GOLDEN DAWN MINERALS INC.

TSX-V: GOM
FRANKFURT EXCHANGE: 3G8A
OTC: GDMRF

NEWS RELEASE

Golden Dawn Announces Closing of Second Tranche of Private Placement for $262,300.06

Vancouver, February 9, 2017 –Golden Dawn Minerals Inc., (TSX-V: GOM; FRANKFURT: 3G8A; OTC: GDMRF) (the "**Company"** or **"Golden Dawn**") announces that, subject to final regulatory approval, the Company has closed the second tranche of its non-brokered private placement previously announced on February 7, 2018, consisting of 810,877 flow-through units (the "**FT Units**") at $0.285 per FT Unit and 120,000 non-flow through units (the **"NFT Units"**) at $0.26 per NFT Unit, for total proceeds of $262,300.06. Each FT Unit includes one common share and one-half of one share purchase warrant. Each NFT Unit includes one common share and one whole share purchase warrant. Each whole share purchase warrant may be exercised at $0.30 per share for 24 months from the date of issuance.

Commissions paid to eligible finders with respect to this tranche of the financing consist of $20,984.00 cash, 37,235 compensation warrants and 37,235 common shares. The compensation warrants are non-transferable and may be exercised at $0.30 per share for 24 months from the date of issuance. All securities issued in connection with tranche two of the financing are subject to a statutory hold period of 4 months and one day from the date of issuance, or June 10, 2018.

The proceeds of the Offering will be utilized for exploration on its Greenwood Precious Metals Project, commencement of trial mining and for general working capital.

On behalf of the Board of Directors:
GOLDEN DAWN MINERALS INC.

Wolf Wiese, President & CEO

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