

**EARLY WARNING REPORT  
UNDER SECTION 5.2 OF NATIONAL INSTRUMENT 62-104**

**(a) Name and address of the offeror:**

Levon Resources Ltd.  
Suite 500 - 666 Burrard Street  
Vancouver, British Columbia  
V6C 2X8

**(b) The designation and number or principal amount of securities and the offeror's security holding percentage in the class of securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file this report, and whether it was ownership or control that was acquired in those circumstances:**

Levon Resources Ltd. ("**Levon**") has acquired ownership and control of 3,000,000 common shares (the "**Shares**") of Great Thunder Gold Corp. (the "**Issuer**") as consideration for the sale by Levon to the Issuer of Levon's 50% interest in the BRX Property located in the Lillooet mining division of southwestern British Columbia on April 20, 2016. The Shares represent approximately 15.01% of the Issuer's 19,992,162 common shares issued and outstanding as of the date hereof.

**(c) The designation and number or principal amount of securities and the offeror's security holding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file this report:**

The Shares, together with the 11,632 common shares of the Issuer previously held by Levon, represent approximately 15.06% of the Issuer's 19,992,162 common shares issued and outstanding as of the date hereof.

**(d) The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (c) over which**

- (i) the offeror, either alone or together with any joint actors, has ownership and control,**
- (ii) the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor, and**
- (iii) the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership:**

All securities referred to in paragraph (c) are owned and controlled by Levon.

- (e) **The name of the market in which the transaction or occurrence that gave rise to the obligation to file this report took place:**

TSX Venture Exchange.

- (e.1) **The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file this report:**

Deemed price of \$0.05 per Share totalling CAD\$150,000.

- (f) **The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the obligation to file this report, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:**

The Shares will be held by Levon for investment purposes. Levon may, depending on market and other conditions, increase or decrease its beneficial ownership of the Issuer's securities, whether in the open market, by privately negotiated agreements or otherwise, subject to a number of factors, including general market conditions and other available investment and business opportunities.

- (g) **The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the obligation to file this report, including agreements with respect to the acquisition, holding disposition or voting of any of the securities:**

Not applicable.

- (h) **The names of any joint actors in connection with the disclosure required by this report:**

Not applicable.

- (i) **In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the offeror:**

See paragraph (e.1) above.

- (j) **If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements in respect of the reporting issuer's securities:**

Not applicable.

**(k) If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance:**

Levon has relied on the exemption from prospectus requirements contained in Section 2.13 of National Instrument 45-106 - *Prospectus Exemptions* as the common shares were issued to Levon by the Issuer as consideration for the acquisition by the Issuer of a mining property from Levon.

**DATED** at Vancouver, British Columbia, this 21<sup>st</sup> day of April, 2016.

**LEVON RESOURCES LTD.**

Per: "Christina Boddy"  
Authorized Signatory