MINUTES OF MEETING OF THE DIRECTORS OF GREAT BASIN GOLD LTD. (THE "COMPANY") HELD THURSDAY, SEPTEMBER 14, 2000

In attendance were all directors except Andrew Milligan, namely Robert G. Hunter, Robert A. Dickinson, Scott D. Cousens, Jeffrey R. Mason, Ronald W. Thiessen, David J. Copeland and T. Barry Coughlan. Mr. Hunter assumed the Chair and requested Mr. Mason to act as recording secretary. Mr. Mason confirmed that all directors had received notice of the meeting which was called to consider authorization of the preliminary Prospectus filing.

Mr. Mason advised the Board that the Company required a formal resolution of directors to authorize the filing of the Company's final prospectus in the Provinces of British Columbia, Alberta, and Ontario and that the prospectus filing would be substantially in accordance with the September 13, 2000 draft. A brief discussion ensued wherein Board members advised that to their best information and belief the prospectus contemplated full, true and plain disclosure of the Company's material affairs.

Accordingly on motion made by Mr. Dickinson and seconded by Mr. Cousens it was unanimously resolved that:

Prospectus

1. The preliminary prospectus of the Company to be dated on or about September 18, 2000 a copy of which has been presented to and reviewed by the directors (the "Prospectus") relating to the qualification by the Company of 5,000,000 units ("Units"), each Unit composed of one common share and one half of one share purchase warrant, issuable upon the exercise of 5,000,000 previously issued Special Warrants together with 500,000 Agent's Compensation Warrants to acquire options to purchase 500,000 Units at a price of $2.00 until August 16, 2001, be and the same is hereby approved with such additions, deletions and alterations as may be approved by the President or Chief Executive Officer of the Company (such approval to be conclusively evidenced by his execution of the Prospectus) and the Prospectus be signed by Robert A. Dickinson, the President, Chief Executive Officer and Director and Jeffrey R. Mason as the Chief Financial Officer of the Company, and on behalf of the Board of Directors by any two Directors (other than Directors holding the above mentioned offices), and by Robert G. Hunter and Robert A. Dickinson as Promoters of the Company, to signify such approval.

2. The filing of the Prospectus, when signed, with the British Columbia, Alberta and Ontario Securities Commissions be and the same is hereby authorized and approved.

Financial Statements

3. The following financial statements of the Company (audited except where noted) as contained in the Prospectus be and they are hereby approved:

(a) Auditors' Report on the consolidated balance sheets as at December 31, 1999 and 1998, and the consolidated statements of operations and deficit, cash flows and mineral property interests for each of the years ended December 31, 1999, 1998, 1997, and Review Engagement Report on the unaudited consolidated balance sheet as at June 30, 2000, and the unaudited consolidated statements of operations and deficit, cash flows and mineral property interests for each of the six months ended June 30, 2000 and 1999;

(b) Consolidated balance sheets as at June 30, 2000 (unaudited) and as at December 31, 1999 and 1998;

(c) Consolidated statements of operations and deficit for the six months ended June 30, 2000 and 1999 (unaudited) together with each of the years ended December 31, 1999, 1998 and 1997;

(d) Consolidated statements of cash flows for the periods referred to in (c) above;

(e) Consolidated statements of mineral property interests for the periods referred to in (c) above; and

(f) Notes to the consolidated financial statements.

and any two Directors of the Company are authorized to execute the consolidated balance sheets with such additions, deletions or other alterations to the above described financial statements as may be approved by the Directors signing the consolidated balance sheets, such approval to be conclusively evidenced by their execution of the consolidated balance sheets.

Principal Jurisdiction

4. The Prospectus be filed with the British Columbia Securities Commission, as "Principal Jurisdiction" under the National Policies of the Securities Administrators, and with the Alberta Securities Commission and Ontario Securities Commission, together in each case with such statements, forms and other documents as such authorities may require and any one or more of the directors or proper officers of the Company are authorized for and on behalf of the Company to do such things and to execute and deliver, whether under the common seal of the Company or otherwise, all such statements, forms and other documents as they may consider advisable in connection with the foregoing and execution by any one or more of the directors or such officers shall be conclusive proof of their authority to execute the same on behalf of the Company.

General Authority

5. Any two of the directors or officers of the Company be authorized for and on behalf of the Company to do such things and to execute and deliver, whether under the common seal of the Company or otherwise, all such statements, forms and other documents as such director or officer may consider advisable in connection with the foregoing and execution by any one director or officers shall be conclusive proof of his or her authority to execute the same on behalf of the Company.

There being no further business, the board terminated the meeting.

The foregoing are certified to be true minutes of the board of directors meeting held September 14, 2000.

Robert G. Hunter

Robert G. Hunter
Chairman

J. Mason

Jeffrey R. Mason
Secretary