PROVENANCE GOLD CORP.

CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED JUNE 30, 2018 and 2017

(Unaudited – Expressed in Canadian Dollars)

Notice of No Auditor Review

These unaudited consolidated interim financial statements of Provenance Gold Corp. (the "Company") have not been reviewed by the auditors of the Company. This notice is being provided in accordance with Section 4.3 (3) (a) of National Instrument 51-102 - Continuous Disclosure Obligations.

PROVENANCE GOLD CORP.
Consolidated Interim Statements of Financial Position
(Unaudited - Expressed in Canadian Dollars)

		June 30 2018		December 31 2017
ASSETS				
Current assets				
Cash	$	196,238	$	66,628
Amounts receivable		6,550		32,007
		202,788		98,635
Exploration and evaluation assets (note 4)		1,169,070		713,513
	$	1,371,858	$	812,148
LIABILITIES				
Current liabilities				
Accounts payable and accrued liabilities	$	487,455	$	92,849
Share subscriptions advanced (note 6)		-		406,398
		487,455		499,247
Loan payable (note 5)		-		209,467
		487,455		708,714
SHAREHOLDERS' EQUITY				
Share capital (note 6)		1,645,135		722,136
Deficit		(760,732)		(618,702)
		884,403		103,434
	$	1,371,858	$	812,148

Nature and continuance of operations (note 1)

Approved on behalf of the Board:

Director *"Rauno Perttu"*
Rauno Perttu

Director *"Robert Clark"*
Robert Clark

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

PROVENANCE GOLD CORP.

Consolidated Interim Statements of Operations and Comprehensive Loss
(Unaudited - Expressed in Canadian Dollars)

	Three months ended June 30		Six months ended June 30	
	2018	**2017**	**2018**	**2017**
EXPENSES				
Bank charges	$ 241	$ 18	$ 414	$ 36
Consulting and management fees (note 9)	46,318	54,000	98,818	110,800
Interest (recovery)	-	-	-	(1,123)
Office	10,787	11,126	12,310	12,695
Professional fees	3,472	18,671	7,256	22,407
Regulatory and transfer agent fees	6,543	(114)	9,922	6,233
Travel	10,669	3,302	13,310	3,784
Loss and comprehensive loss for the period	$ 78,030	$ 87,003	$ 142,030	$ 154,832
Basic and diluted loss per share (note 10)	$ 0.00	$ 0.00	$ 0.00	$ 0.01
Weighted average number of common shares outstanding	32,240,401	23,825,519	29,679,012	23,825,519

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

PROVENANCE GOLD CORP.
Consolidated Interim Statements of Changes in Equity
(Unaudited - Expressed in Canadian Dollars)

	Number of Shares	Share Capital	Share subscriptions advanced	Deficit	Total Shareholders' Equity
Balance at January 1, 2017	13,111,431	$ 52,500	$ -	$ (290,491)	$ (237,991)
Shares issued under Securities Purchase Agreement (note 6)	11,000,000	269,624	-	-	269,624
Shares issued in private placement (note 6)	750,000	75,000	-	-	75,000
Shares issued for cash (note 6)	-	-	64,900	-	64,900
Loss and comprehensive loss for the period	-	-		(154,832)	(154,832)
Balance at June 30, 2017	24,861,431	397,124	64,900	(445,323)	16,701
Balance at January 1, 2018	27,089,164	722,136	-	(618,702)	103,434
Shares issued in private placement (note 6)	2,066,000	516,500	-	-	516,500
Shares issued for cash on exercise of share purchase warrants (note 6)	4,214,670	421,467	-	-	421,467
Share issuance costs	59,300	(14,968)	-	-	(14,968)
Loss and comprehensive loss for the period	-	-	-	(142,030)	(142,030)
Balance at June 30, 2018	33,429,134	$ 1,645,135	$ -	$ (760,732)	$ 884,403

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

PROVENANCE GOLD CORP.
Consolidated Interim Statements of Cash Flow
(Unaudited - Expressed in Canadian Dollars)

	Six months ended June 30 2018	Six months ended June 30 2017
Cash provided by (used for):		
Operating activities		
Net and comprehensive loss for the period	$ (142,030)	$ (154,832)
Change in non-cash working capital:		
Amounts receivable	25,457	(759)
Accounts payable and accrued liabilities	394,606	2,111
Cash used in operating activities	278,033	(153,480)
Investing activities		
Cash acquired under Securities Purchase Agreement (note 6)	-	166,955
Exploration and evaluation assets acquired	(455,557)	(85,853)
Cash used in investing activities	(455,557)	81,102
Financing activities		
Proceeds from issuance of shares	110,102	75,000
Loan repayment	(209,467)	-
Proceeds from share purchase warrants exercised	421,467	-
Share issuance costs	(14,968)	-
Share subscriptions advanced	-	64,900
Cash provided by financing activities	307,134	139,900
Change in cash during the period	129,610	67,522
Cash, beginning of the period	66,628	724
Cash, end of the period	$ 196,238	$ 68,246

Supplementary cash flow information (note 11)

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Provenance Gold Corp. ("Provenance" or the "Company") was incorporated in the Province of British Columbia on October 5, 2012. For the period October 5, 2012 to May 31, 2013, the Company was a wholly owned subsidiary of Aldever Resources Inc. ("Aldever"), which is a junior exploration company engaged in the business of identification, acquisition and exploration of mineral interests.

During October, 2012, Aldever's board of directors approved a plan of arrangement (the "Arrangement") between Aldever and its four wholly-owned subsidiaries, including Provenance. As a result of the completion of the Arrangement on May 31, 2013, Aldever ceased to be a shareholder of Provenance and the Company became a reporting issuer in its own right. Provenance is a junior exploration company engaged in the business of identification, acquisition and exploration of mineral interests.

On January 16, 2017, the Company changed its name to Provenance Gold Corp.

The Company's principal office and registered and records office is located at 2200-885 West Georgia Street, Vancouver, BC V6C 3E8.

These consolidated interim financial statements have been prepared on a going concern basis which presumes the realization of assets and settlement of liabilities in the normal course of operations in the foreseeable future. The Company has no source of operating revenue, has incurred operating losses and at June 30, 2018 had a deficit of $760,732 (December 31, 2017 - $618,702). The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

These consolidated interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence. The aforementioned factors indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. Further discussion of liquidity risk is included in notes 6 and 7.

These consolidated interim financial statements were authorized for issue on August 28, 2018 by the directors of the Company.

2. BASIS OF PRESENTATION

Statement of compliance

These consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of consolidated interim financial statements, including International Accounting Standards ("IAS") 34, Interim Financial Reporting. These interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the Company's audited annual financial statements for the year ended December 31, 2017, which have been prepared in accordance with IFRS.

These financial statements have been prepared on the historical cost basis. The presentation and functional currency of the Company is the Canadian dollar.

2. BASIS OF PRESENTATION *(continued)*

Basis of consolidation

These consolidated interim financial statements include the accounts of the Company and 1084160 B.C. Ltd., formerly Provenance Gold Corp. ("PGC"), its wholly owned subsidiary in which the Company has control, where control is defined as the power to govern the financial operating policies of an enterprise so as to obtain benefits from its activities.

All intercompany balances and transactions have been eliminated on consolidation. Comparative figures shown in these financial statements reflect the accounts of Provenance only.

Details of the Company's subsidiary are as follows:

Name	Place of incorporation	Interest %	Principal activity
1084160 B.C. Ltd.	British Columbia, Canada	100%	Holding company

3. SIGNIFICANT ACCOUNTING POLICIES

a) Significant accounting judgments, estimates and assumptions

The preparation of the Company's consolidated interim financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated interim financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Critical judgments in applying accounting policies:

The following are critical judgments that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the consolidated interim financial statements:

- the determination that the Company will continue as a going concern for the next year; and
- the determination that there have been no events or changes in circumstances that indicate the carrying amount of exploration and evaluation assets may not be recoverable.

b) Impairment

At each reporting period, management reviews all assets for indicators of impairment. If such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss, 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. In assessing value in use, the estimated future cash flows are discounted to their present value. If the recoverable amount of the asset is 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 that period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which that asset belongs.

(Unaudited - Expressed in Canadian Dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Past impairments are also considered at each reporting period and where there is an indication that an impairment loss may have decreased, the recoverable amount is calculated as outlined above to determine the extent of the recovery. If the recoverable amount of the asset is more than its carrying amount, the carrying amount of the asset is increased to its recoverable amount and the impairment loss is reversed in the profit or loss for that period. The increased carrying amount due to reversal will not be more than what the depreciated historical cost would have been if the impairment had not been recognized.

c) Recent accounting pronouncements

New accounting standards issued but not yet effective

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company has not early adopted any of these standards and is currently evaluating the impact, if any, that these standards might have on its financial statements.

4. EXPLORATION AND EVALUATION ASSETS

2K Gold Property	**Acquisition**	**Exploration**	**Total Cost**
Balance December 31, 2016	$ -	$ -	$ -
Additions	50,000	555,035	605,035
Assets acquired under Securities Purchase Agreement (note 6)	50,000	58,478	108,478
Balance December 31, 2017	$ 100,000	$ 613,513	$ 713,513
Additions	130,000	325,557	455,557
Balance June 30, 2018	$ 230,000	$ 939,070	$ 1,169,070

On June 10, 2016, the Company's CEO entered into the Moosehorn Range Property Option Agreement (the "MRPOA") pursuant to which he was granted the option to purchase a 100% interest in 149 quartz claims located in the Moosehorn Range in Yukon, Canada and the exclusive right to conduct mineral exploration and feasibility study work on the property during the period of the option. On August 4, 2016, the Company and the Company's CEO entered into an assignment agreement whereby the MRPOA was assigned to the Company. Pursuant to the MRPOA, payments totalling $3,610,000 are required to be made and exploration expenditures totalling $1,700,000 are required to be incurred as follows:

Payments

- $50,000 within 60 days of the signing of the agreement *(paid)*;
- $50,000 by June 10, 2017*(paid)*;
- $130,000 by June 10, 2018 (*paid)*;
- $130,000 by June 10, 2019;
- $250,000 by June 10, 2020; and
- $3,000,000 by June 10, 2021

These payments will be credited towards the exploration expenditure requirements.

4. EXPLORATION AND EVALUATION ASSETS *(continued)*

Exploration Expenditures

- $200,000 by June 10, 2017 (completed*)*;
- $300,000 between June 10, 2017 and June 10, 2018 (completed);
- $350,000 between June 10, 2018 and June 10, 2019;
- $350,000 between June 10, 2019 and June 10, 2020; and
- $500,000 between June 10, 2020 and June 10, 2021

Expenditures incurred in excess of the amount required will be applied against any remaining expenditures. As of June 30, 2018, the Company has incurred $939,070 in exploration expenditures.

Pursuant to the MRPOA, the optionee will also pay a 2% net smelter royalty ("NSR") by December 31st of each year that lode gold is recovered from the property. This NSR can be bought out at any time by paying $2,000,000.

The final payment of $3,000,000 may be made at any time between June 10, 2016 and June 10, 2021, in which case any remaining payments will no longer be payable (except the NSR unless it has been bought out) and no further exploration expenditures will be required.

If, during the term of the MRPOA, either party acquires any interest in quartz claim fractions within a five kilometer perimeter of the property's claim blocks, these claims will become subject to the terms and conditions of the MRPOA.

5. LOAN PAYABLE

On January 31, 2017, the Company executed a Debt Settlement Agreement ("the Agreement") to settle debt totaling $209,467 ($168,811 principal plus $40,656 accrued interest). Pursuant to the Agreement, the debt was settled by issuing a non-interest bearing promissory note in the amount of $209,467. This note was repaid on June 30, 2018.

6. SHARE CAPITAL

Authorized

Unlimited number of common shares, without par value.
Unlimited number of preferred shares, without par value.

Issued

2017

On January 16, 2017, the Company closed a Securities Purchase Agreement ("the Agreement") with the shareholders of Provenance Gold Corp. ("PGC"). PGC is the beneficial owner of the right to earn up to a 100% interest in and to a series of quartz claims located in the Moosehorn Range in the Yukon Territory. This interest is subject to certain royalty rights pursuant to a property option agreement dated June 10, 2016. Pursuant to the Agreement, the Company acquired all of the outstanding share capital of PGC by issuing 11,000,000 common shares and 3,500,000 common share purchase warrants to the shareholders of PGC. Each warrant is exercisable to acquire an additional common share of the Company at a price of $0.15 per share until October 19, 2018. In connection with the closing of the Agreement, the Company changed its name to "Provenance Gold Corp." and PGC continued as a wholly-owned subsidiary of the Company.

The net assets acquired under the Agreement consisted of the following: cash of $166,955; interest in mineral property – Y2K Gold of $108,478; accrued expenses ($5,809).

On January 31, 2017, the Company completed a private placement of 750,000 units at $0.10 per unit for gross proceeds of $75,000. Each unit is comprised of one common share of the Company and one share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.15 until January 31, 2019.

On September 7, 2017, the Company completed a private placement of 2,187,733 units at $0.15 per unit for gross proceeds of $328,160. Each unit is comprised of one common share of the Company and one-half of one common share purchase warrant. Each full warrant entitles the holder to purchase one common share at a price of $0.30 per share until September 7, 2019. The Company issued 40,000 common shares valued at $6,000 as a finder's fee and paid $3,148 in share issue costs.

2018

On May 8, 2018, the Company completed a private placement of 2,066,000 units at a price of $0.25 per unit for gross proceeds of $516,500. Each unit consists of one common share of the Company and one half of one common share purchase warrant. Each full warrant entitles the holder to purchase an additional common share at a price of $0.40 per share until May 8, 2020. The Company issued 59,300 common shares valued at $14,825 as finders' fees and incurred additional share issue costs of $14,968.

(Unaudited - Expressed in Canadian Dollars)

6. SHARE CAPITAL *(continued)*

Warrants

Details of common share purchase warrants outstanding at June 30, 2018 and December 31, 2017 are as follows:

	June 30 2018 Outstanding Warrants	December 31 2017 Outstanding Warrants	Exercise price	Expiry date
Share purchase warrants				
Issued under Securities Purchase Agreement	3,500,000	3,500,000	$ 0.150	October 19, 2018
Issued in private placement	750,000	750,000	$ 0.150	January 31, 2019
Issued in private placement	1,093,867	1,093,867	$ 0.300	September 7, 2019
Issued in private placement	1,033,000	-	$ 0.400	May 8, 2020
	6,376,867	5,343,867		

Common share purchase warrant transactions during the periods ended June 30, 2018 and December 31, 2017 are as follows:

	June 30 2018			December 31 2017		
	Number of Warrants	Weighted average exercise price	Fair Value	Number of Warrants	Weighted average exercise price	Fair Value
Outstanding - beginning of period	17,343,867	$ 0.125	$ -	12,000,000	$ 0.100	$ -
Expired	(7,785,330)	$ 0.100	$ -	-	$ -	$ -
Exercised	(4,214,670)	$ 0.100	$ -	-	$ -	$ -
Issued under Securities Purchase Agreement	-	-	$ -	3,500,000	$ 0.150	$ -
Issued in private placement	-	-	$ -	750,000	$ 0.150	$ -
Issued in private placement	-	-	$ -	1,093,867	$ 0.300	$ -
Issued in private placement	1,033,000	$ 0.400	$ -	-	$ -	$ -
Outstanding - end of period	6,376,867	$ 0.216	$ -	17,343,867	$ 0.125	$ -

The weighted average remaining contractual life of the issued and outstanding warrants as at June 30, 2018 was 0.74 years.

7. FINANCIAL INSTRUMENTS

Fair Values

As at June 30, 2018, the Company's financial instruments consist of cash, accounts payable and accrued liabilities, and loan payable.

Fair value represents the price at which a financial instrument could be exchanged in an orderly market, in an arm's length transaction between knowledgeable and willing parties who are under no compulsion to act. The Company classifies the fair value of the financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1: Fair value measurements are those derived from quoted prices (unadjusted) in the active market for identical assets or liabilities.

Level 2: Fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (derived from prices).

Level 3: Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data.

The fair value of cash, accounts payable and accrued liabilities, and loan payable is determined on level 1 inputs and the carrying amounts approximate the fair values due to the short-term maturities of these items.

Credit Risk

The Company is not exposed to any significant credit risk as it has limited cash balances at June 30, 2018.

Interest Rate and Foreign Exchange Risks

Provenance has cash balances and only non-interest bearing debt. The Company is not exposed to any significant interest rate or foreign exchange risks.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to pay financial instrument liabilities as they come due. The Company’s only liquidity risk from financial instruments is its need to meet accounts payable and accrued liabilities and loan payable requirements.

Price Risk

The Company is not exposed to price risk.

(Unaudited - Expressed in Canadian Dollars)

8. CAPITAL MANAGEMENT

The Company's capital currently consists of common shares. Its principal source of cash is from the issuance of common shares and funds advanced by investors. The Company's capital management objectives are to safeguard its ability to continue as a going-concern. The Company does not have any externally imposed capital requirements to which it is subject. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares.

9. RELATED PARTY TRANSACTIONS

All transactions with related parties have occurred in the normal course of operations and are measured at their fair value as determined by management. Unless otherwise indicated, the balances are unsecured, non-interest bearing, without specific terms of repayment and have arisen from advances or the provision of services and fees described.

During the six months ended June 30, 2018, the Company incurred $98,818 (2017 - $110,800) in consulting fees paid to directors and a company in which a director is a principal.

At June 30, 2018, the Company owed directors $Nil (December 31, 2017 - $Nil) in respect of fees and out of pocket expenses.

10. LOSS PER SHARE

Basic loss per share is calculated using the weighted average number of shares outstanding during the year. The warrants outstanding as at June 30, 2018 have not been included in the calculation of diluted earnings per share as the effect of their inclusion would be anti-dilutive. Loss per share is calculated as follows:

	Six months ended June 30	
	2018	**2017**
Loss for the period	$ (142,030)	$ (154,832)
Weighted average number of shares outstanding	29,679,012	23,825,519
Basic and diluted loss per share	$ (0.00)	$ (0.01)

11. SUPPLEMENTARY DISCLOSURES WITH RESPECT TO CASH FLOWS

During the six months ended June 30, 2018, the Company paid interest in the amount of $Nil (2017 – recovered interest of $1,123).

As disclosed in note 5, on January 31, 2017, the Company settled debt, including accrued interest of $40,656, by issuing a promissory note in the amount of $209,467. This note was repaid on June 30, 2018.