Form 51-102F1

Management's Discussion & Analysis for the three months ended September 30, 2013

DATE: November 20, 2013

The following Management's Discussion and Analysis ("MD&A") is a review of the operations, current financial position and outlook of Gold Bullion Development Corp. ("Gold Bullion" or the "Company"), and it has been prepared by management and should be read in conjunction with the interim condensed consolidated financial statements of Gold Bullion for the three months ended September 30, 2013, and the related notes thereto, which are prepared in accordance with International Financial Reporting Standards ("IFRS"). The discussion covers the three months ended September 30, 2013 and up to the date of filing of this MD&A. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. All amounts are stated in Canadian dollars unless otherwise indicated.

FORWARD-LOOKING INFORMATION

This MD&A contains certain forward-looking statements and information relating to the Company that are based on the beliefs of its management as well as assumptions made by and information currently available to the Company. When used in this document, the words "anticipate", "believe", "estimate", "expect" and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital, the estimated cost and availability of funding for the continued exploration and development of the Company's exploration properties. Such statements reflect the current views of the Company with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Aside from factors identified in the annual MD&A, additional important factors, if any, are identified here.

DESCRIPTION OF BUSINESS

Gold Bullion Development Corp. is a junior natural resource company whose business is to seek out exploration opportunities with a focus on the Granada Gold Mine in Rouyn-Noranda, Québec. Operations are conducted either directly or through consulting agreements with third parties. The Company finances its properties by way of equity or debt financing or by way of joint ventures. Additional information is provided in the Company's interim condensed consolidated financial statements for the three months ended September 30, 2013, and the Company's audited consolidated financial statements for the year ended June 30, 2013. These documents are available on SEDAR at www.sedar.com. The Company also maintains a website at www.goldbulliondevelopmentcorp.com.

The Company is a reporting issuer in the Provinces of British Columbia and Alberta, and trades on the TSX Venture Exchange under the symbol GBB, the US OTC market under the symbol GBBFF and the Frankfurt Stock Exchange under the symbol B6D-FRA.

The Company's head office is located at Suite 1005, 1155 René Lévesque Blvd., West, Montreal, Quebec, H3B 2J2.

CORPORATE

Financing

On May 9, 2011, pursuant to a private placement, the Company issued 7,142,770 flow-through common shares at $0.61 per share for gross proceeds of $4,357,090 and 833,333 units at $0.51 per unit for gross proceeds of $425,000 for total gross proceeds of $4,782,090. Each unit consists of one common share and one-half of a transferable share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share for a period of one year from the date of issuance, at a purchase price of $0.69 per share. The fair value of the warrants was determined, using the Black-Scholes option pricing model, to be $22,083. In connection with the private placement, the Company paid total cash commissions of $350,710.

On December 21, 2011, the Company, pursuant to a private placement, issued 19,109,957 "flow-through" units at a price of $0.18 per unit, for gross proceeds of $3,439,792, and 5,718,175 units at a price of $0.16 per unit, for gross proceeds of $914,908.

On December 29, 2011, the Company, pursuant to a private placement issued 3,405,000 "flow-through" units at a price of $0.18 per unit, for gross proceeds of $612,900.

Each of the 19,109,957 and 3,405,000 "flow-through" units is comprised of one common share and one-half of a common share purchase warrant. Each full warrant entitles its holder to acquire one additional common share of Gold Bullion at a price of $0.22 for twelve months.

Each of the 5,718,175 units is comprised of one common share and one common share purchase warrant. Each warrant entitles its holder to acquire one additional common share of Gold Bullion at a price of $0.20 for twelve months.

In connection with the private placement, Gold Bullion paid a cash commission of $323,192 to various securities dealers and exempt market dealers, an amount equal to 8% of the gross proceeds raised through such dealers. In addition, Gold Bullion issued a finder's fee to various securities dealers and exempt market dealers entitling them to purchase a number of common shares of Gold Bullion equal to 8% of the aggregate number of "flow-through" units and units sold through such dealers in the private placement. The compensation options entitle holders to acquire 1,590,833 common shares of Gold Bullion at $0.18 per share and 12,504 common shares of Gold Bullion at $0.16 per share for a period of twelve months.

On April 24, 2012, pursuant to a private placement, the Company issued 8,133,227 "flow-through" units at $0.15 per share for gross proceeds of $1,219,984. Each unit consists of one flow-through common share and one-half of a transferable share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share for a period of twelve months from the date of issuance, at a purchase price of $0.175 per share.

In connection with the private placement, Gold Bullion paid a finder's fee of $87,999 and issued 586,658 non-transferable share purchase warrant to Meadowbank Asset Management Inc. Each warrant entitles the holder to purchase one common share for a period of twelve months from the date of issuance, at a purchase price of $0.175 per share.

On November 12, 2012, the Company issued 300,000 common shares valued at $34,500 ($0.115 per share) pursuant to the November 22, 2010 agreement to acquire 174 mining claims in the Company's Granada property.

On November 30, 2012, pursuant to a non-brokered private placement, the Company issued 16,231,066 units at $0.15 per unit and on December 27, 2012, 3,333,334 units at $0.15 to raise gross proceeds of $2,934,660. Each unit consists of one common share and one-half of a transferable share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share for a period of one year from the date of issuance, at a purchase price of $0.18 per share. The fair value of the warrants was determined, using the Black-Scholes option pricing model, to be $152,910. In connection with the Private Placement, the Company paid finder's fees of $235,813 and issued 1,511,818 non-transferable broker warrants to the respective finder. Of these broker warrants, 266,666 will entitle the holder to purchase 266,666 common shares for a period of one year from the date of issuance, at a purchase price of $0.15 per share and 1,245,152 broker warrants will entitle the holder to purchase 1,245,152 units for a period of one year from the date of issuance, at a price of $0.15 per unit. Each unit consists of one common share and one-half of a warrant. Each whole warrant will entitle its holder to acquire one common share at a price of $0.18. The fair value of the broker warrants was determined, using the Black-Scholes option pricing model, to be $54,427.

On October 21, 2013, the Company closed a non-brokered private placement financing by the issuance of 13,857,200 units (the "Units") at a purchase price of $0.07 per Unit for gross proceeds of $970,004. Each Unit consists of one flow-through common share in the capital of the Company and one-half of a non-transferable share purchase warrant. Each whole warrant entitles the holder to purchase one non-flow-through common share in the capital of the Company on or before April 21, 2015, at a purchase price of $0.10 per share. In connection with the private placement, the Company paid finders' fees consisting of $72,000.32 in cash and issued 514,288 non-transferable broker warrants, each broker warrant exercisable into one common share in the capital of the Company on or before April 21, 2015 at a purchase price of $0.10 per share.

CORPORATE CEASE TRADE ORDERS OR BANKRUPTCIES

Other than as described below, none of the directors, officers or promoters of the Company are, or within the past ten years prior to the date hereof have been, a director, officer, or promoter of any other issuer that, while that person was acting in that capacity:

(a) was subject to a cease trade or similar order or an order that denied the issuer access to any statutory exemptions for a period of more than 30 consecutive days; or

(b) was declared bankrupt or made a voluntary assignment in bankruptcy, made a proposal under any legislation relating to bankruptcy or insolvency or been subject to or instituted any proceedings, arrangements or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of the person.

On November 6, 2008, a cease trade order was issued by the British Columbia Securities Commission for the Company's failure to file its annual audited financial statements, and management discussion and analysis, for the year ended June 30, 2008. The cease trade order was revoked on December 9, 2008 and the Company's shares were reinstated for trading on February 18, 2009 after the Company met TSX Venture Exchange requirements. Frank Basa, Jacques Monette and Roger Thomas, directors of the Company, were directors of the Company at this time.

On September 6, 2011, a cease trade order was issued by the Quebec Securities Commission for failure to file its annual audited financial statements, and management discussion and analysis, for the year ended April 30, 2011 to Excel Gold Mining Inc. ("Excel"). Jacque Monette, a director of the Company, is also a director of Excel. On September 7, 2011, a similar cease trade order was issued by the British Columbia Securities Commission and on December 20, 2011 a cease trade order was issued by the Alberta Securities Commission. Excel was subsequently delisted from the TSX Venture Exchange on October 11, 2012.

On August 31, 2012, Landdrill International Inc. ("Landdrill") announced that it had obtained an initial order from the New Brunswick Court of Queen's Bench under the Companies Creditor Arrangement Act and effective October 12, 2012, a cease trade order was issued against Landdrill by the New Brunswick Securities Commission for failure to file its interim financial statements, and management discussion and analysis, for the period ended June 30, 2012. In addition, effective October 12, 2012, Landdrill's securities were suspended from trading by the TSX Venture Exchange. Jacque Monette and Ronald Goguen, directors of the Company, are also directors and officers of Landdrill.

Annemette Jorgensen, a director of the Company, filed a consumer proposal under Section 66.38 of the *Bankruptcy and Insolvency Act* (Canada) on February 13, 2001. The proposal was discharged and a Certificate of Full Performance of Consumer Proposal was granted on January 19, 2004.

EXPLORATION AND EVALUATION PROJECTS

Granada Property

In total, the Company currently retains rights to 2 mining leases and 278 mining claims for a cumulative total of 11,598.03 hectares. The mining leases are subject to a 2% GMR, of which half may be purchased for $1,000,000 and a 1% NSR and 23 of the mining claims are subject to a 1% NSR. Additionally, there is a 2% NSR on 4 properties optioned from the D2D3 Group ("D2D3") in 2010, half of which may be purchased for $1,000,000.

The Granada deposit is a quartz-vein mesothermal gold deposit hosted by late Achaean Timiskaming sedimentary rock and younger syenite porphyry dykes. The dykes belong to a late tectonic suite that hosts the mesothermal gold mineralization in the Kirkland Lake and Timmins gold camps in Ontario and in Duparquet, north of Rouyn-Noranda, in Quebec.

Gold mineralization is hosted by east-west trending smokey grey, fractured quartz veins and stringers. Free gold occurs at vein margins or within fractures of the quartz veins or sulphides. Late northeasterly-trending, sigmoidal faults also host high-grade gold mineralization.

As of November 2013, mineralization at the Granada gold mine remains open in all directions. The Company processed a bulk sample of 140,000 tonnes in 2007 from an open pit at the Granada site of which 30,000 tonnes was milled using an on-site mill. The average gold grade from this large sample was 1.62 grams per tonne with a 90-per-cent rate of recovery realized. The waste from this bulk sample, along with stockpiled waste from past bulk sampling programs from previous operators at Granada, was also assayed returning a grade of 1.75 g/t gold. These results confirmed the presence of gold mineralization between the known individual east-west trending vein structures. All core is being analyzed to determine whether there is sufficient grade between the higher-grade vein structures to allow for bulk, open pit extraction.

The first four phases of the drill campaign have been completed with just under 90,000 metres drilled since December 2009. A table of highlights from all drilling can be found on the company's website: www.goldbulliondevelopmentcorp.com

An updated Resource Estimate and Preliminary Economic Assessment (PEA) Technical Report was released February 4, 2013 (effective December 21, 2012) by SGS Geostat which outlined a preliminary resource of 1.6 million ounces gold at 1 gram per tonne in the M & I categories and 1 million ounces in the inferred category, detailed as in situ measured resource of 946,000 ounces (28.735 million tonnes grading 1.02 g/t), indicated resource of 659,000 ounces (18.740 million tonnes grading 1.09 g/t) and an inferred resource of 1,033,000 ounces gold (29.975 million tonnes grading 1.07 g/t Au) using a cut-off grade of 0.40 g/t. The Company is now targeting an additional 1 to 2 million ounces grading 3 to 4 grams per tonne within 10 to 15 million tonnes to this total (as press released November 26, 2012) with subsequent drill programmes.

In February 2013 (effective December 21, 2012) the company released its first preliminary economic assessment (PEA) with a proposed combination of open pit and underground operations. The 43-101 compliant PEA was prepared by SGS Canada based on the measured, indicated and inferred resource numbers released in November 2012 and updated in December 2012.

PEA Highlights are stated in the company's Press Release dated December 21, 2012 and the full report is available on the company's website (http://www.goldbulliondevelopmentcorp.com) as well as on SEDAR (www.sedar.com).

The Company is currently working on completing a Prefeasibility Study (PFS). The PFS is being managed and completed by SGS Canada along with several independent consultants as needed. SGS Mineral Services - Lakefield in Canada and Gekko Systems based in Australia will conduct metallurgical test work for process plant flow sheet optimization. Roche Ltée, Groupe-conseil has also been retained and will be responsible for all aspects of environmental and permitting work while C.C. Consultants will be advising on matters pertaining to social responsibility and local community communications. SGS Geostat's role is to oversee management of the entire project.

The Company completed the 450-metre trenching program during the summer of 2013 that was undertaken to further evaluate the near-surface mineralized zones of the potential open pit at the Granada Gold Mine. Assays from channel samples taken from the trenched areas varied from 22.42 grams per tonne Au over 1.04 metres to 0.01 grams per tonne Au over 0.82 metres. The higher grades were from samples in the eastern section of the extended LONG Bars zone.
Significant visible gold was also encountered very near surface at a depth of 10 centimetres in the western area of trenching.

The Company is making steady progress on its environmental studies and tests. In addition to the base line study, the Company conducted packer tests for the hydrological study - an additional requirement for the Certificate of Authorization (CofA). The packer test is meant to test permeability of the rock by sections using boreholes with resulting data used for the hydrogeological modelling of the open pit, for dewatering and for impact of potential water draw down on neighbouring water wells.

Gold Bullion's management is extremely pleased with the exploration results to date. The expansion of mineralized zones through drilling, coupled with the positive results from bulk sampling, leaves the company confident its objective of defining an economic, bulk-tonnage gold deposit amenable to open-pit mining is increasingly probable with each step forward.

As of September 30, 2013, the Company has expended $23,277,648 on this project (June 30, 2013 - $22,932,353).

Castle Silver Mine Property

The Castle Silver Mine Property encompasses a 100% interest in 34 Mining Leases and 2 Mining Licenses of Occupation located in the Haultain and Nicol Townships of Ontario covering a total of 564.41 hectares. This core property is subject to a sliding scale royalty on silver production. This starts at 3% when the price of silver is US$15 or lower per troy ounce and rises up to 5% when the price of silver is greater than US$30 per troy ounce. There is also a 5% gross overriding royalty (GOR) on the sale of products derived from the property with a minimum annual payment of $15,000 in the form of royalties on all future production from the property. The company recently staked an additional 15 claims consisting of 168 16-ha claim units adding significantly to the existing land package with holdings now up to 3,252 ha – a nearly six-fold increase from the original 564 ha acquired in 2006.

The former-producing mine was operated at various times since 1917 producing a total of 692,302,483 grams (22,257,871 oz) silver from the No. 3 shaft as reported in a press release dated April 11, 2011. This included production by Agnico-Eagle Mines Ltd. from 1979 to 1989, which came to 101,024 tonnes milled; 91,421,294 grams silver; 34,597 kilograms cobalt; and 10,180 kilograms copper. Operations were shut down in 1989 due to low silver prices.

More recently, as reported in a press release dated August 25, 2011, Castle Silver drilled a significant intersection of 3.09m grading 6476 g/tonne Ag in hole CA1108; one of 12 holes forming part of the 6000m winter drill program in 2011.

As part of the recent staking in Haultain Township, two existing geological trends were targeted:

• A potential north-south trending Nipissing diabase intrusive - the typical host rock for Ag-Co-Ni deposits of Gowganda mining camp. The staking of this diabase trend includes two north-south trending faults: the McRae Fault and the Mire Lake Fault.

• A potential gold trend along the east-west-trending Bloom Lake Fault to follow up on a recent, significant gold discovery located approximately 7 km south of the Bloom Lake Fault.

Potentially significant quartz float northwest of Castle adit was identified south of the Bloom Lake Fault within the Montreal River Provincial Park. This float supports the potential of a quartz vein system in the staked ground east of the Montreal River Provincial Park along the Bloom Lake Fault.

In Nicol Township, an additional 2 claims consisting of 3 claim units were staked. These claims are in close proximity to the historic O'Brien Mine (1,267,059,144 g (40,736,585 ounces) Ag production to the end of 1969 as reported in a 1978 Ontario Geological Survey Report 175) and incorporate the Castle #1 shaft. The workings of the O'Brien Mine and the Castle #1 Mine are interconnected. These new claims fill gaps within Castle Silver's mining lease fabric making exploration of these isolated claims more practical.

Gold Bullion carried out a total of 6,842.38 m of diamond drilling on the Castle Silver Mine Property between February and July 2011. A total of twelve holes, NQ size core, were drilled. The program successfully identified multiple new vein structures, the most significant being a silver-cobalt vein in hole CA11-08 with a weighted average of 6,476 g/t Ag over 3.09m. Additional surface and down-the-hole geophysical work is planned prior to further follow-up diamond drilling.

A technical report dated August 15, 2011 with respect to the Castle Silver Mine Property is available on SEDAR at www.sedar.com under Gold Bullion's company profile.

Underground workings at the Castle Silver Mine have not been accessed since 1989 when the low price of silver forced Agnico-Eagle Mines to shut down operations. The first level, at 70 feet below the collar at the shaft, is accessible by way of an adit. Because the adit level is above the water table, the workings are dry and therefore do not require any dewatering for initial inspection. The company has applied for and received an Advanced Exploration Permit to allow the opening of the adit for mapping and sampling purposes. The adit has been opened and fenced and is awaiting proposals for work to allow safe access to the workings to comply with current safety and labour practices and regulations.

On surface, the property boundary has been surveyed and lines cut in preparation for a follow-up geophysical IP survey based on the success of drilling IP-defined targets in 2011. A small amount of stripping (approximately 1200m^2) of minimal overburden was completed during the summer of 2012 to enable the successful definition and mapping of a series of structures causing the electrical anomalies identified from creating a continuous link from the vein at the entrance to the adit.

As of September 30, 2013, the Company has expended $2,957,399 on this project (June 30, 2013 - $2,886,375

Beaver Property, Ontario, Canada

The Company holds a 7-year option to acquire a 100% interest to an area of approximately 20 acres in Coleman Township, Ontario. The property is subject to a 3% net smelter return royalty, and the Company may purchase each 1% of the NSR royalty for $1.5 million.

The Company has released results of a high definition mineralogy study and some scoping level flotation and gravity separation tests done by SGS Lakefield on samples from its Beaver Silver Property, located 15 kilometres east of the historic silver camp in Cobalt, Ontario. See Press Release dated February 14, 2013 on the company's website (www.goldbulliondevelopmentcorp.com).

The test work above was based on a 20-kilogram sample from 400 kilograms of cobalt-nickel sulfide material hand cobbed from the historic waste pile at the Beaver Silver Mine. The sample used in this test program, has an average calculated assay of 7.98 percent Cobalt, 3.98 percent Nickel and 1246 grams per tonne silver. Combined gravity-flotation recoveries from the limited test program yielded 64.2 percent for Cobalt, 61.2 percent for Nickel and 92.0 percent for Silver. No real effort was made to produce a sellable concentrate.

The Company is encouraged by these test results and is extending the test program by doing further gravity concentration of the material followed by pressure leaching. At this stage, the Company plans to produce a bulk metal hydroxide cake with the long-term objective of producing a Cobalt product for the Lithium-Ion battery market. The present test program will examine Silver and Cobalt-Nickel sulfides only.

As of September 30, 2013, the Company has expended $2,957,399 on this project (June 30, 2013 - $2,886,375

SHAREHOLDERS GOLD PURCHASE PROGRAM

Gold Bullion intends to implement the Shareholder Gold Royalty Program, if and when the Granada Gold Mine enters into production. The Shareholder Gold Royalty Program will be for the life of the Granada Gold Mine for all current resources, and for other resources that may be discovered through further exploration. Gold Bullion cannot guarantee that the Granada Gold Mine will enter into production or that the proposed Shareholder Gold Royalty will be implemented. The proposed Shareholder Gold Royalty Program replaces the Shareholder Gold Purchase Program outlined in Gold Bullion's news release dated June 4, 2008, and is part of the Company's forward-looking policy of ensuring shareholder value. Gold Bullion will inform shareholders of the details of the Shareholder Gold Royalty Program as it is developed.

The Company will file a formal application with the TSX Venture Exchange before going ahead with the gold program. The Company will make available the amount of ounces and costs to the shareholders at such time as an updated 43-101 report is completed.

On June 4, 2008, the Company announced confirmation was received from the TSX Venture Exchange that they will not object to the gold program if it is within certain conditions.

On February 15, 2013, the Company provided an update with respect to its proposed Shareholder Gold Royalty Program. The Company intends to file a formal application with the TSX Venture Exchange with the objective of going ahead with the gold program, and it anticipates that this will occur during fiscal 2014. The Company is preparing plans for the Granada Gold Mine to enter into production. The Company will make available the amount of ounces and costs to the shareholders based upon the Pre-Feasibility Study expected later this year.

RISK FACTORS

Financial Risk Management

Overview

The Company has exposure to the following risks from its use of financial instruments:

- credit risk;
- liquidity risk;
- market risk, including commodity price risk, foreign currency exchange risk and interest rate risk; and
- operational risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements.

Risk Management Framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board fulfills its responsibility through the Audit Committee, which is responsible for overseeing the Company's risk management policies.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management practices are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company has an established code of conduct which sets out the control environment within which framework all directors' and employees' roles and obligations are outlined.

The Company's risk and control framework is facilitated by the small-sized and hands-on executive team. There have been no changes in the risks, objectives, policies and procedures during 2012 and 2013.

Credit Risk

Credit risk is the risk of an unexpected financial loss to the Company if a customer or third party to a financial instrument fails to meet its contractual obligations, and arises principally from the

Company's cash and receivables.

a) Cash and cash equivalents

The Company's cash is held through large Canadian financial institutions. The Company has a corporate policy of investing its available cash in Canadian government instruments and certificates of deposit or other direct obligations of major Canadian banks, unless otherwise specifically approved by the Board. The Company does not own asset-backed commercial paper. Management believes the risk of loss to be minimal.

b) Receivables

When necessary, the Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of receivables. The main component of this allowance is a specific loss component that relates to individually significant exposures. Further, when the Company engages in corporate transactions, it seeks to manage its exposure by ensuring that appropriate recourse is included in such agreements upon the counterparty's failure to meet contractual obligations. Management believes that the credit risk with respect to financial instruments included in amounts receivable is minimal.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking undue damage to the Company's reputation. The Company generates cash flow primarily from its financing activities. As at September 30, 2013, the Company had cash of $357,706 (June 30, 2013 - $52,449) to settle current liabilities of $994,893 (June 30, 2013 - $1,365,639).

The Company's objective is to maintain sufficient capital in order to meet short-term business requirements, after taking into account cash flows from operations and the Company's holdings of cash. This is accomplished by budgets and forecasts which are updated on a periodic basis to understand future cash needs and sources. Spending plans are adjusted accordingly when possible to provide for liquidity.

The Company manages its liquidity risk through the mechanisms described above and as part of Capital Disclosures below. The Company has historically relied on issuances of shares to develop projects and to finance day-to-day operations and may do so again in the future.

The Company has no significant long-term liabilities. All other contractually obligated cash flows are payable within the next fiscal year.

Classification of Financial Instruments

As at September 30, 2013, the Company did not have any financial assets or liabilities measured at fair value.

Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rate risk, and commodity prices will affect the Company's income, the value of its Evaluation and Exploration properties or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

a) Commodity price risk

The Company is exposed to price risk with respect to fluctuation in gold and silver prices which impacts the future economic feasibility of its mining interests. Gold and silver prices are affected by numerous factors such as the sale or purchase of gold and silver by various institutions, interest rates, exchange rates, inflations in the value of the US dollar and foreign currencies, global and regional supply and demand, and the political and economic conditions of major gold and silver producing counties throughout the world. As the Company is still in the exploration and evaluation stage, the fluctuation of gold and silver prices does not have a significant impact on the Company.

b) Foreign currency exchange risk

The Company is exposed to foreign currency exchange risk with respect to future gold and silver sales, since gold and silver sales are denominated in US dollars and the Company's functional and reporting currency is the Canadian dollar. The movement on US rates related to the Canadian dollar may impact the future economic feasibility of the Company's mining interests. As the Company is still in the exploration and evaluation stage, the fluctuation of the US dollar does not have a significant impact on the Company.

c) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company has not entered into any derivative contracts to manage this risk. The Company's policy as it relates to its cash balance is to invest excess cash in financial instruments guaranteed by and held with a Canadian chartered bank.

As at September 30, 2013 the Company's exposure to interest rate risk is summarized as follows:

Cash and cash equivalents	Interest 0 to 1.2%
Receivables	Non-interest bearing
Trade and other payables	Non-interest bearing
Term loan payable	Prime rate plus 1.45%

Sensitivity Analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are reasonably possible over a twelve month period:

i. The Company receives low interest rates on its cash balances and, as such, the Company does not have significant interest rate risk.
ii. The Company does not hold balances in foreign currencies to give rise to exposure to foreign currency risk.

Operational Risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the Company's operations.

The Company's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the Company's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.

The primary responsibility for the development and implementation of controls to address operational risk is assigned to senior management. The Company has a small but hands-on and experienced executive team which facilitates communication across the Company. This expertise is supplemented, when necessary, by the use of experienced consultants in legal, compliance and industry-related specialties. The Company also has standards for the management of operational risk in the following areas:

- requirements for appropriate segregation of duties, including the independent authorization of transactions;
- requirements for the reconciliation and monitoring of transactions;
- compliance with regulatory and other legal requirements;
- documentation of controls and procedures;
- development of contingency plans;
- ethical and business standards; and
- risk mitigation, including insurance when this is effective and available.

CAPITAL MANAGEMENT DISCLOSURES

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration and evaluation projects. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company considers its Capital to be equity, which is comprised of common shares, share based payments reserves and deficit, which as at September 30, 2013 totalled $685,404 (June 30, 2013 – $1,344,300).

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

The Company currently has no source of revenues, and therefore is dependent on external financing to fund activities. In order to carry future projects and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the years ended September 30, 2013. The Company is not subject to external imposed capital requirements.

SELECTED ANNUAL INFORMATION

The following table provides a brief summary of the Company's financial operations for the last three fiscal years. (Data for fiscal 2011 and 2010 have been recalculated to comply with IFRS.)

	Year-Ended June 30, 2013	**Year-Ended June 30, 2012**	**Year-Ended June 30, 2011**
Net Sales or Total Revenues	-	-	-
Total Net Loss	($2,637,283)	($10,884,182)	($16,741,619)
Net Loss per share	($0.01)	($0.06)	($0.11)
Total Assets	$2,709,939	$7,136,137	$9,684,029
Total long-term financial Liabilities	-	-	-
Cash dividends declared per share	N/A	N/A	N/A

RESULTS OF OPERATIONS

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may be different from those estimates.

The following schedule provides the details of the company's corporate operating expenditures for the three months ended September 30, 2013 and 2012.

	2013	2012
Administrative and general expenses	**$ 21,417**	$ 37,928
Consulting fees	**91,433**	144,761
Management fees	**68,026**	110,616
Professional fees	**14,110**	43,976
Filing costs and shareholders' information	**50,221**	38,535
Travel	**13,715**	50,826
	$ 258,922	$ 426,642

The following schedule provides the details of the company's expenditures, by project, on its exploration and evaluation projects for the years ended September 30, 2013 and 2012.

	September 30, 2013				September 30, 2012			
	Granada	Castle	Beaver	Total	Granada	Castle	Beaver	Total
Acquisition	$ -	-	$10,000	$ 10,000	$ -	$ 2,210	$ -	**$ 2,210**
Assaying and testing	-	-	-	-	216,697	7,481	-	**224,178**
Core analysis	25,859	-	-	25,859	-	-	-	**-**
Depreciation	6,507	-	-	6,507	13,644	-	-	**13,644**
Drilling	-	-	-	-	49,018	-	-	**49,018**
Equipment	42,841	18	-	42,859	8,611	17,935	-	**26,546**
Facility expenses	30,703	5,080	-	35,783	15,381	17,630	-	**33,011**
Geology, geophysics and surveys	33,983	6,102	1,600	41,685	-	4,502	-	**4,502**
Personnel costs	78,033	-	-	78,033	98,736	45,166	3,393	**147,295**
Program management and engineering	126,179	40,020	-	166,199	146,607	30,228	-	**176,835**
Security	300	1,040	-	1,340	46,124	3,175	-	**49,299**
Taxes, permits and licensing	891	764	225	1,880	14,934		-	**14,934**
	$ 345,296	$53,024	$11,825	$ 410,145	609,752	$128,327	$3,393	$741,472

Summary of Quarterly Results

The following table sets forth selected quarterly financial information for each of the most recently completed quarters.

	Sep 30 2013	Jun 30 2013	Mar 31 2013	Dec 31 2012	Sep 30 2012	Jun 30 2012	Mar 31 2012	Dec 31 2011
Revenue	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Net (Profit) Loss	671,096	811,059	(9,920)	638,862	1,197,282	2,950,680	2,062,526	2,253,866
Loss per share	0.00	-	-	-	0.01	0.01	0.01	0.01

LIQUIDITY

The Company has financed its operations to date primarily through the issuance of common shares and the exercise of warrants and stock options. The Company will continue to seek capital through various means including the issuance of capital stock.

The Company is in the exploration stage. These financial statements are prepared in accordance with accounting principles to a going concern, which assumes that the Company will be able to realize assets and discharge liabilities in the normal course of business. The Company's ability to continue as a going concern is dependent upon the continued support from its directors, the ability to continue to raise the necessary financing to meet its obligations, and to achieve profitable operations in the future. The outcome of these matters cannot be predicted at this time. These financial statements do not reflect any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue in business.

The Company has no history of profitable operations and its mineral projects are at an early stage. Therefore, it is subject to many risks common to comparable junior venture resource companies, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources as well as a lack of revenues.

At as September 30, 2013 the Company had working capital of $424,308 (June 30, 2013 - $1,076,697), cumulative losses of $55,961,446 (June 30, 2013 - $55,745,800) and expects to incur further losses in the development of its business

RELATED PARTY TRANSACTIONS

The Company determined that key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group. The Board of Directors (executive and non-executive), President and Chief Executive Officer and Chief Financial officer are key management personnel.

All related party transactions are in the normal course of operations and are measured at the exchange amounts.

For the three months ended September 30, 2013 key management compensation totaled $203,464.

a) The Company retains the services of a company owned by an officer and director of the Company to carry out exploration work on its resource properties and for consulting services. During the three months ended September 30, 2013, the total amount for such services provided was $121,167 of which $88,367 was recorded in exploration expenses and $32,800 in management fees. As at September 30, 2013, an amount of $38,194 was included in trade and other payables.

b) The Company retains the services of two directors and an officer to carry out administrative services. During the year ended September 30, 2013, the total amount for such services provided was of $82,298 which was recorded in management and consulting fees. As at September 30, 2013, $40,261 was included in trade and other payables.

CONTINGENCIES

a) The Company is partly financed by the issuance of flow-through shares. However, there are no guarantees that the funds spent by the Company will qualify as Canadian exploration expenditures, even if the Company has taken all the necessary measures for this purpose. Refusal of certain expenses by the tax authorities would have a negative tax impact for investors.

   i) Moreover, tax rules regarding flow-through investments set deadlines for carrying out the exploration work no later than the first of the following dates:
   ii) Two years following the flow-through investment;
   iii) One year after the Company has renounced the tax deductions relating to the exploration work.

   During the year ended June 30, 2013, the Company received $2,934,660 from flow-through share issuances. According to the tax rules, the Company has until December 31, 2013 to spend this amount on qualified exploration expenditures. As at September 30, 2013, the Company has expended $1,237,162 of this amount, and is required to spend $1,697,498 by December 31, 2013. The Company has identified the subscribers of current and previous flow-through offerings against any tax related amounts that become payable by shareholders in the event the Company does not meet its expenditure commitment.

b) On March 15, 2012, Genivar Inc. instituted a lawsuit against the Company in the Quebec Superior Court, claiming approximately $785,000 in unpaid fees. The action relates to work which Genivar performed for Gold Bullion, primarily with respect to its Granada gold property in northwestern Quebec.

Gold Bullion will vigorously defend the action and has instituted a counter-claim against Genivar, under which Gold Bullion has claimed damages from Genivar, due to the poor quality of the work performed by it and the costs incurred by Gold Bullion to have portions of the work done a second time.

The claim and counter-claim are presently in their infancy in that examinations began to take place on May 23, 2013. As the outcome of these procedures cannot be reasonably determined, no amounts have been recorded in these consolidated financial statements.

COMMITMENTS

(a) Consulting service agreements

The Company has consulting service agreements with related parties (certain officers and directors).

i) Effective January 1, 2007, the Company entered into a management agreement with Grupo Moje Limited (“Grupo”), a company owned by a director and officer of the Company. The fee for management services was 20 ounces of gold per month. The dollar amount calculated is based on the price of gold which is quoted in U.S. dollars converted into Canadian dollars on the same date as at the end of each quarter. Either party may terminate this engagement by giving four months’ notice to the other subject to certain provisions of the agreement. Effective December 1, 2010 this agreement was amended to require that if the agreement is terminated by the Company upon or following a change in control or change of management the Company shall make a payment to Grupo equal to 240 ounces of gold with the dollar amounts to be calculated based on the price of gold on the date of termination of the agreement. Effective May 16, 2013, this agreement was amended to change the management fee from 20 ounces of gold per month to $25,000 per month for the services of Mr. Frank Basa and to $11,666.67 per month for the services of Ms. Elaine Basa.

ii) Effective July 1, 2010 and amended January 1, 2012 the Company entered into a consulting agreement with a director and officer of the Company. The fee for consulting services was $9,500 per month. Either party may terminate this engagement by giving four months’ notice to the other, subject to certain provisions of the agreement. This agreement also requires that if the agreement is terminated by the Company upon or following a change in control or change of management the Company shall make a payment to the consultant of $114,000. Effective July 1, 2013 this agreement was amended to change the fee for consulting services to approximately $60 per hour. Effective September 16, 2013, the director agreed to forgive 50% of the fee for a period of six months.

iii) Effective December 1, 2010 and amended October 1, 2011 the Company entered into an agreement with a director of the Company. The fee for consulting services was $8,000 per month. Either party may terminate this engagement by giving four months’ notice to the other subject to certain provisions of the agreement. The agreements also requires that if the agreement is terminated by the Company upon or following a change in control or change of management the Company shall make payments to the consultant in the amount of $96,000. Effective July 1, 2013 this agreement was amended to change the fee for consulting services to $50 per hour. Effective September 16, 2013, the director agreed to forgive 50% of the fee for a period of six months.

iv) Effective March 1, 2011 and amended February 1, 2012 the Company entered into a consulting agreement with an officer of the Company. The fee for consulting services is USD $8,000 per month. Either party may terminate this engagement by giving four months' notice to the other subject to certain provisions of the agreement. This agreement also requires that if the agreement is terminated by the Company upon or following a change in control or change of management the Company shall make a payment to the consultant of USD $96,000.

v) Effective December 1, 2010 and amended January 1, 2012, the Company entered into an agreement with a consultant of the Company. The fee for consulting services is $8,000 per month. Either party may terminate this engagement by giving four months' notice to the other subject to certain provisions of the agreement. The agreement also requires that if the agreement is terminated by the Company upon or following a change in control or change of management the Company shall make payments to the consultant in the amounts of $96,000.

vi) The Company is committed to pay an annual royalty payment in amount of $15,000 to Milner Consolidated.

vii) The Company has entered into a Memorandum of Understanding (MOU) with a First Nation community in connection with certain exploration and evaluation programs in their area in return for contributions towards education and environmental activities and the improvement of community facilities. Also, the Company will pay 2% of all costs of the exploration program incurred to date and thereafter. As at June 30, 2013, the Company has prepaid $14,000 of this amount.

The MOU also includes terms outlining environmental protection, employment, training and business opportunities, and mitigation of impacts on the traditional pursuits of the members of the First Nation Community. See Note 19.

viii) As the likelihood of the events disclosed in Note 15(i), (ii), (iii), (iv) and (v) taking place is not determinable, the contingent payments have not been recorded in these consolidated financial statements. The Company has consulting service agreements with related parties (certain officers and directors).

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions based on currently available information that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the year. Actual results may differ from these estimates.

It is reasonably possible that, on the basis of existing knowledge, outcomes in the next financial year that are different from the assumptions used could require a material adjustment to the carrying amount of the asset or liability affected.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. The accompanying financial statements include all adjustments that are, in the opinion of management, necessary for fair presentation.

Management has made a number of significant estimates and valuation assumptions based on present conditions and management's planned course of action as well as assumptions about future business and economic conditions which include, but are not limited to, the following:

Income taxes

Assessing the recoverability of deferred income tax assets requires the Company to make significant estimates related to the expectations of future cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the deferred tax assets and liabilities recorded at the yearend date could be impacted. Additionally, future changes in tax laws in the jurisdictions in which the Company operates could limit the ability of the Company to obtain tax deductions in future periods.

Decommissioning and restoration costs

Decommissioning and restoration costs will be incurred by the Company at the end of the operating life of certain of the Company's assets. The ultimate decommissioning and restoration costs are uncertain and cost estimates can vary in response to many factors including changes to relevant legal and regulatory requirements, the emergence of new restoration techniques or experience at other production sites. The expected timing and amount of expenditure can also change, for example in response to changes in reserves or changes in laws and regulations or their interpretation. In determining the amount of the provision, assumptions and estimates are required in relation to discount rates. As a result, there could be significant adjustments to the provisions established which would affect future financial results. In the Company's judgment, the most appropriate discount rate to use is one that reflects current market assessments and the risks specific to the liability.

Share-based payments

The Company uses the fair value method of valuing compensation expense associated with the Company's stock option plan. Estimating fair value requires determining the most appropriate valuation model for a grant of equity instruments, which is dependent on the terms and conditions of the grant. This also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility, expected forfeitures and distribution yield. Such judgements and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Premium on Flow-through shares

At the time of issue, the Company estimates the proportion of proceeds attributed to the flow-through share, the common share and the warrant with reference to closing market prices and such techniques as the Black-Scholes option-pricing model. The Flow-through Premium is estimated as the excess of the subscription price over the market value of the share and is recorded in trade and other payables on the statement of financial position.

FUTURE ACCOUNTING CHANGES

IFRS 9 - Financial Instruments ("IFRS 9") was issued by the IASB in October 2010 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements of IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2015. Earlier adoption is permitted. The Company is in the process of evaluating the effect of the adoption of this standard.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not utilize off-balance sheet arrangements

OUTSTANDING SHARE DATA

The Company's authorized capital is an unlimited number of common shares without par value. As at the date of this report there were 242,394,174 shares issued and outstanding. The Company had 18,786,906 share purchase warrants outstanding. Each warrant entitles the holder to purchase one common share at prices of $0.10 to $0.18 per share until August 19, 2018. Stock options outstanding total 17,955,000 and are exercisable for common shares at $0.10 to $0.65 per share until January 4, 2022.

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