



**GT Gold Corp.**

**Management's Discussion and Analysis**

*June 30, 2018*

The following management's discussion and analysis ("MD&A") of the financial condition and results of operations of GT Gold Corp. ("GT Gold" or the "Company") has been prepared by management as at August, 24, 2018 and should be read in conjunction with the Company's consolidated financial statements and corresponding notes thereto for the three month period ended June 30, 2018 (the "Financial Statements"). Additional information relating to the Company is available on SEDAR at [www.sedar.com](http://www.sedar.com).

The Financial Statements have been prepared by management 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"). All amounts are expressed in Canadian dollars unless otherwise stated. Other information contained in this document has also been prepared by management and is consistent with the data contained in the interim Financial Statements.

The Company's certifying officers are responsible for ensuring that the Financial Statements and MD&A do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made. The Company's certifying officers certify that the Financial Statements together with the other financial information included in the filings fairly present in all material respects the financial condition, financial performance and cash flows of the Company as of the date of and for the periods presented in the filings.

The Company's Audit Committee and the Board of Directors provide an oversight role with respect to all public financial disclosures by the Company. The Board of Directors approves the Financial Statements and MD&A after the completion of its review and recommendation for approval by the Audit Committee, which meets periodically to review all financial reports, prior to filing.

### **Forward-Looking Statements**

Certain statements contained in this document constitute "forward-looking statements". All statements other than statements of historical fact contained in this MD&A, including, without limitation, those regarding the Company's future financial position and results of operations, strategy, proposed acquisitions, plans, objectives, goals and targets, and any statements preceded by, followed by or that include the words "believe", "expect", "aim", "intend", "plan", "continue", "will", "may", "would", "anticipate", "estimate", "forecast", "predict", "project", "seek", "should" or similar expressions or the negative thereof, are forward-looking statements. These statements are not historical facts but instead represent only the Company's expectations, estimates and projections regarding future events. These statements are not guarantees of future performance and involve assumptions, risks and uncertainties that are difficult to predict. Therefore, actual results may differ materially from what is expressed, implied or forecasted in such forward-looking statements.

Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to risks associated with: geological risks, limited operating history; inability to generate earnings or pay dividends for the foreseeable future; no current assets other than cash; uncertain ability to raise additional funds when required; reliance on a small number of key managers lacking backup; potential conflicts of interest among directors and officers of the Company; lack of liquidity for shareholders of the Company; ability to secure needed permits, ability to physically access and work the Company's property assets due to poor weather or First Nations risks, a potential lack of key contract personnel and services providers needed to execute elements of the Company's exploration plans, and market risk consisting of fluctuations in the Company's share price, metal prices, credit market conditions and investor appetite for early stage exploration companies. See "Risks and Uncertainties".

Management provides forward-looking statements because they believe such statements deliver useful guidance and information to readers when considering their investment objectives. Though management believes such statements to be as accurate as possible in the context of the information available to management at the time in which they are made, management cautions readers that the guidance and information contained in such statements may rapidly be superseded by subsequent events. Consequently, all of the forward-looking statements made in this MD&A are qualified by these cautionary statements and other cautionary statements or factors contained herein, and there can be no assurance that the actual results or developments suggested by such forward-looking statement will be realized or, even if substantially realized, that they will have the expected results, or effects upon, the Company. These forward-looking statements are made as of the date of this MD&A and the Company assumes no obligation to update or revise them to reflect subsequent information, events or circumstances or otherwise, except as required by law.

The forward-looking statements in this MD&A are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which the Company will operate in the future, including assumptions regarding business and operating strategies.

### **Quarterly Highlights**

- On April 16, 2018, the Company announced that it has joined the Tahltan and Nisga'a First Nations, the BC Government, AME BC, and industry peers, to establish the BC Regional Mining Alliance ("BC RMA"). The BC RMA is a collaborative effort designed to promote the Golden Triangle area of northwestern B.C. as an attractive destination for mineral exploration and mine development investment;
- On April 24, 2018, the Company announced its 2018 exploration plans, encompassing an estimated 18,000 metres of drilling with two core drills, primarily focused on expanding the 2017 gold-silver and copper-gold-silver discoveries at the Saddle discovery area, located on the Tatogga property in B.C.'s Golden Triangle. Drilling is testing the strike and depth extents of the near-surface Saddle South vein zone, as well as the continuity of mineralization along the nearby 2.5 km-long Saddle North trend, including the very large-scale Saddle porphyry target anchoring the central and eastern parts of the trend. A weather resistant camp has been constructed, allowing for extension of the drilling season into mid-November, results warranting;
- On June 14, 2018, the Company announced that Steve Burleton had been appointed President and CEO and had joined the Board of Directors of GT Gold, along with Mr. Renaud Adams, P.Eng. Messrs. Burleton and Adams were formerly of Richmond Mines. Mr. Burleton replaced Kevin Keough, who stepped down from that role and from the Board, but agreed to stay on as a consultant for a minimum period of six months to assist with the transition and, going forward, to continue to support the Company as needed;

### **Subsequent Events**

- On August 8, 2018, the Company announced assay results for an initial eight holes of the 2018 exploration program, derived from the Saddle South portion of the Saddle discovery area. All holes cut mineralization, and deep drilling encountered high grades and strong widths along a new and well-mineralized trend not far south and east of the area drilled in 2017. Highlights included hole TTD069: 4.67 g/t Au over 40.02 metres, including 32.65 g/t over 2.82 metres (new zone to south and east, approx. 650 metres vertically from surface); hole TTD076: 9.47 g/t Au over 6.47 metres, including 33.40 g/t over 1.54 metres (west step out); and hole TTD077: 6.70 g/t Au over 4.15 metres (east step out). True widths are unknown. These results extended the trend of Saddle South high-grade intersections by an additional 400 metres in an east-west direction, bringing total zone strike length to more than 1 kilometre.

**Description of the Business**

GT Gold is a mineral exploration company engaged in the search for metals, primarily though not exclusively gold, in the province of British Columbia, Canada. The Company trades on the TSX Venture Exchange (the "Exchange") as a Tier 2 mining issuer under the symbol "GTT", and has its registered office at Suite 1700, Park Place, 666 Burrard Street, Vancouver, British Columbia, Canada, V6C 2X8. GT Gold conducts its exploration activities through its wholly-owned subsidiary, New Chris Minerals Ltd. ("New Chris"), which serves as the exploration cost centre for the Company. New Chris presently holds 100% ownership of 9,299.23 hectares of the total 44,205.63 hectare Tatogga property, and additionally holds rights to acquire 100% interests in the remaining 34,906.39 hectares, subject to the terms of the underlying property option agreements. Additionally, New Chris holds a 100% ownership interest in all 1,434.26 hectares of the New Nanik property. Both properties are located in northwestern B.C.

**Property Assets and Exploration Activities****TATOGGA PROPERTY***Overview*

The Company's flagship property is Tatogga, located in northwestern B.C., west of the village of Iskut, and directly accessible from paved highway 37. It comprises a total of 44,205.63 hectares of mostly contiguous claims. The primary target area of interest on the property is Saddle, an entirely new gold-silver-copper discovery discovered through successive soil and rock sampling programs carried out by then privately-held New Chris in the period between 2013 and 2016, prior to the formation of GT Gold Corp.

In June 2017, the Company initiated the first-ever drilling and geophysical testing of the Saddle prospect, culminating in the announcement, on July 25, 2017, of a gold-silver discovery hosted within an epithermal quartz-carbonate-sulphide vein system. Work over the remainder of the 2017 exploration season focused on expanding the known limits of the discovery, resulting by season's end (early October) in the identification of three principal vein zones (Saddle South - West Side, Saddle South - East Side, and Saddle North - West Side), all of which remained open for further expansion at the end of the program, and only one of which (Saddle South - West Side) has seen any significant drilling to date. Late in the 2017 field season, a second, related, discovery of merit was achieved at the Saddle target area, comprised of a major new Cu-Au-Ag enriched monzonitic porphyry located beneath glacial deposits toward the eastern end of the Saddle North target area.

A third target of merit on the Tatogga property, the Pass Gossan, is located seven kilometres southwest of Saddle. This target was also developed by New Chris Minerals Ltd. through soil geochemical sampling programs carried out in 2012 and 2013, the results of which revealed a strong, 1,200 metre long copper anomaly. Sampling at the time also revealed a gold and related pathfinder element (Zn, Pb, As, Ag) anomaly, informally called Valleyside, spanning the mouth of the Pass Creek valley. Although initially interpreted as primarily a copper prospect, follow-up prospecting and sampling carried out over this area in the summer of 2017 returned encouraging assays from grab samples, including local high-grade gold (highs to 14.6 g/t Au), silver (highs to 995 g/t Ag) and copper (highs to 4.15% Cu). These results suggest the combined Pass Gossan-Valleyside target area may be analogous to Saddle, possibly encompassing mineralized porphyry intrusives and epithermal-style precious and base metals mineralization.

The Pass Gossan and other historically known zones and showings on the Tatogga property warrant further work but shall for the time being assume a lower priority while exploration at Saddle is expedited.

### *Technical Reports*

Now dated particulars on the Tatogga property may be found in a technical report prepared in accordance with National Instrument 43-101 *Standards of Disclosure for Mineral Projects*, by authors Cornelis Dekker, Pr.Sci.Nat. and Clinton P. Smyth, P.Geo, dated August 12, 2016, which has been filed at [www.sedar.com](http://www.sedar.com) and

is also available for download from the Company's website.

### *Qualified Persons*

The Company's Qualified Person as such term is defined by National Instrument 43-101 - *Standards of Disclosure for Mineral Projects* is Charles J. Greig, M.Sc., P.Geo., Vice President, Exploration. Mr. Greig has reviewed and approved the technical content in this MD&A.

### *Location, Access & Infrastructure*

The Tatogga property is located in the Stikine region of northwestern British Columbia, Canada, on the Klastline Plateau, within the area generally referred to as the "Golden Triangle". Access is gained from paved Highway 37, which runs up the east side of the property. The nearest community is the village of Iskut and, some 70 kms to the north, the larger town of Dease Lake. Chartered air services to Dease Lake are available from major centres, and helicopter and lodge services from bases in both communities, or those to the north and south. The recently constructed BC Hydro Northwest Transmission Line, which serves the nearby Red Chris copper-gold mine, crosses a corner of the Tatogga property and provides high voltage grid power to the area.

### *Ownership*

The Tatogga Property comprises a total of 44,205.63 hectares. Of this total, the Company holds:

- Outright 100% ownership of 9,299.23 hectares known as the "Tatogga North Block", 653.58 hectares of which are subject to a 2% NSR, which may be purchased in full by the Company upon payment of \$2,000,000 cash;
- 100% ownership of 34,218.42 hectares known as the "Tatogga South Block", subject to an underlying property option agreement (for details see the Filing Statement dated October 28, 2016, filed on SEDAR), the sole remaining unfulfilled terms of which include the payment of \$100,000 cash on the second anniversary of the Company's listing (i.e. November 22, 2018), \$100,000 on the third anniversary, and \$100,000 on the fourth anniversary. Additionally, in the event that production is achieved from the Tatogga South property, a 2% NSR will be payable to the property optionors, 1% of which may be bought back for \$1,500,000 within five years from the date that the property is put into commercial production;
- 100% ownership of 687.97 hectares known as the "Gun" claims, subject to an underlying property option agreement dated November 28, 2017 which requires the Company to make staged cash payments totaling \$22,500 (\$7,500 paid) and issue an aggregate of 15,000 common shares over a period of three years (5,000 issued). In addition, in the event that production is in future achieved from the Gun claims, a 2% NSR will be payable to the property optionor. The NSR may be purchased in full by the Company at any time upon payment of \$250,000 cash.

### *Quarterly Exploration Activities*

During the quarter, on April 24, 2018, the Company announced its 2018 exploration plans for the Saddle discovery area: an estimated 18,000 metres of core drilling with two drills, some 14,000 metres at Saddle South, and approximately 4,000 metres at Saddle North. In addition, the company budgeted for both airborne (gamma and magnetics) and ground geophysical work (largely Induced Polarization (IP)), as well as for geologic mapping, soil geochemical sampling, and prospecting. Total program costs were projected at approximately \$6.8 million.

The primary goal of the 2018 exploration program is expansion drilling: i.e. testing the strike and depth extents of the Saddle South epithermal-style quartz-carbonate-sulphide vein mineralization, and testing the continuity of mineralization along the 2.5 km-long Saddle North trend, including the very large-scale Saddle North porphyry intrusive target, which appears to anchor the central and eastern parts of the trend. The Company expects to drill around 4,000 metres at Saddle North in 2018, both on the porphyry target and along the northwest extend of the Saddle North trend, where high-grade epithermal-style mineralization was encountered in the 2017 drilling.

Drilling commenced with a single drill on June 16, followed by a second drill on June 19. Both drills focused, initially, on expansion drilling at Saddle South, while a program of deeper-looking IP got underway over the Saddle North porphyry prospect, designed to refine drill targets for follow-up drilling to the TTD062 discovery hole achieved last year.

As noted above under 'Subsequent Events', on August 8, 2018, the Company announced assay results for an initial eight core holes from the 2018 Saddle South drilling, the results of which were broadly in line with those achieved in the 2017 program, and indicate continuing expansion of the Saddle South portion of the discovery area. To date of writing, in 2018 approximately 13,662 metres of new drilling has been completed in 29 holes at the Saddle discovery, of which approximately 11,876 metres and 26 holes have been at Saddle South, and three holes for 1,786 metres at Saddle North.

Elsewhere on the Tatogga property, post-quarter the Company completed ground geophysical work as well as geologic mapping, soil geochemical sampling, and prospecting at the promising Pass Gossan Cu-Au-Ag target area 7 kilometres southwest of Saddle. Results are currently being compiled and interpreted.

#### *Quality Assurance & Quality Control*

GT Gold has implemented a rigorous quality assurance / quality control (QA/QC) program to ensure best practices in sampling and analysis of RC chips and diamond drill core, comprehensive details of which may be viewed on the Company's website at <http://www.gtgoldcorp.ca/projects/tatogga/>.

#### **NEW NANIK PROPERTY**

The New Nanik property is located in west-central B.C. approximately 100 kilometres southeast of Terrace. On April 19, 2018 the Company paid the remaining cash elements (\$150,000) due to the optionors under the terms of the New Nanik property option agreement and, all other terms of the agreement having been met, assumed 100% ownership. A reconnaissance program involving prospecting, stream sediment and rock sampling was then carried out in June over previously untested areas of the property. This work returned disappointing results and, on August 5, 2018, the Company allowed 11,414.07 hectares of the property to lapse, while retaining 1,434.26 hectares (three contiguous claims) overlying the historical New Nanik Cu-Au-Ag zone. This zone carries strong copper and lesser molybdenum, gold and silver in soils over an area of approximately 200 X 1,000 metres, associated with a large northeast trending faulted contact zone. It was the target of trenching and some 33 historical holes between 1967 and 1991, along with ground IP and magnetics. Drilling results at the time were encouraging, with many holes returning intercepts of >0.2% Cu plus Au, Ag and Mo credits for lengths up to 200 metres, some bottoming in mineralization.

**Overall Performance and Discussion of Operations Selected Information**

The selected financial information set out below is based on and derived from the Consolidated Financial Statements which have been prepared in accordance with IFRS.

<b>Statement of Loss and Comprehensive Loss Data</b>	<b>Six months ended June 30, 2018 \$</b>	<b>Six months ended June 30, 2017 \$</b>	<b>Six months ended June 30, 2016 \$</b>
Total Revenue	Nil	Nil	Nil
Total Expenses	3,949,928	1,123,591	42,828
Net Loss	(3,272,917)	(889,161)	(42,828)
Net Loss per Share – basic and diluted	(0.05)	(0.01)	(0.00)
<b>Statement of Financial Position Data</b>	<b>As at June 30, 2018</b>	<b>As at June 30, 2017</b>	<b>As at December 31, 2016</b>
Total Assets	9,988,078	6,453,707	4,006,496
Total Long-Term Debt	Nil	Nil	Nil
Total Liabilities	2,726,195	1,258,929	532,703
<b>Shareholders' Equity</b>			
Share Capital	21,847,189	10,137,711	7,606,794
Equity	7,261,882	5,194,778	3,473,794

## Results of Operations

	<b>Six months ended June 30</b>	
	<b>2018</b>	<b>2017</b>
	<b>\$</b>	<b>\$</b>
<b>Operating costs and expenses</b>		
Accounting and legal	112,145	32,695
Consulting fees	140,036	106,500
Depreciation	2,704	2,956
Directors' fees	100,444	50,000
Exploration expenditures	2,233,528	731,142
Filing and transfer fees	85,700	30,056
Investor relations & marketing	360,078	44,130
Office and miscellaneous	76,643	8,788
Share-based payments	789,244	79,228
Travel	49,404	38,096
	3,949,928	1,123,591
Interest income	-	464
Other income - flow-through	677,011	233,966
<b>Loss and comprehensive loss for the year</b>	<b>(3,272,917)</b>	<b>(889,161)</b>
Loss per share - basic and diluted	(0.05)	(0.01)
Weighted average number of shares – basic and fully diluted	87,737,652	66,339,348

### Six months Ended June 30, 2018

During the six months ended June 30, 2018, the Company earned no revenue and reported a net loss of \$3,092,961 and \$0.05 basic and diluted loss per share (2017 - loss of \$889,161; \$0.01 basic and diluted loss per share).

Net loss primarily related to accounting and legal fees of \$112,145 (2017 - \$32,695), consulting fees of \$140,036 (2017 - \$106,500), directors' fees of \$100,444 (2017 - \$50,000), exploration expenditures of \$2,233,528 (2017 - \$731,142), filing and transfer agent fees of \$85,700 (2017 - \$30,056), investor relations and marketing expenses of \$360,078 (2017 - \$44,130), office expenses of \$76,643 (2017 - \$8,788), travel of \$49,404 (2017 - \$38,096), and share-based compensation expense of \$789,244 (2017 - \$79,228).

The significant increase year-over-year in each of the foregoing expense categories reflects the scale of the Company's 2017 Saddle discovery, which resulted in a rapid expansion of the exploration effort and the interpretation and evaluation of results, which carried over into the first quarter of 2018; additional financings to support the expanded program and in consequence a greatly enhanced shareholder base and heightened market profile which necessitated increases to accounting and legal and all categories of investor relations and market awareness initiatives; increased office and travel expenses for the purpose of director site inspections, etc.; and new additions to the Board of Directors and expansion of their responsibilities to enhance professional depth and ensure effective oversight of Company operations.

Current liabilities at June 30, 2018, totaled \$2,726,195 (June 30, 2017 - \$1,018,929) and include a flow-through premium liability of \$1,314,820 (June 30, 2017 - \$0.00) and an amount owing of \$240,000, due for



payment on November 10, 2018, related to the Share Exchange Agreement detailed under note 4 to the financial statements. The flow-through premium liability will progressively be eliminated as qualifying exploration expenses are incurred and renounced to the flow-through shareholders. Shareholders' equity consists of share capital of \$21,847,189 (June 30, 2017 - \$10,137,711), warrants reserve of \$33,700 (June 30, 2017 - \$33,700), and a deficit of \$14,405,350 (June 30, 2017 - \$5,315,487) for net equity of \$7,261,882 (June 30, 2017 - \$5,194,778).

Working capital was \$5,122,814 at June 30, 2018 (June 30, 2017 - \$3,562,710) inclusive of flow-through premium liability of \$1,314,820. Working capital as at June 30, 2018 with flow-through premium backed out was \$6,437,634.

The weighted average number of common shares (basic and diluted) of the Company outstanding for the six months ended June 30, 2017, was 87,737,652 (2017 - 66,339,348).

### Selected Quarterly Financial Information

Six months Ended	Net Loss \$	Weighted Average Number of Shares	Basic and Diluted Loss Per Share \$
June 30, 2018	1,909,244	84,151,081	(0.02)
March 31, 2018	1,363,673	84,142,290	(0.03)
December 31, 2017	1,543,962	76,348,581	(0.02)
September 30, 2017	4,452,940	75,743,667	(0.06)
June 30, 2017	628,123	77,267,950	(0.01)
March 31, 2017	261,038	63,396,170	(0.00)
December 31, 2016	1,911,834	46,697,186	(0.04)
September 30, 2016	11,568	25,181,618	(0.00)

The quarter ended December 31, 2016 included listing expense of \$1,367,880 related to the Company's Qualifying Transaction and non-cash share-based payments of \$298,805. Variations over the quarters are related to changes in general corporate and administration costs, exploration outlays, and professional fees.

### Liquidity, Capital Resources, and Outlook

The Company is an exploration-stage company and does not generate revenues. As such, it finances its operations and the exploration of its mineral properties through the issuance of share capital.

As at June 30, 2018, the Company had working capital of \$5,122,814 (June 30, 2017 - \$3,562,710). At June 30, 2018, working capital included \$7,355,239 in cash (June 30, 2017 - \$4,326,921), \$493,770 in other current assets (June 30, 2017 - \$254,718), and \$2,726,195 in current liabilities (June 30, 2017 - \$1,018,929), inclusive of flow-through premium liability of \$1,314,820. The flow-through premium liability will progressively be eliminated as flow-through eligible exploration expenses are incurred.

On March 21, 2018, the Company closed a non-brokered private placement for aggregate gross proceeds of \$6,518,719, involving the sale of 9,053,777 common shares (and no warrants) at a price of \$0.72 per share.

On August 18, 2017, the Company closed a brokered private placement for aggregate gross proceeds of \$5,750,000, involving the sale of 6,764,706 common shares (and no warrants) at a price of \$0.85 per share.

Management plans to continue to pursue equity and/or debt financing to support operations.

Although the Company has to date been successful in its attempts to raise capital, there can be no assurance that its future efforts to secure additional funding will likewise be successful.

### Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements as at June 30, 2018.

### Contractual Obligations

For the 2017 Saddle exploration program the Company separately contracted helicopter, drilling, geophysical, environmental, camp and miscellaneous other service providers in support of its activities. All financial obligations under the terms of these 2017 contracts were met, and no financial or other obligations stemming therefrom remain. For the 2018 Saddle exploration program the Company again plans to contract various service providers and does not foresee difficulty meeting anticipated obligations.

### Transactions With Related Parties

	For the Six months Ended		Amount Payable as at	
	June 30 2018	June 30 2017	June 30, 2018	June 30, 2017
	\$	\$	\$	\$
Consulting fees paid or accrued to the Company's Chief Executive Officer (Kevin Keough)	75,000	75,000	12,500	-
Exploration expenditures paid or accrued to a company controlled by a Director (Charles Greig)	316,467	180,582	12,351	44,496
Consulting fees paid or accrued to the Company's former Chief Financial Officers	32,820	23,500	-	-
Consulting fees paid or accrued to the Company's current Chief Financial Officer (Paul Kania)	15,000	-	5,000	
Amount paid to the Company's Corporate Secretary	9,182	9,000	1,595	2,202
Directors' fees paid or accrued	105,000	50,000	-	-
Acquisition Obligation owing pursuant to the Share Exchange Agreement (current) (Ashwath Mehra, Mick McMullen) <sup>1</sup>	-	-	240,000	200,000
<b>Totals</b>	<b>281,188</b>	<b>338,082</b>	<b>240,000</b>	<b>246,698</b>

<sup>1</sup>The remaining \$240,000 owing as part of the Acquisition Obligation to the original New Chris shareholders, Ashwath Mehra and Mick McMullen, the former of whom remains a Director and Executive Chairman of the Company while the other resigned as a Director subsequent to completion of the Share Exchange

Agreement, is payable within 24 months of the closing of the Share Exchange (see note 4 to the financial statements). Accordingly, it had been classified as a current liability as at June 30, 2018. The amounts owing are non-interest bearing and unsecured.

During the six months ended June 30, 2018, the Company granted a total of 3,280,000 stock options to Directors, Officers, and consultants of the Company with a fair value of \$1,754,228. Share-based payments expense of \$603,658 was recognized during the six months ended June 30, 2018 in respect of these option grants. No share-based payment expense was recognized during the six months ended June 30, 2017.

### **Subsequent Events**

On August 8, 2018, the Company announced assay results for an initial eight holes of the 2018 exploration program, derived from the Saddle South portion of the Saddle discovery area. All holes cut mineralization, and deep drilling encountered high grades and strong widths along a new and well-mineralized trend not far south and east of the area drilled in 2017. Highlights included hole TTD069: 4.67 g/t Au over 40.02 metres, including 32.65 g/t over 2.82 metres (new zone to south and east, approx. 650 metres vertically from surface); hole TTD076: 9.47 g/t Au over 6.47 metres, including 33.40 g/t over 1.54 metres (west step out); and hole TTD077: 6.70 g/t Au over 4.15 metres (east step out). True widths are unknown. These results extended the trend of Saddle South high-grade intersections by an additional 400 metres in an east-west direction, bringing total zone strike length to more than 1 kilometre.

### **Critical Accounting Estimates and Policies**

The Company's significant accounting policies and the adoption of new accounting policies are disclosed in Note 2 to the interim financial statements prepared for the six months ended June 30, 2018.

### **Recent Accounting Pronouncements**

#### New standards, amendments and interpretations to existing standards adopted by the Company

During the six months ended June 30, 2018, the Company adopted certain new standards and amendments to standards, none of which had a significant impact on its consolidated financial statements.

The IASB intends to replace IAS 39 Financial Instruments: Recognition and Measurement in its entirety with IFRS 9 Financial Instruments ("IFRS 9") which is intended to reduce the complexity in the classification and measurement of financial instruments. IFRS 9 is effective for periods beginning on or after January 1, 2018. The Company is evaluating the impact the standard is expected to have on its financial statements, which is not expected to be significant.

IFRS 16 Leases was issued in January 2016 and is effective for periods beginning on or after January 1, 2019. It provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. The Company is evaluating the impact the final standard is expected to have on its consolidated financial statements, which is not expected to be significant.

### **Financial Instruments and Other Instruments**

The Company's financial instruments consist of cash, other receivables, reclamation deposits, trade and other payables, accrued liabilities and amounts due to related parties. All of the accounting policies and estimates including financial instruments and risk management have been included in the interim financial statements prepared as of June 30, 2018.

**Disclosure of Outstanding Share Data (as at August 24, 2018)**

The following is a description of the outstanding equity securities and convertible securities previously issued by the Company:

**Common Shares**

Authorized: Unlimited number of common shares. Outstanding: 91,348,045 common shares.

**Warrants**

A summary of the Company's warrants outstanding and exercisable at August 24, 2018 is presented below:

Exercise price	Warrants outstanding	Warrants exercisable	Expiry date
\$0.20	4,364,834	4,364,834	November 10, 2018

**Stock Options**

A summary of the Company's share options outstanding and exercisable at May 28, 2018 is presented below:

Exercise price	Options outstanding	Options exercisable	Expiry Date
\$0.15	1,500,000	1,500,000	Nov 10, 2021
\$0.23	1,558,334	1,558,334	Nov 10, 2021
\$0.30	1,566,666	-	Nov 10, 2021
\$0.70	90,000	30,000	Dec 22, 2019
\$0.85	105,000	-	July 3, 2019
\$1.15	105,000	-	July 3, 2019
\$0.70	33,334	33,334	May 7, 2020
\$0.80	33,333	-	May 7, 2020
\$0.90	33,333	-	May 7, 2020
\$0.60	543,333	543,333	January 23, 2023
\$0.70	543,333	-	January 23, 2023
\$0.80	543,333	-	January 23, 2023
\$0.86	500,000	-	June 13, 2023
\$0.96	500,000	-	June 13, 2023
\$1.06	500,000	-	June 13, 2023
	8,155,000	3,665,001	

**Risks and Uncertainties**

A thorough description of the risks associated with the Company's exploration and other business activities can be found in the Filing Statement dated October 28, 2016 and posted under the Company's profile on SEDAR ([www.sedar.com](http://www.sedar.com)) as of that date.

An investment in the Company's common shares is highly speculative and subject to very real risks and uncertainties, the occurrence of any one or more of which could have a material adverse effect on the value of any investment in the Company and the business, prospects, financial position or operating results of the Company. The risk factors noted below, in no particular order, are not an exhaustive list of all risk factors associated with an investment in the Company's common shares or in connection with the operations of the Company.

- Geological risk and the highly uncertain and speculative nature of mineral exploration
- Early stage nature of the Company: i.e. a limited operating history and financial resources, no earnings, limited cash assets
- Lack of insurance against operating risks in the field and elsewhere
- Changes to government regulations, including environmental regulations
- Ability to secure and comply with government permits
- Reliance on a small number of key managers and experts and a lack of immediate backup or replacements
- Competition for key personnel and mineral properties
- Potential conflicts of interest among the Company's directors and/or officers
- Potential cost overruns and delays
- Timely availability of labour, contractors and key services
- Weather risks
- Property title disputes
- Risk of disputes with local communities and First Nations
- Metal price fluctuations
- Receptivity of capital markets to junior exploration projects
- Stock price volatility and lack of liquidity
- Litigation

**Additional Information**

Additional information relating to the Company is available at [www.sedar.com](http://www.sedar.com) and at [www.gtgoldcorp.ca](http://www.gtgoldcorp.ca).