

Form 62-103F1
Required Disclosure under the Early Warning Requirements

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

Common shares and Warrants (as further described below)

Luckystrike Resources Ltd.
1010 – 1130 West Pender Street
Vancouver, British Columbia
V6E 4A4

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

Not applicable. See Item 4.2 below.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Goldstrike Resources Ltd. ("**Goldstrike**")
1010 – 1130 West Pender Street
Vancouver, British Columbia
V6E 4A4

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On August 10, 2018 (the "**Effective Date**"), Goldstrike and Luckystrike Resources Ltd. ("**Luckystrike**") completed a plan of arrangement under the *Business Corporations Act* (British Columbia) (the "**Arrangement**").

Concurrent with the completion of the Arrangement, Goldstrike subscribed for 8,333,334 units of Luckystrike ("**Units**") pursuant to a private placement, with each Unit being comprised of one common share of Luckystrike (a "**Luckystrike Share**") and one share purchase warrant (a "**Warrant**"), with each Warrant entitling the holder thereof to acquire one Luckystrike Share at a price of \$0.60 for a period of 36 months from the Effective Date, subject to acceleration.

As a result of the private placement, Goldstrike owns or controls an aggregate of 8,333,335 Luckystrike Shares and 8,333,334 Warrants, representing approximately

22.17% of the issued and outstanding Luckystrike Shares on an undiluted basis and approximately 36.30% on a partially diluted basis (assuming only the exercise of the Warrants held by Goldstrike).

2.3 State the names of any joint actors.

Not applicable.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.

8,333,335 Luckystrike Shares and 8,333,334 Warrants, representing approximately 22.17% of the issued and outstanding Luckystrike Shares on an undiluted basis and approximately 36.30% on a partially diluted basis (assuming only the exercise of the Warrants held by Goldstrike). Previously, Luckystrike was the wholly-owned subsidiary of Goldstrike.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.

Goldstrike acquired ownership of the 8,333,335 Luckystrike Shares and 8,333,334 Warrants.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Goldstrike held one (1) Luckystrike Share, representing 100% of the issued and outstanding Luckystrike Shares prior to completion of the private placement and the Arrangement.

Goldstrike now holds 8,333,335 Luckystrike Shares and 8,333,334 Warrants, representing approximately 22.17% of the issued and outstanding Luckystrike Shares on an undiluted basis and approximately 36.30% on a partially diluted basis (assuming only the exercise of the Warrants held by Goldstrike).

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

- (a) the acquiror, either alone or together with any joint actors, has ownership and control,**

8,333,335 Luckystrike Shares and 8,333,334 Warrants, representing approximately 22.17% of the issued and outstanding Luckystrike Shares on an undiluted basis and approximately 36.30% on a partially diluted basis (assuming only the exercise of the Warrants held by Goldstrike).

- (b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and**

Not applicable.

- (c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

Not applicable.

3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable.

3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of

securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.

Not applicable.

Item 4 – Consideration Paid

4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.

The Units described in Item 2.2 were issued by Luckystrike at a price of \$0.30 per Unit, for total consideration of \$2,500,000.

4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

The Units described in Item 2.2 were issued by Luckystrike at a price of \$0.30 per Unit, for total consideration of \$2,500,000.

4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

(a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;

None, other than pursuant to the exercise of Warrants acquired by Goldstrike under the private placement.

(b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;

None.

(c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;

None.

- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;

None.

- (e) a material change in the present capitalization or dividend policy of the reporting issuer;

None.

- (f) a material change in the reporting issuer's business or corporate structure;

None.

- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;

None.

- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;

None.

- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;

None.

- (j) a solicitation of proxies from securityholders;

None.

- (k) an action similar to any of those enumerated above.

None.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Pursuant to the policies of the TSX Venture Exchange (the "Exchange"), Goldstrike's

8,333,335 Luckystrike Shares and 8,333,334 Warrants are held in escrow pursuant to an escrow agreement between Luckystrike, Computershare Investor Services Inc. and Goldstrike, among others, which include the following terms:

- 10% of the escrowed securities will be released from escrow on the date in which the Luckystrike Shares are listed for trading on the Exchange (the "**Listing Date**");
- The remaining escrowed securities will be released in six tranches of 15% every six months following the Listing Date;
- While in escrow, none of the escrowed securities can be transferred, either directly or indirectly through a change of control of a holding company without the consent of the Exchange; and
- If Luckystrike is elevated to the status of a Tier 1 Issuer on the Exchange at any time, releases of the escrowed securities held in escrow will be accelerated in accordance with the policies of the Exchange.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

[Remainder of page intentionally left blank]

Item 9 – Certification

I, as an officer of the acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Dated: August 10, 2018

GOLDSTRIKE RESOURCES LTD.

By: (signed) Yilu (Lucy) Zhang
Yilu (Lucy) Zhang
Chief Financial Officer