Management's Discussion & Analysis

For the year ended June 30, 2017

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TSX-V: GFG
OTCQB: GFGSF

MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis ("MD&A"), dated as at September 13, 2017, is to assist readers in understanding GFG Resources Inc.'s (formerly Crest Petroleum Corp. or "Crest") ("GFG" or the "Company") financial and operating performance for the years ended June 30, 2017 and 2016. This discussion should be read in conjunction with the Company's audited consolidated financial statements and related notes thereto. The Board of Directors has approved the disclosure presented herein.

On October 21, 2016, GFG completed its acquisition of 1070900 BC Ltd. ("1070900"), which was accounted for as a reverse acquisition. Prior to the reverse acquisition with 1070900, on August 24, 2016, 1070900 completed its acquisition of GFG-US, this transaction was also accounted for as a reverse acquisition (*see additional discussion below and in Note 5 to the annual consolidated Financial Statements*).

The Financial Statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accountings Standards Board. Except as otherwise disclosed, all dollar figures included therein and in the following MD&A are quoted in U.S. dollars, which is the functional and presentation currency of the Company. Additional information can be found on the Company's website (www.gfgresources.com) or SEDAR (www.sedar.com).

Certain sections of this MD&A may contain forward-looking statements.

All statements, other than statements of historical fact, made by the Company that address activities, events or developments that the Company expects or anticipates will or may occur in the future are forward-looking statements, including, but not limited to, statements preceded by, followed by or that include words such as "may", "will", "would", "could", "should", "believes", "estimates", "projects", "potential", "expects", "plans", "intends", "anticipates", "targeted", "continues", "forecasts", "designed", "goal", or the negative of those words or other similar or comparable words. Readers are cautioned that these statements which describe the Company's plans, objectives, and budgets may differ materially from actual results. See additional discussion under "Risks and Uncertainties" section.

Highlights for the Year and Other Significant Events

- June 27, 2017: GFG outlines aggressive (15,000 metre) exploration program at Rattlesnake Hills Gold Project;
- March 16, 2017: Announces drill results from the 2016 drill program - intersects 0.84 g/t gold over 38.1 metres in new discovery at Rattlesnake Hills Gold Project;
- February 22, 2017: Announces close of bought deal private placement for gross proceeds of CDN $5.0 million;
- December 12, 2016: The Company listed its shares on the OTCQB Marketplace under the symbol GFGSF;
- October 27, 2016: The Company begins trading on the TSX Venture Exchange;
- October 21, 2016: GFG and Crest Petroleum complete reverse take-over transaction;
- October 12, 2016: Increased land position with acquisition and staking program; and
- September 9, 2016: Published NI 43-101 technical report on Rattlesnake Hills Gold Project.

CORPORATE PROFILE

The Company was incorporated on January 24, 2012, under the laws of the Province of British Columbia, Canada. Following the completion of its initial public offering ("IPO") on June 26, 2012, the Company secured designation as a Capital Pool Company ("CPC"), according to the regulations of the TSX Venture Exchange (the "Exchange"). The Company's current corporate structure is primarily a result of the following transactions, both of which occurred during the year ended June 30, 2017:

i) On September 2, 2016, the Company entered in to an arrangement agreement to acquire 100% of the issued and outstanding shares of 1070900, in exchange for shares of the Company which would result in a reverse take-over of the Company by the shareholders of 1070900 (the "Transaction").

As 1070900 is deemed to be the accounting acquirer for accounting purposes, its assets, liabilities and operations are included in the financial statements at their historical carrying values.

On October 21, 2016, the Transaction closed and the Company acquired, on a one for one basis, all issued and outstanding shares of 1070900 in exchange for 38,503,483 common shares of the Company.

Effective June 30, 2017, the Company completed the wind-up and dissolution of 1070900.

ii) On July 5, 2016, 1070900 entered in to an agreement and plan of share exchange with GFG-US to acquire all the issued and outstanding shares of GFG-US in exchange for common shares of 1070900, on a one share for one share equivalent basis. This would result in a reverse take-over of 1070900 by the shareholders of GFG-US (the "Arrangement").

On August 24, 2016, the Arrangement closed and the shareholders of 1070900 received 21,194,612 common shares of 1070900 for all the issued and outstanding shares of GFG-US. Out of 21,194,612 commons shares of 1070900, 19,050,419 common shares were issued in exchange for all of GFG-US's issued and outstanding common shares on a one for one basis. In addition to the common shares exchanged, 2,144,193 additional shares were withheld, pending the receipt of clearance certificates from the U.S. Internal Revenue Service. In January 2017, the Company received the required clearance and issued 2,144,193 common shares effective March 7, 2017.

The shareholders of 1070900 also issued 875,000 stock options in exchange for all the issued and outstanding stock options of GFG-US.

On October 27, 2016, upon receiving final acceptance from the Exchange, Crest Petroleum Corp. changed its name to GFG Resources Inc. and began trading on the Exchange as a Tier 2 Mining Issuer under the symbol "GFG". Further, on December 12, 2016, the Company announced that it had also started trading on the OTCQB Venture Market in the U.S. under the symbol "GFGSF".

The Company changed its head office address to Suite 202 – 640 Broadway Avenue, Saskatoon, Saskatchewan, S7N 1A9. The Company's principal business activity is the exploration and acquisition of mineral properties.

OUTLOOK

The Company will continue to take a district scale, multi-disciplinary approach to expand its known deposits and to discover new zones of gold mineralization at the highly prospective Rattlesnake Hills Gold Project. The ongoing 2017 exploration program will focus on expanding known areas of mineralization at North Stock, Antelope Basin and Blackjack, follow-up drilling of the recent discovery from the Cowboy target, test six high priority greenfield targets and complete additional metallurgical testing. The 2017 exploration program will consist of approximately 15,000 metres of drilling at a cost of approximately $4.0 million and is fully funded from the Company's cash on hand. Following the completion of the 2017 exploration programs, the Company will integrate the nearly 100,000 metres of drilling to develop a National Instrument NI 43-101 ("NI 43-101") mineral resource estimate in the Rattlesnake Hills Gold District. Timing of a maiden resource is expected to be completed in the first half of 2018

PROJECT OVERVIEW AND EXPLORATION ACTIVITIES

Rattlesnake Hills Gold Project Overview

The Rattlesnake Hills Gold Project (the "Project") is located in Central Wyoming approximately 100 kilometres southwest of Casper on the western side of Natrona County (*See Figures 1 and 2*). The Project encompasses the Rattlesnake Hills Gold District, nearly in its entirety, and is considered a district scale gold exploration play which comprises 1,281 unpatented lode mining claims as well as seven Wyoming State mining leases covering an area of approximately 33,500 acres. The Project is controlled 100% by GFG, although certain portions of the property are subject to various royalty agreements. Over the course of 2015 and 2016, the Project was acquired in four phases including three asset purchase agreements, claim staking and an option agreement assigned to GFG.

The Project location is close to infrastructure such as paved roads, power and water. Also, the Wyoming business climate is considered productive and is one of the best places to do business. The Wyoming economy is primarily driven by the mineral resource sector. The State is the leader in coal, uranium, trona and bentonite production in the U.S. Additionally, the State is also a key producer of natural gas and oil.

The Project has the geologic setting, alteration and mineralization similar to other gold deposits of the Rocky Mountain alkaline province which, collectively, have produced over 50 million ounces of gold.

Figure 1: Rattlesnake Hills Gold Project Location

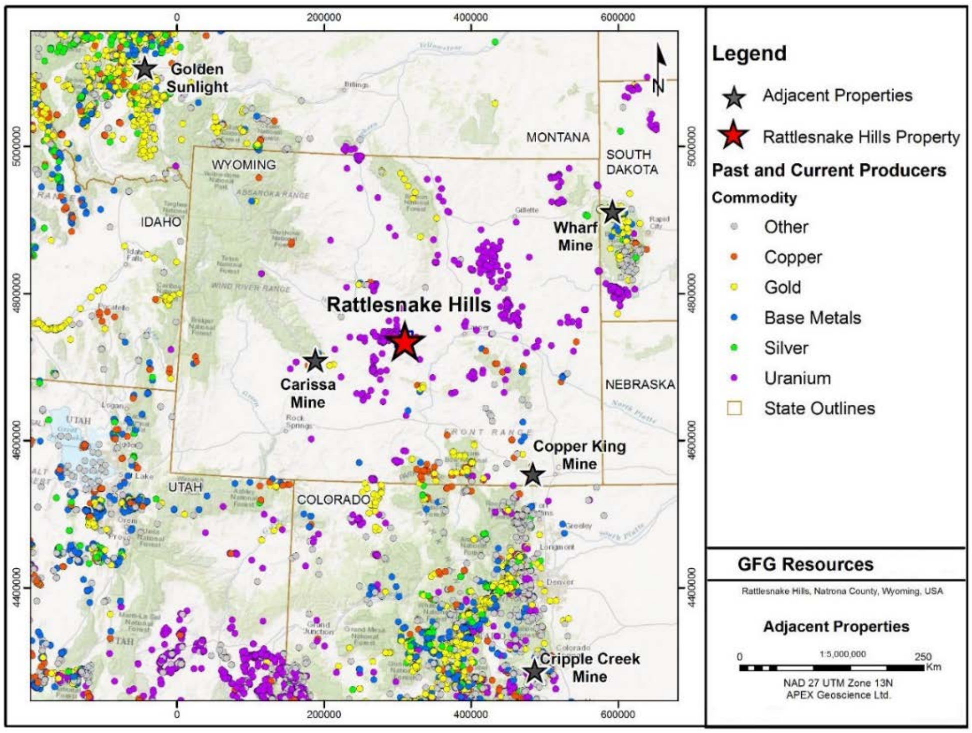
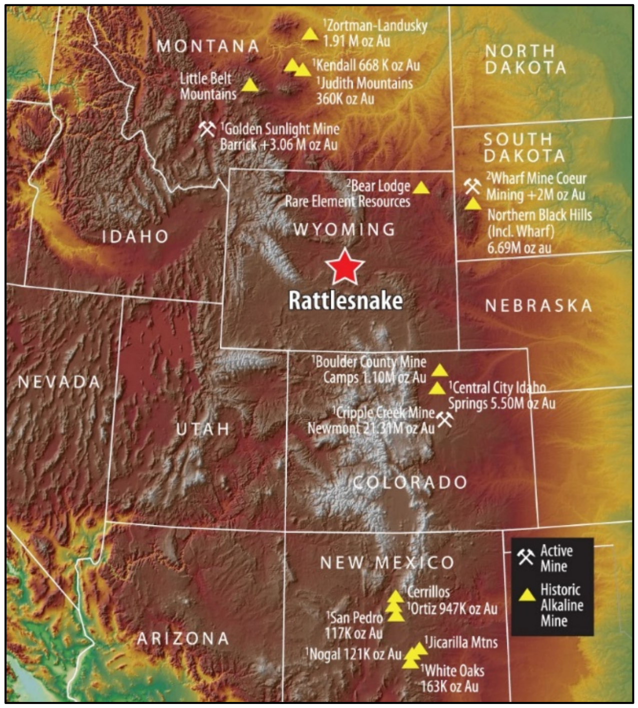


Figure 2: Rattlesnake Hills Gold Project Location Within Rocky Mountain Alkaline Province



The Project is centrally located within a roughly 1,500 kilometre-long belt of alkalic intrusive complexes that occur along the eastern side of the Rocky Mountains from Montana to New Mexico, several of which are associated with multiple 1 million-plus ounce gold deposits. Examples of such deposits analogous to the Project, with transitional epithermal to porphyry styles of precious metal mineralization, include Cripple Creek Mine, CO, Wharf Mine, SD and Golden Sunlight Mine, MT (Jensen and Barton, 2000).

Table 1: Comparing Similar Deposit Characteristics: Cripple Creek to Rattlesnake Hills Gold Project

Characteristic	Cripple Creek	Rattlesnake Hills
Qtz poor alt/mi	✓	✓
Voluminous K & Carb altn	✓	✓
Minor acid altn	✓	✓
Fluorite	✓	✓
Roscoelite	✓	✓
Peripheral propylitic altn	✓	✓
Multiple magmatic events	✓	✓
Multiple hydrothermal events	✓	✓
Lithologic contacts as fluid paths	✓	✓
Te rich minerals	✓	**TBD**
Tetrahedrite	✓	✓
Sulphosalts	✓	**TBD**
Structure	✓	✓
High Au/Ag	✓	✓
High Au/base metals	✓	✓

Within the Project, three significant zones of alteration and precious metal mineralization have been identified that are associated with Eocene age alkalic intrusions at North Stock, Antelope Basin and Blackjack. All three zones have been drilled and broad zones of low grade gold mineralization, as well as narrow discrete zones of high grade gold mineralization have been intersected. A brief description and selected drill highlights of the three zones of mineralization are presented in the tables below.

(in U.S. dollars, except as otherwise noted) Page 5

North Stock

Precious metal mineralization at North Stock is hosted in breccia, phonolite and schist and has been defined by historic drilling in a broad, 100 metre by 300 metre tabular mineralized zone, extending over 500 metres deep. The area between Antelope Basin and North Stock, where previous drilling intersected significant gold intervals in broadly spaced holes, demonstrate the possible link between the two deposits. Highlights from historic drilling at North Stock include 1.85 grams of gold per tonne ("g/t Au") over 236.16 metres core length (Hole RSC-007), 1.58 g/t Au over 216.41 metres core length (Hole RSC-132) and 9.73 g/t Au over 55.66 metres core length (Hole RSC-020). The system remains open to the north, west and south toward the Antelope Basin deposit. Recent drill results from GFG's 2016 drill program suggest the system remains open to the east as well.

Table 2: Selected North Stock Drilling Highlights

Hole	From (m)	To (m)	Length (m)*	Au (g/t)
RSC-003	205.74	240.79	35.05	4.79
RSC-007	108.20	344.36	236.16	1.85
RSC-020	143.26	198.91	55.66	9.73
Incl.	160.02	176.78	16.76	26.21
Incl.	170.69	172.21	1.52	122.00
RSC-039	25.91	176.78	150.88	2.08
Incl.	103.63	106.68	3.05	12.95
RSC-089	83.82	213.36	129.54	2.08
RSC-089	216.41	243.84	27.43	7.85
RSC-089	278.89	286.51	7.62	10.65
Incl.	228.60	230.12	1.52	82.90
RSC-093	134.11	163.07	28.96	5.21
RSC-122	155.45	228.60	73.15	1.78
RSC-123	83.82	163.07	79.25	1.49
RSC-126	196.60	256.03	59.44	2.58
RSC-130	170.69	205.74	35.05	3.95
RSC-132	112.78	329.18	216.41	1.58
Incl.	137.16	140.21	3.05	17.96
RSC-135	83.82	160.02	76.20	4.68
Incl.	144.78	147.83	3.05	45.30
RSC-136	222.50	263.65	41.15	3.10
RSC-141	30.48	172.21	141.73	1.90
RSC-144	91.44	147.83	56.39	2.09
RSC-144	205.74	251.46	45.72	3.23
RSC-145	137.16	192.02	54.86	3.20
RSC-145	204.22	281.94	77.72	4.20
RSC-145	239.27	240.79	1.52	128.00
Incl.	143.26	147.83	4.57	15.67

**Length (m) is core length*

Antelope Basin

The mineralization at Antelope Basin is hosted by a quartz monzodiorite dike and remains open along strike to the northeast as well as the southwest. These possible extensions will be prioritized and tested with future exploration programs. Historic drilling at Antelope Basin demonstrates broad zones of low grade, as well as narrow discrete zones of high grade gold and silver mineralization. Mineralization at Antelope Basin has been defined over an area of 200 metres by 350 metres and to a depth of 200 metres. Highlights from historic drilling at Antelope Basin include 1.91 g/t Au over 76.20 metres core length (Hole RSC-042), 1.21 g/t Au over 97.54 metres core length (Hole RSC-019) and 1.63 g/t Au over 77.72 metres core length (Hole RSC-078).

(in U.S. dollars, except as otherwise noted) Page 6

Table 3: Selected Antelope Basin Drilling Highlights

Hole	From (m)	To (m)	Length (m)*	Au (g/t)
RSC-001	169.16	182.88	13.72	2.69
RSC-019	83.82	181.36	97.54	1.21
Incl.	167.64	169.16	1.52	9.35
RSC-042	147.83	224.03	76.20	1.91
Incl.	185.93	187.45	1.52	11.80
RSC-045	12.19	48.77	36.58	1.44
RSC-047	97.54	170.69	73.15	1.26
Incl.	167.64	169.16	1.52	6.71
RSC-051	243.84	280.42	36.58	1.33
RSC-078	173.74	251.46	77.72	1.63
Incl.	216.41	217.93	1.52	7.48
RSC-087	166.12	204.22	38.10	1.34
RSC-099	77.72	143.26	65.53	1.76
RSC-100	196.60	271.27	74.68	1.21
Incl.	245.36	246.89	1.53	6.26
RSC-153	143.26	160.02	16.76	2.97
RSC-153	111.25	120.40	9.14	2.28
RSC-153	164.59	195.07	30.48	2.09
RSC-155	134.11	187.45	53.34	1.25
RSC-180	199.64	202.69	3.05	9.30

**Length (m) is core length*

Blackjack
Gold mineralization at Blackjack is more typical of a low sulphidation epithermal system and is hosted within a rhyolite breccia emplaced along the North Granite Mountain Fault zone and within the underlying Precambrian granite and gneiss. The Blackjack target has had a limited amount of drilling, eight holes, and highlights include 1.33 g/t Au over 33.53 metres from surface (Hole NVJ-001) and 0.74 g/t Au over 13.72 metres hole length (Hole NVJ-008). The Blackjack mineralization remains open at depth, down-dip and along strike.

Table 4: Blackjack Drilling Results

Hole	From (m)	To (m)	Length (m)*	Au (g/t)
NVJ-001	0.00	33.53	33.53	1.33
Incl.	18.28	19.81	1.53	3.55
NVJ-001	42.67	57.91	15.24	0.55
NVJ-001	97.54	129.54	32.00	0.54
NVJ-002	0.00	4.57	4.57	0.53
NVJ-003	0.00	6.10	6.10	0.67
NVJ-004	0.00	6.10	6.10	0.37
NVJ-005	45.72	48.77	3.05	0.83
NVJ-005	51.82	56.39	4.57	0.79
NVJ-007	111.25	118.87	7.62	1.07
NVJ-008	68.58	82.30	13.72	0.74

**Length (m) is hole length*

Exploration Activities at Rattlesnake Hills Gold Project

In June 2017, the Company outlined an aggressive exploration program at the Rattlesnake Hills Gold Project. The fully funded, $4.0 million exploration program will consist of approximately 50 holes or 15,000 metres of drilling focused on four brownfield targets and six greenfield targets, additional soil and rock sampling and metallurgical testwork. Drilling began in early July and will run through November 2017. Results from the program are expected to begin in September and will continue through December 2017.

The 2017 exploration program is designed to meet the following objectives:

1. Expand the strike and explore for off-set extensions of the known mineralized trends at North Stock and Antelope Basin; this includes further testing the linkage between the two deposits;

2. Follow-up on and test the strike and depth continuity of the 2016 discovery at the Cowboy target (Hole RSC-185: 0.84 g/t Au over 38.1 metres);

3. Further test a large (400 metre by 750 metre) gold, silver and arsenic ("Au-Ag-As") soil anomaly at Blackjack and test the strike extension of Hole NVJ-001: 1.33 g/t Au over 33.5 metres;

4. Test six high priority, kilometre-scale greenfield targets to discover new zones of gold mineralization; and

5. Complete further soil and rock geochemistry and metallurgical testwork to develop a maiden resource in H1 of 2018.

2017 Drill Program Outline

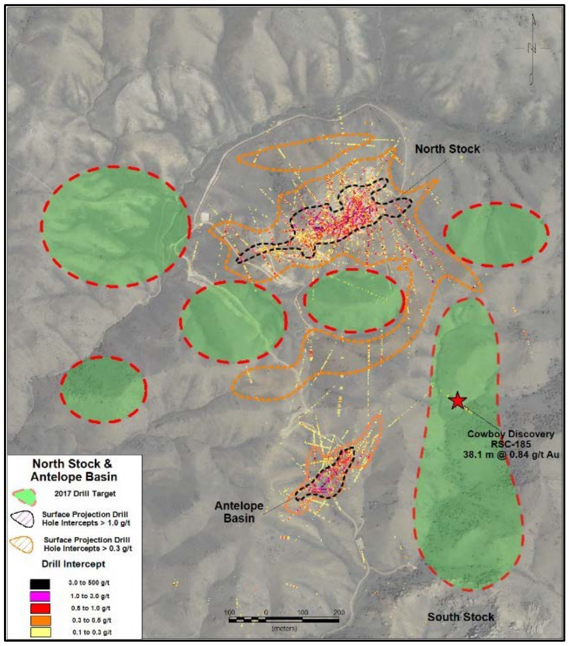
Brownfield Exploration

The majority of the 2017 exploration program (approximately 35 holes, 10,000 metres) will focus on brownfield targets proximal to the North Stock and Antelope Basin deposits and at the Blackjack target.

North Stock and Antelope Basin

Drilling around the North Stock and Antelope Basin deposits, outlined in Figure 3, is designed to test extensions of the known mineralization, including the area in between the two deposits where previous intercepts demonstrate the potential to link North Stock and Antelope Basin. Drilling will also test the western extension of the North Stock deposit across a modelled northwest-oriented fault system as well as the eastern extension where historic drilling intercepted heterolithic breccia.

Figure 3: Drill Target Areas at North Stock and Antelope Basin Region



The drilling at North Stock and Antelope Basin will be integrated with the historic results and is expected to be included in the Company's maiden NI 43-101 resource estimate in 2018.

In addition, the Company will follow up on its 2016 step-out hole, RSC-185, that discovered a new zone of mineralization at the Cowboy target. The discovery hole located 240 metres northeast of Antelope Basin and 350 metres southeast of North Stock, returned 0.84 g/t Au over 38.1 metres. Drilling in this area will focus on a 500-metre-long gold-in-soil and rock geochemistry anomaly that links to the north contact of South Stock. The Cowboy target area hosts northeast-trending monzodiorite dykes and intersecting east-west and northeast structural corridors similar to those observed at Antelope Basin.

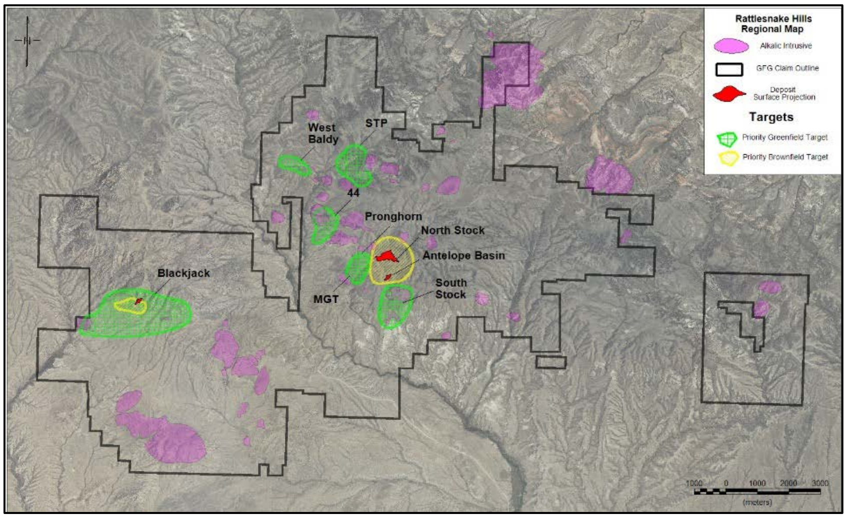
South Stock
The Company will test several targets in the South Stock target area. The area has seen limited historic drilling and returned intercepts of up to 9.31 g/t Au over 3.1 metres in hole RSC-180 in 2011. A strong soil anomaly along the northern margin of South Stock remains untested and is associated with a cluster of rock grab samples in excess of 1 g/t Au. The geologic setting at South Stock is similar to that at North Stock and links to the Cowboy target area. The Company will also test a soil geochemical anomaly associated with the southern contact of South Stock.

Blackjack
Drilling at Blackjack is designed to test the large 400 metre by 750 metre Au-Ag-As soil anomaly and follow-up on historic drilling. Historic drilling tested only a small portion of the targeted area and highlights include 1.33 g/t Au over 33.5 metres from surface (Hole NVJ-001) and 0.74 g/t Au over 13.7 metres (Hole NVJ-008). Gold mineralization at Blackjack is associated with the North Granite Mountain Fault and hosted within rhyolite breccia and Precambrian granite. Mineralization at Blackjack remains open at depth, down-dip and along strike and the drill program is also designed to test the extensions of this mineralization.

<u>**Greenfield Exploration**</u>
The Company has outlined over 30 greenfield targets and in 2017 prioritized six of these to drill test. These targets were generated from historic and recent geophysical and geochemical programs. Results from the 2016 VTEM survey highlighted several anomalies that are interpreted to be structures, several of which were previously unknown. This type of geophysical survey and interpretation was successfully applied in the Cripple Creek Mining District. The greenfield program will consist of approximately 20 holes or 5,000 metres, testing multiple targets that are located west of North Stock (MGT and Pronghorn), northwest of

North Stock (STP, 44 and West Baldy) and southwest and southeast of the Blackjack area. These target areas are considered greenfield and have no historic drilling. Figure 4 outlines the location of the greenfield targets to be tested in 2017.

Figure 4: Regional Map Outlining Greenfield Targets



MGT
The MGT target is located approximately 1.2 kilometres southeast of North Stock. This target was derived from a 150 metre by 250 metre gold-arsenic-copper ("Au-As-Cu") soil anomaly that is associated with the contact of a trachytic intrusive. The area also hosts banded iron formation and the intersection of northeast and northwest-oriented structures.

Pronghorn
The Pronghorn target lies 300 to 600 metres west of North Stock. A number of small phonolite plugs are present and have associated anomalous gold soil and rock geochemistry and mapped heterolithic breccias. The target is also characterized by a gravity low and gravity gradient signature consistent with that of North Stock.

West Baldy
The West Baldy target is associated with soil geochemistry that is similar to the Baldy target that was tested in 2014 by NV Gold. The Baldy target is underlain by a phonolite dyke that intruded copper-stained, Cambrian quartzites. The West Baldy target is a blind target that is characterized by a large, circular (nearly 400 metres in diameter) copper-vanadium ("Cu-V") soil anomaly. Historic rock samples from the Baldy area contained the highest gold values collected on the project with values of up to 35.4 g/t Au.

STP
The STP target shows strong similarities with and is located 3.5 kilometres northwest of North Stock. The area hosts several phonolite intrusions that are surrounded by monolithic and heterolithic volcanic breccias which have been potassically (adularia) altered. These are key geological markers for gold mineralization in the Rattlesnake Hills and Cripple Creek Districts. The STP target also hosts anomalous rock and soil geochemistry, strong northeast-oriented structures and a favorable gravity signature.

44
The 44 target is located two kilometres west of North Stock and is associated with one of the largest intrusions in the district, Goat Mountain. The area hosts several Au-As +/- Cu-V soil anomalies and occurs in a geologic environment that is similar to North Stock. Gravity and gravity gradient signature as well as the structural setting are favorable to host gold mineralization.

Blackjack Region

The greenfield drill program in the Blackjack area is designed to test several geophysical (VTEM) and geochemical anomalies that were generated from the 2016 program and are outside the main 400 metre by 750 metre soil anomaly. The Company will also test proximal to the North Granite Mountain Fault, as the structural setting is conducive to host gold mineralization.

In addition to the drill program, further geochemical and metallurgical testwork will be completed. Approximately 800 soil samples are expected to be collected to infill areas where soil geochemistry was never completed.

To support the Company's plan to provide a NI 43-101 resource estimate, further metallurgical studies will be completed which include historic pulps from previous drill campaigns available at the Company's facility in Casper, Wyoming. The Company plans to provide a NI 43-101 compliant resource in the first half of 2018.

From August to December of 2016, the Company completed a two-phase exploration program that included a regional soil geochemical survey, ground-based and airborne geophysical programs over the entire property, geologic and alteration mapping and a 12-hole, 3,500 metre drill program focused at North Stock, Antelope Basin and Blackjack. The total cost of the 2016 exploration program was approximately U.S.$2.0 million.

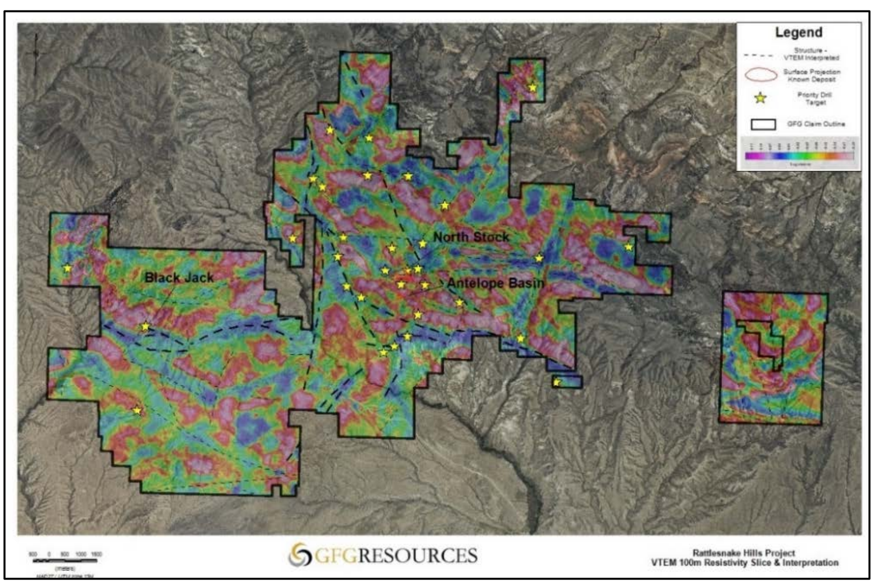
Phase I

The Phase I program consisted of historical data analysis, regional soil sampling, an airborne VTEM geophysical survey, detailed geologic and alteration mapping and an expansion of the existing gravity survey.

Nearly 2,500 soil samples were collected in prioritized areas designed to infill between existing soils grids and to expand the sampling around the main zones of known mineralization near North Stock, Antelope Basin and Blackjack. Results from the soil samples outlined several new target areas that have coincident anomalies in arsenic and low level gold. Anomalous arsenic in soil samples is a key indicator of gold mineralization in the Rattlesnake Hills District.

The Company completed an airborne VTEM and magnetic survey that was flown on 100 metre spaced lines oriented perpendicular to the historic radiometric and magnetic survey completed by Agnico Eagle Mines Ltd. in 2011. The results of this new survey (See Figure 5) have identified structures and structural intersections that play a key role in controlling gold mineralization at North Stock and Blackjack and their possible extensions. Furthermore, a group of targets on the northern section of the property, three to five kilometres north of North Stock, show similar northeast and northwest-structural controls and have associated alkaline magmatism.

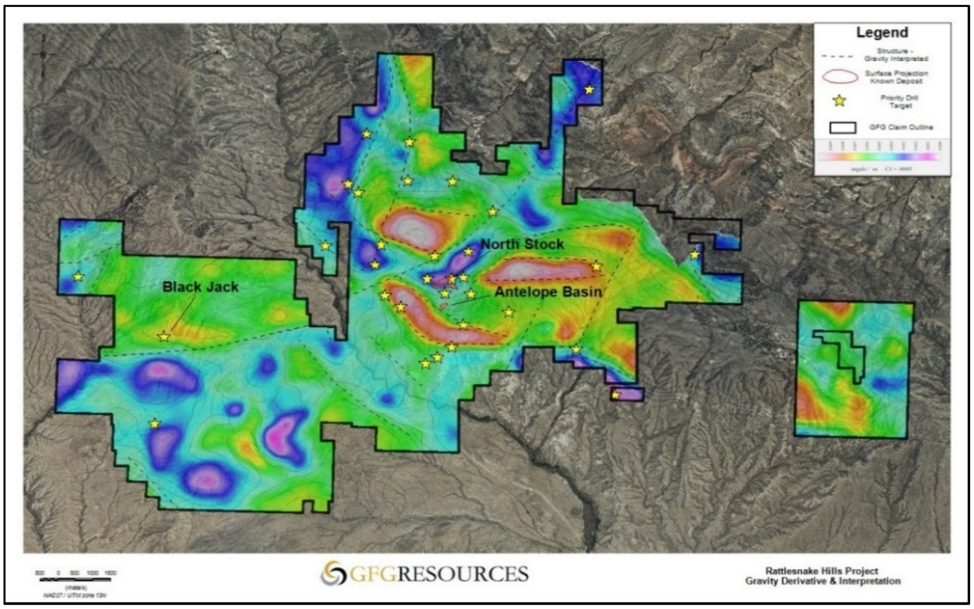
Figure 5: VTEM (100 m) Resistivity Slice & Interpretation – Rattlesnake Hills Gold Project 2016



To gain a better understanding of the structural geology of the Rattlesnake Hills District, geologic and alteration mapping has been completed over the main area around North Stock and Antelope Basin. Historic structural modelling of the Rattlesnake Hills District is limited and results from the new work present an opportunity to better outline and target zones of potential mineralization. Understanding the structural model is important because it will help recognize extensions of mineralization and will be used to develop, prioritize and test anomalies that are generated by the regional geochemical program.

The Company has also supplemented the existing ground gravity data with nearly 500 additional data points. As demonstrated in Figure 6, results have been modeled and outline deep seated structures in the district that may control the emplacement of the alkaline intrusive rocks. Specifically, the gravity low and gravity gradient trend associated with North Stock extends more than two kilometres to the northeast and is associated with mapped zones of potassic alteration and brecciation. The signature also extends to the northwest of North Stock where a strong gravity low and gradient are associated with the Goat Mountain alkaline centre and anomalous gold-arsenic soil geochemistry. The gravity data has allowed the Company to better understand the ore controls around the intrusive centres and, when integrated with other data sets, will drive drill targeting for future exploration programs.

Figure 6: Gravity Derivative & Interpretation Map – Rattlesnake Hills Gold Project 2016



Phase II
Late in 2016, the Company initiated its Phase II program which included additional soil sampling and a drill program focused on direct extensions and proximal analogies at the North Stock and Antelope Basin deposits and the Blackjack target.

Soil sampling consisted of collecting an additional 2,500 samples (approximately 5,000 total samples in 2016). These samples were collected over newly-staked ground as well as the recently-acquired IEV ground (See press release dated October 12, 2016: *GFG Resources Increases Rattlesnake Hills Land Package with Acquisition and Staking Program*) and will allow a first-pass regional evaluation of the claim block.

The Company also completed a 12-hole, 3,500 metre drill program in September and October of 2016 (See Table 5 for a list of results). The program was designed to test for extensions of mineralization beyond and below historic drilling, drill geochemical anomalies that had never been tested, and test the continuity of mineralization between North Stock and Antelope Basin. The bulk of the program, nine holes (two core and seven RC), was at the North Stock and Antelope Basin areas and the remaining three holes (one core and two RC) were in the Blackjack area.

North Stock and Antelope Basin Drilling Results

The Company completed seven step-out holes targeting the direct extensions and proximal analogies around the North Stock and Antelope Basin areas.

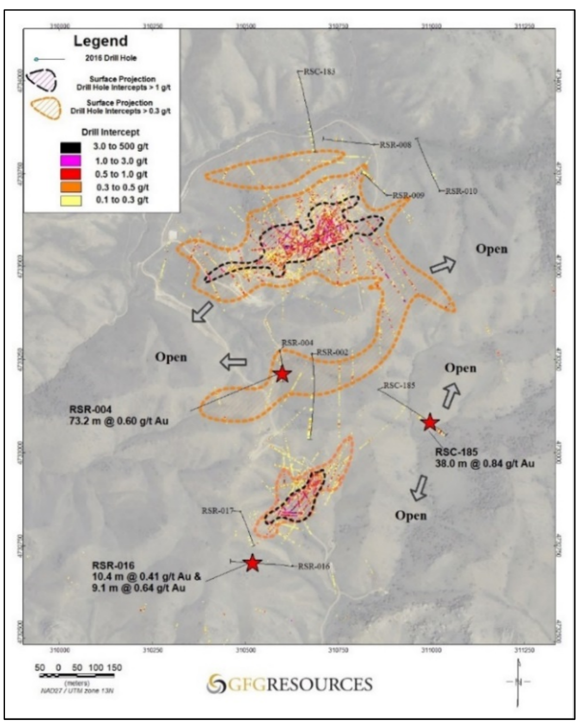
The most encouraging hole of the 2016 drill program was hole RSC-185 which intercepted 0.84 g/t Au over 38.1 metres. This drill hole was the Company's largest step-out hole of the program and discovered a new area of gold mineralization northeast of Antelope Basin. This new discovery is significant as it expands the area of potential mineralization and supports the Company's new structural understanding of the district. This intercept is associated with monzodiorite dikes and interpreted to be controlled by a northeast-oriented structure that is sub-parallel to Antelope Basin. The structure is further highlighted by a 500 metre-long gold-in-soil anomaly that has yet to be tested.

Historic drilling between the North Stock and Antelope Basin deposits indicated the presence of thick intervals of mineralization connecting the two deposits. In 2016, two holes were completed in this area and results were highlighted by hole RSR-004 which returned 0.60 g/t Au over 73.2 metres. This intercept was drilled approximately 50 metres from the nearest historic drill hole which intersected similar widths of mineralization with lower grade. This is important as the results suggest that the grade is improving in this area and mineralization remains open to the west where there has been no historic drilling. North Stock and Antelope Basin are approximately 650 metres apart.

RSR-016 and RSR-017 were drilled to test the mineralized extension towards the southwest of Antelope Basin. RSR-016 intersected the system, returning intercepts of 0.41 g/t Au over 10.7 metres and 0.64 g/t Au over 9.1 metres. Mineralization remains open to the southwest. RSR-017 returned no significant intercepts although it did intercept a sub-parallel quartz monzodiorite dike. This is significant as it indicates multiple dikes in the area that may host mineralization similar to Antelope Basin.

In addition to the drill results, the geologic logging of the core and chip samples northeast of North Stock indicated that an alteration halo of strong potassic alteration continues to the north and northeast. Fluorite and roscoelite, important indicator minerals in the Cripple Creek Mining District, were also observed in one of these three holes. A plan view map of the 2016 drill hole locations and historical drill highlights at North Stock and Antelope Basin is presented in Figure 7.

Figure 7: North Stock and Antelope Basin 2016 Drill Results and Historic Drill Highlights



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Blackjack Drilling
A total of three holes were drilled to test beneath and adjacent to known mineralization in the Blackjack area. Two holes were designed to test nearly 90 metres beneath known mineralization while the third hole stepped out 150 metres to the west of known mineralization.

Blackjack hole BJR-004, was designed to offset mineralization from historic drilling and to test the large gold-arsenic soil anomaly. Results were encouraging as strong alteration and brecciation were present and the last three intervals ended in mineralization with increasing gold grades down the hole. The last three assays (in order down the hole) included 0.64, 0.93 and 1.30 g/t Au. Unfortunately, the hole was terminated early after only reaching half the target depth. The 2016 drill hole locations, historic drill highlights and gold in soil geochemistry for the Blackjack area is presented in Figure 8.

As shown in Figure 8, extensions of the 600 metre soil anomaly remain open and untested.

Figure 8: Blackjack 2016 Drill Hole Results and Locations with Historic Drill Highlights

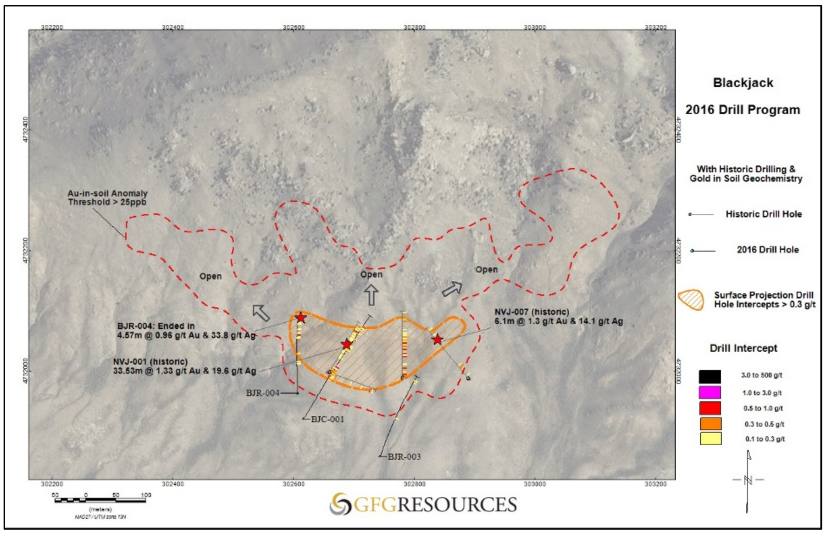

Table 5: 2016 Drill Results from Rattlesnake Hills Gold Project

Hole ID	From (m)	To (m)	Length (m)	Au (g/t)	Au cutoff (g/t)
RSC-183	256.3	262.9	6.6	0.22	0.20
RSC-185	110.6	113.7	3.0	0.33	0.20
and	211.8	249.9	38.1	0.84	0.20
Incl.	211.8	221.0	9.1	1.08	0.50
Incl.	230.1	231.6	1.5	1.04	0.50
Incl.	239.3	245.4	6.1	2.53	0.50
and	264.3	285.9	21.6	0.40	0.20
Incl.	264.3	265.8	1.5	1.25	0.50
Incl.	270.4	272.2	1.8	0.59	0.50
Incl.	279.8	283.5	3.7	0.62	0.50
and	292.0	298.1	6.1	0.23	0.20
Incl.	292.0	292.5	0.5	1.05	0.50
RSR-002	192.0	196.6	4.6	0.21	0.20
and	231.6	245.4	13.7	0.26	0.20
and	266.7	271.3	4.6	0.37	0.20
RSR-004	147.8	157.0	9.1	0.29	0.20

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Hole ID	From (m)	To (m)	Length (m)	Au (g/t)	Au cutoff (g/t)
and	161.5	234.7	73.2	0.60	0.20
Incl.	163.1	170.7	7.6	0.81	0.50
Incl.	175.3	199.6	24.4	0.67	0.50
Incl.	214.9	221.0	6.1	0.65	0.50
Incl.	225.6	233.2	7.6	1.26	0.50
and	260.6	272.8	12.2	0.31	0.20
	260.6	262.1	1.5	0.57	0.50
RSR-008	153.9	157.0	3.0	0.37	0.20
RSR-009	27.4	35.1	7.6	0.26	0.20
and	153.9	163.1	9.1	0.54	0.20
Incl.	158.5	161.5	3.0	0.82	0.50
and	175.3	189.0	13.7	0.37	0.20
Incl.	178.3	184.4	6.1	0.56	0.50
and	199.6	216.4	16.8	0.25	0.20
and	227.1	240.8	13.7	0.39	0.20
Incl.	227.1	228.6	1.5	0.95	0.50
RSR-010	no significant intercepts				
RSR-016	132.6	143.3	10.7	0.41	0.20
Incl.	140.2	143.3	3.0	0.77	0.50
and	153.9	163.1	9.1	0.64	0.20
Incl.	155.4	158.5	3.0	1.24	0.50
RSR-017	no significant intercepts				
BJC-001	154.8	162.5	7.6	0.24	0.20
and	172.5	176.8	4.3	2.00	0.20
and	223.4	233.5	10.1	0.35	0.20
incl.	223.4	224.3	0.9	1.08	0.50
and	288.0	302.1	14.0	0.43	0.20
Incl.	296.9	297.8	0.9	0.57	0.50
Incl.	300.8	302.1	1.2	2.53	0.50
BJR-003	no significant intercepts				
BJR-004	143.3	149.4	6.1	0.30	0.20
Incl.	147.8	149.4	1.5	0.80	0.50
and	187.5	192.0	4.6	0.96	0.20

*Gold intervals reported in the above table are based on a 0.20 g/t or 0.50 g/t Au cutoff. Weighted averaging has been used to calculate all reported intervals. True widths are estimated at 60-100% of drilled thicknesses.

RESULTS OF OPERATIONS

For the year ended June 30, 2017, the Company incurred a net loss of $3,474,429, or $0.08 per share, which includes two significant non-cash expenditures: i) a $1,256,566 "listing fee" which relates to the accounting treatment of the GFG and 1070900 reverse acquisition (*see Note 5 to the Financial Statements for further details of the transaction*); and, ii) share-based compensation of $960,348 (2016 – $162,126). This compares to a net loss of $1,035,069, or $0.07 per share, for the year ended June 30, 2016.

Expenditures
For the year ended June 30, 2017, the Company incurred expenditures of $3,477,378 compared to $994,834 for the same period in 2016. As discussed above, in 2017 there were two significant non-cash expenditures reported which included a $1,256,566 "listing fee", which related to the accounting treatment of the 1070900 reverse acquisition, and share-based compensation of $960,348 (a $798,222 increase over 2016, a result of

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increased stock option and restricted share unit grants to non-executive directors, officers and employees).

In 2016, much of the Company's focus was on the consolidation of the Rattlesnake Hills Gold Project land package with administrative costs reflecting this focus. In 2017, with the completion of the going public transaction (the "GPT") on Oct 21, 2017, the Company transitioned to operating as a public exploration company. Major expenditure variations year over year were primarily a result of this transition and are described below:

- In 2017, Bank charges and interest decreased $43,309 over the same period in 2016 a result of the settlement of a Promissory note in 2016;
- Consulting fees of $52,024 in 2017 (2016 - $152,369) decreased concurrently with the completion of the GPT transaction. This expected decrease was offset by the increase to Salaries and benefits;
- The increase of $70,580 in Directors' fees year over year was due to the appointment of a Board of Directors for the Company concurrent with the close of the GPT;
- In 2017, Investor relation expenditures increased by $287,414 over 2016 as the Company initiated a robust marketing plan during the year;
- In 2017, Management fees were $7,739 versus $171,580 for the comparative period in 2016. This expected decrease was offset by the increase in Salaries and benefits, a result of hiring executive, geology and administrative staff;
- In 2017, Office fees increased as expected as the head office of the Company moved to its current address;
- Rent of $116,180 in 2017 (2016 - $51,150) increased with the head office move and the rental of office space, storage space and accommodation in Casper, WY;
- Salaries and benefits increased by $316,094 in 2017 due to the increased number of officers and employees subsequent to the GPT. Many of these employees were paid as consultants prior to the GPT; and
- Travel increased by $74,796 in 2017 versus the comparative period in 2016 as a result of a general increase in activity at the head office as well as in Casper, WY.

Summary of Quarterly Results for the Last Four Consecutive Quarters(1)

Historical quarterly financial information derived from the Company's most recently completed quarters is as follows:

	June 30 2017	**Mar 31 2017**	**Dec 31 2016**	**Sept 30 2016**
Net loss	$(442,426)	$(833,447)	$(1,848,989)	$(349,567)
Net loss per share	$(0.01)	$(0.02)	$(0.17)	$(0.01)
Total assets	$9,960,254	$10,160,086	$7,323,766	$7,292,757
Total liabilities	$126,385	$62,543	$266,993	$402,127

1) "The foregoing summary table includes financial information of the Company for those fiscal quarters ending after the Company's acquisition of 1070900 B.C. Ltd. on October 21, 2016, which transaction has been accounted for as a reverse takeover. As a non-reporting company, 1070900 B.C. Ltd. did not prepare quarterly financial statements for any fiscal quarters prior to October 21, 2016."

As discussed above the Net loss for the three months ended December 31, 2016, includes a $1,256,566 "listing fee" which is a non-cash adjustment relating to the accounting treatment of the GFG and 1070900 reverse acquisition. Total assets increased during the third quarter as a result of the private placement financing completed in February. Total liabilities are higher during the first and second quarters as exploration expenditures at the Project typically increase during these periods.

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LIQUIDITY AND CAPITAL RESOURCES

The Company has financed its operations to date through the issuance of common shares. The Company will continue to seek capital through various means including the issuance of equity. The Company has not pledged any of its assets as security for loans, or otherwise, and is not subject to any debt covenants.

The Company's liquidity and capital resources are as follows:

	June 30, 2017	June 30, 2016
Cash and cash equivalents	$3,957,467	$925,388
Total current assets	$4,033,542	$954,002
Total current liabilities	$126,385	$1,068,526
Working capital	$3,907,157	$(114,524)

At June 30, 2017, the Company had cash of $3,957,467 (June 30, 2016 - $925,388) and working capital of $3,907,157 (June 30, 2016 - $(114,524)). As the Company currently has no source of recurring income or operating cash flow to fund projected levels of exploration activity and associated overhead costs, it is dependent upon equity financing. Accordingly, to ensure a cash balance sufficient to fund 2017 exploration opportunities at the Project, as well as administrative costs, during the third quarter the Company completed a bought deal private placement to issue 4,350,000 common shares at a price of CDN$1.15 per common share for gross proceeds of approximately CDN$5.0 million.

	June 30, 2017	June 30, 2016
Cash flow provided by (used in):		
Operating activities	$(1,689,612)	$(457,914)
Investing activities	$(2,609,031)	$(1,573,643)
Financing activities	$7,330,722	$2,956,044
Increase in cash	$3,032,079	$924,487
Cash, beginning of year	$925,388	901
Cash, end of period	$3,957,467	$925,388

Operating Activities
During the year ended June 30, 2017, the Company's cash flow used in operating activities was $1,689,612 (June 30, 2016 - $457,914). This result was due in most part to a net cash loss from operations for the period before changes in non-cash working capital of $1,244,708 (June 30, 2016 - $742,981) combined with a $380,974 reduction in Accounts payable and accrued liabilities.

Investing Activities
Cash used in investing activities for the year ended June 30, 2017, was $2,609,031 (June 30, 2016 - $1,573,643). Expenditures were comprised of: the purchase of $248,400 in reclamation bonds to satisfy Wyoming Department of Environmental Quality requirements (June 30, 2016 - $271,000); $71,399 in vehicles and equipment expenditures (June 30, 2016 - $nil); and, exploration expenditures on the Project of $2,289,232 (June 30, 2016 - $1,292,643).

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Expenditures for the fiscal period related to the Project are as follows:

	2017	2016
	$	**$**
Balance, beginning of year	**2,930,933**	**-**
Additions:		
Acquisition and staking costs	284,305	2,421,030
Exploration expenses		
Claim maintenance fees	236,011	267,070
Consulting	164,294	66,000
Salaries and benefits(1)	227,014	-
Drilling	550,671	-
Geological	549,225	168,153
Geophysics	42,694	-
Geochem	203,587	-
Supplies	111,970	8,680
	2,369,771	2,930,933
Balance, ending of year	**5,300,704**	**2,930,933**

(1) Salaries and benefits include $27,645 in share based compensation costs;

Financing Activities
The Company's financing activities during the year ended June 30, 2017 included: proceeds of $4,528,443 received from the issuance of common shares and the exercise of stock options (this includes the February, 22, 2017 completion of the bought deal private placement for 4,350,000 common shares at a price of CDN $1.15 per common share); $3,782,014 of cash received, including net loans receivable from 1070900 of $818,221; $205,485 in recapitalized legal costs pursuant to the reverse acquisitions completed during the period (*see Note 5 to the Financial Statements for further details of the transaction*); and, repayments of a promissory note payable and advances of $600,000 and $150,000, respectively.

COMMITMENTS

The Company has entered in to three separate commercial lease agreements which have the following expected payments:

	$
2018	131,380
2019	55,400
2020	17,000
Total	203,780

OFF-BALANCE SHEET TRANSACTIONS

The Company does not have any off-balance sheet arrangements as at June 30, 2017 or as of the date of this report.

CRITICAL JUDGMENTS AND ESTIMATES

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period.

Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to Exploration and evaluation asset valuation, share-based transactions, functional currency determination and income tax provisions.

ACCOUNTING STANDARDS AND AMENDMENTS NOT YET ADOPTED

A number of new standards, amendments to standards and interpretations applicable to the Company are not yet effective for the year ended June 30, 2017, and have not been applied in preparing the Interim Financial Statements.

a) IFRS 9 – Financial Instruments: Classification and Measurement applies to classification and measurement of financial assets and liabilities as defined in IAS 39. It is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Company does not expect any effect on its financial statements.

b) IFRS 16 – Leases: On January 13, 2016, the IASB issued the final version of IFRS 16 Leases. The new standard will replace IAS 17 Leases and is effective for annual periods beginning on or after January 1, 2019, earlier adoption is permitted. IFRS 16 eliminates the classification of leases as either operating leases or finance leases for a lessee. Instead all leases are treated in a similar way to finance leases applying IAS 17. IFRS 16 does not require a lessee to recognize assets and liabilities for short-term leases (i.e. leases of 12 months or less) and leases of low-value assets. The Company is currently assessing the impact of this new standard on its financial statements.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or not expected to have a significant impact on the Company's financial statements.

PROPOSED TRANSACTIONS

The Company does not have any proposed transactions that have been approved by the Board of Directors. It continues to review and evaluate potential exploration properties.

RISKS & UNCERTAINTIES

The securities of the Company are highly speculative due to the present stage of the Company's business as well as the nature of the mineral exploration industry in general. The reader is cautioned that the following description of risks and uncertainties is not all-inclusive as it pertains to conditions currently known to management. There can be no guarantee or assurance that other factors will or will not adversely affect the Company.

Risks Inherent to Mining Exploration
The Company is engaged in the business of acquiring and exploring mineral properties in the hope of locating economic deposits of minerals. The Company's property interests are in the exploration stage only and are without a known body of commercial ore. Accordingly, there is little likelihood that any profits will be generated in the short to medium term. Any profitability or cash flow in the future from the Company will be dependent upon locating an economic deposit of minerals. However, there can be no assurance, even if an economic deposit of minerals is located, that it can be commercially mined.

Financing/Dilution
The Company currently has no source of recurring income to fund projected levels of exploration activity and associated overhead costs. The Company is therefore dependent upon equity financing to fund its exploration plans. There can be no assurance that the Company will be able to obtain additional financing in the future on terms acceptable to the Company or at all. The inability to raise further funds through

additional equity issuances or by other means, could result in delays or the indefinite postponement of planned exploration or, in certain circumstances, the loss of some or all of its property interests or cessation of all exploration activities. The occurrence of any of these events could have a material adverse effect upon the value of the Company's securities. If additional financing is raised by the issuance of additional common shares, holders of shares previously issued will suffer immediate dilution.

Commodity Prices
The market price of the Company's common shares, its financial results and its exploration activities may in the future be significantly adversely affected by declines in the price of gold.

Environment
Environmental legislation affects nearly all aspects of the Company's operations. Compliance with environmental legislation can require significant expenditures and failure to comply with environmental legislation may result in the imposition of fines and penalties, clean-up costs arising out of contaminated properties, damages and the loss of important permits. There can be no assurances that the Company will be at all times in compliance with all environmental regulations or that steps to achieve compliance would not materially adversely affect the Company. Environmental laws and regulations are evolving in all jurisdictions where the Company has activities. The Company is not able to determine the specific impact that future changes in environmental laws and regulations may have on the Company's operations and activities, and its resulting financial position; however, the Company anticipates that capital expenditures and operating expenses will increase in the future as a result of the implementation of new and increasingly strident environmental regulation. Further changes in environmental laws, new information on existing environmental conditions or other events, including legal proceedings based upon such conditions or an inability to obtain necessary permits, could require increased financial resources or compliance expenditures or otherwise have a material adverse effect on the Company.

Legal Proceedings
The nature of the Company's business may subject it to numerous regulatory investigations, claims, lawsuits, and other proceedings. The result of these legal proceedings cannot be predicted with certainty. There can be no assurances that these matters will not have a material adverse effect on the Company.

Foreign Currency Risk
The Company has operations in Canada and the United States subject to foreign currency fluctuations. The Company's operating expenses are incurred in Canadian and in United States dollars, and the fluctuation of the Canadian dollar in relation to United States dollar will have an impact upon the cash flows of the Company and may also affect the value of the Company's assets and the amount of shareholders' equity.

Title
Although the Company has exercised due diligence with respect to title to properties in which it has interests, there is no guarantee that title to the properties will not be challenged or impugned. The Company's mineral property interests may be subject to prior unregistered agreements or transfers or land claims, and title may be affected by undetected defects.

Key Management Personnel
The Company's success depends to a certain degree upon key members for its management. It is expected that these individuals will be a significant factor in the Company's growth and success. The loss of the service of members of the management team or certain key employees could have a material adverse effect on the Company.

Potential Conflicts of Interest
The directors and officers of the Company may serve as directors and/or officers of other public and private companies, and may devote a portion of their time to manage other business interests. This may result in certain conflicts of interest. To the extent that such other companies may participate in ventures in which the Company is also participating, such directors and officers of the Company may have a conflict of interest in negotiating and reaching an agreement with respect to the extent of each company's participation. The laws of British Columbia and Saskatchewan, Canada, require the directors and officers to act honestly, in good

faith, and in the best interests of the Company and its shareholders. However, in conflict of interest situations, directors and officers of the Company may owe the same duty to another company and will need to balance the competing obligations and liabilities of their actions.

Substantial Volatility of Share Price
In recent years, the securities markets have experienced a high level of price and volume volatility, and the securities of many junior companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. The price of the Company's common shares is also likely to be significantly affected by short-term changes in mineral prices or in the Company's financial condition or results of operations as reflected in its quarterly financial reports.

Competition
Significant and increasing competition exists for the limited number of mineral property acquisition opportunities available. As a result of this competition, some of which may be with large established mining companies with substantial capabilities and greater financial and technical resources than the Company, the Company may be unable to acquire additional attractive mineral properties on terms it considers acceptable.

FINANCIAL INSTRUMENT RISKS

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit Risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash and cash equivalents held in bank accounts. The Company has deposited the cash and cash equivalents with a high credit quality financial institution as determined by rating agencies. The risk of loss is low.

Liquidity Risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet liabilities when due. Trade payables and accrued liabilities are due within the current operating period and the Company has sufficient cash to settle these current liabilities. As at June 30, 2017, the Company had working capital of $3,907,157; thus, the liquidity risk is assessed as low.

Market risk
Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The Company is not exposed to significant market risk.

Interest Rate Risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk, from time to time, on its cash balances. Surplus cash, if any, is placed on call with financial institutions and management actively negotiates favorable market related interest rates. The risk of loss is low.

Capital Management
The Company's capital management policy is to maintain a strong, but flexible capital structure that optimizes the cost of capital, creditor and market confidence while sustaining the future development of the business.

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DISCLOSURE OF DATA FOR OUTSTANDING COMMON SHARES, OPTIONS and RESTRICTED SHARE UNITS

As at June 30, 2017 and the date of this report, the Company had:

	June 30, 2017	Date of this report
Common shares	50,337,676	50,337,676
Stock options	2,100,000	2,100,000
Restricted share units	600,000	600,000

The following table summarizes the period's stock options activities as follows:

	2017		2016	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
		$		$
Outstanding, beginning of year	875,000	0.25	-	-
Acquired from the Transaction	40,000	0.49	-	-
Granted	3,487,500	0.54	875,000	0.25
Exercised	(2,302,500)	0.25	-	-
Outstanding, end of year	2,100,000	0.74	875,000	0.25

A summary of the stock options outstanding and exercisable at June 30, 2017 is as follows:

Exercise Price	Number Outstanding	Number Exercisable	Expiry Date
$			
0.25	100,000	100,000	August 1, 2020
0.25	75,000	75,000	January 4, 2021
0.25	125,000	125,000	September 1, 2021
0.82[(1)]	1,800,000	700,000	March 17, 2022
	2,100,000	1,000,000	

(1) CDN $1.09

A summary of RSUs outstanding and vested is as follows:

	Number of Units
Outstanding at June 30, 2016 and 2015	-
Granted	600,000
Outstanding at June 30, 2017	600,000
Vested at June 30, 2017	150,000

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL INFORMATION

The Company's annual consolidated Financial Statements and the other financial information included in this management report are the responsibility of the Company's management, and have been examined and approved by the Board of Directors. The financial statements were prepared by management in accordance with IFRS and include certain amounts based on management's best estimates using careful judgment. The selection of accounting principles and methods is management's responsibility.

Management recognizes its responsibility for conducting the Company's affairs in a manner to comply with the requirements of applicable laws and established financial standards and principles, and for maintaining proper standards of conduct in its activities.

The Board of Directors supervises the financial statements and other financial information through its audit committee, which is comprised of at least a majority of independent directors.

This committee's role is to examine the financial statements and recommend that the Board of Directors approve them, to examine the internal control and information protection systems and all other matters relating to the Company's accounting and finances. In order to do so, the audit committee meets annually with the external auditors, with or without the Company's management, to review their respective audit plans and discuss the results of their examination. This committee is responsible for recommending the appointment of the external auditors or the renewal of their engagement.

OTHER MD&A REQUIREMENTS

Additional information relating to the Company may be found on the Company's website at www.gfgresources.com and on SEDAR at www.sedar.com.

This MD&A has been approved by the Board on September 13, 2017.