

## CSE FORM 7

### **MONTHLY PROGRESS REPORT**

Name of Listed Issuer: Getchell Gold Corp. (the "Issuer").

Trading Symbol: GTCH

Number of Outstanding Listed Securities: 83,490,699

Date: June 2, 2021

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

#### **General Instructions**

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

#### **Report on Business**

1. Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.

The Issuer holds four mineral exploration properties located in northern Nevada. The Issuer mobilized its geologic team to Fondaway Canyon the last week of May to prepare for the Phase 1 drill campaign. The Issuer has an option agreement with Canagold Resources Ltd (formerly Canarc Resource Corp.), pursuant to which the Issuer holds an option to acquire 100% of the Fondaway Canyon and Dixie Comstock properties.

2. Provide a general overview and discussion of the activities of management.

Management focused on closing the private placement announced on April 20, 2021, assisting shareholders in exercising warrants that were due to expire on May 17, 2021 and preparing for the Phase 1 drill program at Fondaway Canyon and the maiden drill program at the Star project.

The Issuer completed its non-brokered private placement (the "Private Placement") pursuant to which it issued an aggregate of 6,022,500 units (each a "Unit") at a price of \$0.45 per Unit for gross proceeds of \$2,710,125 – see news release dated May 18, 2021. Each Unit consists of one common share and one-half of one warrant (each whole warrant, a "Warrant") of the Issuer. Each Warrant entitles the holder to acquire one common share at a price of \$0.65 per share for a period of two years from the date of closing.

In connection with the Private Placement, the Company has agreed to pay finder's fees consisting of an aggregate of \$86,875 in cash, 100,000 common shares and 293,055 non-transferable finder's warrants (the "Finder's Warrants"). Each Finder's Warrant entitles the holder to acquire one common share at a price of \$0.65 per share for a period of two years from the date of closing.

The Issuer also received gross proceeds of approximately \$646,730.25 pursuant to the exercise of 2,586,921 share purchase warrants at an exercise price of \$0.25 per share. This equates to a 98.8% conversion rate from a total of 2,618,032 warrants issued in connection with a non-brokered private placement that closed on May 17, 2019 – see news release dated May 19, 2021.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

None.

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

None.

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

None.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

The Company's contract with Red Cloud expired on May 14, 2021 in accordance with the agreement.

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

None.

8. Describe the acquisition of new customers or loss of customers.

None.

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

None.

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

None.

11. Report on any labour disputes and resolutions of those disputes if applicable.

None.

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

None.

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

None.

14. Provide details of any securities issued and options or warrants granted.

<b>Security</b>	<b>Number Issued</b>	<b>Details of Issuance</b>	<b>Use of Proceeds<sup>(1)</sup></b>
Common shares	6,122,500	Issued pursuant to the Private Placement – see item 2 above.	See Note [1] below
Warrants	3,011,250	Issued pursuant to the Private Placement – see item 2 above.	See Note [1] below
Finder's Warrants	293,055	Issued pursuant to the Private Placement – see item 2 above.	See Note [1] below

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common shares	2,150,000	Exercise of warrants	The aggregate proceeds of \$497,550 will be used for exploration of the Issuer's properties and for general working capital.
Stock Options	695,000	Grant of stock options	

(1) State aggregate proceeds and intended allocation of proceeds.

**Note [1]** - The net proceeds from the Private Placement will be used for exploration and development of the Issuer's properties and general working capital.

15. Provide details of any loans to or by Related Persons.

None.

16. Provide details of any changes in directors, officers or committee members.

None.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

The price of gold rose steadily from a low of US \$1,685 per troy ounce in April 2021 to over US \$1,900 at the end of May 2021. The outlook for a continuing strong gold price is positive and is attracting interest to the sector which has stimulated gold sector share pricing and improved access to capital.

The market for exploration companies can prove challenging in terms of raising sufficient capital to fund exploration activities. There is no guarantee that fundraising efforts will be successful on a continuing basis.

The Issuer's near-term strategy to advance its assets is not currently being impacted by the COVID-19 outbreak. The Issuer continues to monitor the situation and is in compliance with all government guidelines.

## Certificate of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there were is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated June 2, 2021

William S. Wagener  
Name of Director or Senior  
Officer

"William S. Wagener"  
Signature

Chief Executive Officer  
Official Capacity

<b>Issuer Details</b>	For Month	Date of Report
Name of Issuer	End	YY/MM/DD
GETCHELL GOLD CORP.	MAY 2021	2021/06/02
Issuer Address		
133 RICHMOND STREET WEST, SUITE 310		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
TORONTO, ON M5H 2L3	(303) 347-9239	(303) 517-8764
Contact Name	Contact Position	Contact Telephone No.
WILLIAM WAGENER	CEO	(303) 517-8764
Contact Email Address	Web Site Address	
info@getchellgold.com	www.getchellgold.com	