StrataGold Corp., a 100-per-cent-owned subsidiary of Victoria Gold Corp., and the McQuesten option agreement to earn up to a 100-per-cent interest in the McQuesten property from Alexco Resource Corp., originally

BANYAN GOLD CORP.

NOTES TO THE FINANCIAL STATEMENTS

For the quarters ended June 30, 2019 and 2018

Expressed in Canadian Funds

11. SUBSEQUENT EVENTS (continued)

signed on May 24, 2017 (see news release of May 25, 2017). The addendum to both agreements allows Banyan the election to extend the time frame to complete the first earn-in (51-per-cent total interest) by up to three years.

The contiguous Aurex and McQuesten properties are located in the Mayo mining district, Yukon, adjacent to Alexco's prolific Keno Hill silver district and Victoria Gold's Eagle heap leach mine which is now built and scheduled to produce gold in September of 2019. Alexco and Victoria Gold are both major shareholders of Banyan at 8.8 and 5.0 per cent, respectively.

With the 2019 exploration drilling program under way, Banyan has incurred the required exploration expenditures to fulfill the earn-in requirements for 2019 on both properties. The amended agreements require that Banyan spend minimums of \$1,665,000 on the Aurex property and \$1.6-million on McQuesten to complete the 51-per-cent earn-in to the properties.

The amended McQuesten agreement grants Banyan the election to extend the agreement by three years beyond the original option dates, by spending an additional \$90,000 in exploration expenditures for each year of extension (potentially adding a maximum of \$270,000 in exploration expenditures above the requirements in the original agreement). The agreement also had minor housekeeping amendments to dates to be consistent with the timing and mechanics of the Aurex agreement. The Aurex agreement adds an election to extend the date to complete exploration expenditures to 2023, but otherwise remains unchanged.

The remaining share payments required by Banyan under the agreement remain unchanged, as in the table below.

Date	Shares to be issued Aurex agreement	Shares to be issued McQuesten agreement
By Dec. 31, 2019	750,000	400,000
By Dec. 31, 2020	750,000	400,000
Total	1,500,000	800,000

The terms of both agreements beyond the first option (51 per cent) remain unchanged as in the news release of May 25, 2017, and give Banyan the election to form joint ventures with Victoria Gold and Alexco at 51 per cent and also allow Banyan the election to earn 100 per cent on both properties.