

Auryn Mining Corporation

A Nevada Corporation

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SIC Codes: 1021, 1041, 1044, 1061

Quarterly Report

For the Period Ending: June 30, 2019
(the "Reporting Period")

As of June 30, 2019, the number of shares outstanding of Common Stock was:

70,000,000

As of March 31, 2019, the number of shares outstanding of Common Stock was:

70,000,000

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐

No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐

No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☐

No: ☒

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name of the issuer and its predecessors (if any)

Cerro Dorado, Inc. Name was changed to AURYN Mining Corporation effective August 14, 2018.

AURYN Mining Corporation ("the Company") was incorporated under the laws of the state of Florida on September 23, 1988 under the name of B.C. Realty Partners, Inc. The Company later changed its name on November 16, 1998 to Weather All Manufacturing USA, Inc. Following a change of management in March of 1999, the Company changed its name to Cerro Dorado, Inc. and redirected its business activities to the mining industry. On July 14, 1999, the Company changed its state of domicile from Florida to Nevada, where it is currently active. On August 13, 2018, FINRA approved the name change of the Company to AURYN Mining Corporation.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

| | | |
|---|-------------|--|
| Trading symbol: | AUMC | |
| Exact title and class of securities outstanding: | Common | |
| CUSIP: | 05208V100 | |
| Par or stated value: | \$.001 | |
| Total shares authorized: | 100,000,000 | as of date: 06/30/2019, 100,000,000 as of 08/14/2019 |
| Total shares outstanding: | 70,000,000 | as of date: 06/30/2019, 70,000,000 as of 08/14/2019 |
| Number of shares in the Public Float ² : | 2,059,311 | as of date: 06/30/2019 |
| Total number of shareholders of record: | 153 | as of date: 06/30/2019 |

Additional class of securities (if any):

| | | |
|--|-----------|------------------------|
| Trading symbol: | None | |
| Exact title and class of securities outstanding: | Preferred | |
| CUSIP: | None | |
| Par or stated value: | \$.001 | |
| Total shares authorized: | 5,000 | as of date: 06/30/2019 |
| Total shares outstanding: | 5,000 | as of date: 06/30/2019 |

Transfer Agent

Name: Pacific Stock Transfer
Phone: (702) 361-3033
Web: www.pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

None.

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

1 for 100 reverse stock split effective 08/14/2018.

3) Issuance History

A. Changes to the Number of Outstanding Shares

| Number of Shares outstanding as of <u>01/01/2017</u> | <u>Opening Balance:</u> Common: <u>350,000,000</u> Preferred: <u>250,000</u> | | | | | | | | |
|--|--|--|---------------------|---|--|--|---|---|---------------------------------|
| Date of Transaction | Transaction type (e.g. new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed). | Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable) | Restricted or Unrestricted as of this filing? | Exemption or Registration Type? |
| Q ending 06/30/2017 | New issuance | 20,000,000 | Common | .001 | Y | Investors | Cash | R | E |
| Q ending 09/30/2017 | Returned to Treasury | 250,000 | Preferred | | | | | | |
| Q ending 12/31/2017 | New Issuance | 13,285,714 | Common | .001015 | Y | Legal Counsel | Legal counsel for conversion of warrants for services | R | E |
| Q ending 12/31/2017 | New Issuance | 2,000,000 | Common | .0082 | Y | Legal Counsel | Legal Fees | R | E |
| Q ending 12/31/2017 | New Issuance | 38,380,936 | Common | .0085 | N | MASGLAS (Maurizio Cordova) | Loan related to retaining 5% interest in Auryn Mining Chile | R | E |
| <u>Q ending 03/31/2018</u> | New Issuance | 500,000 | Preferred | | | AURYN Holdings (Maurizio Cordova) | Loan related to retaining 5% interest in Auryn Mining Chile | | |
| Q ending 03/31/2018 | New Issuance | 6,650,000,000 | Common | .008 | N | AURYN Mining Chile (Maurizio Cordova) | Acquisition of remaining 95% of AURYN Mining Chile concessions | R | E |
| Shares Outstanding on <u>08/14/2019:</u> | <u>Ending Balance:</u> Common: <u>70,000,000</u> Preferred: <u>5,000</u> | | | | | | | | |

It should be noted that in 1Q2018 the common shares outstanding was increased from 350,000,000 to 7 billion shares with 6,650,000,000 common shares being issues to AURYN Mining Chile for purchase of the remaining 95% of its mining concessions. In August of 2018 a 1 for 100 reverse-split of the stock occurred, bringing the outstanding common shares down from 7,000,000,000 to 70,000,000.

B. Debt Securities, Including Promissory and Convertible Notes

There are no existing promissory, convertible notes or debt arrangements.

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Benjamin Young
Title: CPA
Relationship to Issuer: Accountant

The Company's financials for the period ending June 30, 2019, are incorporated by reference to be posted on OTCIQ.com at the same time as this Disclosure Statement.

5) Issuer's Business, Products and Services

The Company is currently headquartered in Indianapolis, IN and is a junior exploration and mining company that specializes in the acquisition and exploration of gold properties in Chile. For almost 20 years, the Company evaluated sites throughout Chile's long, lucrative gold and copper belts. The mission of the Company was to develop these and other mining properties to maximize their potential profitability with the ultimate goal of securing a joint venture partnership with an established, reputable mining company or possibly secure a buyout from same.

The Company previously owned a 99.8% interest in a Chilean subsidiary, Cerro Dorado Chile ("CDC"). In January 2016, the Company entered into an agreement with Auryn Mining Chile, SpA ("Auryn") through which CDC's ownership of the Lonco Millarepu 1-60 and the Fortuna 61-120 mining claims was transferred to Auryn in exchange for a 5% equity ownership of Auryn. The Acquisition by Auryn resulted in their consolidation of over 10,000 hectares (24,700 acres) of mining claims in the Altos de Lipangue area, located approximately 30 kilometers northwest of Santiago, Chile. The concerted interest of the Company and Auryn in the Altos de Lipangue area stems from gold and copper productions in the 1950s-1970s, which yielded gold concentrates upwards of 20g/ton, as reported by Auryn. Following execution of the agreement with Auryn, the Company continued to seek mining opportunities in northern Chile.

In early 2017, Auryn announced a cash call, which based upon the Company's 5% holdings, required a further investment of \$300,000 in order to maintain the Company's 5% holdings in Auryn. At the Company's Annual Shareholder Meeting, held on June 5, 2017, the Company approved an offer from Auryn Holding Corp ("Auryn Holding"), a separate but related entity to Auryn, to loan funds to the Company for purposes of satisfying Auryn's cash call, in the amount of \$300,000, pursuant to a no-interest loan, and in consideration of such loan, 500,000 shares of preferred voting stock of Cerro, which carry with them 1000-for-1 voting rights, would be delivered to Auryn Holding, and new management would be appointed: Raul Del Solar and Gary Goodin as directors. As of July 2017, George Young resigned as a director in preparation for the management change, and Jose Manuel Borquez Yunga gave notice of his pending resignation, subject to the closing of the loan and related terms with Auryn Holding, including the appointment of new management as set forth above (the "Closing"). Such resignation was effective November 10, 2017, the date of the Closing, resulting in a change of control of the Company.

On December 15, 2017, following the Closing set forth above, the Company closed its acquisition of all of the mining concessions of Auryn, pursuant to an Asset Purchase Agreement of the same date, and is continuing with the exploration of such mining claims. On August 13, 2018, FINRA approved the name change of the Company to AURYN Mining Corporation, as well as a 1 for 100 reverse stock split of the Company's authorized shares and its issued and outstanding shares.

The Company signed a binding Letter of Intent ("LOI") with Hochschild Mining PLC during 3rd Q 2018, for the Las Dos Marias ("LDM") project. The LOI gives Hochschild the option to invest \$7M USD into the LDM project over a 5-year period

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

to earn a 51% joint venture interest in the LDM properties. An option to invest an additional \$23M USD is available to Hochschild to gain an additional 9% interest. If all \$30M USD is invested, Hochschild will own 60% of the LDM project with AURYN holding the remaining 40% as a joint venture partner. The LOI was subject to due diligence and signing of a definitive agreement. At Hochschild's request, the Company granted them an extension to sign the final contract on or before December 15, 2018. The contract was ratified on December 12, 2018. The Company provides logistical support to Hochschild's work on the project and receives a net management fee for doing so. To date Hochschild has performed various field works and a IP Geophysical survey.

6) Issuer's Facilities

The Issuer is currently using office space provided by one of its Officers at no cost.

7) Officers, Directors, and Control Persons

| Name of Officer/Director and Control Person | Affiliation with Company (e.g. Officer/Director/Owner of more than 5%) | Residential Address (City / State Only) | Number of shares owned | Share type/class | Ownership Percentage of Class Outstanding | Note |
|---|--|---|------------------------|------------------|---|--------------------------------------|
| Maurizio Cordova | Director/owner of more than 5% | Lima, Peru | 26,460,000 | common | 38% | |
| David Brownrigg | Director/Officer | Lima, Peru | | | | |
| Gary Goodin | Director/Officer | Indianapolis, IN | 560,000 | common | .8% | |
| Italo Volante | Director/Officer | Santiago, Chile | 175,000 | common | .3% | |
| Walter Casquino | Director | Lima, Peru | | | | |
| Amparo Quijano Claro | Owner of more than 5% | Lima, Peru | 16,027,270 | common | 23% | |
| Medinah Minerals, Inc. | Owner of more than 5% | Indianapolis, IN | 16,274,200 | common | 23% | |
| AURYN Holdings | Owner of more than 5% | Santiago, Chile | 5,000 | preferred | 100% | These carry 1,000 to 1 voting rights |

The contact for Medinah Minerals, Inc. is Raul Del Solar. He can be contacted at: rsolar@onefao.com. The controlling person for AURYN Holdings is Maurizio Cordova. His address is Lima, Peru.

8) Legal/Disciplinary History

None of the officers, directors listed above has been involved in the past ten years in any of the following:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated;

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

There is no pending litigation that the Company is involved in, nor is there any such proceedings known to be contemplated by governmental authorities.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Accountant or Auditor

Benjamin Young, CPA
1135 West Emery Cir
Salt Lake City, UT, 84104

10) Issuer Certification

I, David Brownrigg certify that:

1. I have reviewed this Disclosure Statement of AURYN Mining Corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 14, 2019

/s/ David Brownrigg

David Brownrigg, President/CEO