

CROSS RIVER VENTURES CORP
CONDENSED INTERIM FINANCIAL STATEMENTS
SIX MONTHS ENDED JULY 31, 2020 AND 2019
UNAUDITED – PREPARED BY MANAGEMENT
(EXPRESSED IN CANADIAN DOLLARS)

**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED INTERIM FINANCIAL STATEMENTS**

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

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

Cross River Ventures Corp.
Condensed Interim Statements of Financial Position
Unaudited – Prepared by Management
(Expressed in Canadian Dollars)

As at	July 31, 2020	January 31, 2020
ASSETS		
Current assets		
Cash	\$ 252,381	\$ 802
Amounts receivable	13,424	8,300
Prepaid expenses	-	10,000
	<u>265,805</u>	<u>19,102</u>
Mineral Exploration and Evaluation Assets (Note 4)	<u>113,189</u>	<u>76,809</u>
	\$	\$
Total assets	<u>378,994</u>	<u>95,911</u>
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities	\$ 47,710	\$ 127,226
Promissory notes payable (Note 5)	30,000	-
	<u>77,710</u>	<u>127,226</u>
Promissory Notes Payable (Note 5)	<u>15,000</u>	<u>15,000</u>
Total liabilities	<u>92,710</u>	<u>142,226</u>
SHAREHOLDERS' EQUITY		
Share capital (Note 6)	440,527	102,500
Reserves (Note 6)	34,165	-
Deficit	(188,408)	(148,815)
Total shareholders' equity	<u>286,284</u>	<u>(46,315)</u>
Total liabilities and shareholders' equity	<u>\$ 378,994</u>	<u>\$ 95,911</u>

Nature of Operations and Going Concern (Note 1)
Subsequent Events (Note 10)

Approved on behalf of the Board on September 29, 2020

"Dan Placzek" Director

"Kosta Tsoutsis" Director

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

Cross River Ventures Corp.

Condensed Interim Statements of Loss and Comprehensive Loss

Unaudited – Prepared by Management

(Express in Canadian Dollars)

	Three months ended July 31, 2020	Three months ended July 31, 2019	Six months ended July 31, 2020	Six months ended July 31, 2019
Expenses				
Audit and accounting	\$ 7,500	\$ -	\$ 7,500	\$ -
Consulting	5,000	-	5,000	-
Filing and transfer agent fees	13,239	-	13,739	-
Investor relations	370	-	370	-
Legal	4,443	-	4,443	-
Office and administration	2,463	5	2,487	5
Rent (Note 7)	3,000	-	3,000	-
Share-based compensation (Note 6c and 7)	3,054	-	3,054	-
Loss and comprehensive loss for the period	<u>\$ (39,069)</u>	<u>\$ (5)</u>	<u>\$ (39,593)</u>	<u>\$ (5)</u>
Loss per share – basic and diluted	<u>\$ (0.01)</u>	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares outstanding	<u>4,406,452</u>	<u>3,500,000</u>	<u>3,960,656</u>	<u>3,500,000</u>

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

Cross River Ventures Corp.
Condensed Interim Statement of Changes in Equity
Unaudited – Prepared by Management
(Express in Canadian Dollars)

	Number of Shares*	Share Capital	Reserves	Deficit	Total
Balance, January 31, 2019	3,500,000	\$ 102,500	\$ -	\$ (81,095)	\$ 21,405
Loss for the period	-	-	-	(5)	(5)
Balance, July 31, 2019	3,500,000	102,500	-	(81,100)	21,400
Loss for the period	-	-	-	(67,715)	(67,715)
Balance, January 31, 2020	3,500,000	102,500	-	(148,815)	(46,315)
Loss for the period	-	-	-	(39,593)	(39,593)
IPO shares (Note 6b)	4,600,000	460,000	-	-	460,000
Fair value of Agent's options (Note 6c)	-	(31,111)	31,111	-	-
IPO share issuance costs	-	(120,862)	-	-	(120,862)
Shares issued for exploration and evaluation costs (Note 4 and 6b)	150,000	30,000	-	-	30,000
Share-based compensation	-	-	3,054	-	3,054
Balance, July 31, 2020	8,250,000	\$ 440,527	\$ 34,165	\$ (188,408)	\$ 286,284

* On April 16, 2019, the Company consolidated its issued and outstanding common shares on the basis of one new share of every two existing shares. Unless otherwise indicated, all references to share capital presented in these financial statements and notes thereto are on a post-consolidation basis.

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

Cross River Ventures Corp.
Condensed Interim Statements of Cash Flows
Unaudited – Prepared by Management
(Express in Canadian Dollars)

	Six months ended July 31, 2020	Six months ended July 31, 2019
CASH FLOWS PROVIDED BY (USED IN)		
OPERATING ACTIVITIES		
Loss for the period	\$ (39,593)	\$ (5)
Item not involving cash:		
Share-based compensation	3,054	-
Change in non-cash operation working capital:		
Change in accounts receivable	(5,124)	-
Change in prepaid expenses	10,000	-
Change in accounts payable and accrued liabilities	(102,513)	(9,219)
Net cash used in operating activities	(134,176)	(9,224)
INVESTING ACTIVITY		
Exploration and evaluation assets	(6,380)	-
Net cash used in investing activity	(6,380)	-
FINANCING ACTIVITIES		
Proceeds from issuance of shares	460,000	-
Share issuance costs paid	(97,865)	-
Proceeds from Promissory note	30,000	5,000
Net cash provided by financing activities	392,135	5,000
Increase (decrease) in cash for the period	251,579	(4,224)
Cash, beginning of period	802	15,325
Cash, end of period	\$ 252,381	\$ 11,101
Supplemental non-cash financing information:		
Fair value of Agent's options included in share capital	\$ 31,111	\$ -

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

1 Nature of operations and Going Concern

Cross River Ventures Corp. (the "Company"), of 1430 - 800 West Pender Street, Vancouver, BC, Canada V6C 2V6 was incorporated under the *Business Corporations Act* (British Columbia) on April 11, 2017. The principal business of the Company is the identification, evaluation and acquisition of mineral properties, as well as exploration of mineral properties once acquired.

These condensed interim financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. As at July 31, 2020, the Company had not achieved profitable operations and had an accumulated deficit of \$188,408 since inception and expects to incur further losses in the development of its business, all of which casts substantial doubt about the Company's ability to continue as a going concern.

The Company is in the process of exploring and evaluating its mineral exploration and evaluation assets. On the basis of the information to date, it has not yet determined whether these assets contain economically recoverable ore reserves. The underlying value of the mineral exploration and evaluation assets and related deferred costs is entirely dependent on the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete development and upon future profitable production. The amounts shown as mineral exploration and evaluation assets and deferred exploration costs represent net costs to date, less any amounts written off, and do not necessarily represent present or future values.

On July 13, 2020, the Company completed an initial public offering ("IPO") of 4,600,000 common shares at a price of \$0.10 per common share for gross proceeds of \$460,000. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

There is presently an ongoing global pandemic outbreak of COVID-19. The actual and threatened spread of the virus globally has had a material adverse effect on the global economy and, specifically, the regional economies in which the Company operates. The pandemic could continue to have a negative impact on the stock market, including trading prices of the Company's shares and its ability to raise new capital. These factors, amongst others, could have a significant impact on the Company's operations.

Realization values may be substantially different from carrying values as shown. These financial statements do not include any adjustments that would be necessary to the carrying values and classifications of assets and liabilities should the Company be unable to continue as a going concern.

2 Basis of preparation

These condensed interim financial statements were prepared in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting. Accordingly, they do not include all of the information and disclosures required by IFRS for annual financial statements. These condensed interim financial statements should be read in conjunction with the Company's annual financial statements for the year ended January 31, 2020 which were prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB"). These condensed interim financial statements have been prepared using the same accounting policies and methods of application as the latest annual financial statements.

Cross River Ventures Corp.
Notes to the Condensed Interim Financial Statements
For the Six Months Ended July 31, 2020 and 2019
(Expressed in Canadian Dollars)

2 Basis of preparation (continued)

The financial statements are presented in Canadian dollars. The financial statements of the Company have been prepared on an accrual basis, except for cash flow information, and are based on historical costs, except for certain financial instruments, which are stated at their fair values.

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year include the Company's going concern assessment.

3 Significant Accounting Policies

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. There were no new accounting pronouncements relevant to the Company's operations issued subsequent to January 31, 2020. For further details please refer to Note 3 of the annual financial statements of the Company for the year ended January 31, 2020.

4 Mineral Exploration and Evaluation Assets

On December 6, 2017, the Company entered into an option agreement with Qualitas Holdings Corp. ("Qualitas") to acquire a 100% interest in the Tahsis property located in British Columbia. As part of the agreement, the Company is required to make cash payments, issue common shares of the Company and make exploration expenditures according to the following schedule:

Date	Common Shares	Cash Payments	Exploration Expenditures
On execution of the Option Agreement	Nil	\$20,000 (paid)	Nil
On July 21, 2020	150,000 (issued)	Nil	Nil
First anniversary of the Approval Date	125,000	Nil	\$100,000
Second anniversary of the Approval Date	125,000	Nil	\$150,000
TOTAL	400,000	\$20,000	\$250,000

Cross River Ventures Corp.
Notes to the Condensed Interim Financial Statements
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4 Mineral Exploration and Evaluation Assets (continued)

Qualitas will retain a 3% NSR in the property, of which up to 2% can be purchased by the Company for \$1,000,000 per 1% upon commercial production being achieved on the property.

Details of acquisition and exploration costs incurred for the six months ended July 31, 2020 and the year ended January 31, 2020 are as follows:

Tahsis property, BC, Canada	Six months ended July 31, 2020	Year ended January 31, 2020
Opening balance	\$ 76,809	\$ 53,316
Acquisition costs	30,000	-
Exploration expenditures:		
Equipment rental	1,380	-
Geological and geophysical	5,000	23,093
Technical reporting	-	400
Total exploration expenditures	6,380	23,493
Ending Balance	\$ 113,189	\$ 76,809

5 Promissory Note Payable

On July 31, 2019, the Company received \$5,000 of promissory note from a shareholder and \$10,000 from various shareholders in August and September 2019. The note in the total of \$15,000 bears simple interest at a rate of 5% per annum, payable on maturity with a maturity date being October 1, 2022.

On April 9, 2020, the Company received \$10,000 of promissory note from a shareholder and \$20,000 from various shareholders in May 2020. The note in the total of \$30,000 bears simple interest at a rate of 5% per annum, payable on maturity with a maturity date being April 20, 2021.

Cross River Ventures Corp.
Notes to the Condensed Interim Financial Statements
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(Expressed in Canadian Dollars)

6 Share Capital

a) Authorized

Unlimited common shares, without par value.

b) Issued and outstanding

Share transactions for the six months ended July 31, 2020:

On July 13, 2020, the Company completed an IPO of 4,600,000 common shares at a price of \$0.10 per common share for gross proceeds of \$460,000. Upon completion of the IPO, Haywood Securities Inc. (the "Agent") received:

- (i) a cash commission of \$36,800;
- (ii) Agent's options equal to 8% of the number of common shares issued in the IPO, being 368,000, with an exercise price of \$0.10 per common share;
- (iii) a corporate finance fee of \$32,500 plus GST of \$1,625 paid in cash; and
- (iii) reimbursement for expenses, including legal fees, third-party expenses and out of pocket expenses, totalling \$29,824 including GST of \$1,258.

On July 21, 2020, the Company issued 150,000 common shares to Qualitas as part of an option agreement (Note 4), value at \$30,000.

Share transactions for the year ended January 31, 2020:

On April 16, 2019, the Company consolidated its issued and outstanding common shares on the basis of one new share of every two existing shares, resulting in 3,500,000 post-consolidated common shares issued and outstanding. The Company issued 1,750,000 common share purchase warrants to all existing shareholders in connection with the share consolidation. Each warrant entitles the holder to purchase one common share until April 16, 2021 at \$0.10 per share subject to certain acceleration provision. Unless otherwise indicated, all references to share capital presented in these financial statements and notes thereto are on a post-consolidation basis.

c) Stock Options

The Company has a rolling share option plan, which authorizes the Board of Directors to grant options to directors, officers, employees and consultants to acquire up to 10% of the issued and outstanding common shares of the Company. Under the plan, the exercise price of each option may not be less than market price of the Company's shares calculated on the date of the grant less the applicable discount. The options can be granted for a maximum term of 10 years. The Company's share option plan contains no vesting requirements, but permits the Board of Directors to specify a vesting schedule at its discretion.

Cross River Ventures Corp.
Notes to the Condensed Interim Financial Statements
For the Six Months Ended July 31, 2020 and 2019
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6 Share Capital (continued)

c) Stock options

Details of activity in stock options for the six months ended July 31, 2020:

January 31, 2020	Granted	Exercised	July 31, 2020	Weighted Average Exercise Price	Expiry Date
-	368,000	-	368,000	\$0.10	July 13, 2022
-	825,000	-	825,000	\$0.20	July 27, 2022
-	1,193,000	-	1,193,000	\$0.14	

On July 13, 2020, the Company granted to its Agents 368,000 stock options with an exercise price of \$0.10 per share expiring on July 13, 2022. The fair value of \$31,111 that fully vested on the grant date was recorded as share issuance costs and included in reserves.

On July 27, 2020, the Company granted to its directors, officers and consultants 825,000 stock options with an exercise price of \$0.20 per share expiring on July 27, 2022. 25% of the options will vest on Oct 27, 2020 and every three months after. The fair value of \$3,054 that vested as at July 31, 2020 was recorded as share-based compensation in profit or loss and included in reserves.

The following weighted average assumptions were used for the Black-Scholes option pricing model valuation of options issued in the six months ended July 31, 2020:

Risk-free interest rate	0.28%
Expected life of options	2 years
Expected annualized volatility	201.10%
Expected dividend rate	0%

There were no stock option activities during the year ended January 31, 2020.

d) Share purchase warrants

Details of share purchase warrants activity for the six months ended July 31, 2020 and year ended January 31, 2020 are as follows:

January 31, 2020	Granted	Exercised	July 31, 2020	Weighted Average Exercise Price	Expiry Date
1,750,000	-	-	1,750,000	\$0.10	April 16, 2021

January 31, 2019	Granted	Exercised	January 31, 2020	Weighted Average Exercise Price	Expiry Date
-	1,750,000	-	1,750,000	\$0.10	April 16, 2021

Cross River Ventures Corp.
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6 Share Capital (continued)

e) Escrow shares

Pursuant to an escrow agreement dated March 21, 2018, 1,250,000 common shares were placed in escrow. 10% of the escrowed shares will be released from escrow upon completion of the IPO on July 13, 2020, and 15% of the shares are released from escrow every 6 months thereafter. As of July 31, 2020, there were 1,125,000 common shares remaining in escrow.

7 Related Party Transactions

Key management personnel consist of directors and senior management including the President, Chief Executive Officer, Corporate Secretary, Vice President of Exploration and Chief Financial Officer. Key management personnel compensation for the six months ended July 31, 2020 and 2019 includes:

	2020	2019
Rent	\$ 3,000	\$ -
Share-based compensation expense	1,388	-
	\$ 4,388	\$ -

8 Financial Instrument

Determination of Fair Value

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Fair Value Hierarchy:

Financial instruments that are measured subsequent to initial recognition at fair value are grouped in Levels 1 to 3 based on the degree to which the fair value is observable:

Level 1 – Applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2 – Applies to assets or liabilities for which there are inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly such as quoted prices for similar assets or liabilities in active markets or indirectly such as quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions.

Level 3 – Applies to assets or liabilities for which there are unobservable market data.

The fair value hierarchy level at which a fair value measurement is categorized is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

8 Financial Instrument (continued)

Financial risk factors

The Company's risk exposures and the impact on the Company's financial statements are summarized below.

Credit risk

Financial instruments that potentially subject the Company to a significant concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by placing its cash with major financial institutions.

Interest rate risk

The Company is exposed to interest rate risk to the extent that the cash maintained at the financial institutions is subject to floating rate of interest. The interest rate risks on cash and on the Company's obligations are not considered significant.

Liquidity risk

All of the Company's financial liabilities are classified as current and are anticipated to mature within the next fiscal period. The Company intends to settle these with funds from its working capital and funds raised subsequent to the six months ended July 31, 2020.

Price risk

The Company's ability to raise the capital required to fund exploration or development activities is subject to risk associated with the market price of gold and base metals and the outlook for these commodities.

9 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company manages its capital structure and makes adjustments to it in light of changes in economic and financial market conditions. The Company considers its capital structure to include shareholders' equity and working capital. In order to maintain or adjust the capital structure, the Company may issue shares and adjust its spending to manage current and projected cash levels.

There had been no change to the Company's approach to capital management during the six months ended July 31, 2020. The Company is not subject to externally imposed capital requirements.

Cross River Ventures Corp.
Notes to the Condensed Interim Financial Statements
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10 Subsequent Events

On August 27, 2020, 173,500 common shares were issued from the exercise of stock options for gross proceeds of \$17,350.

On September 3, 2020, the Company announced a proposed non-brokered private placement of up to 7,000,000 units at \$0.25 per unit for gross proceeds of \$1,750,000 (the “Offering”). Each unit consist of one common share and one half common share purchase warrant. Each warrant entitles the holder to purchase an additional common share at \$0.40 per share for a period of two years from the date of closing of the Offering. As at the date of this report, the Company received \$205,000 gross proceeds of share subscription received.

On September 3, 2020, the Company entered into a definitive property option agreement (the “Option Agreement”) with Ethos Gold Corp. (“Ethos Gold”). Pursuant to the Option Agreement, the Company and Ethos Gold intend to cooperate in the development of Fuchsite Lake Gold Project (the “Project”), located in Ontario. Under the terms of the Option Agreement, the Company has been granted the right to acquire up to a sixty percent interest in the Project from Ethos Gold in consideration for completing a series of cash payments totaling \$300,000, issuing a total of 2,000,000 common shares (the “Option Shares”), and incurring expenditures on the Project of at least \$1,950,000. As part of the agreement, the Company is required to make cash payments, issue common shares of the Company and make exploration expenditures according to the following schedule:

Date	Option Shares	Cash Payments	Exploration Expenditures
On execution of the Option Agreement	500,000	Nil	Nil
On December 31, 2020	Nil	Nil	\$100,000
First anniversary of the Option Agreement	500,000	\$75,000	Nil
On December 31, 2021	Nil	Nil	\$350,000
Second anniversary of the Option Agreement	500,000	\$75,000	Nil
On December 31, 2022	Nil	Nil	\$750,000
Third anniversary of the Approval Date	500,000	\$75,000	Nil
On December 31, 2023	Nil	Nil	\$750,000
Fourth anniversary of the Approval Date	Nil	\$75,000	Nil
TOTAL	2,000,000	\$300,000	\$1,950,000

Following completion of the required cash payments, issuance of the Option Shares and satisfaction of the expenditures, the Company will hold a sixty percent interest in the Project, subject a two percent net smelter returns royalty in favour of Ethos Gold. One-half of the royalty can be acquired for a one-time cash payment of \$1,000,000.

On September 23, 2020, 173,500 common shares were issued from the exercise of stock options for gross proceeds of \$17,350.