MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three and six months ended March 31, 2017

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This Management's Discussion and Analysis ("MD&A") of the financial position and results of operations is prepared as at May 9, 2017 and should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three and six months ended March 31, 2017 and the notes thereto for GoGold Resources Inc. (the "Corporation"), as well as in conjunction with the Corporation's annual MD&A and audited consolidated financial statements for the year ended September 30, 2016.

The Corporation's unaudited condensed consolidated interim financial statements for the three and six months ended March 31, 2017 have been prepared in accordance with IAS 34 as issued by the International Accounting Standards Board. Except as otherwise disclosed, all dollar figures included therein and in the following MD&A are quoted in thousands of United States dollars ("USD"), with the exception of per ounce costs which are quoted in United States dollars. Additional information relevant to the Corporation's activities can be found on SEDAR at www.sedar.com.

This MD&A contains certain Forward-Looking Statements as disclosed on page 15 of this document, and Non-IFRS measures including cash cost per silver ounce, cash cost per silver equivalent ounce, and all in sustaining cost ("AISC") which are reconciled to IFRS on page 14 of this document.

OVERVIEW

GoGold Resources Inc. is a Canadian company principally engaged in the exploration, development, and production of gold and silver primarily in Mexico. The Corporation's common shares are listed on the Toronto Stock Exchange trading under the symbol GGD.

The Corporation's significant projects include the Parral Tailings Project ("Parral") located in the state of Chihuahua, Mexico, which is a producing project, and the Santa Gertrudis project located in the state of Sonora, Mexico. The Santa Gertrudis project consists of a vat leach plant undergoing construction as part of a feasibility study and a producing high grade material ("HGM") surface mining project.

OPERATIONAL UPDATE

During the quarter ended March 31, 2017 ("Q2 2017"), GoGold produced 422,773 silver equivalent ounces, an increase of 87,590 from the 335,183 silver equivalent ounces produced in the quarter ended March 31, 2016 ("Q2 2016"). Parral produced 278,230 silver equivalent ounces in the quarter, while the HGM project produced 144,543 silver equivalent ounces. The increase is attributed to the HGM project, as it was not operational in the prior year.

Cash costs in Q2 2017 increased to $9.80 per silver equivalent ounce, compared to $6.70 in the quarter ending December 31, 2016 ("Q1 2017"). The increase is predominantly attributed to the increase in costs per ounce at the HGM project from $4.43 to $11.08, due to a decrease in the ore grade from 9.8 g/t gold to 2.7 g/t gold, which is still considered high grade compared to the 1.08 g/t gold in resource at the Santa Gertrudis property. Compared to Q2 2016, cash costs per silver equivalent ounce have increased by $3.22, from $6.58. The increase is due to the decrease in stacked recoverable ounces on the heap leach at Parral through the year, as well as an increase in cyanide usage in an effort to improve the leaching process in November 2016.

All in sustaining costs ("AISC") per silver equivalent ounce increased from $9.16 in Q1 2017 to $11.76 in Q2 2017, which is mainly attributed to the increase in cash costs per ounce. AISC compared to Q2 2016 increased $2.51, which is attributed to the increase in cash costs and sustaining capital expenditures in Q2 2017, offset by a decrease in general and administrative expenses as well as an increase in silver equivalent ounces sold.

Following is a summary of the combined key performance indicators including both the Parral and HGM projects:

Combined key performance indicators:	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	YTD 2016	YTD 2017
Gold production (oz)	1,382	2,218	1,643	4,249	4,065	2,166	8,314
Silver production (oz)	222,388	191,618	69,810	102,371	138,179	393,435	240,550
Silver equivalent production (oz)[1]	335,183	361,705	183,488	403,545	422,773	566,436	826,318
Cash cost (per silver equivalent oz)[2]	$ 6.58	$ 6.36	$ 9.58	$ 6.70	$ 9.80	$ 6.56	$ 8.25
AISC (per silver equivalent oz) [2]	$ 9.25	$ 9.59	$ 21.04	$ 9.16	$ 11.76	$ 9.63	$ 10.41

1. "Silver equivalent production" include gold ounces produced and sold converted to a silver equivalent based on a ratio of the average market metal price for each period. The ratio for each of the periods presented was: Q2 2016 – 82, Q3 2016 – 74, Q4 2016 – 69, Q1 2017 – 71, Q2 2017 - 71
2. Non-IFRS measure, reconciliation on page 14. All in sustaining costs is abbreviated as AISC.

Parral

Following are key performance indicators of Parral's operations:

Parral key performance indicator:	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	YTD 2016	YTD 2017
Total tailing tonnes placed on leach pad	538,965	631,219	332,628	233,699	360,326	871,041	594,025
Recoverable silver equivalent ounces stacked[1]	615,000	776,000	416,000	273,000	425,000	1,054,000	698,000
Gold production (oz)	1,382	2,218	1,260	1,539	2,008	2,166	3,547
Silver production (oz)	222,388	191,618	69,358	91,022	137,606	393,435	228,628
Silver equivalent production (oz)[1]	335,183	361,705	156,636	200,063	278,230	566,436	478,293
Cash cost (per silver equivalent oz)[2]	$ 6.58	$ 6.36	$ 7.50	$ 8.61	$ 9.00	$ 6.56	$ 8.82
Cash cost (per silver oz)[2]	$ 2.42	$ (2.59)	$ (5.20)	$ (0.62)	$ 0.75	$ 3.19	$ 0.15

1. "Silver equivalent production" include gold ounces produced and sold converted to a silver equivalent based on a ratio of the average market metal price for each period. The ratio for each of the periods presented was: Q2 2016 – 82, Q3 2016 – 74, Q4 2016 – 69, Q1 2017 – 71, Q2 2017 – 71
2. Non-IFRS measure, reconciliation on page 14.

During Q2 2017, Parral produced 278,230 silver equivalent ounces compared to 200,063 silver equivalent ounces in Q1 2017, an increase of 39%. Improvements to the heap leaching process made in November 2016 continue to take effect, with March marking the seventh consecutive month that production has increased. The Corporation expects to see continued increases in production in the near term. Compared to Q2 2016 production of 335,183 silver equivalent ounces, production is down 56,953 silver equivalent ounces. This is due to the decrease in stacking in late 2016 as improvements were made to the heap leaching and agglomeration process, where in Q2 2016 stacking and leaching was consistently stacked prior to the quarter. For the six months ended March 31, 2017 ("YTD 2017"), Parral produced 478,293 silver equivalent ounces compared to 566,436 silver equivalent ounces for the six months ended March 31, 2016 ("YTD 2016"). The decrease is attributed to the decrease in stacking, as well as the effects of a significant rainy season in the first quarter of 2017.

The Corporation stacked 360,326 tonnes on the heap leach pad at Parral in Q2 2017, compared to 233,699 tonnes stacked in Q1 2017. The increase is due to the focus on improving the agglomeration and leaching process in the prior quarter. Compared to Q2 2016, stacking decreased 179,639 tonnes. In the prior year, the material was being stacked using a less precise agglomeration technique, as well as having a higher stack height, which allowed the material to be stacked more quickly. The material in Q2 2017 was being stacked at a lower height, as well with a higher quality agglomeration to allow for better permeation of the heap by

the solution and additional stability, which was part of the process improvements implemented in November 2016. Year to date stacking has decreased for the same reason.

The Corporation placed approximately 425,000 recoverable silver equivalent ounces on the heap leach pad in Q2 2017, as compared to approximately 273,000 recoverable silver equivalent ounces on the leach pad in Q1 2017. The recoverable grade of the material stacked in Q2 2017 and Q1 2017 was approximately the same, as a result the decrease in stacked ounces coincides with the decrease in tonnage described in the previous paragraph. The decrease from 615,000 recoverable silver ounces placed in Q2 2016 is also due to the decrease in tonnes of material stacked, similarly the YTD decrease is due to this as well.

Cash costs per silver equivalent ounce increased slightly from $8.61 in Q1 2017 to $9.00 in Q2 2017. Compared to Q2 2016, costs per silver equivalent ounce increased by $2.42, from $6.58 to $9.00. YTD 2016 cash costs increased from $6.56 to $8.82 YTD 2017. The increase of both quarterly and year to date is attributed mainly to two factors: lower recoverable silver ounces stacked in the quarter, as well as the increased strength of cyanide. More cyanide per tonne of stacked tailings is being used compared to the prior year, as a result this has increased the gross cost of cyanide. The cost of cyanide per kilogram is comparable to the prior year. As there were significantly less recoverable ounces stacked on the pad in the quarter, and gross costs increased, it resulted in an increase in the cash cost per ounce.

Santa Gertrudis High Grade

In September 2016, GoGold began toll processing high grade material ("HGM") from the Santa Gertrudis property located at the Greta deposit. The ore located at surface contains high grade gold and is being mined and then shipped to a facility for toll processing. In Q1 2017, the ore was being shipped to a mill near Parral and processed under a toll milling arrangement. In Q2 2017, a toll processing agreement was entered into whereby the ore is shipped to a nearby facility which is able to process lower grade material than the prior mill was. As the ore is processed under a toll processing arrangement, there were no developmental costs incurred and the project was deemed to have entered commercial production upon commencement.

During the quarter ending March 31, 2017, a total of 2,057 ounces of gold and 573 ounces of silver were produced for a total of 144,543 silver equivalent ounces, which is a decrease from Q1 2017, where a total of 2,710 ounces of gold and 11,349 ounces of silver were produced for a total of 203,482 silver equivalent ounces. The decrease in production is attributed to time spent negotiating and formalizing the new processing agreement and as a result, for the majority of the quarter, material was being mined but not processed at the toll processing facility. Cash costs increased significantly, from $4.43 per silver equivalent ounce in Q1 2017 to $11.08 in Q2 2017, as a result of a decrease in grade of the ore from 9.8 g/t gold to 2.7 g/t gold. As this is a non-IFRS measure, a reconciliation is provided on page 14. There was no production from this project in the prior year.

Summary of Quarterly Results

Quarter ending	Revenue	Cost of Sales	General and Administrative	Net Income (Loss)	Total Assets	Shareholder's Equity	Net Income (Loss) per Share
Mar 31, 2017	$ 7,111	$ 5,024	$ 281	$ 610	$ 150,826	$ 90,694	$ .00
Dec 31, 2016	6,856	3,680	1,001	662	141,739	88,525	.00
Sep 30, 2016	2,654	1,811	1,590	(1,291)	140,651	88,098	(.01)
Jun 30, 2016	5,965	3,528	1,110	208	135,718	89,001	.00
Mar 31, 2016	5,081	3,532	918	(17,105)	129,906	82,710	(.10)
Dec 31, 2015	3,001	2,176	1,093	(2,349)	143,887	101,970	(.01)
Sep 30, 2015	5,023	3,134	554	(2,323)	140,596	103,856	(.02)
Jun 30, 2015	7,459	3,561	992	2,114	138,416	108,002	.01

In Q2 2017, revenue of $7,111 was recorded on 413,073 silver equivalent ounces sold at an average realized price of $17.21, an increase from revenue of $5,081 on 348,991 silver equivalent ounces sold at an average realized price of $14.56 in Q2 2016. The increase in price is attributed to the increase in market price of both silver and gold, while the increase in ounces sold follows the increase in production as explained previously. YTD 2017 saw revenue of $13,967 on total silver equivalent ounces sold of 827,014 at an average price per ounce of $16.89, compared to YTD 2016 revenue of $8,082 on 568,286 silver equivalent ounces sold at an average price per ounce of $14.22. The increase in ounces is attributed to the HGM project, while the price per ounce is attributed to world market price increases.

Cost of sales in Q2 2017 were $5,024, which consists of cash production costs of $4,048 and amortization and depletion of $976. This is an increase of $1,492 from Q2 2016, where costs of sales were $3,532 including cash costs of $2,295 and amortization of $1,237. The cash cost increase of 76% is attributed to the increase in ounces sold of 46%, as well as the increase in cash cost per ounce of 26%. Depreciation decreased as there is little depreciation associated with the HGM project given the material is toll processed and there was little capital required to begin mining. Depreciation associated with the Parral project was $3.54 per silver equivalent ounce in Q2 2016, comparable to $3.75 per silver equivalent ounce in Q2 2017.

On a year to date basis, cost of sales have increased from $5,708 in 2016 to $8,705 in 2017. Of the increase, $3,093 is associated with an increase in cash costs which is attributed to the increase in cash cost per silver equivalent ounce from $6.56 in 2016 to $8.25 in 2017, as explained previously. Depreciation did not increase in line with increased production, as the HGM project has little depreciation. Depreciation on a silver equivalent ounce basis associated with the Parral project was $3.48 in 2016, compared to $3.83 in 2017.

General and administrative expenses during the quarter ending Q2 2017 were $281 compared to $918 in Q2 2016. The decrease is attributed primarily to a decrease of bonus accruals of $500, as well as decreases in professional fees of $82 and stock based compensation expense of $53. General and administrative for the six months ended March 31, 2017 was $1,282, which is a decrease of $729 from 2016. The decrease is attributed to severance costs of $298 which were recorded in Q1 2016 related to senior management changes, as well as a decrease of bonus accruals in the current year of $500 as compared to the prior year.

In Q2 2017, GoGold generated net income of $610 compared to a net loss of $17,105 in Q2 2016. The net loss in Q2 2016 was impacted by an impairment of $20,030 which was recorded on the San Diego property – see the exploration and evaluation activities for additional detail. Q2 2016 also saw foreign exchange gains of $2,267 in the quarter, compared to $199 in Q2 2017. The foreign exchange gain in Q2 2016 is principally related to the appreciation of the Canadian dollar ("CAD") by 7% against the USD in the quarter. Given the parent entity GoGold Resources Inc. has a functional currency of CAD, the appreciation of the CAD against the USD causes foreign exchange gains on the USD-denominated long term debt. As the Corporation's reporting currency, USD, differs from the parent entity's functional currency, these foreign exchange gains

attributed to the debt are then offset by an equal loss in foreign currency translation which is recorded through other comprehensive income at the consolidated financial statement level. Q2 2017 saw tax expense of $1,034 as compared to a recovery of $395 in Q2 2016, as the Corporation was more profitable in the current period.

For the six months ended March 31, 2017, net income was $1,271, compared to a net loss of $19,453 in 2016. The majority of the variance is attributed to the San Diego impairment of $20,030 as discussed previously. The remaining variance is attributed to the operating income of $4,020 in YTD 2017 compared to $363 in 2016, as well as foreign exchange fluctuations – a gain of $960 in 2016 predominantly associated with the strengthening of the CAD against the USD, compared to loss of $326 in 2017, and tax expense of $1,753 in 2017 as compared to $51 in 2016 due to the increased profitability of the Corporation.

Shareholders' equity increased from $88,525 in Q1 2017 to $90,694 in Q2 2017 largely as a result of the net income of $610 and a $1,509 increase attributed to foreign currency translation differences recorded through other comprehensive income due to the strengthening of the Mexican Peso against the USD. The increase of $9,087 in total assets from $141,739 in Q1 2017 to $150,826 in Q2 2017 is attributed to an increase in inventories of $3,356 as the Corporation continues to stack more material on the heap leach pad than is being depleted from production. Exploration and evaluation assets also increased by $2,568 mainly as a function of non-cash foreign exchange gains recorded through other comprehensive income of $1,718, and trade receivables increased by $2,628.

EXPLORATION AND EVALUATION ACTIVITIES

The following table summarizes the exploration and evaluation costs incurred for the year on the Corporation's significant projects:

	San Diego	Santa Gertrudis
Cost at September 30, 2016	$ 213	$ 17,897
Additions	103	1,153
Foreign exchange adjustments	14	560
Cost at March 31, 2017	$ 330	$ 19,610

Santa Gertrudis Project

The Corporation's main exploration and evaluation project is currently the Santa Gertrudis project, located in Sonora, Mexico with management continuing to advance Santa Gertrudis to reestablish production. During Q4 2016, the HGM project achieved commercial production, see page 3 for discussion of this project which is located on the Santa Gertrudis property.

In October 2016, the Corporation began the construction of a vat leach plant, which is designed to treat ore at a rate of approximately 2,000 tonnes per day. This will allow field evaluation of the many ore types and deposits on the property which will aide in improving the operating process. The results of these large-scale tests will in turn provide input to an updated feasibility study of the property. The Corporation believes the scale of the proposed initial plant will allow sufficient cash flow to cover the full cost of the plant and the feasibility study program. Following expected successful evaluation, the project can then be easily scaled up by adding additional vats to achieve expected full commercial operation. Construction on the project was slowed in Q2 2017, as the Corporation focused on increasing production at Parral. Additions of $1,153 for the six months ended March 31, 2017 are associated with the construction costs for the vats, as well as with concession payments. There are also foreign exchange translation gains as the Santa Gertrudis operation's functional currency is Mexican pesos which improved against the US dollar in the current period.

The Corporation's Pre-Economic Assessment ("PEA") on the Santa Gertrudis property that upgraded the previous historic resource estimate to 810,000 ounces of gold indicated (23.3 Mt at 1.08 g/t gold) and 255,000 ounces gold inferred (7.7 Mt at 1.02 g/t gold) was released in September 2014 and was based on heap leaching technology. GoGold has since performed further preliminary metallurgical testing which indicated that cyanide vat leaching could be a viable alternative to conventional heap leaching with achieved vat gold recoveries in the low 80% range.

While the leaching mechanism is similar, the primary difference between heap and vat leaching is that heap leaching occurs on large pads which are exposed to the weather elements whereas vat leaching occurs in smaller, more controlled batches in concrete vats. Additional advantages to the method include lower investment risk, faster project development, more flexible processing, quicker revenue generation, increased gold recoveries, and a lower environmental footprint. As a result, management has opted to proceed with construction of a vat leach test facility.

On September 28, 2015 the Corporation announced that Santa Gertrudis continues to deliver numerous high grade gold intercepts in the proposed open pit zones. Highlights of the new holes drilled include intersects of 17 metres of 5.35 g/t gold in the Dora pit, 8 meters of 18.71 g/t gold including 5 metres of 29 g/t gold drilled at the Greta Ontario zone, and 13.7 Metres of 3.22 g/t gold in the Corral pit. The drilling was designed to confirm historic mineralization and tested targets in the immediate vicinity of the open pit resource in the PEA, which was released in September 2014, as discussed below.

On May 5, 2015, the Corporation announced that it had drilled numerous high grade gold drill holes in the proposed open pit zones at the Santa Gertrudis project. Significant drill holes include intercepts of 8.80 g/t gold over 37.6 metres as well as 6.79 g/t gold over 38.4 metres, which confirm the down dip high grade extension at the Dora Pit structure and also confirms that the oxide zone continues below the previously thought depth of the oxide mineralization. These holes confirmed the higher grades at the Dora structure and identified the material as mostly oxide. The past mining of the oxide material located immediately above this intercept had reported 75% recoveries on a conventional heap leach with a crush size of four inches. Additionally, other significant holes have been drilled at the Corral zone and Cristina zone with highlights that include 17 metres of 3.58 g/t gold at Corral and 31.4 metres of 1.18 g/t gold at Cristina. These three targets have been identified as the initial pits the Corporation could restart mining and should represent the first four years of feed.

The Santa Gertrudis project contains a former producing gold mine. As a past producer, the Santa Gertrudis Project has infrastructure in place including numerous pits already worked with haul roads in place to facilitate the commencement of mining activities. Approximately 565,000 ounces of gold were produced in the district from what is now part of the property between 1991 and 2000. A total of 8,244,000 tonnes at an average recovered grade of approximately 2.13 g/t gold were open pit mined from 22 sedimentary-rock-hosted, disseminated gold deposits. The Corporation acquired a 100% interest in the project when they purchased Animas Resources Ltd. in 2014.

San Diego Project

The San Diego project is located in Durango, Mexico. The property is 100% held by Minera Durango Dorada S.A. de C.V., which is a wholly-owned subsidiary of the Corporation. The project contains multiple geological exploration targets on which the Corporation has performed work, and numerous unexplored targets remain, providing potential for long term exploration upside. This well-established mining region features supportive local inhabitants, cooperative local and district governments, and existing infrastructure including local workforce, power to property, road access, accommodations and water.

In the quarter ending March 31, 2016 all projects and assets were reviewed by management and as a result of this review, the Corporation dropped the claims from two of the deposits on the San Diego property (Chispa and Las Europas) and only retained the claims for the Breccia Hill deposit.

Liquidity and Capital Resources

The Corporation's objective when managing capital is to maintain adequate levels of funding to support the acquisition, exploration and development of resource properties and maintain the necessary corporate and administrative functions to facilitate these activities. This is done primarily through equity financing, debt, and funds from operations. Future financings are dependent on market conditions and there can be no assurance the Corporation will be able to raise funds in the future. The Corporation invests all capital that is surplus to its immediate operational needs in high interest savings accounts.

Working Capital

A summary of the Corporation's working capital is as follows:

	Mar 31, 2017	Sept 30, 2016
Current assets	$ 29,370	$ 29,662
Current liabilities	14,319	48,703
Working capital (deficiency)	$ 15,051	$ (19,041)

At September 30, 2016, the Corporation had a working capital deficiency of $19,041, which improved to a working capital position of $15,051 as of March 31, 2017. As explained further in the debt section below, the debt outstanding on the senior revolving credit facility was required to be classified as a current liability at September 30, 2016 as certain financial covenants of the debt agreement were violated for which a conditional waiver was obtained. The waiver conditions were met as of November 3, 2016, and the debt was reclassified to non-current. The Corporation's forecasts use various assumptions and estimates which are subject to fluctuation. Management expects the current amount of working capital, funds from ongoing operations, and the available funds from the credit facility to be sufficient to fund the operations of the Corporation.

Debt

On July 21, 2015, the Corporation entered into a $50,000 senior revolving credit facility with a Canadian chartered bank ("the Bank"). The facility bears interest at LIBOR plus 2.00% to 3.25%, depending on the leverage ratio of the Corporation, matures on July 21, 2018, and may be extended upon mutual agreement by both parties. No principal payments under the facility are due until the maturity date. The credit facility is secured by a first charge over all the Corporation's assets.

The credit facility has covenants that include a debt leverage ratio (for which debt is compared to EBITDA as defined in the credit facility agreements; excluding most significant non-cash and non-recurring items), an interest coverage ratio (defined as the ratio of EBITDA to interest expense), and a minimum level of tangible net worth of $65.6 million plus 50% of aggregate net income from April 1, 2015 and onward.

On November 17, 2016, the Bank amended the credit facility by resetting the rolling four quarters as of December 31, 2016 in the calculation of the debt leverage ratio and interest coverage ratio. For the quarter ending March 31, 2017, the calculation was based on the year to date EBITDA multiplied by two, and for the quarter ending June 30, 2017, the calculation will be based on the year to date EBITDA multiplied by four and divided by three.

The Corporation is required to ensure at all times that the debt leverage ratio, determined on a rolling four quarter basis, does not exceed 3.5 to 1, and the interest coverage ratio, defined as the ratio of EBITDA to interest expense, determined on a rolling four quarter basis equals or exceeds 4.5 to 1. At March 31, 2017, the Corporation was in compliance with the financial covenants of the credit facility.

During the three and six months ended March 31, 2017, the Corporation drew $5,000 and $2,000 (2016 - $4,000 and $8,000) under the facility. As of March 31, 2017, the Corporation had drawn $42,500 (September 30, 2016 - $35,500). In the event the Corporation is not in compliance with any of the covenants under the credit facility, its ability to borrow funds may be restricted or the Bank may demand repayment. Subsequent to quarter end, the Corporation drew an additional $2,000 on the facility.

Contractual Obligations

A summary of the Corporation's contractual obligations at March 31, 2017 is as follows:

	2017	2018	2019	2020	2021
Land payments - San Diego	$ 50	$ 50	$ -	$ -	$ -
Minimum royalty and land payments – Parral	369	1,006	1,006	1,006	1,006
Land payments - Santa Gertrudis	183	183	183	183	183
Debt principal payments	-	42,500	-	-	-
Trade and other payables	12,280	-	-	-	-
	$ 12,882	$ 43,739	$ 1,189	$ 1,189	$ 1,189

Outstanding Share Data

As at March 31, 2017, the Corporation had a total of 171,376,481 common shares with a carrying amount of $140,885, 4,720,000 stock options, and 4,480,539 warrants issued and outstanding. Comparative figures for September 30, 2016 were 171,376,481 common shares with a carrying amount of $140,885, and 4,025,000 stock options, and 4,480,539 warrants issued and outstanding.

As of the date of this document, the Corporation has 171,376,481 common shares, 4,720,000 stock options, and 4,480,539 warrants issued and outstanding.

Off-Balance Sheet Arrangements

At the date of this document, the Corporation had no material off-balance sheet arrangements.

Critical Accounting Estimates and Change in Accounting Policies

Accounting Estimates

The preparation of the financial statements requires the Corporation's management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Judgement is used mainly in determining whether a balance or transaction should be recognized in the consolidated financial statements. Estimates and assumptions are used mainly in determining the measurement of recognized transactions and balances. However, judgement and estimates are often interrelated. Actual results may differ from these estimates.

The critical estimates and judgments applied in the preparation of the Corporation's Condensed Consolidated Interim Financial Statements for the three and six months ended March 31, 2017 are consistent with those applied and disclosed in the Corporation's Consolidated Financial Statements for the year ended September 30, 2016. For details of these estimates and judgments please refer to the Corporation's Consolidated Financial Statements and Management's Discussion and Analysis for the year ended September 30, 2016, which are available on the Corporation's website at www.gogoldresources.com or on SEDAR at www.sedar.com.

Change in Accounting Policies

The Corporation has not adopted any new accounting standards or amendments to accounting standards in the current fiscal year.

Financial Instruments and Other Risks

Financial Instruments

The fair values of the Corporation's financial instruments are considered to approximate the carrying amounts. Levels 1 to 3 fair values are defined based on the degree to which fair value inputs are observable or unobservable, as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 inputs are based on inputs which have a significant effect on fair value that are observable, either directly or indirectly from market data; and
- Level 3 inputs are unobservable (supported by little or no market activity).

The following table provides the disclosures of the fair value and the level in the hierarchy for financial instruments recorded at fair value:

(in thousands USD)	**March 31, 2017**		**September 30, 2016**	
	Level 1	Level 2	Level 1	Level 2
Cash	$ 1,032	-	$ 2,091	-
Financial liabilities at fair value through profit and loss:				
Derivative asset	-	$ 54	-	-
Derivative liabilities	-	614	-	$ 867

For derivative contracts, the Corporation obtains a valuation of the contracts from counterparties of those contracts or performs valuations internally. The Corporation assesses the reasonableness of these valuations through internal methods and third party valuations. The Corporation then calculates a debt valuation adjustment or a credit valuation adjustment by considering the risk of nonperformance by the counterparties

and the Corporation's own credit risk. Valuations are based on forward rates considering the market price, rate of interest and volatility, and take into account the credit risk of the financial instrument, and are therefore classified within Level 2 of the fair value hierarchy.

Risk

There were no changes in the Corporation's exposure to risks and other uncertainties, including those related to the mining industry in general or as described in the Corporation's Annual Information Form for the year ended September 30, 2016, during the first six months of fiscal 2017. Additional detail on risks and uncertainties is discussed in the Corporation's Annual Information Form dated December 14, 2016, a copy of which may be obtained on the SEDAR website at www.sedar.com, as well as other continuous disclosure materials filed from time to time with Canadian securities regulatory authorities.

The Corporation's financial risk exposures and the impact on the Corporation's financial instruments are summarized below:

Commodity price risk:
The profitability of the Corporation's mining operations will be significantly affected by changes in the market price for gold and silver ("Metal"). Metal prices fluctuate on a daily basis and are affected by numerous factors beyond the Corporation's control. The supply and demand for Metal, the level of interest rates, the rate of inflation, investment decisions by large holders of Metal, including governmental reserves, and the stability of exchange rates can all cause significant fluctuations in Metal prices. Such external economic factors are in turn influenced by changes in international investment patterns and monetary systems, and political developments.

Credit Risk:
The Corporation's credit risk is primarily attributable to cash, input tax recoverable and trade receivables. Input tax recoverable consists of harmonized sales tax due from the Federal Government of Canada of $63 and value added tax from the Federal Government of Mexico of $8,178. Exposure on trade receivables is limited as all receivables are with customers who the Corporation has strong working relationships with. Management believes the risk of loss with respect to financial instruments consisting of cash, input tax recoverable and trade receivables to be low.

Foreign Currency Risk:
The Corporation's major purchases are transacted in Canadian dollars, US dollars, and Mexican Pesos. The Corporation funds certain operations, exploration and administrative expenses in Mexico using US dollar and Mexican Peso currency converted from its Canadian and US dollar bank accounts held in Canada. As GoGold Resources Inc., the parent corporation, has a functional currency of Canadian dollars, net liabilities held in US dollars are affected by foreign exchange fluctuations and will affect the Corporation's net income. At March 31, 2017, GoGold Resources Inc. had net monetary liabilities in US dollars of $42,089 (September 30, 2016 – $33,477), for which a 10% change in US exchange rates would change net income by approximately $4,209, which would then be offset by a corresponding change recorded through foreign currency translation differences recorded through other comprehensive income. At March 31, 2017, the Corporation had net monetary liabilities in Mexican Pesos of approximately $4,689 (September 30, 2016 - $2,476), for which a 10% change in Mexican Peso exchange rates would change net income by approximately $469.

Interest Rate Risk:
The Corporation has cash balances and interest-bearing debt. The Corporation's current policy is to invest excess cash in Canadian bank high interest savings accounts. The long term debt as detailed on page 9 bears interest based on the LIBOR rate, for which a 1% increase or decrease would result in an increase or decrease of annual interest expense of $425.

Liquidity Risk:

The Corporation's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at March 31, 2017, the Corporation had cash balances of $1,032 (September 30, 2016 - $2,091) for settling current liabilities of $14,309 (September 30, 2016 - $48,703). Current liabilities at September 30, 2016 included $35,077 of debt which was classified as current at September 30, 2016 as the Corporation was in violation of a covenant at that date. As the covenants were met at March 31, 2017, the debt has been reclassified as long term.

The Corporation's senior revolving credit facility has financial covenants (see page 9), which are dependent on the financial results of the Corporation. Should the Corporation not achieve planned financial results, it may violate one or more covenants. The Corporation arranged for amendments to financial covenants during the quarter ended December 31, 2016 in order to remain in compliance with the terms of the facility. In the event the Corporation violates any of the covenants under the credit facility and is unable to obtain amendments or waivers from the lenders its ability to borrow funds may be restricted or the lenders may demand repayment.

Derivatives

As at March 31, 2017, the Corporation held foreign exchange option contracts to protect against the risk of the Mexican Peso ("MXN") strengthening against the USD within a certain range. The option contracts settle monthly and are for the purchase of 10,000,000 MXN per month and the sale of USD at a call option price of $1.00 USD to 19.00 MXN and a put option of $1.00 USD to 20.26 MXN. The contracts were entered into on September 16, 2016 and began on October 1, 2016 and expire on September 29, 2017. The Corporation had similar contracts during the prior year for the purchase of 8,000,000 MXN per month and the sale of USD at a call option price of $1.00 USD to 15.80 MXN and a put option of $1.00 USD to 17.01 MXN which began on September 1, 2015 and expired on August 31, 2016. These contracts had a fair value of $54 as of March 31, 2017 (September 30, 2016 – liability of $63), all of which has been recognized in net income.

The Corporation, through its subsidiary Coanzamex, has an agreement which was renegotiated in the three months ending December 31, 2015 and finalized in January 2016 with the Municipality of Parral, Mexico ("Town") to mine and process tailings material for precious metal recovery. With the renegotiated agreement, the Corporation eliminated a 12% net profit royalty and increased the monthly royalty payment from $30 to a minimum of $48 per month to the Town which increases based on the market average silver price. As the monthly royalty payment increases based on the market average silver price, from a minimum of $48 per month to a maximum of $88 per month, this is accounted for as an embedded derivative liability. The fair value of the liability has been accounted for using a Monte Carlo simulation based on the spot price of silver at March 31, 2017 of $18.06 (September 30, 2016 of $19.48), as well as the historical volatility of silver market prices. The fair value of the liability under this method at March 31, 2017 was $614 (September 30, 2016 - $804).

NON-IFRS MEASURES

The following provides a reconciliation of cash cost per silver equivalent ounce, cash cost per silver ounce net of gold credits, and all in sustaining costs per silver equivalent ounce to the consolidated financial statements. Cash costs and all in sustaining costs are calculated in line with guidance provided by the World Gold Council. These non-IFRS measures are used as these terms are typically used by mining companies to assess the level of gross margin available by subtracting these costs from the unit price realized during the period. These non-IFRS terms are also used to assess the ability of a mining company to generate cash flow from operations. There may be some variation in the method of computation of these metrics as determined by the Corporation compared with other mining companies.

Cash Cost Reconciliation - Combined	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	YTD 2016	YTD 2017
Production costs, except amortization and depletion[1]	$ 2,295	$ 2,220	$ 1,341	$ 2,773	$ 4,048	$ 3,729	$ 6,822
Silver equivalent ounces sold	348,991	348,747	139,948	413,941	413,073	568,283	827,014
Cash cost per silver equivalent ounce, Combined	**$6.58**	**$6.36**	**$9.58**	**$6.70**	**$9.80**	**$6.56**	**$8.25**
Total cash costs, per above	2,295	2,220	1,341	2,773	4,048	3,729	6,822
General and administrative costs	918	1,110	1,590	1,001	281	1,713	1,242
Sustaining capital expenditures	-	-	-	-	509	-	509
Accretion expense	14	15	14	18	20	29	38
All in sustaining costs	3,227	3,345	2,945	3,792	4,858	5,471	9,073
Silver equivalent ounces sold	348,991	348,747	139,948	413,941	413,073	568,283	827,014
AISC per silver equivalent ounce, Combined	**$9.25**	**$9.59**	**$21.04**	**$9.16**	**$11.76**	**$9.63**	**$10.41**

1. In Q4 2016, an adjustment was made to heap leach stacked grades which decreased production costs in Q2 2016 by $69 compared to the Q2 2016 quarterly financial statements and a decrease of $192 in Q3 2016 compared to the Q3 2016 quarterly financial statements.

Cash Cost Reconciliation - Parral	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	YTD 2016	YTD 2017
Production costs, except amortization and depletion[1]	$ 2,295	$ 2,220	$ 1,341	$ 2,773	$ 4,048	$ 3,729	$ 6,822
Production costs attributed to HGM project	-	-	(465)	(836)	(1,752)	-	(2,588)
Total cash costs, Parral[1]	2,295	2,220	876	$ 1,937	$ 2,296	$ 3,729	$ 4,234
Silver equivalent ounces sold	348,991	348,747	116,748	224,990	255,017	568,283	480,007
Cash cost per silver equivalent ounce, Parral	**$6.58**	**$6.36**	**$7.50**	**$8.61**	**$9.00**	**$6.56**	**$8.82**
Total cash costs, per above	2,295	2,220	876	1,937	2,296	3,729	4,234
Gold sales	(1,740)	(2,713)	(1,158)	(1,999)	(2,202)	(2,469)	(4,201)
Total cash costs, net of gold sales	555	(493)	(282)	(62)	94	1,260	33
Silver ounces sold	229,372	189,993	54,272	100,675	124,804	395,173	225,479
Cash cost per silver ounce, net of gold credits, Parral	**$2.42**	**$(2.59)**	**$(5.20)**	**$(0.62)**	**$0.75**	**$3.19**	**$0.15**

1. In Q4 2016, an adjustment was made to heap leach stacked grades which decreased production costs in Q2 2016 by $69 compared to the Q2 2016 quarterly financial statements and a decrease of $192 in Q3 2016 compared to the Q3 2016 quarterly financial statements.

Cash Cost Reconciliation – Santa Gertrudis HGM	Q4 2016	Q1 2017	Q2 2017	YTD 2017
Production costs, except amortization and depletion	$ 1,341	$ 2,773	$ 4,048	$ 6,822
Production costs attributed to Parral	(876)	(1,937)	(2,296)	(4,234)
Total cash costs, Santa Gertrudis HGM	465	836	1,752	2,588
Silver equivalent ounces sold	23,200	188,951	158,057	347,008
Cash cost per silver equivalent ounce, HGM	**$20.03**	**$4.43**	**$11.08**	**$7.46**

Cash cost per silver ounce, net of gold credits is not included as a non-IFRS measure for HGM as the project mainly produces gold, and as a result the metric is not a reasonable measure.

Internal Controls over Financial Reporting

There have been no changes in the Corporation's internal control over financial reporting during the quarter ended March 31, 2017 that have materially affected, or are reasonably likely to materially affect, the Corporation's internal controls over financial reporting.

Future Outlook

The Corporation intends to focus on increasing production at Parral, constructing the vat leach facility at Santa Gertrudis and continue processing ore from the HGM project. As well, the Corporation intends to continue investigating projects that meet its criteria of being advanced, capable of producing at a low all-in cost and of being developed in a short time frame.

Forward-Looking Statements

Certain information included in this discussion may constitute forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "estimates", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Examples of such statements include the intention to complete an acquisition or disposition or financing transaction, the Corporation's plans for its mineral projects, and reference to the Corporation's internal forecasts. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this document. Such forward-looking statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to: the ability of the Corporation to obtain necessary financing, satisfy conditions under any acquisition agreement, or satisfy the requirements of the Toronto Stock Exchange with respect to an acquisition; consumer interest in the Corporation's services and products; competition; and anticipated and unanticipated costs. The forward-looking statements contained in this document are made as of the date of this document and the Corporation does not undertake to update publicly or revise the forward-looking information contained in this document, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. These forward-looking statements should not be relied upon as representing the Corporation's views as of any date subsequent to the date of this document. Although the Corporation has attempted to identify factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements include exploration and development risks, the failure to establish estimated mineral resources or mineral reserves, volatility of commodity prices, variations of recovery rates and global economic conditions. The factors identified above are not intended to represent a complete list of the factors that could affect the Corporation. Additional factors are noted under "Risk Factors" in the Corporation's Annual Information Form for the year ended September 30, 2016, a copy of which may be obtained on the SEDAR website at www.sedar.com, as well as other continuous disclosure materials filed from time to time with Canadian securities regulatory authorities.

Any financial outlook or future-oriented financial information in this document, as defined by applicable securities legislation, has been approved by management of the Corporation as of the date of this document. Such financial outlook or future-oriented financial information is provided for the purpose of providing information about management's current expectations and plans relating to the future. Readers are cautioned that such outlook or information should not be used for purposes other than for which it is disclosed in this document.

TECHNICAL INFORMATION

Mr. Terence F. Coughlan, P.Geo, Chairman of the Board of Directors of the Corporation, who is a qualified person as defined by National Instrument 43-101, *Standard of Disclosure for Mineral Projects*, is responsible for, and has reviewed and approved, the scientific and technical information contained in this document.

OTHER INFORMATION

Additional information regarding the Corporation, including the Corporation's Annual Information Form dated December 14, 2016, is available on SEDAR at www.sedar.com.

Dated: May 9, 2017