

Sarama Resources Ltd.

(An Exploration Stage Company)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended March 31, 2020

(Unaudited)

(Expressed in United States Dollars)

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DIRECTORS

Andrew Dinning (Chairman and CEO)
T. Sean Harvey (Non-executive Director)
Simon Jackson (Non-executive Director)
David A. Groves (Non-executive Director)

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MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL INFORMATION

The accompanying condensed interim consolidated financial statements and all other financial information included in this report are the responsibility of management. The condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Financial statements include certain amounts based on estimates and judgments. When alternative methods exist, management has chosen those it deems most appropriate in the circumstances to ensure that the condensed interim consolidated financial statements are presented fairly, in all material respects.

Management maintains appropriate systems of internal control, consistent with reasonable cost, to give reasonable assurance that its assets are safeguarded, and the financial records are properly maintained.

The Board of Directors is responsible for ensuring that management fulfils its responsibilities for financial reporting and internal control. The Audit Committee, which is comprised of three Directors, all of whom are non-management and independent, meets with management to review the consolidated financial statements to satisfy itself that management is properly discharging its responsibilities to the Directors, who approve the condensed interim consolidated financial statements.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial reporting standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instruments 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 Company's management. The Company's independent auditor has not performed a review of these financials statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

(signed) "Andrew Dinning"
Director, President and CEO
May 29, 2020

(signed) "Lui Evangelista"
CFO
May 29, 2020

Sarama Resources Ltd
An Exploration Stage Company
Consolidated Statement of Financial Position (Unaudited)
Expressed in United States Dollars

	Note	As at March 31, 2020 \$	As at December 31, 2019 \$
ASSETS			
Current assets			
Cash and cash equivalents	3	1,260,158	2,227,604
Security deposits		21,532	24,483
Other receivables		38,097	32,010
Prepayments		7,654	7,654
Financial assets	8	94,124	77,517
Total current assets		<u>1,421,565</u>	<u>2,369,268</u>
Non-current assets			
Plant and equipment	4	47,122	51,568
Investment in associate	5	1,836,171	1,836,171
Royalty		23,131	23,131
Total non-current assets		<u>1,906,424</u>	<u>1,910,870</u>
Total assets		<u>3,327,989</u>	<u>4,280,138</u>
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities		147,680	278,741
Termination Agreement - Barrick	6	1,000,000	1,000,000
Total current liabilities		<u>1,147,680</u>	<u>1,278,741</u>
Non-current liabilities			
Provision for employee entitlements		164,934	193,387
Total non-current liabilities		<u>164,934</u>	<u>193,387</u>
Total liabilities		<u>1,312,614</u>	<u>1,472,128</u>
EQUITY			
Share capital	7(b)	50,162,722	50,162,722
Share based payments reserve		3,967,506	3,659,411
Foreign currency translation reserve		(93,399)	(93,399)
Deficit		(52,021,454)	(50,920,724)
Total equity		<u>2,015,375</u>	<u>2,808,010</u>
Total liabilities and equity		<u>3,327,989</u>	<u>4,280,138</u>

These financial statements are authorised for issue by the Board of Directors on May 29, 2020.

They are signed on the Company's behalf by:

(Signed) "Andrew Dinning" Andrew Dinning, Director

(Signed) "Simon Jackson" Simon Jackson, Director

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

Sarama Resources Ltd
An Exploration Stage Company
Consolidated Statement of Loss and Other Comprehensive Loss (Unaudited)
Expressed in United States Dollars

	Note	Period ended March 31, 2020	Period ended March 31, 2019
Income			
Interest income		3,089	471
Foreign exchange gain		-	5,848
Fair value gain on financial assets carried at fair value through profit or loss		22,776	-
Gain on sale of financial assets		5,191	5,128
Total income		31,056	11,447
Expenses			
Accounting and audit		4,462	5,122
Business development		-	2,983
Depreciation		527	527
Directors fees		12,755	14,965
Exploration expenditure as incurred		455,995	242,923
Foreign exchange loss		137,658	-
Insurance		5,084	17,623
Marketing and investor relations		5,781	22,757
Office and general		41,036	43,384
Professional fees		6,551	20,266
Salaries		136,067	181,751
Stock-based compensation	7(d)	308,095	58,949
Travel		17,775	7,049
Fair value loss on financial assets carried at fair value through profit or loss		-	-
Total expenses		1,131,786	618,299
Loss before income tax		(1,100,730)	(606,852)
Income tax benefit		-	-
Loss for the period from continuing operations		(1,100,730)	(606,852)
Loss after tax from discontinued operations		-	-
Loss after discontinued operations		(1,100,730)	(606,852)
<i>Items that may be reclassified to the statement of income/(loss)</i>			
Exchange differences on translation of foreign operations		-	-
Total comprehensive loss for the period		(1,100,730)	(606,852)
Basic and diluted loss per share			
- Continuing operations	10	0.4 cents	0.3 cents
- Discontinuing operations		-	-
Weighted average number of shares			
Basic and diluted		250,659,987	181,710,402

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

Sarama Resources Ltd
An Exploration Stage Company
Consolidated Statement of Cash Flows (Unaudited)
Expressed in United States Dollars

		Period ended March 31, 2020	Period ended March 31, 2019
	Note		
Cash flows used in operating activities			
Payments to suppliers and employees		(242,311)	(188,965)
Payments for exploration and evaluation		(567,436)	(196,118)
Interest received		3,089	471
Net cash used in operating activities	11	(806,658)	(384,612)
Cash flows used in investing activities			
Purchase of plant and equipment	4	(814)	-
Proceeds on sale of financial assets		11,360	213,505
Net cash generated in investing activities		10,546	213,505
Cash flows from financing activities			
Common shares and warrants issued for cash		-	-
Payment of share issue costs		-	(2,534)
Net cash generated by financing activities		-	(2,534)
Net increase in cash and cash equivalents		(796,112)	(173,641)
Net foreign exchange differences		(171,334)	559
Cash and cash equivalents at beginning of the period		2,227,604	398,960
Cash and cash equivalents at end of the period		1,260,158	225,878

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

Sarama Resources Ltd
An Exploration Stage Company
Consolidated Statement of Changes in Equity (Unaudited)
Expressed in United States Dollars

	Number of common shares	Share capital (note 5)	Share based payments reserve	Foreign currency translation reserve	Deficit	Total
		\$	\$	\$	\$	\$
Balance at January 1, 2019	181,710,402	45,835,363	3,283,395	(295,067)	(46,473,155)	2,350,536
Loss attributed to shareholders of the Company	-	-	-	-	(4,447,569)	(4,447,569)
Exchange differences on translation of foreign operations	-	-	-	201,668	-	201,668
Total comprehensive loss for the year	-	-	-	201,668	(4,447,569)	(4,245,901)
Transactions with owners in their capacity as owners:						
Proceeds from share issue	68,949,585	4,356,269	-	-	-	4,356,269
Share issuance costs	-	(28,910)	-	-	-	(28,910)
Stock-based compensation - warrants	-	-	258,119	-	-	258,119
Stock-based compensation - options	-	-	117,897	-	-	117,897
Balance at December 31, 2019	250,569,987	50,162,722	3,659,411	(93,399)	(50,920,724)	2,808,010
Loss attributed to shareholders of the Company	-	-	-	-	(1,100,730)	(1,100,730)
Total comprehensive loss for the period	-	-	-		(1,100,730)	(1,100,730)
Transactions with owners in their capacity as owners:						
Stock-based compensation - options (7(d)(i))	-	-	308,095	-	-	308,095
Balance at March 31, 2020	250,659,987	50,162,722	3,967,506	(93,399)	(52,021,454)	2,015,375

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

Sarama Resources Ltd
An Exploration Stage Company
Notes to the Condensed Interim Consolidated Financial Statements (Unaudited)
Expressed in United States Dollars unless otherwise stated

1. NATURE OF OPERATIONS

Sarama Resources Ltd (the “**Company**”) was incorporated under the laws of the Province of British Columbia, Canada on April 8, 2010.

Statement of compliance

These condensed interim consolidated financial statements have been prepared in United States Dollars.

The board of directors of the Company have approved these condensed interim consolidated financial statements on May 29, 2020.

Business Activities

The consolidated entity, consisting of Sarama Resources Ltd. and its subsidiaries is in the exploration stage and its principal business activity is the sourcing and exploration of mineral properties. As at March 31, 2020, the Company is in the process of exploring its principal mineral properties and has not yet determined whether the properties contain gold reserves that are economically recoverable.

The unaudited condensed interim consolidated financial statements for the period ended March 31, 2020, comprise the accounts of Sarama Resources Ltd and its subsidiaries and the Company’s interest in equity accounted investments.

Basis of Presentation

These condensed interim consolidated financial statements have been prepared under the historical cost convention except for financial assets and liabilities at fair value through profit or loss and in accordance with International Financial Reporting Standards (“**IFRS**”) as issued by the International Accounting Standards Board (“**IASB**”) and Interpretations of the International Financial Reporting Interpretations Committee (“**IFRIC**”). These condensed consolidated interim financial statements have been prepared in accordance with IFRS applicable to the preparation of interim consolidated financial statements, including International Accounting Standard (“**IAS**”) 34, “*Interim Financial Reporting*”, and have been prepared following the same accounting policies as the annual consolidated financial statements for the year ended December 31, 2019 except as described in Note 2.

The condensed interim consolidated financial statements should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2019, which have been prepared in accordance with IFRS.

Going Concern

For the period ended March 31, 2020, the consolidated entity recorded a net loss of \$1,100,730 and had a net cash outflow from operating and investing activities of \$796,112. As at March 31, 2020, the consolidated entity had available cash of \$1,260,158 and surplus of current assets over current liabilities of \$273,885.

The Directors have assessed the need to acquire additional funding to continue to operate as a going concern for the foreseeable future. The Directors believe such funding will be obtained and therefore consider it appropriate to prepare the financial report on a going concern basis, which assumes the realisation of the consolidated entity’s assets and the discharge of its liabilities in the normal course of business and at the amounts stated in the condensed interim consolidated financial statements.

Should additional funding be unable to be obtained, the Directors believe that the Company can remain a going concern by the further reduction of various operating expenditure. However, these circumstances indicate the existence of a material uncertainty which may cast significant doubt on the Company’s ability to continue as a going concern.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Standards and Interpretations applicable to March 31, 2020

In the period ended March 31, 2020, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the IASB that are relevant to the Company and effective for the current annual reporting period. The adoption of the following standards effective January 1, 2019 had no impact on the Company's condensed interim consolidated financial statements.

IFRS 16: Leases (applicable to annual reporting periods beginning on or after January 1, 2019) introduces a single lessee accounting model that eliminates the requirement for leases to be classified as operating or finance leases. The main changes introduced by the new Standard are as follows;

- recognition of right-to-use asset and liability for all leases (excluding short term leases with less than 12 months of tenure and leases relating to low value assets);
- depreciation of right to use assets in profit or loss and unwinding of the liability in principal and interest components;
- inclusion of variable lease payments that depend on an index or a rate in the initial measurement of the lease liability using the index or rate at the commencement date;
- application of a practical expedient to permit a lessee to elect not to separate non lease components and instead account for all component as a lease.

The transitional provisions of IFRS 16 allow a lessee to either retrospectively apply the Standard to comparatives or recognise the cumulative effect of retrospective application as an adjustment to opening equity on the date of initial application.

The Company has applied IFRS 16 retrospectively with the effect of initially applying this standard recognised at the date of initial application, being 1 January 2019 and has elected not to restate comparative information accordingly, the information presented for December 31, 2018 has not been restated. There is no material impact to profit or loss or net assets on the adoption of this new standard in the current or comparative years.

b) Standards and Interpretations in issue not yet adopted

The International Accounting Standards Board ("IASB") has issued amended standards and interpretations which have not yet been adopted by the Company. The following is a brief summary of the amended standards and interpretations:

Amendments to IFRS 3, Business Combinations (effective January 1, 2020) assist in determining whether a transaction should be accounted for as a business combination or an asset acquisition. It amends the definition of a business to include an input and a substantive process that together significantly contribute to the ability to create goods and services provided to customers, generating investment and other income, and it excludes returns in the form of lower costs and other economic benefits. This amendment is not expected to have any impact on the Company's condensed interim consolidated financial statements.

Amendments to IFRS 9, Financial Instruments and IFRS 7, Financial Instruments: Disclosures (effective January 1, 2020) will affect entities that apply the hedge accounting requirements to hedging relationships directly affected by the interest rate benchmark reform. The amendments modify specific hedge accounting requirements, so that entities would apply those hedge accounting requirements assuming that the interest rate benchmark is not altered as a result of the interest rate benchmark reform. If a hedging relationship no longer meets the requirements for hedge accounting for reasons other than those specified by the amended Standards, then discontinuation of hedge accounting is still required. This amendment is not expected to have any impact on the Company's condensed interim consolidated financial statements.

c) Basis of Consolidation

The condensed interim consolidated financial statements incorporate the assets and liabilities of the Company as at March 31, 2020 and the results of all subsidiaries for the period then ended.

Sarama Resources Ltd*An Exploration Stage Company***Notes to the Condensed Interim Consolidated Financial Statements (Unaudited)***Expressed in United States Dollars unless otherwise stated*

Subsidiaries are all entities (including special purpose entities) over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Company.

d) Exploration and Evaluation Assets

Mineral exploration and evaluation costs are expensed as incurred based upon each area of interest. Acquisition costs will normally be expensed but will be assessed on a case by case basis and if appropriate may be capitalised. These acquisition costs are only carried forward to the extent that they are expected to be recouped through the successful development or sale of the tenement. Accumulated acquisition costs in relation to an abandoned tenement are written off in full against profit or loss in the year in which the decision to abandon the tenement is made. Where a decision has been made to proceed with development in respect of a particular area of interest, all future costs are recorded as a development asset.

3. CASH AND CASH EQUIVALENTS

	March 31, 2020	December 31, 2019
	\$	\$
Cash at bank and in hand	477,547	25,382
Deposits at Call	784,051	2,202,222
	<u>1,260,158</u>	<u>2,227,604</u>

Cash at bank earns interest at floating rates based on daily bank deposit rates.

Short-term deposits are made on a rolling overnight basis, and earn interest at the respective short-term deposit rates.

The Company's exposure to interest rate risk and sensitivity analysis for financial assets and liabilities are disclosed in note 8.

Sarama Resources Ltd*An Exploration Stage Company***Notes to the Condensed Interim Consolidated Financial Statements (Unaudited)***Expressed in United States Dollars unless otherwise stated***4. PLANT AND EQUIPMENT**

	March 31, 2020			
	Plant and Equipment \$	Motor Vehicles \$	Office Equipment \$	Total \$
Opening net book value	24,933	-	26,635	51,568
Additions	-	-	814	814
Depreciation	(1,772)	-	(3,489)	(5,261)
Closing net book value	23,161	-	23,960	47,121
Cost	241,783	158,306	283,947	684,036
Accumulated Depreciation	(218,622)	(158,306)	(259,987)	(636,915)
Closing net book value	23,161	-	23,960	47,121
	December 31, 2019			
	Plant and Equipment \$	Motor Vehicles \$	Office Equipment \$	Total \$
Opening net book value	28,962	1,035	43,863	73,860
Additions	5,209	-	320	5,529
Disposals - Cost	-	(30,948)	-	(30,948)
Disposals - Accum Depn	-	30,948	-	30,948
Depreciation	(9,238)	(1,035)	(17,548)	(27,821)
Closing net book value	24,933	-	26,635	51,568
Cost	241,783	158,306	283,133	683,222
Accumulated Depreciation	(216,850)	(158,306)	(256,498)	(631,654)
Closing net book value	24,933	-	26,635	51,568

Sarama Resources Ltd*An Exploration Stage Company***Notes to the Condensed Interim Consolidated Financial Statements (Unaudited)***Expressed in United States Dollars unless otherwise stated***5. INVESTMENT IN ASSOCIATE**

The Company has a 19.43% (2019: 19.91%) interest in Joint Venture BF1 Inc., a joint venture focussed on the exploration and evaluation of the Karankasso Project in Burkina Faso. The Company's interest is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on IFRS financial statements, and reconciliation with the carrying amount of the investment in the condensed interim consolidated financial statements are set out below. The Company has not made any additional contributions during the period ended March 31, 2020.

Summarised statement of financial position of Joint Venture BF1 Inc.:

	March 31, 2020	December 31, 2019
	\$	\$
Current assets	78,700	224,238
Non-current assets	15,019,794	15,701,695
Current liabilities	(63,197)	(273,353)
Non-current liabilities	(4,290,557)	(4,787,912)
Equity	11,744,740	10,864,668
Reconciliation to carrying amount of investment		
Company's share of equity	2,282,200	2,163,155
Plus additional contributions	1,365,851	1,365,851
	3,648,051	3,529,006
Notional premium on acquisition by JV	(1,811,880)	(1,692,835)
Karankasso Project Joint Venture– at cost	1,836,171	1,836,171

The notional premium is due to the joint venture recording a higher value of the equity contributed by the Company upon transfer to the joint venture.

6. TERMINATION AGREEMENT – BARRICK

On May 14, 2019, the Company announced that it had executed a definitive agreement (the "Agreement") with Acacia Mining plc ("Acacia") that provides for the termination of the 2014 earn-in agreement between the two companies in respect of the South Houndé Project (or the "Project") in south-western Burkina Faso. The Agreement provides for Sarama to resume operatorship and regain a 100% interest in the Project.

On November 18, 2019, the Company announced that it had renegotiated certain terms of the definitive agreement (the "Agreement") with Barrick TZ Ltd. ("Barrick"), formerly Acacia, originally executed on May 14, 2019, that provided for the termination of the 2014 earn-in agreement between the two companies in respect of the South Houndé Project (or the "Project") in south-western Burkina Faso. The renegotiated terms resulted in an immediate return to 100% ownership of the Project and the reduction of the trailing reimbursement payment. The Company has agreed to waive certain closing conditions and, in return, Barrick, has agreed to amend and reduce the trailing reimbursement from \$2 million to \$1 million, which is now payable in 12 months from the date of this amendment.

Refer to Note 12 for further information.

Sarama Resources Ltd
An Exploration Stage Company
Notes to the Condensed Interim Consolidated Financial Statements (Unaudited)
Expressed in United States Dollars unless otherwise stated

7. SHARE CAPITAL

(a) Authorised Share Capital

At March 31, 2020, the authorised share capital comprised an unlimited number of common shares without par value.

(b) Issued Share Capital

	Capital Stock	
	Number	\$
Balance, December 31, 2019	250,659,987	50,162,722
Shares issued during the period ended March 31, 2020	-	-
Balance March 31, 2020 (net of cost)	250,659,987	50,162,722

(c) Company Stock Option Plan

The Company has a stock option plan (the “**Plan**”) that provides for the issuance of up to 10% of the issued and outstanding shares of the Company. The board of directors is authorised to set the exercise price, expiry date, and vesting provisions for each grant, subject to the policies of the TSX Venture Exchange. The plan provides for a maximum grant period of ten years. Options can be exercised at any time prior to their expiry date.

Details are as follows:

Grant Date	No.	Exercise Price	Expiry Date
January 8, 2018 (fully vested)	7,390,000	C\$0.11	January 8, 2021
January 18, 2019 (fully vested)	4,635,000	C\$0.06	January 18, 2022
January 16, 2020 (fully vested)	11,340,000	C\$0.07	January 16, 2023
	23,365,000		

On January 16, 2020 the Company issued 11,340,000 options to directors, officers and employees of the company, exercisable at C\$0.07 and expire 3 years after issue.

No options were exercised in the period ended March 31, 2020 (period ended March 31, 2019: Nil).

4,995,000 options expired in the period ended March 31, 2020 at a weighted average exercise price and life of C\$0.20 and 3 years respectively (period ended March 31, 2019: 1,075,000 options expired at a weighted average exercise price and life of C\$0.10 and 3 years respectively).

(d) Stock-Based Compensation

(i) Options

For the period ended March 31, 2020, the expense incurred relating to stock-based compensation on the grant of options was \$308,095 (March 31, 2019: \$58,949).

For the period ended March 31, 2020, the Company granted stock options to its directors, officers, employees and consultants and estimated the stock based compensation as follows:

	January 16, 2020
Total options granted	11,340,000
Exercise price	C\$0.07
Estimated fair value of compensation recognised	\$308,095
Balance to be recognised over remaining vesting period	\$nil
Estimated fair value per option	\$0.04

The fair value of the stock-based compensation recognised in the accounts has been estimated using the Black-Schöles Option-Pricing Model with the following assumptions:

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	January 16, 2020
Share price of underlying security on date of grant	C\$0.06
Risk-free interest rate	1.64%
Expected dividend yield	0%
Expected stock price volatility	93.1%
Expected option life in years	3 years

The share price volatility is based on historical data and reflects the assumption that historical volatility over a period similar to the life of the option is indicative of future trends, which may not necessarily be indicative of exercise patterns that may occur.

(ii) *Warrants*

The Company has issued warrants as part of its capital raising and exploration programs. The details of all warrants still on issue are detailed below.

Warrant issue	Total Warrants Issued	Exercise Price (C\$)	Estimated fair value of warrants	Estimated fair value per warrant	Expiry Date
Broker Warrants issued March 16, 2018	1,500,000	\$0.14	91,669	\$0.061	December 31, 2021
Acquisition Warrants issued May 23, 2019	2,500,000	\$0.10	137,162	\$0.074	May 23, 2024
Acquisition Warrants issued May 23, 2019	2,500,000	\$0.20	120,957	\$0.065	May 23, 2024
Total	6,500,000		349,788	\$0.067	

No warrants expired in the period ended March 31, 2020 (period ended March 31, 2019: 1,075,000)

The fair value of broker and acquisition warrants are recognised within share based payments reserve, within the equity section of the financial statements, in accordance with IFRS 2.

- (i) The fair value of the warrants recognised in the financial statements has been estimated using the Black-Scholes Option-Pricing Model at inception with the following assumptions:

Warrant issue	Price of Security on issue date	Risk – free interest rate	Expected dividend yield	Expected stock price volatility	Remaining warrant life
Broker Warrants issued March 16, 2018	C\$0.10	0.73%	0%	105%	21 months
Acquisition Warrants issued May 23, 2019	C\$0.10	1.55%	0%	105%	50 months

Sarama Resources Ltd

An Exploration Stage Company

Notes to the Condensed Interim Consolidated Financial Statements (Unaudited)

Expressed in United States Dollars unless otherwise stated

8. FINANCIAL INSTRUMENTS

The Company is exposed to financial risks through the normal course of its business operations. The key risks impacting the Company's financial instruments are considered to be foreign currency risk, interest rate risk, liquidity risk, credit risk and equity price risk. The Company's financial instruments exposed to these risks are cash and short-term deposits, receivables, trade payables and investments in foreign operations.

The executive management team monitors the financial instrument risk to which it is exposed and assesses the impact and likelihood of those risks on an ongoing basis. Where material, these risks are reported and reviewed by the board of directors.

(a) Fair Values

The fair value of the Company's financial instruments approximates their carrying values due to the immediate or short-term maturity of these financial instruments. The Company's financial assets and liabilities are measured and recognised at fair value as at March 31, 2020 according to the following fair value measurement hierarchy:

- (a) quoted prices (unadjusted) in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities (level 1),
- (b) quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability (level 2), and
- (c) prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity) (level 3).

At March 31, 2020, the Company has a financial asset recognised at fair value through its shareholding in Oklo Resources Limited. The level 1 financial asset is recognised at fair value through the profit or loss carried at fair value of \$94,124 (Period ended March 31, 2019: \$Nil).

(b) Financial Instrument Risk Exposure

Foreign currency risk

The Company has international operations in West Africa, namely Burkina Faso, Mali and Liberia and an administrative office in Western Australia. The multiple locations expose the Company to foreign exchange risk as detailed below:

- Canadian dollar (CAD) – primary source of Company funding and its corporate and regulatory costs.
- Australian dollar (AUD) – administrative costs in Western Australia.
- Euro and Communauté Financière Africaine Francs (CFA) – funding of African operations.

Management's policy is to actively manage foreign exchange risk. Management mitigates foreign exchange risk by continuously monitoring forecasts and spot prices of foreign currency and holding foreign currency based on expected future expenditure commitments.

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9. SEGMENT REPORTING

The Company consider the Board of Directors to be the chief decision maker.

The Company has one business segment, being the acquisition, exploration and potential development of mineral properties. The Company has operations in one geographic area, being Burkina Faso.

As at and for the period ending March 31, 2020

	Burkina Faso	Other	Total
	\$	\$	\$
Segment current assets	52,312	1,369,253	1,421,565
Segment non-current assets			
Plant and equipment	43,246	3,876	47,122
Investment in Associate	1,836,171	-	1,836,171
Royalty	-	23,131	23,131
	<u>1,879,417</u>	<u>27,007</u>	<u>1,906,424</u>
Segment total assets	<u>1,931,729</u>	<u>1,396,250</u>	<u>3,327,989</u>
Segment liabilities	<u>42,080</u>	<u>1,270,534</u>	<u>1,312,614</u>
Segment Loss			
Loss for the period from continuing operations	<u>455,995</u>	<u>644,735</u>	<u>1,100,730</u>

As at and for the period ending March 31, 2019

	Burkina Faso	Other	Total
	\$	\$	\$
Segment current assets	50,627	256,421	307,048
Segment non-current assets			
Plant and equipment	61,976	5,117	67,093
Investment in Associate	1,836,171	-	1,836,171
Royalty	-	23,131	23,131
	<u>1,898,147</u>	<u>28,248</u>	<u>1,926,395</u>
Segment total assets	<u>1,948,774</u>	<u>284,669</u>	<u>2,233,443</u>
Segment liabilities	<u>20,103</u>	<u>413,242</u>	<u>433,345</u>
Segment Loss			
Loss for the period from continuing operations	<u>242,923</u>	<u>363,929</u>	<u>606,852</u>

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10. BASIC AND DILUTED LOSS PER SHARE

	March 31, 2020	March 31, 2019
	Cents per share	Cents per share
Basic and diluted loss per share		
- Continuing operations	0.4	0.3
	\$	\$
Net loss used in calculating basic/diluted loss per share		
- Continuing operations	1,100,730	606,852
Weighted average number of shares on issue during the period used in the calculation of basic profit/(loss) per share	250,659,987	181,710,402

Diluted loss per share as at March 31, 2020 is the same as basic loss per share as it is unlikely that the warrants will be converted into common shares.

11. NOTES TO THE CASH FLOW STATEMENT

Reconciliation of loss after tax to net cash flows from operations

	March 31, 2020	March 31, 2019
	\$	\$
Loss for the period	(1,100,730)	(606,852)
Depreciation	5,261	527
Fair value loss/(gain) on financial assets held for sale	(22,776)	-
Gain on sale of financial assets	(5,191)	(5,128)
Stock-based compensation	308,095	58,949
Non cash exploration expenditure	-	6,240
Movements in provisions, salary benefits	(28,453)	-
Net exchange and translation differences – loss/(gain)	143,179	(5,848)
Net cash outflows used in operating activities before change in working capital	(700,614)	(552,112)
Change in working capital	(106,044)	167,500
Net cash outflows used in operating activities	(806,658)	(384,612)

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12. CONTINGENT LIABILITY : DEFINITIVE AGREEMENT WITH BARRICK TO REGAIN 100% OWNERSHIP OF SOUTH HOUNDE PROJECT

On May 14, 2019, the Company announced that it had executed a definitive agreement (the “Agreement”) with Acacia Mining plc (“Acacia”) that provides for the termination of the 2014 earn-in agreement between the two companies in respect of the South Houndé Project (or the “Project”) in south-western Burkina Faso. The Agreement provides for Sarama to resume operatorship and regain a 100% interest in the Project.

On November 18, 2019, the Company announced that it had renegotiated certain terms of the Agreement resulting in an immediate return to 100% ownership of the Project and the reduction of the trailing reimbursement payment. The Company has agreed to waive certain closing conditions and, in return, Barrick TZ Ltd (“Barrick”), formerly Acacia, has agreed to amend and reduce the total trailing reimbursement from \$2 million to \$1 million, which is now payable in 12 months from the date of this amendment. This is recorded as a current liability within the Statement of Financial Position.

Other key commercial terms to this Agreement that are considered a contingent liability are that Sarama will grant Barrick, the right to commercial production-based payments consisting of:

- o US\$1,000,000 on production of 10,000 oz gold;
- o US\$1,000,000 on production of a further 5,000 oz gold;
- o royalty payments, capped at gold production of 1Moz Au, according to sliding-scale royalty rates of:
 - 1.0% for gold price \leq US\$1300/oz;
 - 1.5% for gold prices $>$ US\$1300/oz and \leq US\$1500/oz; and
 - 2.0% for gold prices $>$ US\$1500/oz;

As the Company cannot be certain whether it will enter into commercial production, the obligation to pay commercial production-based payments to Barrick is not recorded in the financial statements and is presented as a contingent liability.

13. SUBSEQUENT EVENTS

The occurrence of the Coronavirus (COVID-19) pandemic has created significant uncertainty for all business sectors including the Company and in particular the short-term effects and actions that may need to be implemented either by the Company or that may be imposed on the Company by new regulations or measures taken by government. Currently all field exploration activity has been suspended with personnel and administrative costs being reduced. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy, capital markets and the Company’s financial position cannot be reasonably estimated at this time. The Company is monitoring developments and will continue to adapt its business plans accordingly. The actual and threatened spread of COVID-19 globally could adversely impact the Company’s ability to carry out its plans and raise capital.