

Great Thunder Gold Corp.

Amended Management's Discussion & Analysis

Financial period ended January 31, 2020

Containing information as of April 15, 2020

Amended Management's Discussion and Analysis

This Amended Management's Discussion and Analysis (the "MD&A") should be read in conjunction with the amended condensed interim financial statements of Great Thunder Gold Corp. (the "Company" or "Great Thunder") as of and for the nine-month period ended January 31, 2020 and the notes thereto (the "financial statements").

The MD&A has been amended to reflect the revaluation of certain shares issued during the period. In January 2020, the Company issued 5,942,981 shares in settlement of \$356,579 of debts. The \$0.06 per share price at which the shares were issued was negotiated in good faith by arm's length parties at the TSX Venture Exchange-permitted discounted market price and in management's opinion, given the marked illiquidity of the market at that time, represented their fair value. However, the Company subsequently determined that International Financial Reporting Standards require the shares to be valued at the \$0.08 per share market price despite the market illiquidity. As a result, the financial statements have been amended to increase the value at which the shares were recorded by \$118,860 and record a loss on the settlement of debt of \$118,860.

Caution Regarding Forward-Looking Information

Certain of the statements made and information contained herein and in the condensed interim financial statements is "forward-looking information" or "forward-looking statements" within the meaning of the *Securities Act* (British Columbia) and the *Securities Act* (Alberta). This includes statements by the Company concerning exploration results, including deposit size, quantities, grades and contained metals, which are generally based on estimations and extrapolations from a limited number of samples, drill holes and assays. These estimations and extrapolations are subject to uncertainties, which include but are not limited to uncertainties in evaluating a deposit until the deposit has been extensively drilled on closely spaced intervals. Should one or more of these underlying estimations or extrapolations prove incorrect, actual results may vary materially from those described in forward-looking statements.

Forward-looking statements contained herein also include the Company's future operating costs and exploration plans at its mineral properties. These involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. Forward-looking information is subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking information, including, without limitation, the ability of the Company to continue to be able to access the capital markets for funding necessary for operating costs, to acquire and maintain exploration properties and to carry out its desired exploration programs; difficulties in executing exploration programs on the Company's proposed schedules and within its cost estimates, whether due to weather conditions in the areas where it operates, increasingly stringent environmental regulations and other permitting restrictions, or the availability of essential supplies and services; and factors beyond the capacity of the Company to anticipate and control, such as the marketability of minerals, government regulations relating to health, safety and the environment, and the scale and scope of royalties and taxes on production. Should one or more of these risks or uncertainties materialize, actual results may vary materially from those described in forward-looking statements.

Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation

to publicly update or revise forward-looking information, whether because of new information, future events or otherwise.

Description of Business

Great Thunder is a junior exploration company incorporated under the laws of the Province of British Columbia, Canada and whose common shares are listed on the TSX Venture Exchange. Its principal business is the exploration for minerals and the development of its gold and lithium projects located in British Columbia and Quebec, Canada. Great Thunder is in the exploration stage and has not yet determined whether these properties contain mineral reserves that are economically recoverable.

The following discussion and analysis of the operations, results and financial position of Great Thunder should be read in conjunction with the financial statements, which financial statements are incorporated herein by reference.

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and unless otherwise cited, references to dollar amounts are Canadian dollars. The financial statements were prepared on a going concern basis, which presumes the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future. The Company had working capital of \$6,612 at January 31, 2020 and has accumulated losses of \$13,218,744 since incorporation. The Company's ability to meet its obligations and maintain its operations is contingent upon additional financing or profitable operations in the future.

Overall Performance and Discussion of Operations

Third Quarter Results

During the third quarter of its 2020 financial year, the Company experienced a net loss of \$178,667. This represents an increase of \$97,154 over the \$81,513 loss in the same quarter last year. This increase was caused primarily by a \$118,860 non-cash loss on the settlement of debts by the issuance of shares and a combined increase of \$12,387 in listing and filing fees and transfer agency fees relating to the Company's financings, shares-for-debt settlement and share consolidation. Offsetting this increase somewhat was a \$23,568 reduction in legal fees and a \$16,548 decrease in management fees.

Nine-Month Results

During the first nine months of the Company's 2020 financial year, the Company had a loss of \$256,569. This represented an \$89,388 increase over the \$167,181 loss for the same period last year. This increase was primarily the result in the \$118,860 non-cash loss on the settlement of debts described above, a \$13,275 increase in rent resulting from the relocation of the Company's head office and a \$12,292 combined increase in filing and transfer agency fees. Reducing this increase was a \$51,858 decrease in management fees and a \$11,132 decrease in legal fees.

Cash Flow

As of January 31, 2020, the Company had cash of \$13,176 as compared with cash of \$75,015 at the beginning of the financial year – a decrease of \$61,839. During the first nine months of the year, the Company used \$212,931 of cash for its operations and \$28,908 for the maintenance of its exploration and evaluation assets, and received \$180,000 from the issuance of promissory

notes. A breakdown of exploration expenditures for the quarter on a property-by-property basis, as well as for the preceding financial year, is provided in note 7 to the financial statements.

Subsequent to the end of the quarter, the Company completed a private placement of 3,000,000 non-flow-through shares at a price of \$0.25 per share to raise proceeds of \$750,000, and 2,275,000 flow-through shares at a price of \$0.44 per share to raise proceeds of \$1,001,000.

General

As of January 31, 2020, the Company had no contractual obligations, such as long-term debt, capital lease obligations, operating leases or purchase obligations, except as described in the financial statements, nor did it have commitments for capital expenditures. Refer to note 13 to the financial statements.

In general, lithium and gold prices are historically strong and equity markets – though volatile lately – remain positive for junior exploration companies like Great Thunder. Given the uncertainty of coronavirus COVID-19 and international trade relations, many analysts expect gold prices to rise in the long-term, so the Company plans to further explore its core portfolio of mineral properties, while still carefully managing its operating expenses.

Current global uncertainty with respect to coronavirus COVID-19 and its effect on the Canadian economy and financial markets may have significant and as-yet unpredictable effects on the Company. While the impact remains unknown, spread of the virus may have a material adverse effect on economic activity and could affect exploration plans, disrupt metals and financial markets, and affect other factors relevant to the company.

Summary of Unaudited Quarterly Results

	2020				2019			2018
	3 rd Quarter	2 nd Quarter	1 st Quarter	4 th Quarter	3 rd Quarter	2 nd Quarter	1 st Quarter	4 th Quarter
Revenue	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Loss for the period	(178,667)	(53,184)	(24,718)	(105,066)	(81,513)	(43,861)	(41,807)	(431,241)
Loss per share	(0.01)	(0.00)	(0.00)	(0.01)	(0.01)	(0.00)	(0.00)	(0.04)
Total comprehensive loss	(178,224)	(53,200)	(24,193)	(105,197)	(81,569)	(43,905)	(42,614)	(431,997)

Variations in loss from quarter to quarter typically result from increases or decreases in exploration and business activity. During periods of greater activity, consulting fees, office and administrative costs, regulatory approval costs and travel costs will typically increase. In the first and second quarters of 2019 and the first quarter of 2020, losses declined because of measures taken by management to reduce costs. However, in the third quarter of 2019 and the second quarter of 2020, this trend was broken because of an increase in legal fees.

In addition, during the third quarter of 2020, the loss for the period increased when the Company recorded a \$118,860 non-cash loss on the settlement of debts. During the fourth quarter of 2019, the Company recorded a \$125,681 writedown of an exploration and evaluation asset, but this was somewhat offset by a decrease in operating expenses upon the settlement of outstanding management fees with the Company's former President. During the fourth quarter of the Company's 2018 financial year, the loss increased markedly because of a \$349,700 writedown of an exploration and evaluation asset.

The differences between loss for the period and total comprehensive loss are the result of non-cash unrealized losses or gains on investments and reclassification to profit and loss upon realization.

The quarterly results summarized herein were prepared in accordance with International Financial Reporting Standards and are expressed in Canadian dollars.

Liquidity and Capital Resources

The Company does not yet generate positive cash flow from operations and is therefore reliant upon the issuance of its own common shares to fund its operations.

As of the January 31, 2020 quarter end, the Company was not adequately funded. However, subsequent to the quarter-end, the Company completed a private placement of flow-through and non-flow-through shares to raise \$1,001,000 for exploration and \$750,000 for general working capital. Mineral exploration is capital intensive, and to carry out its longer-term exploration plans the Company must raise additional equity capital, though there is no certainty that such financings will be completed.

The Company is able to meet all of its ongoing financial obligations as they become due. It has no debt obligations and no commitments other than as described herein and in its financial statements. Management believes that the Company has sufficient working capital to fund operating costs through at least January 2022.

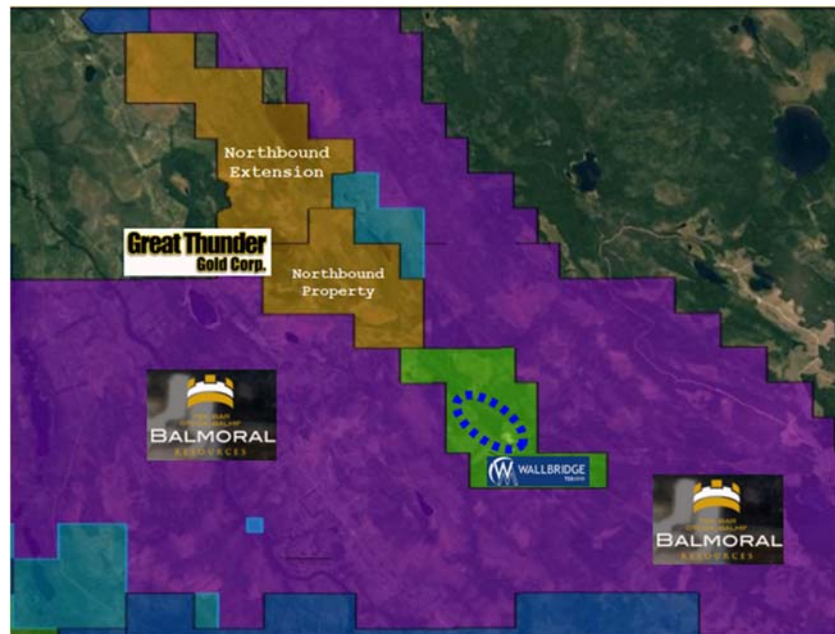
Description of Properties

Northbound Property

In February 2020, the Company optioned the Northbound gold property and in March purchased the adjacent Northbound Extension claims.

The Northbound gold property, contiguous to the northwest of the Wallbridge Mining Company Ltd. Fenelon Gold Deposit, is located approximately 85 kilometres northwest of the town of Matagami in northern Quebec. The Northbound property and Northbound Extension total 50 mineral claims covering approximately 2,744 hectares.

The Northbound property is underlain by Jeremie Pluton, an intrusive body becoming increasingly important at the contiguous Wallbridge Fenelon property. Wallbridge



exploration in 2019 tested strike extensions of known mineralization from the metasediments and metavolcanics and gabbro into the Jeremie pluton. Wallbridge drilling to date has confirmed the extensions of the gold-bearing mineralized zones well into the pluton and the zones appear to be open further into the pluton. Great Thunder cautions investors that mineralization on the Wallbridge Fenelon property is not necessarily indicative of similar mineralization on the Great Thunder Northbound property.

The Northbound property optionors recently completed a Long Wave InfraRed (“LWIR”) survey over the Northbound property. LWIR utilizes the long wave infrared bands on the Aster Satellite to penetrate through vegetation into the top 30 to 60 centimetres of the earth’s surface. While the long wave data is readily available, the algorithms to process the data are proprietary. The survey measures the individual mineral reflectance spectroscopy of the various constituent minerals against known standards to highlight anomalies within the area surveyed. The Aster data comes in predetermined sheets, so the data included much of the surrounding area including the ground underlying the Wallbridge Fenelon property.

The resulting plots for each of the 16 end members identified in the survey were examined for anomalies on the Northbound property. Anomalies were also examined on the Wallbridge Fenelon property to compare and contrast against the Northbound property. Three key conclusions were drawn from the LWIR:

- While the Fenelon deposit shows a rather muted response under the LWIR, at least one of the key minerals share similar responses at Fenelon and on the Northbound claim block, hematite.
- The LWIR is suggesting a multi-element area of anomalous responses in the southern portion of the Northbound claim block: chalcopyrite, quartz and to a lesser extent alunite and pyrrhotite.
- The pyrrhotite and the tourmaline responses also appear to show coincidental major and lesser anomalies within the Northbound claim block as well.

The strong coincidental chalcopyrite, quartz and alunite anomalies within the southern portion of the Northbound block are a high priority target and will form the initial focus of the Great Thunder exploration program.

Great Thunder cautions investors coincident LWIR anomalies on both the Northbound property and the Wallbridge Fenelon property are not necessarily indicative of similar mineralization on the Northbound property.

R. Tim Henneberry, P.Geo. (British Columbia), a consultant to Great Thunder Gold Corp., is the qualified person who has reviewed and approved the technical content herein on behalf of the Company.

To exercise its option and purchase a 100% interest in the Northbound property, the Company must pay the optionors \$160,000 (of which \$35,000 was paid in February 2020) and 4,000,000 shares (of which 2,000,000 shares were issued in February 2020), incur \$1,200,000 of exploration expenditures in three stages over three years and grant the optionors a 3% net smelter returns royalty. The Company may purchase two-thirds of the royalty at any time for \$1,000,000.

To acquire the Northbound Extension claims, the Company paid the vendors \$10,000, issued 250,000 shares, and granted the vendors a 3% net smelter returns royalty. The Company may purchase one-third of the royalty at any time for \$1,000,000.

Valentine Mountain Gold Project

The 100%-owned Valentine Mountain property consists of 25 cell mineral claims covering 7,188 hectares and two overlying cell placer tenures covering 43 hectares. One of the claims is subject to a 5% net smelter returns royalty capped at \$1,000,000.

The Valentine Mountain property surrounds Valentine Mountain, which has an elevation of 974 metres, is located 20 kilometres northwest of Sooke, British Columbia on southern Vancouver Island and is accessible by forestry roads. The property area is underlain entirely by high-grade metamorphic rocks of the Pacific Rim Terrane, which hosts several minor past producers of gold, silver and copper, including the historic Leech River gold placer gold district, located just to the east of the Property.

The property hosts the Valentine Mountain gold quartz vein prospect, for which a mineral resource estimate is summarized as follows:

Zone / Vein	Tonnes	Gold (g/t) Uncut	Gold (g) Uncut	Gold (g/t) Cut	Gold (g) Cut	Category
Discovery C	22,663	33.8	765,814	16.8	381,103	Indicated
Discovery B	32,100	4.1	130,344	3.7	129,352	Indicated
Total	54,763	16.4	896,158	9.3	510,455	Indicated
Discovery E	8,485	4.2	35,468	4.2	35,468	Inferred
Disc. West C	12,215	35.4	432,278	35.4	432,278	Inferred
Total	20,700	22.6	467,746	22.6	467,746	Inferred

Average gold intercepts for each zone were tabulated, and values calculated for uncut grade, multiplied by true width for each intercept. Based on geo-statistical modeling for each corresponding vein in each zone with significant values, statistical mean values were used as the upper thresholds to cut higher gold values and arrive at the “cut” mineral resource values. Refer to the entire text of the technical report, entitled *Technical Report on the Valentine Mountain Property, Southern Vancouver Island, British Columbia, Canada* and dated March 27, 2013 available at www.sedar.com, for further information and the key assumptions, parameters and methodology used, as well as risk factors.

The practice of “cutting” or reducing exceptionally high-grade assays when estimating mineral resources for gold deposits, particularly in vein deposits, is historically industry standard practice, primarily to make the estimates more conservative. The gold quartz veins at Valentine Mountain contain erratically distributed gold, which could cause the estimated grade to vary materially from the actual grade. For completeness, both uncut and cut averaged grades are shown, but the cut grades should be used in evaluating the resource. **Mineral resources that are not mineral reserves do not have demonstrated economic viability.**

2017 Geochemistry Program

In November 2017, the Company undertook a field program consisting of a detailed stream moss mat geochemistry at the Northern Gold Corridor Target and detailed soil geochemistry at the Discovery West Zone.

The Northern Gold Corridor Target is located along the northern flank of Valentine Mountain. Nineteen GPS-controlled stream moss mat samples were taken over an area of 2,000 metres by 500 metres along four drainages upstream and along strike of previous moss mat samples, which yielded gold values up to 735 ppb. The purpose of the stream moss mat geochemistry program was to focus the search area of the target for future soil geochemistry and geological mapping.

In the Northern Gold Corridor Target, the 2017 stream moss mat geochemistry results yielded only a few slightly elevated gold values up to 55 ppb (0.055 ppm), plus some slightly elevated values in copper, zinc, nickel and/or cobalt, none of which correlate with gold values. The sharp upstream cut-off of high gold values in two adjacent drainages suggest a probable target area trending northwest-southeast about 1 kilometre by 0.25 kilometre in size. This area is recommended for detailed prospecting and GPS grid-controlled geological mapping and soil sampling to establish more focused trenching and drilling targets.

The Discovery West Zone is centred 600 metres west of the Discovery Zone. Thirty-three B-horizon soil samples were taken at 25 metre intervals along 50-metre spaced GPS-controlled grid lines. The grid covered an area of 200 metres by 150 metres centred over the site of the 2016 trench sample which yielded 22.2 g/t gold. In addition, two select outcrop rock grab samples were taken from exposures of quartz-sulphide veins on or adjacent to the grid. The purpose of the soil geochemistry program is to identify targets for trenching and rock sampling.

In the Discovery West Zone Target, the 2017 soil geochemistry results yielded elevated gold values in three samples (204, 189 and 97 ppb) along the northern side of the grid area, plus some slightly elevated values in arsenic, barium, chromium, nickel and/or zinc. Only one sample (189 ppb gold) has correlating elevated values in other metals (chromium, nickel and zinc). More importantly, the two highest gold value sites occur along strike at 100 degrees azimuth from the quartz-sulphide vein sampled at the 2016 trench site. This represents a focused area about 125 metres by 30 metres in size for detailed prospecting, geological mapping, trenching and drilling. More soil grid lines to the west are required to confirm and refine the trend direction. The entire GPS grid should be geologically mapped prior to future trenching and drilling.

The 2017 field program was supervised and led by Jacques Houle, P.Eng. Stream moss mat and soil samples were taken by a director and a shareholder of Great Thunder. Geochemistry work was conducted by Bureau Veritas Minerals of Vancouver, BC.

This technical information was prepared under the supervision of Jacques Houle, P.Eng., an independent Qualified Person as defined by National Instrument 43-101.

Chubb and Bouvier Lithium Project

In 2016, the Company optioned the Chubb and Bouvier lithium project located near Val d'Or, Quebec. In 2017, it exercised that option and acquired 100% of the claims, subject to a 1% net smelter returns royalty which can be repurchased for \$200,000 and a 2% gross metal royalty.

The Chubb Property

The Chubb property is located in northern Québec in the Abitibi-East County, Lacorne municipality, NTS map sheet 32C05. The lithium claims are situated within the Preissac-Lacorne plutonic complex of the Abitibi Greenstone Belt. The complex forms one of the best prospective areas for lithium mineralization, including the Quebec Lithium mine, for which Canada Lithium reported measured and indicated resources of 29.3 Mt grading 1.19% Li₂O and 20.9 Mt of inferred resources grading 1.15% Li₂O, respectively, according to a technical report by Canada Lithium filed on SEDAR June 8, 2011.

The Chubb property lies 32 kilometers north of Val d'Or and consists of 35 contiguous recorded mineral claims for a total area of 1,509 hectares or 15.1 square kilometers. The property geology is dominated by quartz monzodiorite and metasomatized quartz diorite (tonalite). A swarm of spodumene-rich granitic pegmatite dykes intrude fractures and small faults within the plutonic rocks. The pegmatite dykes are 1 to 6 meters thick, oriented 345° – 350° and vary in length from 25 to 250 meters. They are crudely zoned, some having quartz cores and border zones of aplite. The granitic pegmatites are composed of quartz, albite and/or cleavelandite, K-feldspar, muscovite, with 5% to 25% spodumene. There are three important granitic pegmatite dykes containing spodumene mineralization (Dyke #1, #2 and Main Dyke).

Exploration of the Chubb property persists since the early 1950s and mainly consisted of mapping, trenching, geophysical surveys and diamond drilling. In 1991, J. Descarreaux estimated a possible historical resource of some 1,814,370 metric tons.¹ The best drilling intersections were obtained in 1994 by Abitibi Lithium Corp. producing intervals of 3.72 m @1.78 wt. % Li₂O, 2.75 m @1.00 wt. % Li₂O and 2.38 m @1.25 wt. % Li₂O. In 2010, International Lithium carried out magnetic and IP geophysical surveys, mapping and channel/grab sampling in the area surrounding the three principal spodumene-bearing dykes. The main dyke, which is 300 meters long, was shown to have Li₂O concentration of 1.00 wt. % (n=41).

In December 2017, the Company completed a three-hole, 306 metre drilling program at the Chubb Project. The drilling intersected previously unidentified spodumene-bearing pegmatites and expanded the potential for the project.

Highlights from Hole C-17-01 include 1.33% of lithium oxide (Li₂O) over 5.3 metres and 1.15% Li₂O over 2.1 metres. Hole C-17-02 yielded 0.9% Li₂O over 3.6 metres.

The three holes were drilled to verify several induced polarization anomalies previously located on the showings area. The holes were drilled with an azimuth of 60 degrees and a dip at collar of -45 degrees and were spaced approximately 100 metres apart. All lengths reported are core length and insufficient work has been done to establish the true width of the pegmatites.

A total of 74 samples were collected and sent to the ALS Laboratory in Val d'Or, Quebec. Several blanks were added as a measure of control for contamination, no standards for Li₂O were used except those included by the laboratory. Samples were assayed using protocol ME-MS89L, which is a multi-elements package specially developed for lithium in pegmatites analysis using sodium peroxide fusion and ICP-MS methodology. ALS released the analytical results for lithium in ppm lithium; for clarity the Company has reported the results as Li₂O, using a conversion factor of 2.153.

The technical contents relating to the 2017 drilling program were approved by Donald Théberge, P.Eng., MBA, an independent Qualified Person as defined by National Instrument 43-101.

¹ The estimates presented are treated as historic information and have not been verified or relied upon for economic evaluation by the Company. These historical mineral resources do not refer to any category of sections 1.2 and 1.3 of National Instrument 43-101, such as mineral resources or mineral reserves as stated in the 2010 CIM Definition Standards on Mineral Resources and Mineral Reserves. The Company is unable to verify the data acquired by the various historical drilling campaigns, and must undertake additional sampling and drilling to verify historical estimates. **A Qualified Person has not done sufficient work to classify the historical estimates as current mineral resources or mineral reserves. The Company is not treating the historical estimates as current mineral resources or mineral reserves.**

The Bouvier Property

The Bouvier property is located within the Preissac-Lacorne plutonic complex of the Abitibi Greenstone Belt, in the Saint-Mathieu municipality of Figury Township (NTS map sheet 32D08). The geological setting and structure of the volcano-sedimentary assemblages form an ideal host for lithium-rich pegmatites being located between the Northern Manneville Deformation Zone and the northern edge of the fertile Lacorne monzogranite pluton.

The Bouvier property consists of 16 contiguous recorded mineral claims for a total area of 692 hectares or 6.92 square kilometers. The southern Bouvier property contains several exposures of biotite±muscovite monzogranitic plutonic rocks intruding metasediments and injected by granitic pegmatite and aplite dykes that constitute nearly 20% of the rock. Many granitic pegmatites contain beryl and tantalite, but very few have spodumene.

To the north, the metasediments are in structural contact with the metavolcanic rocks of the Malartic and Harricana groups, with the Manneville Deformation Zone marking the contact between the metasedimentary and metavolcanic formations. Spodumene-bearing granitic pegmatite dykes occur only south of the Manneville Fault and were emplaced principally in metasediments. The dykes are oriented parallel to the Manneville Fault and can reach 100 meters in length and 10 meters in apparent thickness. Most granitic pegmatites are zoned, some having quartz cores and border zones of aplite. They are composed of quartz, albite and/or cleavelandite, K-feldspar, muscovite, with 5% to 25% spodumene. Accessory minerals are beryl, tantalite, garnet, bismuthine and molybdenite.

The Bouvier property was submitted to sporadic mining exploration from the early 1950s to 1979, which included geological mapping, rock sampling, trenching and diamond drilling. A bulk sample taken by Teck Corporation and reported in their 1979 Annual Report, returned an average grade of 1.39% Li₂O and an estimated “possible” historical resource of 907,000 tons.¹ In 2010, Mineral Hill Industries Ltd. carried out an exploration program involving line cutting, a magnetic and IP survey, trenching and panel and grab rock sampling, the work unearthed east-west oriented spodumene-bearing granitic pegmatites parallel to the Manneville Deformation Zone. The main dyke displayed an average lithium concentration of 1.51 Li₂O wt. % (n=20).

Technical Report

The Company filed a National Instrument 43-101-compliant technical report relating to its Chubb and Bouvier properties. The complete technical report, entitled *The Chubb and Bouvier Lithium Properties, Preissac-Lacorne Plutonic Complex, Abitibi Subprovince, Quebec, Canada* and dated August 2, 2016, is available at www.sedar.com.

Urban Thunder Gold Project

In March 2017, the Company acquired the Urban Thunder Project, which comprises 20 contiguous cell mineral claims covering approximately 1,127 hectares located 12 kilometres northwest of Metanor Resources Inc.’s Barry gold deposit, 15 kilometres west of Osisko Mining Inc.’s Windfall Lake gold deposits, and 18 kilometres west-northwest of BonTerra Resources Inc.’s Gladiator gold deposit. These Abitibi-type gold deposits are hosted in a variety of Archean age metavolcanic and intrusive rocks associated with magnetic high responses within a Z-shaped pattern of major east trending structures and offsetting northeast trending structures.

The Urban Thunder Project lies in a similar structural setting as the Gladiator gold deposit underlain by rocks similar to the Windfall Lake and Barry gold deposits. Management believes that the geological setting of the property is very favourable to hosting similar deposits and plans an intensive and systematic exploration program as funds permit.

To acquire the property, the Company paid the vendors \$20,000, issued 3,000,000 shares, and granted a 2% net smelter returns royalty. The Company also paid a finder's fee totalling 300,000 shares in respect of the purchase.

The technical contents above were approved by Jacques Houle, P.Eng., an independent Qualified Person as defined by National Instrument 43-101.

The Company completed a soil geochemistry survey on its Urban Thunder property in October 2017. The survey was undertaken on GPS lines 400 metres apart with sampling every 100 metres. A total of 301 samples were drawn, to the extent possible, from the B soil horizon and were sent for analysis at ALS Canada's laboratory in Val d'Or, Quebec.

The samples were analyzed using ALS codes Au-ICP-21 and ME-ICP41. Au-ICP21 consists of analysis of gold by fire assay with an ICP-AES finish on 30-gram samples. The detection limits of this method are from 0.001 g/t to 10 g/t gold. The samples were then submitted to the second analytical method – ME-ICP41 – where elements are estimated using aqua regia digestion followed by analysis using ICP-AES. Included in this package of 35 elements are silver, arsenic, copper, nickel and zinc.

A preliminary evaluation of the results revealed several gold anomalous results up to 24 ppb, mainly obtained on the northern part of the property. Further analytical verification is required with the laboratory before proceeding with the final evaluation of all the data obtained.

The technical contents of the soil geochemistry survey were approved by Donald Théberge, P.Eng., MBA, an independent Qualified Person as defined by National Instrument 43-101.

Outstanding Share Data

As of the date hereof, the Company has 25,406,560 common shares issued and outstanding.

The Company has outstanding options which, as of the date hereof, may be exercised to purchase a total of 375,000 shares exercisable at \$0.20 per share until June 9, 2022. The Company has, as of the date hereof, no outstanding warrants.

Transactions Between Related Parties

During the nine-month periods ended January 31, 2020 and 2019, the Company paid or accrued the following amounts to related parties:

	2020	2019
Management fees paid to the Company's Chief Executive Officer	\$ 22,500	\$ -
Management fees accrued to a corporation controlled by the Company's former Chief Executive Officer	-	72,000
Management fees paid or accrued to a corporation controlled by the Company's Chief Financial Officer	38,752	41,110
	<u>\$ 61,252</u>	<u>\$113,110</u>

In February 2013, the Company entered into a consulting agreement with a corporation controlled by its Chief Financial Officer whereby that corporation will provide consulting services at its

standard rates. The agreement may be terminated by the Company without cause upon payment of three months of fees as severance.

Changes in Accounting Policies Including Initial Adoption

New accounting standards and interpretations recently adopted

The following standard was adopted by the Company effective May 1, 2019, but had no material impact on the financial statements:

IFRS 16 – Leases

IFRS 16 is a new standard that sets out the principles for recognition, measurement, presentation and disclosure of leases, including guidance for both parties to a contract, the lessee and the lessor. The new standard eliminates the classification of leases as either operating or finance leases as is required by IAS 17 and, instead, introduces a single lessee accounting model.

Financial Instruments and Other Instruments

The Company's financial instruments consist of cash, investments, reclamation bonds, and accounts payable and accrued liabilities. The Company's financial instruments are exposed to certain financial risks, including credit risk, liquidity risk and market risk.

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. In the opinion of management, none of the Company's financial assets were exposed to significant credit risk as at January 31, 2020.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows required by operations and anticipated investing and financing activities. The Company had cash at January 31, 2020 in the amount of \$13,176 in order to meet short-term business requirements. At January 31, 2020, the Company had current liabilities of \$18,814. Accounts payable have contractual maturities of approximately 30 days or are due on demand and are subject to normal trade terms.

Market Risk

Market risk consists of interest rate risk, foreign currency risk and other price risk. These are discussed further below.

Interest Rate Risk

Interest rate risk has two components:

- a) To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
- b) To the extent that changes in prevailing market rates differ from the interest rate in the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

The Company's cash is currently held on deposit at a major bank. Management considers the interest rate risk to be minimal.

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company is not exposed to material foreign currency 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 investments as they are carried at fair value based on quoted market prices.

Other Information

Additional information relating to the Company is available from the Company's website at www.greatthundergold.com and on SEDAR at www.sedar.com .

ON BEHALF OF THE BOARD

/s/ Richard Macey

Richard Macey
Chief Executive Officer