



## GOLDEN RIDGE RESOURCES LTD.

### **Management Discussion and Analysis**

#### **For the Year Ended June 30, 2018**

The following management's discussion and analysis ("MDA") has been prepared as of October 26, 2018 and should be read in conjunction with Golden Ridge Resources Ltd.'s audited financial statements for the year ended June 30, 2018 and the comparative year June 30, 2017. The financial statements have been prepared in accordance with International Financial Reporting Standards and all numbers are reported in Canadian dollars, unless otherwise stated.

Throughout the report we refer to Golden Ridge, the "Company", "we", "us", "our" or "its". All these terms are used in respect of Golden Ridge Resources Ltd. All amounts stated are in Canadian dollars unless otherwise stated.

#### ***Cautionary Statement on Forward-Looking Information***

This report contains "forward-looking statements", including, the Company's expectations as to but not limited to, comments regarding the timing and content of upcoming work programs and exploration budgets, geological interpretations, receipt of property titles, and potential mineral recovery processes. Forward-looking statements express, as at the date of this report, the Company's plans, estimates, forecasts, projections, expectations, or beliefs as to future events or results. The material factors and assumptions used to develop the forward-looking statements and forward looking information contained in this MD&A include the following: our approved budgets, exploration and assay results, results of the Company's planned exploration expenditure programs, estimated drilling success rates and other prospects. Due to the nature of the mineral resource industry, budgets are regularly reviewed in light of the success of the expenditures and other opportunities that may become available to the Company. Accordingly, while the Company anticipates that it will have the ability to spend the funds available to it, there may be circumstances where, for sound business reasons, a reallocation of funds may be prudent.

Forward-looking statements involve a number of risks and uncertainties, and there can be no assurance that such statements will prove to be accurate. Therefore, actual results and future events could differ materially from those anticipated in such statements and Golden Ridge assumes no obligation to update forward-looking information in light of actual events or results.

Factors that could cause results or events to differ materially from current expectations expressed or implied by the forward-looking statements, include, but are not limited to, factors associated with fluctuations in the market price of minerals, mining industry risks and hazards, environmental risks and hazards, economic and political events affecting metal supply and demand, uncertainty as to calculation of mineral reserves and resources, requirement of additional financing, and other risks. Actual results may differ materially from those currently anticipated in such statements.

Readers are cautioned that the foregoing list of important factors and assumptions is not exhaustive. Forward-looking statements are not guarantees of future performance. Events or circumstances could cause the Company's actual results to differ materially from those estimated or projected and expressed in, or implied by, these forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise, except as may be required under applicable laws.

## **Overview Performance and Operations**

Golden Ridge Resources Ltd. (*formerly 88 Capital Corp.*) (the "Company") was incorporated under the Business Corporations Act in British Columbia on January 27, 2011. On April 23, 2012, the Company completed a mineral property option transaction as its Qualifying Transaction and became a Tier 2 issuer listed on the TSX Venture Exchange ("Exchange") with shares trading under the symbol "EEC". On October 18, 2017 the Company completed an RTO transaction with 0897043 BC Ltd. (*formerly Golden Ridge Resources Ltd.*) as described in Note 5, wherein 0897043 BC Ltd. became a wholly owned subsidiary of the Company. Additionally, the Company changed its name to Golden Ridge Resources Ltd from 88 Capital Corp. and trades on the Exchange under the symbol GLDN.

The Company's corporate office and principal place of business is located at 335 – 1632 Dickson Avenue Kelowna, BC V1Y 7T2.

The Company is primarily engaged in the acquisition, exploration and development of mineral properties located in Canada. To date, the Company has not earned significant revenues and is considered to be in the exploration stage. The Company's current properties include mineral properties located in British Columbia and the Yukon.

## **Mineral Properties**

### Acquisitions and Dispositions

#### **Yukon**

##### *North Canol*

##### *Fireweed Option*

On March 27, 2018 the Company signed an option agreement (the "Agreement") with Fireweed Zinc Ltd. ("Fireweed Zinc") whereby Fireweed Zinc can acquire 100% interest in the Company's North Canol Property ("the NC Property") in Yukon Territory, Canada, by incurring certain exploration expenditures and making cash and share payments over a three year period.

Under the terms of the Agreement, which is subject to Exchange approval, Fireweed Zinc can earn 100% interest in the NC Property by paying an aggregate \$500,000 in cash and issuing 450,000 common shares in the capital of Fireweed Zinc to Golden Ridge and by incurring exploration work on the NC Property during the course of the Agreement such that the claims remain in good standing for at least 12 months with the Yukon Mining Recorder from notification of cancellation of the Agreement.

- Cdn\$75,000 and 75,000 shares upon Exchange approval of the Option (received);
- On or before 12 months of approval, Cdn\$75,000 and 75,000 shares
- On or before 24 months of approval, Cdn\$150,000 and 100,000 shares
- On or before 36 months of approval, Cdn\$200,000 and 200,000 shares
- Fireweed Zinc may prepay any of the Option Payments and/or prepay the entire Purchase Price at any time.

During the year ended June 30, 2018, the Company received \$75,000 cash and 75,000 common shares with a fair value of \$113,250 on the date the common shares were received. These amounts have been recorded as a gain on the consolidated statement of loss and comprehensive loss.

### Additional Payment

Fireweed Zinc agrees to pay Golden Ridge an additional \$750,000 upon receiving a resource calculation of at least 2M tonnes of indicated (or better) resource on any part of the NC Property. The \$750,000 payment may be made in cash, shares or any combination thereof, at the discretion of Fireweed Zinc.

### NSR Royalty

Golden Ridge will retain the following net smelter returns ("NSR") royalties from production derived from the Property:

- i. A 0.5% NSR royalty on base metals and silver; and
- ii. A 2.0% NSR royalty on all other metals (excluding cobalt, to which Fireweed Zinc acknowledges that a third party 3.0% NSR on cobalt presently exists with respect to the Property – See Cobalt NSR Agreement).

Fireweed will have the right to purchase one-half of the royalties for \$2,000,000 any time prior to the commencement of commercial production (leaving a 0.25% NSR royalty on base metals and silver and a 1.0% NSR royalty on all other metals excluding cobalt).

### *Cobalt NSR Agreement*

On April 18, 2017 the Company entered into a NSR royalty agreement with Cobalt 27 Capital Corp. ("Cobalt 27") wherein the Company has granted a 2% NSR on certain mineral claims known as the North Canol BR Property and North Canol NS Property located in the Yukon. Consideration for the NSR is \$50,000 (the "Royalty Purchase Price"). Cobalt 27 completed a public financing and satisfied the Royalty Purchase Price by the issuance 5,556 Cobalt shares (Note 7). The fair value of the common shares of \$50,000 on the date the payment was satisfied is recorded as a gain on the consolidated statement of loss and comprehensive loss.

### **Royalle Option**

On April 18, 2018 the Company entered into an option agreement (the "Agreement") whereby Golden Ridge can acquire a 100% interest in the Royalle property (the "Royalle Property") located in British Columbia.

Under the terms of the Agreement Golden Ridge can earn 100% interest in the Royalle Property by issuing 480,000 common shares and \$160,000 in cash to the property vendors (the "Vendors") and by incurring exploration work on the Property of \$580,000 over the term of the agreement.

### **Share Payments**

- 240,000 shares upon Exchange approval (received on May 9, 2018 – issued); and
- 240,000 shares 365 days from signing.

### **Cash Payments**

- Cdn\$15,000 upon Exchange approval (paid);
- Cdn\$15,000 on or before December 31, 2018;
- Cdn\$30,000 on or before December 31, 2019;
- Cdn\$50,000 on or before December 31, 2020;
- Cdn\$50,000 on or before December 31, 2021.

### **Exploration Requirements**

- Cdn\$50,000 on or before December 31, 2018;
- Cdn\$100,000 on or before December 31, 2019;
- Cdn\$200,000 on or before December 31, 2020;
- Cdn\$230,000 on or before December 31, 2021.

There is a 2.5% NSR royalty in favour of the vendors on which 1% is purchasable by Golden Ridge for \$1,700,000 any time prior to the commencement of commercial production. In addition, the Vendors will receive an additional \$150,000 on completion of a positive feasibility study and an additional \$250,000 upon achievement of commercial production. The Vendors include non-arms' length parties. Mike Blady is

a director and the President and CEO of the Company and Chris Paul is the Company's VP of Exploration and as such, related party considerations pursuant to Exchange Policy 5.9 and Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("MI 61-101") will apply. The Company relied on Section 5.5(a) of MI 61-101 for an exemption from the formal valuation requirement and Section 5.7(1)(a) of MI 61-101 for an exemption from the minority shareholder approval requirement of MI 61-101 as the fair market value of the transaction insofar as the transaction will involve interested parties did not exceed 25% of the Company's market capitalization.

The Company initiated the permitting process for its planned Fall/Winter diamond drilling program however the permit is still pending receipt from the Ministry. The Company will look to complete the program as part of its 2019 exploration field season should its permit be granted. The program will look to test the targets outlined by the Company's geological team which are hidden beneath the alluvial valley cover. The property is accessed via the all-season Lillooet-Pioneer road, making the property ideal for low-cost, year-round drilling.

### *Hank Property*

On June 25, 2014 the Company and Lac Properties Inc. ("Lac") entered into an option agreement and subsequently amended on June 16, 2016 (collectively the "Option") for the Company to acquire a 100% interest in the Hank property (the "Property"), located in the Liard district of British Columbia, subject to a 2% net smelter return ("NSR") to Lac. The terms of the Option include and aggregate of \$2,000,000 in exploration expenditures on or before November 25, 2019 (completed). With the exploration commitments completed the Company will look to formally exercise the Option to acquire its interests accordingly.

Lac will maintain certain back-in rights to earn 51% of the Property by repaying the Company two times its expenditures on the Property and cancelling the 2% NSR. In the event Lac exercises the back-in right the companies will form a 51%/49% joint venture with Lac as the operator.

### **Exploration**

In early July 2018 the Company commenced its 2018 Field Season at Hank drilled 16 diamond holes totaling 6728m. To date results have been received and published from the first 7 holes with assays pending for the remaining 9 holes.

Highlights from the 2018 drilling campaign include the discovery of two new previously undrilled mineralized zones. The Williams Zone is a new Cu-Au porphyry discovery where the inaugural hole HNK-18-001 assayed 0.31% Cu, 0.35g/t Au, and 1.94g/t Ag over 327m (NR: August 14th, 2018). The Boiling Zone is a new Au-Ag epithermal discovery where the inaugural hole HNK-18-010 assayed 11.63g/t Au and 13.8g/t Ag over 20m (NR: October 15th, 2018). Assays are pending from an additional five holes drilled in the Williams Zone and two holes from the Boiling Zone as well as two holes from the Lower Alteration Zone, the area of focus during the 2017 drill program.

Once all assays from the 2018 program have been received and compiled the company will begin preparation for the 2019 season which will include an expanded drill program (~8000m) involving a A5 drilling rig capable of drilling to depths of over 1000m. ***For further details on assay results, maps and figures please refer news releases of July 18, 2018, August 14 and 27, 2018 September 10, 2018 and October 15, 2018 outlining further results in detail which can be found on the Company's website and filed under the Company's profile on www.SEDAR.com.***

Additionally during the year the Company received the results of a petrographic study from the newly discovered Williams Zone Cu-Au porphyry prospect at its Hank Property located in northwest British Columbia. The Williams Zone was discovered by Company geologists in 2017 after following up on a Cu-Au soil anomaly in a heavily forested area of the property. The petrographic study was carried out by Craig H.B. Leitch, Ph.D. P. Eng of Vancouver Petrographics Ltd. Dr. Leitch reported that the samples display evidence of a well-developed alkalic porphyry copper system with strong potassic alteration (K-

Feldspar, Biotite, Hematite-after-Magnetite) and copper mineralization (Chalcopyrite-Bornite-Covellite-Digenite). Two rock types were defined by petrographic analysis; a potassic altered monzonite intrusive and an intrusive/hydrothermal breccia. Based on a previous ground magnetic survey completed in 2017, the circular breccia body is interpreted to be approximately 400 meters in diameter and field relations suggest the mineralized monzonite intrusive cross-cuts and extends beyond the breccia pipe.

**Expenditures to date on Hank include:**

	Hank	Royalle	Total
Balance as at June 30, 2016	\$92,351	-	\$92,351
<b>Exploration Costs</b>			
Assaying	8,115	-	8,115
Fieldwork	11,808	-	11,808
Geological	10,800	-	10,800
GIS Mapping	15,756	-	15,756
Camp/Site Costs	31,050	-	31,050
43-101 Report	4,320	-	4,320
IP Survey	43,400	-	43,400
Transport & Rental Equipment	60,624	-	60,624
Travel/Site	5,650	-	5,650
Total Expenditures	191,523	-	191,523
Balance as at June 30, 2017	\$283,874	-	\$283,874
<b>Acquisition costs</b>			
Cash payments	-	15,000	15,000
Share payments	-	31,200	31,200
Staking	-	2,614	2,614
Total Acquisition Costs	\$-	\$48,814	\$48,814
<b>Exploration Costs</b>			0
Assaying	73,254	-	73,254
Drilling	570,524	-	570,524
Fieldwork	166,636	-	166,636
Field supplies & Equipment	107,203	-	107,203
Geological	257,611	1,200	258,811
Camp/Site Costs	138,230	-	138,230
IP Survey & Geophysics	40,715	-	40,715
Permitting & Legal	1,740	-	1,740
Technical report	4,200	-	4,200
Transport & Rental Equipment	543,922	-	543,922
Travel/Site	15,355	-	15,355
Total Expenditures	1,919,391	1,200	1,920,591
<b>Balance at June 30, 2018</b>	<b>\$2,203,265</b>	<b>\$50,014</b>	<b>\$2,253,279</b>

**Outlook**

The Company awaits the final assays for the remaining 9 holes and will update shareholders once they have been received and the QA/QC has been completed. During the fall the technical team will work to compile all exploration results and refine interpretations in preparation for the 2019 field season on both the Hank and Royalle properties. In addition, the Company will work with Lac Minerals to exercise the Hank Option and formally acquire its 100% interest.

## Corporate

### *RTO Transaction*

On July 18, 2017 the Company entered into a share purchase agreement (the "SPA") to acquire 100% of the issued and outstanding securities of 0897043 BC Ltd. by means of reverse takeover in exchange for common shares of the Company on a one-for-one basis (the "Transaction"). As such, 0897043 BC Ltd. is the continuing entity for accounting purposes. The transaction was considered a reverse takeover since the legal acquiree is the accounting acquirer and its former shareholders end up controlling the consolidated entity after the completion of this transaction. Consequently, the historical results of operations are those of 0897043 BC Ltd.

At the time of the Transaction, the Company's assets consisted primarily of cash, taxes recoverable and receivable, prepaid expenses and reclamation bond, and it did not have any processes capable of generating outputs; therefore, the Company did not meet the definition of a business. Accordingly, as the Company did not qualify as a business in accordance with IFRS 3 Business Combinations, the Transaction did not constitute a business combination; however, by analogy it has been accounted for as a reverse takeover. Therefore, 0897043 BC Ltd., the legal subsidiary, has been treated as the accounting parent company, and the Company, the legal parent, has been treated as the accounting subsidiary in these consolidated financial statements. As 0897043 BC Ltd. was deemed to be the acquirer for accounting purposes, its assets, liabilities and operations since incorporation are included in these consolidated financial statements at their historical carrying values.

On October 18, 2017 the parties completed the Transaction and the shareholders of 0897043 BC Ltd. received 16,154,002 common shares of the Company in exchange for all the issued and outstanding shares of the 0897043 BC Ltd.

The fair value of the net assets of Golden Ridge Resources Ltd, the accounting acquiree is estimated as follows:

Fair Value of 8,896,988 common shares . issued	\$1,112,124
Fair value of 106,000 stock options issued	12,373
Fair value of 4,693,750 warrants issued	170,901
Transaction costs	20,758
<b>Total Purchase Price</b>	<b>\$1,316,156</b>
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Cash	\$5,603
Receivables	18,811
Prepaid and advances	152,830
Reclamation bond	10,000
Due to related party	(8,575)
Loan payable	(7,645)
Trade and other payables	(62,196)
<b>Net assets assumed</b>	<b>108,828</b>
<b>Public listing costs expensed</b>	<b>1,207,328</b>
	<b>\$1,316,156</b>

The total consideration has been estimated at \$0.125 per common share. The total purchase price as described above results in a share capital increase of \$1,112,124 which represents the fair value of the Company's common shares issued to 0897043 BC Ltd. shareholders to effect the Transaction.

The fair value of consideration paid exceeds the fair value of net assets of assumed by \$1,207,328 which is treated as a public company listing cost and expensed for year ended June 30, 2018. The public listing costs have been included in the consolidated statement of loss and comprehensive loss.

For the options and warrants exchanged for the Transaction, the following Black-Scholes option pricing model assumptions were used:

Options - stock price of \$0.125, an exercise price of \$0.60 an expected life of 6.43 years, an interest rate without risk of 1.84%, no expected dividend yield and an estimated volatility of 167.77% which results in a fair value of \$12,373; and

Warrants - stock price of \$0.125, an exercise price of \$0.60 and an expected life of 1.57 year an interest rate without risk of 1.46%, no expected dividend yield and an estimated volatility of 135.50% which results in fair value of \$170,901.

Pursuant to the Transaction, principals entered into escrow agreements whereby 2,211,046 shares were held in escrow with the release of 10% on October 17, 2017 and the remaining balance to be released 15% every six months until October 18, 2020.

### ***Financings***

#### *Use of Proceeds*

On September 7, 2017 the parties completed a non-brokered private placement for gross proceeds of \$5,245,614 by issuing 32,864,500 units (each a "Unit"), at a price of \$0.125 per Unit, for proceeds of \$4,108,063; and 7,583,673 "flow-through" common shares (each a "FT Share"), at a price of \$0.15 per FT Share, for gross proceeds of \$1,137,551 on September 7, 2017. Each Unit consisted of one common share and one-half of one common share purchase warrant ("Warrant"), with each Warrant being exercisable to acquire one common share of the Company at a price of \$0.25 until August 31, 2019.

On December 22, 2017 and December 29, 2017 the Company completed a private placement in two tranches for an aggregate 7,500,000 flow-through common shares at a price of \$0.20 per share for gross proceeds of \$1,500,000.

Proceeds from the financings described herein are for general corporate purposes, continuing exploration and evaluation.

As at June 30, 2018 the Company's use of proceeds include:

Proceeds received from Financing's	
September 2017	\$5,245,614
December 2017	\$1,500,000
Less share issue costs	(773,117)
<u>Net proceeds</u>	<u>5,972,497</u>
<u>Flow-thru funds to be expended</u>	<u>(2,637,551)</u>
<u>Balance to working capital</u>	<u>\$3,334,946</u>

FT Exploration Expenditures as at June 30, 2018

<b>Hank Property</b>	
Assays	89,845
Geologist	139,926
Drilling	570,524
Camp costs	130,024
Field work	166,636
Transport/equipment rentals	506,770
GIS mapping	38,170
Geophysics	2,395
Permitting	1,740
Site costs	14,081
Vehicle/fuel	32,971
Field supplies and equipment	59,020
<b>Total FT expenses</b>	<b>(1,752,102)</b>
<b>Balance of FT obligation</b>	<b>885,449</b>

*Options*

On October 18, 2017 the Company granted 2,000,000 options at an exercise price of \$0.15 per common share for a period of three years to directors, officers and consultants of the Company.

On April 5, 2018 the Company granted 2,000,000 options at an exercise price of \$0.125 per common share for a period of five years to directors, officers and consultants of the Company.

On July 17, 2018 the Company granted 650,000 options at an exercise price of \$0.17 per common share for a period of five years to consultants of the Company.

***Selected Annual Information***

The following table summarizes selected financial data reported by the Company for the years ended June 30, 2018, June 30, 2017 and June 30, 2016. The following annual results are compliant with IFRS.

	<b>Years Ended</b>		
	2018	2017	2016
	\$	\$	\$
Total Revenue	—	—	—
Loss before income tax	(2,010,458)	(54,209)	(24,300)
Total comprehensive loss	(2,019,649)	(54,209)	(24,300)
Net income (loss) per share basic and diluted	(0.03)	(0.00)	(0.00)
Total assets	5,961,442	308,568	112,091
Current liabilities	(511,365)	(65,684)	(20,193)
Long term liabilities	—	—	—
Shareholders' equity	5,450,077	242,884	91,989

Results of Operations

***Financial Results for the years ended June 30, 2018 and 2017***

The Company has no operating revenues and relies on external financings to generate capital for its continued operations. As a result of its activities Golden Ridge continues to incur annual net losses.

For the year ended June 30, 2018. the Company reported a \$2,019,649 net comprehensive loss or \$0.03 basic and diluted loss per share compared to a \$54,209 net comprehensive loss or \$0.00 loss per share for the same comparative year ended June 30, 2017. The primary component of the current year loss

**Golden Ridge Resources Ltd.**  
**Management's discussion & analysis: Year End June 30, 2018**

was the recording of the RTO listing cost expense of \$1,207,328 (2017 - \$Nil) as described hereinabove. Additionally, the Company recorded general and administration costs of \$977,274 (2017 - \$54,216) and share-based payments of 512,214 (2017 - \$Nil). These expenditures were offset by the gain on settlement of debt of \$9,220 (2017 - \$Nil) and the gain on sale of exploration assets of \$238,250 (2017 - \$Nil) in connection with the Fireweed Option and Cobalt NSR Royalty as described hereinabove. The Company also recorded other income of \$447,627 (2017 - \$Nil) for the extinguishment of the liability for flow through expenditures incurred.

The summary of expenditures included:

	June 30 2018	June 30 2017
<b>Administrative and General Expenses:</b>		
Accounting and legal	\$ 22,107	\$ 26,473
Consulting - Note 16	186,578	15,175
Conferences	58,808	76
Corporate development	91,143	-
Office and administration fees	63,487	6,442
Interest and penalties	2,894	-
Investor relations, website development and marketing	470,043	-
Rent	15,184	-
Filing fees	11,243	1,363
Shareholder communication	18,936	-
Transfer agent fees	6,827	-
Travel	30,024	4,687
	\$ 977,274	\$ 54,216

The significant changes were a result of the completion of the RTO, engagement of marketing, advertising campaigns, attendance at mining conferences and an increase in personnel and corporate development firms to bring awareness to the Company's shareholders.

**Summary of quarterly results**

	Q1 Sept 30/17	Q2 Dec 31/17	Q3 Mar 31/18	Q4 June 30/18
<b>FY 2018</b>	\$	\$	\$	\$
Revenues	—	—	—	—
Comprehensive income (loss)	(302,035)	(1,875,349)	47,242	110,493
Comprehensive income (loss) per share	(0.01)	(0.02)	0.00	0.00

**The Company has not reported on any earlier quarters.**

**Fourth Quarter**

During the further quarter June 30, 2018 the Company reported an income of \$110,493 or \$0.00 per share. The income was the result of reclassification of certain expenses from general and administration to RTO costs and share issue costs that were capitalized as well as some costs recorded in prior period that were reclassified to prepaids. There were quarter results reported for the prior year as the RTO took effect in October 2017 and the Company for reporting purposes was a private entity at that time.

**Liquidity and capital resources**

	June 30 2018	June 30 2017
Financial position:		
Cash and cash equivalents	\$ 2,079,214	\$ 6,850
Equipment	\$ 104,842	-
Exploration and evaluation assets	\$ 2,253,279	\$ 283,874
Total Assets	\$ 5,961,442	\$ 308,568
Shareholders' equity	\$ 5,450,077	\$ 242,884

As at June 30, 2018 the Company had working capital of \$3,050,399 (June 30, 2017 - \$44,047 working capital deficiency). As described hereinabove the Company completed two a non-brokered private placement for gross proceeds of \$6,745,614. These funds were primarily utilized for the work program at the Hank Property as described above, capital expenditures on the camp facility for the Hank Property field season and for working capital. Included in the working capital balance is restricted cash requirement to complete the flow through expenditure requirements of \$885,449 on or before December 31, 2019.

The Company has not yet generated revenue to date and it will continue to have to rely on equity and or farm out transactions to provide the additional working capital to continue the Company's advancement of exploration and development of its exploration assets.

The Company believes that its cash and cash equivalents on hand will enable the Company to fund future working capital and ongoing exploration for the next 12 months.

**Off balance-sheet arrangements**

There are currently no off balance sheet arrangements and no new information to report since the annual management's discussion and analysis.

**Transactions with related parties**

**Key Management Compensation**

	June 30 2018	June 2017
Key management personnel compensation comprised:		
Administration and labour	\$ 24,016	\$ 3,425
Consulting fees	324,063	15,175
Share-based payments	347,750	-
	\$ 695,829	\$ 18,600

- i) Consulting fees of \$67,500 (2017 – Nil) were paid or accrued to Tank Enterprises, a company controlled by Mike Blady, the President and CEO and director of the Company. Mr. Blady was appointed on October 18, 2017.
- ii) Consulting fees of \$144,800 (2017 - \$Nil) were paid or accrued to Ridgeline Exploration Inc. a company held 50% each by Mike Blady and Chris Paul the Company's VP Exploration for exploration and corporate consulting fees of which \$55,925 (2017 - \$Nil) was capitalized to exploration and evaluation assets.
- iii) Consulting fees of \$60,000 (2017 – \$3,250) were paid or accrued to 43983 Yukon Inc. ("43983 Yukon") a company controlled by Larry Nagy, the former President and CEO and director of the Company. Mr. Nagy resigned as President and CEO on October 18, 2017. Mr. Nagy remains Chairman of the Board.

- iv) Consulting fees of \$51,763 (2017 - \$11,925) were paid or accrued to Minco for services provided by the Chief Financial Officer;
- v) Administration fees of \$24,016 (2017 - \$3,425) were paid or accrued to Minco in relation to providing administrative and accounting employment services.

**Related Party Liabilities**

Amounts due to:	Service for:	June 30 2018	June 30 2017
Minco	Consulting & Administration Fees	\$7,308	\$16,025
43983 Yukon Inc.	Consulting Fees	-	5,363
Colorado Resources Ltd.	Administrative	325	3,348
Ridgeline Exploration	Service Fees	56,988	-
Ridgeline Exploration	Expenses	54,088	-
Tank Enterprises	Consulting Fees	44,625	-
		<b>\$163,334</b>	<b>\$24,736</b>

Colorado Resources Ltd. has a common officer of the Company and expenses are incurred for shared administrative personnel. Amounts due to related parties are without interest or stated terms of repayment.

**Related Party Receivables**

Amounts due from:	Service for:	June 2018	June 30 2017
Damara	Rent & Expenses	\$11,790	\$2,020
Ridgeline	Rent & Expenses	10,337	-
		<b>\$22,127</b>	<b>\$2,020</b>

Damara Gold Corp. and Ridgeline Exploration Services Inc. have common officers and directors of the Company and expenses are incurred for shared administrative personnel. Amounts due from related parties are without interest or stated terms of repayment.

**Critical Accounting Policies and Estimates**

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the year of the change, if the change affects that year only, or in the year of the change and future years, if the change affects both.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the condensed interim financial statements within the next financial year are discussed below.

*Going Concern*

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgement based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the

circumstances.

#### *Impairment of Exploration and Evaluation Assets*

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is likely that future economic benefits will flow to the Company. If, after exploration and evaluation expenditures are capitalized, information becomes available suggesting that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount the Company carries out an impairment test at the cash-generating unit or group of cash-generating unit's level in the year the new information becomes available. Such impairment tests and recoverable value models have a degree of estimation and judgment which may differ in the future.

#### *Fair Value of Consideration*

The fair value of consideration to acquire 0897043 BC Ltd. comprised common shares, options and warrants. Common shares were valued on the date of issuance of the shares, and the options and warrants were valued using the Black-Scholes option pricing model. The Company applied IFRS 2 Share-based Payment in accounting for and assessing the Transaction.

#### *Determination of control in the Transaction*

The determination of the acquirer in the Transaction is subject to judgment and requires the Company to determine which party obtains control of the combining entities. Management applies judgment in determining control by assessing the following three factors: whether the Company has power, exposure or rights to variable returns from its involvement with the acquiree; and ability to use its powers over the acquiree to affect the amount of its returns. In exercising this judgment, management reviewed the representation on the Board of Directors and key management personnel, the party that initiated the transaction, and each of the entities' activities. 0897043 BC Ltd. was deemed to be the acquirer in the Transaction. The assessment of whether an acquisition constitutes a business is also subject to judgment and requires the Company to review whether the acquired entity contains all three elements of a business, including inputs, processes and the ability to create output. The Transaction was accounted for as a reverse acquisition and the difference between the fair value of net assets acquired and the consideration paid was recorded as a listing cost expense in the consolidated statement of loss and comprehensive loss.

#### *Impairment of Available-for-Sale Investments*

Management assesses at the end of each reporting period whether there had been any other-than-temporary impairments on its investments, using objective evidence to determine if the marketable securities are impaired. Listed prices on public stock exchanges are used to determine if the fair value is at a significant or prolonged decline below the historical cost of the marketable securities.

At June 30, 2018, there were no indications that suggest that the Company's marketable securities are impaired.

#### *Valuation of Share-based Payments*

The Company uses the Black-Scholes option pricing model for valuation of share-based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

#### ***Future Accounting Pronouncements***

The standards listed below include only those which the Company reasonably expects may be applicable to the Company at a future date. The Company is currently assessing the impact of the standards on the financial statements.

#### *IFRS 9 Financial Instruments*

IFRS 9 will replace IAS 39 *Financial Instruments: Recognition and Measurement* and IFRIC 9 *Reassessment of Embedded Derivatives*. The final version of this new standard supersedes the requirements of earlier versions of IFRS 9.

The main features introduced by this new standard compared with predecessor IFRS are as follows:

- *Classification and measurement of financial assets:*  
Debt instruments are classified and measured on the basis of the entity's business model for managing the asset and its contractual cash flow characteristics as either: "amortized cost", "fair value through other comprehensive income", or "fair value through profit or loss" (default). Equity instruments are classified and measured as "fair value through profit or loss" unless upon initial recognition elected to be classified as "fair value through other comprehensive income".
- *Classification and measurement of financial liabilities:*  
When an entity elects to measure a financial liability at fair value, gains or losses due to changes in the entity's own credit risk is recognized in other comprehensive income (as opposed to previously profit or loss). This change may be adopted early in isolation of the remainder of IFRS 9.
- *Impairment of financial assets:*  
An expected credit loss impairment model replaced the incurred loss model and is applied to financial assets at "amortized cost" or "fair value through other comprehensive income", lease receivables, contract assets or loan commitments and financial guarantee contracts. An entity recognizes twelve-month expected credit losses if the credit risk of a financial instrument has not increased significantly since initial recognition and lifetime expected credit losses otherwise.
- *Hedge accounting:*  
Hedge accounting remains a choice, however, is now available for a broader range of hedging strategies. Voluntary termination of a hedging relationship is no longer permitted. Effectiveness testing now needs to be performed prospectively only. Entities may elect to continue to applying IAS 39 hedge accounting on adoption of IFRS 9 (until the IASB has completed its separate project on the accounting for open portfolios and macro hedging).
- *Derecognition:*  
The requirements for the derecognition of financial assets and liabilities are carried forward from IAS 39.

This standard is applicable to annual periods beginning on or after July 1, 2018.

#### *IFRS 16 Leases*

IFRS 16 specifies how an IFRS reporter will recognize, measure, present and disclose leases. The standard 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. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17 *Leases*.

This standard is applicable to annual periods beginning on or after July 1, 2018.

Applicable to annual periods beginning on or after July 1, 2017.

- *Disclosure Initiative (Amendments to IAS 7 Statement of Cash Flows)*

The amendments require entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities.

### ***Financial instruments and other instruments***

The Company is exposed through its operations to the following financial risks:

- Market risk
- Credit risk
- Liquidity risk

The Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous years unless otherwise stated.

### **General Objectives, Policies and Processes**

The Board of Directors has overall responsibility for the determination of the Company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company's management. The effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets out are reviewed periodically by the Board of Directors if and when there are any changes or updates required.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility. Further details regarding these policies are set out below.

#### Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market prices. Market prices are comprised of interest rate, commodity price risk and foreign currency risk. The Company is not exposed to significant market risk.

#### Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in guaranteed investment certificates or interest-bearing accounts of major Canadian chartered banks. The Company regularly monitors compliance with its cash management policy. The Company is not exposed to significant interest rate risk.

#### Other Price Risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is exposed to other price risk with respect to its investment in securities. The Company is not exposed to significant other price risk.

#### Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or a counter party to a financial

instrument fails to meet its contractual obligations. Financial instruments which are potentially subject to credit risk for the Company consist primarily of cash and receivables. Cash is maintained with financial institutions of reputable credit and may be redeemed upon demand.

The carrying amount of the cash and receivables represents the maximum credit exposure. The Company is not exposed to significant credit risk.

#### 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 policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The key to success in managing liquidity is the degree of certainty in the cash flow projections. If future cash flows are fairly uncertain, the liquidity risk increases.

Typically, the Company ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 90 days. To achieve this objective, the Company would prepare annual capital expenditure budgets, which are regularly monitored and updated as considered necessary.

The Company monitors its risk of shortage of funds by monitoring the maturity dates of existing trade and other accounts payable and option payment commitments. The Company endeavours not maintain any trade payables beyond a 30-day period to maturity.

#### Determination of Fair Value

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The statements of financial position carrying amounts for cash, receivables, and trade and other payables approximate fair value due to their short-term nature.

Due to the use of subjective judgments and uncertainties in the determination of fair values these values should not be interpreted as being realizable in an immediate settlement of the financial instruments.

#### Fair Value Hierarchy

Financial instruments that are measured subsequent to initial recognition at fair value are grouped in Levels 1 to 3 based on the degree to which the fair value is observable:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash is measured as Level 1 financial instruments.

#### **Capital Management**

The Company considers its share capital as capital. The Company's objectives when maintaining capital

are to maintain a sufficient capital base in order to meet its short-term obligations and at the same time preserve investor's confidence required to sustain future development and production of the business.

The Company is not exposed to any externally imposed capital requirements. There has been no change in the Company's approach to capital management during the year ended June 30, 2018.

### ***Outstanding Share Data***

Golden Ridge's authorized capital is unlimited common shares without par value. As at the date of this report 79,191,834 common shares were issued and outstanding. The Company as at the date of this report had the following outstanding options, warrants and convertible securities as follows:

#### Share Purchase warrants:

Number	Price Per Share	Expiry Date
865,341	\$0.25	November-10-18
1,000,000	\$0.80	May-20-19
2,432,600	\$0.25	August-17-19
12,264,539	\$0.25	August-31-19
<u>16,562,480</u>		

#### Agents Warrants

Number	Price Per Share	Expiry Date
46,700	\$0.80	May-20-19
126,500	\$0.25	August-17-19
2,237,584	\$0.25	August-17-19
225,000	\$0.25	December-22-18
190,500	\$0.25	December-29-18
<u>2,826,284</u>		

#### Stock Options

1,835,000 options at an exercise price of \$0.15 expiring on October 18, 2020; 10,000 options at an exercise price of \$0.60 expiring on June 4, 2024 and 800,000 options at an exercise price of \$0.125 expiring on April 5, 2023 and 650,000 options at an exercise price of \$0.17 expiring on July 17, 2023.

#### Shares in Escrow

As at the date of this report hereof there 1,326,628 common shares held in escrow in connection with the Transaction as described herein. The remaining balance in escrow will be release 331,657 every six months from April 18, 2019 until October 18, 2020.

### ***Risks and uncertainties***

The Company is in the mineral exploration and development business and as such, is exposed to a number of risks and uncertainties that are not uncommon to other companies in the same business. The industry is capital intensive and is subject to fluctuations in market sentiment, metal prices, foreign exchange and interest rates. There is no certainty that properties which the Company has described as assets on its balance sheet will be realized at the amounts recorded. The only sources of future funds for further exploration programs or, if such exploration programs are successful for the development of economic ore bodies and commencement of commercial production thereon, which are presently

available to the Company are the sale of equity capital or the offering by the Company of an interest in its properties to be earned by another party carrying out further exploration or development. Although the Company has been successful in accessing the equity market during the past years, there is no assurance that such sources of financing will be available on acceptable terms, if at all.

The Company does not have any employees. All work is carried out through independent consultants and the Company requires that all professional consultants carry their own insurance to cover any potential liabilities as a result of their work on a project. In certain cases where consultants are unable to carry their own insurance the Company includes such individuals under its coverage.

### **Going Concern**

The Company has not generated revenues from its operations to date. The Company currently has sufficient cash resources and working capital for the next 12 months and has working capital of \$3,050,399 (2017 - \$44,047 working capital deficiency) of which the Company has flow through expenditure requirements of \$885,449 (2017 - \$Nil) on or before December 31, 2018. The Company will continue to have to raise funds beyond its current working capital balance in order to continue the development of its exploration properties and general operations.

As the Company is in the exploration stage, the recoverability of the costs incurred to date on exploration properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its properties and upon future profitable production or proceeds from the disposition of the properties. The Company has financed its operations to date primarily through the issuance of common shares and exercise of stock options and share purchase warrants.

### **Other Requirements**

Additional disclosure of the Company's material change reports, news release and other information can be obtained under the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com).