

# Viva Gold Corporation: Announces Private Placement Offering

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Vancouver, Feb. 27, 2022 - [Viva Gold Corp.](#) ("Viva Gold" or the "Company") (TSXV:VAU) is pleased to announce a non-brokered private placement (the "Offering") of up to 21,428,571 units (the "Units") at a price of CDN\$0.14 per Unit for gross proceeds of up to CDN\$3,000,000. Each Unit will consist of one common share in the capital of the Company (a "Share") and one whole non-transferable common share purchase warrant (a "Warrant"). Each whole Warrant will be exercisable to acquire one Share at an exercise price of CDN\$0.23 per Share for a period of 36 months from the date of issuance.

Viva Gold plans to allocate the net proceeds of the Offering principally towards drilling operations and completion of additional technical and environmental baseline studies at its Tonopah Gold Project ("Tonopah"), and secondarily for general working capital purposes.

"Viva has received expressions of support for funding additional drilling and technical work at Tonopah from its major shareholders, who together own over 50% of Viva's outstanding shares, representing a strong vote of confidence in Viva and its Tonopah Gold Project. This financing will allow us to follow-up on the exceptional drill results from our 2022 drilling programs at Tonopah, with the goal of adding to our gold resource base and to move the project into feasibility study and permitting," stated James Hesketh, President and CEO. "Tonopah, located in the world-class mining friendly Walker Lane trend of western Nevada, has a strong core of near-surface measured and indicated gold resource with excellent exploration upside potential. This, combined with paved road access and power and water infrastructure, makes the project a strong target for development and value addition."

Certain insiders of the Company may acquire Shares in the Offering. Any participation by insiders in the Private Placement would constitute a "related party transaction" as defined under Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions ("MI 61-101"). However, the Company expects such participation would be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as the fair market value of the Shares subscribed for by the insiders, nor the consideration for the Shares paid by such insiders, would exceed 25% of the Company's market capitalization.

The Company may pay finder's fees on a portion of the Offering, subject to compliance with the policies of the TSX Venture Exchange and applicable securities legislation. Closing of the Offering is subject to approval of the TSX Venture Exchange.

The securities issued under the Offering, and any Shares that may be issuable on exercise of any such securities, will be subject to a statutory hold period expiring four months and one day from the date of issuance of such securities.

## About Viva Gold

[Viva Gold Corp.](#) holds 100% of Tonopah gold project ("Tonopah"), located on the world class Walker Lane mineral trend in western Nevada, approximately 30 minutes' drive southeast of the Kinross Round Mountain mine and

20 minutes' drive from the Town of Tonopah. Prior to its 2022 drilling program, Tonopah had a measured and indicated contained mineral gold resource of 394,000 ounces at a gold grade of 0.78 grams/tonne and 206,000 ounces of Inferred resource at 0.87 grams/tonne. Work is underway to add 22 additional drill-holes drilled in 2022 with exceptionally positive results to the resource base. The gold resource at Tonopah is generally well oxidized and is amenable to both heap leach and leach mill processing for gold recovery. The project enjoys exceptional infrastructure with paved road access and nearby commercially available water

and grid electric power. Viva has worked with its regulators to significantly advanced its environmental, social and technical baseline study work at Tonopah to support future environmental and project development permitting requirements. These efforts demonstrate our focus and commitment to de-risk and add value to the Tonopah project as it is advanced to feasibility study and permitting.

Viva Gold trades on the TSX Venture exchange "VAU", on the OTCQB "VAUCF" and on the Frankfurt exchange "7PB". Viva has a tight capital structure with 91.8 million shares outstanding and a strong management team and board with both gold exploration and production experience. Viva is building market awareness as the Company advances the Tonopah Gold Project. For additional information on Viva Gold and the Tonopah Gold Project, please visit our website: [www.vivagoldcorp.com](http://www.vivagoldcorp.com).

James Hesketh, MMSA-QP, has approved the scientific and technical disclosure contained in this press release.

Mr. Hesketh is not independent of the Company; he is an Officer and Director.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as the term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy of this news release.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

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#### Cautionary Statement Regarding Forward-Looking Information

Certain information contained in this news release constitutes "forward-looking information" or "forward-looking statements" (collectively, "forward-looking information"). Without limiting the foregoing, such forward-looking information includes statements regarding the process and completion of the Offering, the use of proceeds of the Offering and any statements regarding the Company's business plans, expectations and objectives. In this news release, words such as "may", "would", "could", "will", "likely",

"believe", "expect", "anticipate", "intend", "plan", "estimate" and similar words and the negative form thereof are used to identify forward-looking information. Forward-looking information should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether, or the times at or by which, such future performance will be achieved. Forward-looking information is based on information available at the time and/or the Company management's good faith belief with respect to future events and is subject to known or unknown risks, uncertainties, assumptions and other unpredictable factors, many of which are beyond the Company's control. For additional information with respect to these and other factors and assumptions underlying the forward-looking information made in this news release, see the Company's most recent Management's Discussion and Analysis and financial statements and other documents filed by the Company with the Canadian securities commissions and the discussion of risk factors set out therein. Such documents are available at [www.sedar.com](http://www.sedar.com) under the Company's profile and on the Company's website, <https://vivagoldcorp.com/>. The forward-looking information set forth herein reflects the Company's expectations as at the date of this news release and is subject to change after such date. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, other than as required by law.

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