

2015 Annual Report

Columbus Gold Corp.



CGT: TSX
CBGDF: OTCQX
3CG: FSE

CGT:TMX
Toronto Stock
Exchange

Columbus Gold Corp.

1090 Hamilton Street
Vancouver, BC
Canada V6B 2R9

Main +1 (604) 634-0970
Fax +1 (604) 634-0971
Toll Free +1 (888) 818-1364

columbusgold.com

Forward-Looking Statements

This annual report contains forward-looking statements.

Please refer to the caution on forward-looking information on page 68.



Nevada
Eastside Gold Project



TABLE OF CONTENTS

01	<u>Letter from our CEO</u>	4
02	<u>Management Discussion and Analysis</u>	7
03	<u>Consolidated Financial Statements</u>	39
04	<u>Caution on Forward-Looking Information</u>	68
05	<u>Officers and Directors</u>	69
06	<u>Corporate Information</u>	71



French Guiana
Montagne d'Or Gold Deposit
Paul Isnard Gold Project

LETTER FROM OUR CEO



To our fellow shareholders,

Columbus Gold once again recorded a successful year in 2015, despite having to compete in one of the most challenging market conditions in decades.

Metals prices continued to fall—with gold recording an 11% decrease across the year—while the TSX Venture Exchange plunged to an all-time low and capital aimed at exploration and development tightened further on the back of a dismal commodities market.

“Columbus recorded a successful year despite competing in one of the most challenging market conditions in decades.”

Despite this, Columbus achieved a number of significant corporate and operational milestones. In early 2015, we were recognized as a Top 10 performer in the mining component of the TSX Venture Exchange—selected from a peer group of some 1,200 mining companies. This momentum continued later into the year when we graduated to the Toronto Stock Exchange—an accomplishment that only two other mining sector companies attained in the past year. This listing is a major step forward in terms of market visibility and improving our access to a broader pool of international capital and we are certain this listing will continue to build shareholder value moving forward.

At a project level, Columbus recorded a number of significant milestones at both its 100% owned Paul Isnard Project, in French Guiana, as well as at its highly prospective Eastside gold project in Nevada.

In 2015, we completed an extensive drilling program at our Montagne d'Or Gold Deposit at the Paul Isnard Project consisting of 26,600 meters in 126 core holes, and were successful in substantially raising the project's average grade, while also moving a considerable amount of Inferred ounces into the Indicated category. Utilizing a cut-off grade of 0.4 g/t gold, Montagne d'Or now hosts a NI-43-101 in-pit gold resource of 3.9 million ounces Indicated and 1.1 million ounces Inferred (83.2 million tonnes at 1.45 g/t gold, and 22.4 million tonnes at 1.55 g/t gold, respectively).

The project was given a further boost later in the year with the release of a comprehensive Preliminary Economic Assessment (PEA), which highlighted an after-tax Net Present Value (8%) of US\$324 million, an after-tax internal rate of return of 23%, and approximately 273,000 ounces of gold produced per year in the first 10 years of production at an All-In Sustaining Capital Cost (AISC) of US\$711 per ounce. This was a significant milestone and served to further de-risk the project by clearly indicating the potential to develop a low CAPEX gold deposit with scale and good grade, at below industry average cash costs.

Based on this, Columbus and its partner Nord Gold N.V. have contracted Lycopodium—a leading international project management and engineering firm—to complete a Feasibility Study on Montagne d'Or, with a targeted completion date of Q4 2016. The Feasibility Study will include the development of an engineered construction and operating plan with considerations for social, environmental and water management, permitting, geotechnical engineering, hydro-geology, metallurgical testing, process design and mine planning. The study is being funded by Nord Gold N.V. as part of a minimum US\$30 million exploration and development program, pursuant to which it can earn a 50.01% interest in Montagne d'Or by funding completion of the Feasibility Study by no later than March 2017.

Columbus Gold's partnership with Nord Gold—a leading low-cost gold producer—continues to flourish and this was highlighted with the announcement of the sale of a 5% minority interest in the Paul Isnard Gold Project to the company for US\$6 million. This transaction was another significant achievement for Columbus, in that it ensures we are fully funded through 2016, while also underlining our commitment to protecting shareholder value through the avoidance of share dilution.

In Nevada, Columbus Gold continues to focus on moving its 100% owned Eastside gold project forward following a summer RC drilling program. A total of 12,298 meters was drilled with 46 holes intersecting gold mineralization. Of this, 38 holes returned significant gold results, including 152.4 meters of 0.71 g/t gold, 28.9 meters of 2.16 g/t and 3 meters of 10.88 g/t gold. These results indicate that gold mineralization at Eastside is considerably more widespread than previously understood. This bodes well for a high quality gold project, based in one of the most favourable mining jurisdictions in the world.

As a result of the success of this initial program, Columbus has initiated a follow-up drilling program. This program will also test the surface geochemical anomaly north of the area drilled to date, while also testing gaps in between drilled areas. We plan to release an initial resource estimate of the Eastside gold project in 2017.

Looking ahead through 2016, we anticipate another successful year as we aim to progress our portfolio of world class projects. Columbus Gold continues to be focused on preserving and building shareholder value in the most accretive fashion, while also remaining committed to the least dilutive execution of its vision.

Robert Giustra

Chairman & CEO
February 16, 2015

02

Management's Discussion & Analysis

For the Year Ended
September 30, 2015
(Stated in Canadian Dollars)

7

MANAGEMENT'S DISCUSSION & ANALYSIS

Table of Contents

Profile and strategy	9
Overall performance and outlook	9
Discussion of operations	11
Summary of quarterly and annual information	12
Liquidity and capital resources	23
Off-balance sheet arrangements	24
Related party transactions	24
Commitments	26
Proposed transactions	27
Critical accounting estimates	27
Changes in accounting policies and standards	28
Financial instruments	28
Other information	30

The following Management's Discussion and Analysis ("MD&A") focuses on significant factors that have affected Columbus Gold Corporation (the "Company" or "Columbus Gold") and its subsidiaries' performance and such factors that may affect its future performance. This MD&A should be read in conjunction with the Company's audited consolidated financial statements and related notes for the year ended September 30, 2015 which was prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). Unless otherwise noted, all currency amounts are in Canadian dollars. "This quarter" or "current quarter" means the three month period ended September 30, 2015, and "this year" or "current year" means the year ended September 30, 2015. This MD&A is dated January 26, 2016.

Forward looking information

This MD&A contains "forward-looking information and statements" that are subject to risk factors set out under the caption Caution regarding forward looking statements later in this document. The reader is cautioned not to place undue reliance on forward-looking statements.

Profile and strategy

The Company was incorporated on May 14, 2003 under the laws of the Province of Saskatchewan, Canada and continued in British Columbia, Canada on December 29, 2003. The Company changed its name from Purple Vein Resources Ltd. to Columbus Gold Corporation effective December 20, 2004. On May 24, 2006, the Company completed its initial public offering and obtained a listing on the TSX Venture Exchange ("TSX-V") as a Tier 2 mining issuer under the trading symbol CGT-V. The Company graduated from the TSX-V and commenced trading on the Toronto Stock Exchange (the "TSX") on January 26, 2016. The Company is also listed on the OTCQX International and the Santiago Stock Exchange.

The Company's principal business activities are the acquisition, exploration and development of resource properties, with gold as a principal focus. The Company is in the process of exploring and developing its resource properties but has not yet determined whether the properties contain ore reserves that are economically recoverable. The Company maintains active generative (prospecting) and evaluation programs and, as a key element of its strategy, broadens exposure, diversifies funding sources and minimizes risk through joint ventures on selected projects.

The Company's financial condition is affected by general market conditions and conditions specific to the mining industry. These conditions include, but are not limited to, the price of gold and accessibility of debt or equity.

Overall performance and outlook

The following highlights the Company's overall performance for the three months and year ended September 30, 2015:

- net loss of \$1,615,705 for the three months ended September 30, 2015 compared to \$2,061,613 during the same period in the prior year, a 22% decrease;
- net loss of \$5,053,409 for the year ended September 30, 2015 compared to \$4,094,083 during the prior year, a 23% increase;
- cash balance of \$1,303,562 at September 30, 2015, compared to \$4,851,582 at June 30, 2015, and \$10,366,494 at September 30, 2014; and
- working capital of \$1,133,067 at September 30, 2015, compared to \$5,067,680 at June 30, 2015, and \$6,486,372 at September 30, 2014.

On January 12, 2016, the Company entered into an agreement with Nord Gold N.V. ("Nordgold") to sell a 5% minority interest in the Paul Isnard Gold Project for US\$6,000,000 (received). For further details, please refer to the Discussion of operations section.

On December 22, 2015, the Company entered into an option agreement to farm out the Mogollon project. The agreement allows the optionee an option to acquire a 100% interest in the Mogollon silver-gold project located in Catron County, New Mexico, by paying an aggregate of US\$1,000,000 in staged annual payments over a four year period.

On October 16, 2015, the Company announced that Lycopodium Minerals Pty Ltd. ("Lycopodium") has won the tender to complete a feasibility study on the Montagne d'Or Gold Deposit, located within the Company's 100% owned Paul Isnard Gold Project in French Guiana. A final Feasibility Study is expected to be delivered by the end of 2016.

MANAGEMENT'S DISCUSSION & ANALYSIS

On September 22, 2015, the Company released results of the reverse circulation drilling program at Eastside. Significant results are presented in the Discussion of operations section.

On July 8, 2015, the Company announced the results of the NI 43-101 compliant, Preliminary Economic Assessment ("PEA") at the Montagne d'Or gold deposit. For further details, please refer to the Discussion of operations section.

On June 30, 2015 the Company announced the commencement of the Phase III drilling program on Montagne d'Or Gold Deposit. Equipment including two track-mounted multi-purpose drill rigs, capable of reverse circulation and diamond drilling, support vehicles and equipment, and supplies arrived on site and commenced drilling on August 10, 2015.

On June 11, 2015, the Company announced that it has commenced drilling at Eastside. Drilling will consist of 250 rotary holes, of which 175 holes totaling approximately 45,000 metres are planned to be completed in 2015.

On June 5, 2015, the Company announced that it has SEDAR filed a National Instrument 43-101 compliant technical report on the Montagne d'Or Gold deposit. Details are tabulated in the Discussion of operations section.

On May 20, 2015, the Company filed on SEDAR, a NI 43-101 Technical Report on the Eastside Property, with an effective date of March 19, 2015.

On May 19, 2015, the Company completed a private placement of 5,000,000 common shares, at a price of \$0.40 per share, for gross proceeds of \$2 million. A finders' fee of 6% in cash has been paid in connection with the private placement. Proceeds of the private placement is intended to advance the Eastside gold project in Nevada and for general working capital purposes.

On March 2, 2015, the Company entered into an agreement with Columbus Exploration Corporation ("Columbus Exploration"), a Company under common management, pursuant to which Columbus Exploration will transfer to Columbus Gold its Mogollon Project in consideration for the cancellation of debts

“Columbus was one of only two mining companies that graduated to the Toronto Stock Exchange in 2015.”

owed by Columbus Exploration to Columbus Gold of \$437,642. The transaction is subject to the approval of the TSX-V, which will require Columbus Exploration to obtain disinterested shareholder approval of the transaction.

On January 22, 2015, the Company announced the French Government did not object to Columbus Gold's agreement with Nordgold on the Paul Isnard Gold Project.

On November 26, 2014 the Company announced the completion of the Phase II resource development diamond drilling campaign on the 100% owned Montagne d'Or gold deposit, Paul Isnard Gold Project. The Phase II program amounted to 126 holes, for a total of 25,570 meters.



Camp Citron and air strip – Montagne d'Or, French Guiana.

Discussion of operations

Exploration and evaluation assets

A summary of exploration and evaluation assets by property for the year ended September 30, 2015 is set out below:

Property	Balance at October 1, 2014 (\$)	Additions (\$)	Other (\$)	Impairment ² (\$)	Foreign exchange (\$)	Balance at September 30, 2015 (\$)
French Guiana						
Paul Isnard	31,345,137	7,875,310	(8,939,502) ¹	-	621,417	30,902,362
Nevada						
Big Lime	1	5,344	-	(5,759)	415	1
Bolo	2,912,487	54,772	-	-	562,053	3,529,312
Brown's Canyon	126,307	6,754	-	(157,775)	24,714	-
Crestview	1	-	-	(1)	-	-
Eastside	2,460,729	3,564,704	-	-	748,205	6,773,638
Four Metals	11,825	6,504	-	(21,098)	2,770	1
Hugh's Canyon	330,508	26,809	-	(422,696)	65,380	1
Monitor Hills	240,758	24,409	-	(313,172)	48,006	1
North Brown	9,920	5,601	-	(17,855)	2,335	1
Overland Pass	1	18,802	-	(20,262)	1,460	1
Red Hills	4,010	-	-	(4,778)	769	1
Utah Clipper	1	49,875	-	(50,829)	953	-
Weepah	-	1,401	-	(1,509)	109	1
White Canyon	104	114	-	(245)	28	1
White Horse Flats	6,905	4,035	-	(12,573)	1,634	1
White Horse Flats North	13,487	7,615	-	(24,275)	3,174	1
	37,462,181	11,652,049	(8,939,502)	(1,052,827)	2,083,422	41,205,323

¹ Consists of \$8,117,567 exploration and evaluation funded by Nordgold and operator's fee earned of \$821,935.

² The Company dropped and written off the Brown's Canyon, Crestview and Utah Clipper properties during the current year. The Company further impaired all other Nevada properties to \$1 except the Bolo and Eastside properties.

MANAGEMENT'S DISCUSSION & ANALYSIS

A summary of exploration and evaluation assets by property for the year ended September 30, 2014 is set out below:

Property	Balance at October 1, 2013 (\$)	Additions (\$)	Other (\$)	Impairment ² (\$)	Foreign exchange (\$)	Balance at September 30, 2014 (\$)
French Guiana						
Paul Isnard	24,224,015	18,516,070	(11,654,825) ¹	-	259,877	31,345,137
Nevada						
Antelope	1	-	-	(1) ²	-	-
Big Lime	158,317	15,292	-	(187,914) ³	14,306	1
Bolo	2,576,461	108,021	-	-	228,005	2,912,487
Brown's Canyon	109,780	6,739	-	-	9,788	126,307
Crestview	186,632	-	-	(202,879) ³	16,248	1
Dutch Flat	1	-	-	(1) ²	-	-
Eastside	703,147	1,640,248	-	-	117,334	2,460,729
Four Metals	4,808	6,380	-	-	637	11,825
Golden Mile	36,983	1,924	-	(41,647) ²	2,740	-
Hugh's Canyon	272,089	33,582	-	-	24,837	330,508
Monitor Hills	197,283	25,429	-	-	18,046	240,758
North Brown	4,036	5,350	-	-	534	9,920
Overland Pass	1	16,797	-	(17,371) ³	574	1
Pete's Summit	92,839	197,679	-	(301,410) ²	10,892	-
Red Hills	1,261	2,552	-	-	197	4,010
Utah Clipper	255,716	11,598	-	(289,973) ³	22,660	1
Weepah	250,230	-	(264,080) ⁴	-	13,850	-
White Canyon	1	99	-	-	4	104
White Horse Flats	2,686	3,853	-	-	366	6,905
White Horse Flats North	5,487	7,273	-	-	727	13,487
White Oaks	1	-	-	(1) ²	-	-
Winnemucca	1	-	-	(1) ²	-	-
	29,081,776	20,598,886	(11,918,905)	(1,041,198)	741,622	37,462,181

¹ Consists of \$6,638,561 exploration and evaluation funded by Nordgold, operator's fee earned of \$647,563, \$4,519,891 received from Nordgold as part of the Paul Isnard option agreement, offset by \$151,190 transferred from equipment.

² Dropped by the Company and written off.

³ Impairment.

⁴ Option payment received in shares of Sniper Resources Ltd.

A summary of the exploration and evaluation assets by cost category is set out below:

	(\$)
Balance at October 1, 2013	29,081,776
Acquisition and land	9,805,567
Camp costs and other	1,430,828
Drilling	5,433,961
Equipment	1,617,482
Geology and trenching	105,039
Geophysics	97,077
Management and administration	1,769,023
Technical studies	231,019
Travel	108,890
Reclassified from equipment	151,190
Operator fee	(647,563)
Payments received — (US\$4.2 million from Nordgold as required under Paul Isnard option agreement)	(4,519,891)
Payments received — option payments	(264,080)
Amounts funded by Nordgold	(6,638,561)
Impairment	(1,041,198)
Foreign exchange	741,622
Balance at September 30, 2014	37,462,181
Acquisition and land	57,132
Camp costs and other	999,868
Drilling	6,060,556
Equipment	417,163
Geology and trenching	629,994
Management and administration	2,689,754
Technical studies	588,820
Travel	208,762
Operator fee	(821,935)
Amounts funded by Nordgold	(8,117,567)
Impairment	(1,052,827)
Foreign exchange	2,083,422
Balance at September 30, 2015	41,205,323

MANAGEMENT'S DISCUSSION & ANALYSIS

Paul Isnard – French Guiana

The Paul Isnard Gold Project consists of eight mining concessions and two pending exploration permit applications covering 190 km², located in the northwestern region of French Guiana, South America, 180 km west of the capital, Cayenne, and 85 km south of the town of Saint-Laurent-du-Maroni. The Montagne d'Or deposit, which contains significant gold mineralization, is located within the southern part of the Paul Isnard Gold Project.

Nordgold option

Columbus Gold entered into a binding letter option agreement with major gold producer Nordgold on September 17, 2013, and subsequently executed a definitive agreement on March 13, 2014, under which Nordgold has been granted the right to acquire a 50.01% interest in the eight Paul Isnard mining concessions and the pending exploration permits. Nordgold can earn its interest in the mineral permits by completing a bankable feasibility study and by expending not less than US\$30 million

in 3 years. During the earn-in period, Columbus Gold is the project operator and earns a 10% operator fee on certain expenditures.

On January 12, 2016, the Company entered into an agreement with Nordgold to sell a 5% minority interest in the Paul Isnard Gold Project for US\$6,000,000 (received). The formal acquisition and transfer of the 5% interest will not occur until Nordgold has funded completion of a Feasibility Study and achieved a minimum of US\$30,000,000 in project expenditures, in order to earn an additional 50.01% interest in the Paul Isnard Gold Project. If Nordgold does not earn its initial 50.01% interest, then the Company is required to refund the advance of US\$6,000,000.

Since the beginning of the Company's involvement with the Paul Isnard Gold Project to September 30, 2015, the Company has invested a total of \$55 million, of which, \$15 million has been funded by Nordgold.



Site Visit – Columbus Gold CEO, Robert Giustra with French Minister of Economy and Industry, Emmanuel Macron, local government officials and Nordgold executives – Montagne d'Or, French Guiana.

“Completion of Feasibility Study on Montagne d’Or is planned for Q4 2016.”

Initial development program

An initial 14 month development program under the terms of the Nordgold option was implemented in November 2013. The program includes:

- US\$11.8 million in expenditures;
- 26,600 metres of definition diamond drilling on Montagne d’Or (Phase II);
- 1,000 meters of large diameter core drilling for metallurgical tests;
- detailed metallurgical tests, technical studies, environmental and socioeconomic baseline studies, updated resource estimate, and;
- preliminary economic assessment to be completed thereafter.

Phase II drilling program

The objectives of the Phase II drilling program are to:

- complete a 50-meter spacing array to a vertical depth of 200 meters from surface;
- internally expand the current mineral resource on strike and at depth;
- increase confidence in the gold grade-width distribution and convert a significant portion of the current inferred resources to the indicated category in accordance with NI 43-101 standards;
- acquire a better distribution of copper assays for added value to the deposit.

On November 26, 2014, the Company announced the completion of the Phase II drilling program. The Phase II program amounted to 126 diamond drill holes, for a total of 25,560 meters. In addition, six large diameter HQ-calibre core holes, for a total of 975 meters, were completed for comprehensive metallurgical tests.

Phase III drilling program

On June 30, 2015 the Company announced the commencement of the Phase III drilling program. Equipment including two track-mounted multi-purpose drill rigs, capable of reverse circulation and diamond drilling, support vehicles and equipment, and supplies arrived on site and commenced drilling on August 10, 2015. Two additional drill rigs, for a total of four, were put into operation in late November 2015.

The Phase III drilling program consists of the following:

- 5,000 metres of reverse circulation fence drilling for infrastructure site condemnation;
- 15,000 metres of combined reverse circulation and core in-fill drilling to: 1) convert a portion of the current Indicated resources to the Measured category, and 2) better define mineralization contained within the surface saprolite zone (oxide), and;
- 3,500 metres of geotechnical drilling.

As at December 3, 2015, a total of 37 infill holes (3,267 metres), 7 condemnation holes (554 metres), and 9 geotechnical holes (1,187 metres) have been completed to date.



Phase III drilling at Montagne d’Or, French Guiana.

MANAGEMENT'S DISCUSSION & ANALYSIS

**“Montagne d’Or hosts an in-pit gold resource of
3.9M oz. Indicated and 1.1M oz. Inferred.”**

Mineral resources

On April 21, 2015, the Company announced an updated resource estimate on the Montagne d’Or gold deposit, which incorporated the results of the Phase II drilling program. The resources are confined by a Whittle Pit shell based on US\$1,300/oz gold price. The current geologic modelling and updated resource estimates were prepared by independent consultant SRK Consulting (U.S.), Inc. of Denver, Colorado in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects (“NI 43-101”). A significant amount of inferred resources have been moved into the indicated resources category with the completion of the Phase II drilling program. Furthermore, the resource is not highly sensitive to gold price variations above US\$900/oz gold price.

The updated gold resources are tabulated below at the reportable 0.4 g/t gold cut-off grade highlighted in bold print.

Paul Isnard Gold Project

Indicated Resources Montagne d’Or Resource Report

Cut-Off Grade	Million Tonnes	Average Grade (g/t Au)	Contained Gold (M oz)
0.3	87.222	1.405	3.94
0.4	83.240	1.455	3.89
0.5	77.064	1.536	3.81
0.7	62.549	1.753	3.53
1.0	43.708	2.145	3.01

Paul Isnard Gold Project

Inferred Resources Montagne d’Or Resource Report

Cut-Off Grade	Million Tonnes	Average Grade (g/t Au)	Contained Gold (M oz)
0.3	23.148	1.510	1.12
0.4	22.370	1.550	1.11
0.5	21.292	1.605	1.10
0.7	18.239	1.773	1.04
1.0	13.388	2.111	0.91

Metallurgical tests

On January 8, 2015, the Company announced the results of Phase I of the comprehensive metallurgical test work from the Montagne d'Or gold deposit.

Three gold recovery process options were investigated on two master composites: 1) whole-ore cyanidation, 2) a combination of gravity concentration followed by cyanidation of gravity tailing, and 3) gravity concentration followed by gold flotation from the gravity tailing. The test work indicates that the ore types of the principal Upper Felsic Zone ("UFZ") and subsidiary Lower Favorable Zone ("LFZ") are highly amenable to the three metallurgical processes tested, with recoveries of gold ranging from 95% to 97% as follows:

Process	UFZ Master Composite		LFZ Master Composite	
	Recovery* Au (%)	Tailings Au (g/t)	Recovery* Au (%)	Tailings Au (g/t)
Whole ore cyanidation	94.7	0.08	97.0	0.06
Gravity + cyanidation	96.7	0.06	97.2	0.05
Gravity + rougher flotation	96.8	0.09	96.6	0.08

* at a grind size of 80% passing (P80) 75 µm

On March 3, 2015, the Company announced the results of the final two phase of comprehensive metallurgical test work from the Montagne d'Or gold deposit.

Highlights of Phase II and III metallurgical test work include:

- Large-scale gravity + rougher flotation testing on master composite resulted in a combined gold recovery of 95.9% from the UFZ master composite and 96.0% gold recovery from the LFZ master composite.
- Rougher flotation concentrates was upgraded in one stage of cleaner flotation to produce a cleaner flotation concentrate that contained approximately 17-18 g/t Au and 34-72 g/t Ag. After one stage of cleaning a combined gravity + cleaner flotation gold recovery of approximately 94% Au was achieved.
- Cyanidation studies conducted on the cleaner flotation concentrates demonstrated that over 97% of the gold contained in the cleaner flotation concentrate could be extracted.
- Gravity + cyanidation gold recovery on ten variability test composites varied from 93.5% to 97.3%, and averaged at 95.8% including 33% gravity recoverable gold.
- Bond ball mill work index testing of the UFZ and LFZ variability composites confirmed the moderate hardness of the Montagne d'Or rock. The lower than expected hardness has a significant impact on reducing the energy needs for the project.

MANAGEMENT'S DISCUSSION & ANALYSIS

Preliminary Economic Assessment

On July 8, 2015, the Company announced the results of the NI 43-101 compliant, PEA at the Montagne d'Or gold deposit, with highlights as follows:

- After-tax NPV (at 8%) of US\$324 Million
- After-tax IRR of 23%, at a gold price of US\$1200 per oz
- Initial Capital Cost of US\$366M, including US\$44M contingency
- All-in Sustaining Costs of US\$711/oz
- Life of Mine Production of 3.05 million ounces
- Average Annual Gold Production 273,000 ounces in years 1-10
- Milling Capacity of 12,500 tonnes per day, with an average gold grade 2.0 g/t in years 1-10

Rock Lefrançois, P.Geo. (OGQ), Columbus Gold's COO and Qualified Person has reviewed and approved the technical content of this document as it relates to the Paul Isnard Gold Project.



Emmanuel Macron, French Minister of Economy and Industry cutting core – Montagne d'Or, French Guiana.

“Montagne d’Or: NPV of US\$324M”

Nevada drilling and exploration activity

Bolo

The Bolo gold project (“Bolo”) is located 60 km northeast of Tonopah, Nevada. Subject to underlying royalties, Columbus Gold controls a 100% interest in the Bolo project.

Initial sampling and mapping of the Uncle Sam claim has yielded positive results and further work on the Uncle Sam is planned.

The Company is both actively trying to farm out Bolo, and also planning drilling.

Eastside

The Eastside gold project (“Eastside”) is located approximately 32 km west of Tonopah, Nevada. Subject to underlying royalties, the Company controls a 100% interest in Eastside. On May 20, 2015, the Company filed on SEDAR, a NI 43-101 Technical Report on the Eastside Property, with an effective date of March 19, 2015.

The Company commenced a US\$6.5 million exploration program at Eastside during the second quarter of fiscal 2015. Five targets have been identified at Eastside, however, permitting efforts are focused on the original discovery, referred to as “Original Target” and on Target 4, and the northern part of Target 1. The current exploration plan consists of:

- up to 39,000 metres of reverse circulation drilling in up to 150 holes at the Original Target;
- up to 6,500 metres of reverse circulation drilling in up to 25 holes at Targets 1, and 4;
- up to 2,600 metres of core drilling in 10 holes;
- commencement of comprehensive metallurgical studies.

On June 11, 2015, the Company announced that it commenced drilling at Eastside, consisting of 250 rotary holes, of which 175 holes totaling approximately 45,000 metres are planned to be completed in 2015. Drilling commenced with one drill and increased to two drills in late June.

On September 22, 2015, the Company announced the results of the reverse circulation drilling program at Eastside. Significant intercepts are presented below:

Drill hole Results

ES-80	152.4 m of 0.71 g/t gold, including 28.9 m of 2.16 g/t and 3 m of 10.88 g/t gold
ES-83	109 m of 0.69 g/t gold, including 10.8 m of 2.30 g/t and 18.2 m of 1.32 g/t gold and an additional 10.6 m of 1.49 g/t gold
ES-84	63.6 m of 1.20 g/t gold, including 4.5 m of 2.06 g/t , 1.5 m of 2.43 g/t gold, 7.6 m of 4.25 g/t gold and 1.5 m of 2.65 g/t gold
ES-86	24.4 m of 2.70 g/t gold, including 3 m of 17.3 g/t gold
ES-39	27.4 m of 2.54 g/t gold and 36.5 g/t silver, including 3 m of 19.61 g/t gold
ES-40	32.0 m of 1.248 g/t gold and 3 m of 203 g/t silver
ES-45	59.4 m of 0.92 g/t gold, including 25.9 m of 1.62 g/t gold
ES-46	59.4 m of 0.58 g/t gold, including 16.8 m of 1.03 g/t gold
ES-58	19.8 m of 1.00 g/t gold and 4.6 m of 1.01 g/t gold
ES-61	21.3 m of 0.89 g/t gold, including 3 m of 2.07 g/t gold
ES-67	22.9 m of 1.37 g/t gold, including 7.6 m of 2.95 g/t gold
ES-71	35.1 m of 0.90 g/t gold, including 12.2 m of 2.61 g/t and 7.6 m of 3.53 g/t gold and an additional 19.8 m of 0.96 g/t gold, including 3 m of 4.57 g/t gold
ES-78	7.6 m of 3.19 g/t gold
ES-81	56.4 m of 0.62 g/t gold and 11 g/t silver, including 13.7 m of 1.13 g/t gold

Columbus Gold Qualified Person – U.S. properties disclosure only

Andy Wallace is a Certified Professional Geologist (CPG) with the American Institute of Professional Geologists and is the Qualified Person under National Instrument 43-101 and has reviewed and approved the technical content relating to the properties located in the USA discussed herein. Mr. Wallace is the president of a subsidiary of the Company, and a principal of Cordex, which is conducting exploration and project generation activities for the Company on an exclusive basis.

**“Resource estimate on Eastside
is planned for Q1 2017.”**



Drilling at the Eastside gold project – Nevada.

Summary of quarterly and annual information
Review of financial results – current quarter

	Q4 2015 (\$)	Q3 2015 (\$)	Q2 2015 (\$)	Q1 2015 (\$)	Q4 2014 (\$)	Q3 2014 (\$)	Q2 2014 (\$)	Q1 2014 (\$)
Net loss for the period	(1,615,705)	(951,834)	(1,428,601)	(1,057,269)	(2,061,613)	(1,072,189)	(345,672)	(614,609)
Basic loss per share	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.00)	(0.01)
Diluted loss per share	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.00)	(0.01)

	Sep 30, 2015 (\$)	Jun 30, 2015 (\$)	Mar 31, 2015 (\$)	Dec 31, 2014 (\$)	Sep 30, 2014 (\$)	Jun 30, 2014 (\$)	Mar 31, 2014 (\$)	Dec 31, 2013 (\$)	Q1 2014 (\$)
Cash and cash equivalents	1,303,562	4,851,582	3,943,660	7,180,144	10,366,494	7,273,794	2,902,856	466,952	
Total assets	44,647,326	44,832,354	43,452,085	46,747,055	50,541,200	44,234,208	45,038,913	43,118,139	
Total non-current financial liabilities	(8,509)	(13,614)	(18,720)	(23,825)	(28,930)	(34,035)	(39,141)	(44,246)	

Administration and office expense during this quarter decreased to \$322,902, from \$461,804 in the prior year period. The decrease is mainly attributable to a larger expense for the prior year period as a result of derecognizing certain salaries from exploration and evaluation assets, and included in administration and office expense instead.

The Company decreased its investor relations activities during the current quarter, resulting in an investor relations expense decrease of \$186,040 compared to the prior year period.

Management fees increased to \$75,000 during the current quarter, compared to \$60,000 during the same period in the prior year. The increase is attributable to an increase in monthly management fees.

Professional fees during this quarter was \$136,661 compared to \$402,809 in the prior year period. The higher amount during the prior year period is mainly attributable to listing the Company's common shares on the OTCQX, legal fees, and recruiting fees.

The vesting of share options resulted in a non-cash share-based payments charge of \$14,641 during the three months ended September 30, 2015, compared to \$336,439 during the same period in the prior year.

The Company impaired all Nevada properties to \$1 except the Bolo and Eastside properties during the current quarter, resulting in an impairment charge of \$1,001,997. During the comparative prior year quarter, the Company recorded an impairment charging totalling \$698,134 in connection with the Big Lime, Crestview, Overland Pass and Utah Clipper properties.

MANAGEMENT'S DISCUSSION & ANALYSIS

Review of financial results – current year

	Year ended		
	September 30, 2015, (\$)	September 30, 2014, (\$)	September 30, 2013, (\$)
Net (loss) income for the year	(5,053,409)	(4,094,083)	(3,771,337)
Basic (loss) earnings per share	(0.04)	(0.03)	(0.04)
Diluted (loss) earnings per share	(0.04)	(0.03)	(0.04)
	September 30, 2015, (\$)	September 30, 2014, (\$)	September 30, 2013, (\$)
Cash and cash equivalents	1,303,562	10,366,494	6,995,783
Total assets	44,647,326	50,541,200	37,303,688
Total non-current financial liabilities	8,509	28,930	49,351

Administration and office expense during this year increased to \$1,401,229, from \$1,079,866 in the prior year. The increase is attributable to entering into a Services Agreement with both Columbus Exploration Corporation and Columbus Copper Corporation, effective January 1, 2014, whereby Columbus Gold provides administration and management services for a fixed monthly fee (see Related party transactions section for further details) instead of allocating costs on a proportional basis, the addition of a Senior Vice President position, and a general increase in overhead costs.

The Company increased its investor relations activities during the current year, resulting in an investor relations expense increase of \$259,617 compared to the prior year.

Professional fees during this year was \$506,563 compared to \$961,125 in the prior year. The higher amount during the prior year is mainly attributable to legal fees in French Guiana, tax structuring of the Nordgold option, listing the Company's common shares on the OTCQX, and recruiting fees.

During the year ended September 30, 2015, the Company granted 1,700,000 share options to directors, officers, employees and consultants of the Company, compared to 3,275,000 granted during the prior year. The vesting of share options resulted in a non-cash share-based payments charge of \$678,311 this year, compared to \$757,821 during the prior year.

Travel expenses increased to \$256,432 this year, compared to \$149,390 during the prior year. The increase is mainly a result

of the Company arranging travel for a group site visit to the Paul Isnard gold project.

The Company dropped and wrote off the Brown's Canyon, Crestview and Utah Clipper properties, and further impaired all other Nevada properties to \$1 except the Bolo and Eastside properties this year, resulting in an aggregate impairment charge of \$1,052,827. The Company recorded an impairment charge of \$1,041,198 during the prior year, mainly in connection with the Big Lime, Crestview, Golden Mile, Overland Pass, Pete's Summit and Utah Clipper properties.

Other income during the current year decreased to \$35,972, from \$153,620 during prior year. The decrease is mainly attributable to an amendment of the Services Agreement with Columbus Exploration Corporation and Columbus Copper Corporation, companies under common management, whereby the monthly service fees have been reduced by \$8,500 per month for each Company (see Related party transactions section for further details).

During the year ended September 30, 2014, the Company determined that the decline in the value of its available-for-sale investments was other than temporary. Consequently, the Company reclassified an accumulated loss amount of \$252,195 from other comprehensive income to net loss, in accordance with IFRS.

The Company recorded an income tax recovery of \$868,738 during the prior year. The income tax recovery arises from having



Drilling at Montagne d'Or, French Guiana.

additional available tax deductions in France from acquiring a 10% gross underlying royalty on the Paul Isnard Gold Project.

Liquidity and capital resources

The Company does not currently own or have an interest in any producing resource properties and does not derive any significant revenues from operations. The Company's activities have been funded primarily through equity financing and the Company expects that it will continue to be able to utilize this source of financing until it develops cash flow from operations. The Company has been successful in its fund raising efforts in the past, but there can be no assurance that the Company will continue to be successful in the future. If such funds are not available or other sources of finance cannot be obtained, then the Company will be required to curtail its activities to a level for which funding is available and can be obtained. The Company's ability to access funding is also contingent on the ongoing demand for commodities and also a function of the demand for gold, both of which are subject to macroeconomic conditions and market fluctuations.

At September 30, 2015, the Company had cash of \$1,303,562 and working capital of \$1,133,067, compared to \$4,851,582 and \$5,067,680, respectively, at June 30, 2015 and \$10,366,494 and

\$6,486,372, respectively, at September 30, 2014.

During the three months and year ended September 30, 2015, the Company expended cash of \$927,722 and \$4,090,408, respectively, (2014 – \$862,305 and \$2,864,465, respectively) on operating activities. Cash used in operations consist of cash used to fund the loss for the period less the impact of non-cash items, and the cash used for working capital purposes.

During this quarter, the Company had net cash outflows of \$2,705,827 in investing activities, compared to \$998,149 in the prior year period. The increase in cash used in investing activities is primarily attributable to drilling at the Eastside property and draw down of funds received from Nordgold for Paul Isnard related expenditures.

During the year ended September 30, 2015, the Company used \$7,315,828 in investing activities, compared to cash inflows of \$959,077 during the prior year. The Company's cash inflows from investing activities during the prior year were primarily attributable to receiving US\$4.2 million payment from Nordgold pursuant to an option agreement for Nordgold to earn

MANAGEMENT'S DISCUSSION & ANALYSIS

a 50.01% interest in the eight mining concessions and pending exploration permits at the Company's 100% owned Paul Isnard Gold Project, and advances received from Nordgold.

During the year ended September 30, 2015, the Company completed a private placement of 5,000,000 common shares, at a price of \$0.40 per share, less a 6% cash finder's fee, for net proceeds of \$1,880,000. The Company also received \$220,373 from share purchase options exercised, offset by repayment of leasehold improvement costs totalling \$20,421. There were no material sources or uses of cash relating to financing activities during this quarter. During the three months and year ended September 30, 2014, the Company completed a private placement and issued 13,400,000 common shares at a price of \$0.40 per share, for gross proceeds of \$5,360,000. The Company issued 804,000 warrants and paid \$321,600 to a third party as finders' fees.

At September 30, 2015, the Company had current liabilities of \$1,275,458 and non-current liabilities of \$8,509. The Company has sufficient working capital to meet these obligations as they become due.

Off-balance sheet arrangements

The Company has no off-balance sheet arrangements.

Related party transactions

During the year ended September 30, 2014, the Company entered into a services agreement with Organto Foods Inc. (formerly Columbus Exploration Corporation) ("Columbus Exploration") and Columbus Copper Corporation ("Columbus Copper"), companies under common management, whereby the Company provides administration and management services to Columbus Exploration and Columbus Copper for a fixed monthly. The aforementioned services agreement is effective January 1, 2014, until December 31, 2015, and may be terminated with 30 days' notice by the Company, or 90 days' notice by Columbus Copper Corporation or Columbus Exploration.

On March 2, 2015, the Company entered into an agreement with Columbus Exploration, pursuant to which Columbus Exploration will transfer to Columbus Gold its Mogollon Project in consideration for the cancellation of debts owed by Columbus Exploration to Columbus Gold of \$447,739.





Multipurpose drill rig at Montagne d'Or, French Guiana - Phase III drilling program.

MANAGEMENT'S DISCUSSION & ANALYSIS

The following is a summary of related party transactions:

	Three months ended		Year ended	
	September 30, 2015 (\$)	September 30, 2014 (\$)	September 30, 2015 (\$)	September 30, 2014 (\$)
Management fees paid to a company controlled by the CEO and Chairman of the Company	75,000	60,000	330,000	342,500
Accounting fees paid to the CFO of the Company	29,025	29,025	125,775	107,075
Consulting fees paid or accrued to Cordex Exploration LLC	65,435	54,459	247,665	216,604
Management fees paid or accrued to the president of a subsidiary of the Company	-	-	-	15,000
Directors fees paid or accrued	36,000	24,000	132,000	106,000
Administration fees received or accrued from Columbus Exploration and Columbus Copper	(9,000)	(26,000)	(36,000)	(153,620)
	196,460	141,484	799,440	633,559

26

The following summarizes advances or amounts that remain receivable from or payable to each related party:

	September 30, 2015 (\$)	September 30, 2014 (\$)
Advances to a Company controlled by the CEO and Chairman of the Company	50,000	20,000
Advances to the CEO of the Company	25,467	10,000
Receivable from Columbus Exploration to be settled for Mogollon Project	447,739	-
Interest receivable from Columbus Exploration	-	300,890
Trade receivables from Columbus Exploration	257,882	131,657
Trade receivables from Columbus Copper	-	152,269
Directors fees payable	(31,000)	-
	750,088	614,816

Commitments

Since 2005, the Company has engaged the services of Cordex Exploration LLC ("Cordex") to generate, evaluate, and explore resource properties on behalf of the Company, primarily in Nevada; this has been accomplished through an agreement that is generally updated on an annual basis. The current agreement is in effect to December 31, 2015. Monthly payments consist of a management fee of US\$16,667. The Company has committed to fund annual exploration programs through Cordex of not less than US\$600,000. There is a specified NSR royalty for Cordex on existing and new Columbus Gold properties. The principal of Cordex is the president of a subsidiary of the Company.

In addition, the Company has commitments as follows:

	1 year (\$)	2-3 years (\$)	4-5 years (\$)	Total (\$)
Office lease payments	165,634	169,234	184,615	519,483

Proposed transactions

The Company has no significant proposed transactions under consideration at this time.

Critical accounting estimates

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions which affect the reported amounts of assets and liabilities, the 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. The Company's management reviews these estimates and underlying assumptions on an ongoing

basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is risk of material adjustments to assets and liabilities in future accounting periods include estimates of useful lives of depreciated and amortized assets, the recoverability of the carrying value of exploration and evaluation assets, assumptions used in determination of share-based payments, the recoverability and measurement of deferred tax assets, decommissioning, restoration and similar liabilities and contingent liabilities.

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's financial statements include the classification of expenditures as exploration and evaluation expenditures or operating expenses and the classification of financial instruments.



Columbus Gold advisory board member, Michel Jébrak with university students after giving a lecture on mining – Cayenne, French Guiana.

MANAGEMENT'S DISCUSSION & ANALYSIS

Changes in accounting policies and standards

Effective October 1, 2014, the Company has adopted the following new and revised standards issued by the International Accounting Standards Board:

(a) *IAS 32 - Financial Instruments: Presentation ("IAS 32")*

These amendments address inconsistencies when applying the offsetting requirements, and is effective for annual periods beginning on or after January 1, 2014. These changes did not result in any adjustments to other comprehensive income or comprehensive income.

Financial instruments

The fair value of the Company's financial instruments, financial statement classification and associated risks are presented in the table below:

Financial instrument	Financial statement classification	Associated risks	Fair value at September 30, 2015 (\$)
Cash	Carrying value	Credit, currency, and interest rate	1,303,562
Available-for-sale investments	Fair value	Currency, and exchange	146,801
Receivables	Carrying value	Credit, currency, and concentration	737,599
Receivable from related party	Carrying value	Credit, currency, and concentration	447,739
Reclamation bonds	Carrying value	Credit, currency and concentration	477,586
Accounts payable	Carrying value	Currency	(715,683)
Other non-current financial liabilities	Carrying value	n/a	(8,509)
			2,389,095

Financial risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments at September 30, 2015 are summarized below. The Board of Directors reviews with management the principal risks affecting the Company and the systems that have been put in place to manage these risks.

(a) Credit risk

The credit risk exposure on cash is limited to its carrying amount at the date of the consolidated statements of financial position. Cash is held as cash deposits with creditworthy banks and investment firms. The Company has receivables consisting of goods and services tax due from the Federal Government of Canada, trade receivables and accrued interest. Management believes that the credit risk

with respect to receivables is minimal as it relates to goods and services tax, and moderate as it relates to trade receivables and accrued interest.

(b) Liquidity risk

Liquidity risk arises from the Company's general and capital financing needs. The Company manages liquidity risk by attempting to maintain sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short term obligations. As at September 30, 2015, the Company has working capital of \$1,133,067 (September 30, 2014 - \$6,486,372).

(c) Market risks

(i) Foreign currency risk

The Company's functional currency is the Canadian dollar. The Company is exposed to the currency risk related to the fluctuation of foreign exchange rates in its US subsidiary, Columbus Gold (U.S.) Corporation and French subsidiary, SOTRAPMAG. The Company also has assets and liabilities denoted in US dollars and the European Euro. A significant change in the currency exchange rates between the Canadian dollar relative to the US dollar or European Euro could have an effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations.

(ii) Commodity price risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market price of gold. The Company closely monitors commodity prices to determine the appropriate course of action to be taken.

(iii) Interest rate risk

The Company has interest bearing cash balances; therefore, it is exposed to interest rate risk.

pursue the development of its resource properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares.

In the management of capital, the Company includes the components of shareholders' equity as well as cash and receivables.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and investments.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The Board of Directors approves the annual and updated budgets. There have been no changes to the Company's capital management policies and procedures since the end of the most recent fiscal year.

Fair value

The fair values of available-for-sale investments are based on quoted market prices for publicly traded shares.

IFRS 7, Financial Instruments: Disclosure establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Sensitivity analysis

A 1% change in interest rates does not have a material effect to the Company's profit or loss and equity.

The Company maintains significant cash balances, accounts receivable, accounts payable and other liabilities in US Dollars and European Euros, currencies other than the functional currency of Company. The Company estimates that a +/-10% change in the value of the Canadian Dollar relative to the US Dollar and European Euro would have a corresponding effect of approximately \$10,000 to profit or loss.

Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to

MANAGEMENT'S DISCUSSION & ANALYSIS

The Company has determined the estimated fair values of its financial instruments based upon appropriate valuation methodologies. Available-for-sale investments are classified as Level 1. At September 30, 2015, there were no financial assets or liabilities measured and recognized in the consolidated statement of position that would be categorized as Level 2 or Level 3 in the fair value hierarchy above.

Other information

Outstanding share data

At September 30, 2015, the Company had 141,665,086 shares issued and outstanding. In addition, there were 12,515,000 share purchase options outstanding with exercise prices ranging from \$0.30 to \$0.78 per share.

At the date of this MD&A, the Company has 141,665,086 shares issued and outstanding. In addition, there are 11,441,500 share purchase options outstanding with exercise prices ranging from \$0.30 to \$0.78 per share.

Risks and uncertainties

Risk factors

Prior to making an investment decision investors should consider the investment risks set out below and those described elsewhere in this document, which are in addition to the usual risks associated with an investment in a business at an early stage of development. The directors of the Company consider the risks set out below to be the most significant to potential investors in the Company, but do not represent all of the risks associated with an investment in securities of the Company. If any of these risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the Directors are currently unaware or which they consider not to be material in relation to the Company's business, actually occur, the Company's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects are likely to be materially and adversely affected.

Exploration, development and production risks

An investment in the Company's shares is speculative due to the

nature of the Company's involvement in the evaluation, acquisition, exploration and, if warranted, development and production of minerals. Mineral exploration involves a high degree of risk and there is no assurance that expenditures made on future exploration by the Company will result in new discoveries in commercial quantities.

While the Company has a limited number of specific identified exploration or development prospects, management will continue to evaluate prospects on an ongoing basis in a manner consistent with industry standards. The long-term commercial success of the Company depends on its ability to find, acquire, develop and commercially produce reserves. No assurance can be given that the Company will be able to locate satisfactory properties for acquisition or participation. Moreover, if such acquisitions or participations are identified, the Company may determine that current markets, terms of acquisition and participation or pricing conditions make such acquisitions or participations uneconomic. The Company has no earnings record, no reserves and no producing resource properties.

The Company's resource projects are in the exploration stage. Resource exploration, development, and operations are highly speculative, characterized by a number of significant risks, which even a combination of careful evaluation, experience and knowledge will not eliminate. Few properties that are explored are ultimately developed into producing mines. Unusual or unexpected formations, formation pressures, fires, power outages, labour disruptions, flooding, explosions, cave-ins, landslides and the inability to obtain suitable or adequate machinery, equipment or labour are other risks involved in the operation of mines and the conduct of exploration programs. The Company must rely upon consultants and contractors for exploration, development, construction and operating expertise. Substantial expenditures are required to establish mineral resources and mineral reserves through drilling, to develop metallurgical processes to extract the metal from mineral resources and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining.

There is no assurance that surface rights agreements that may be necessary for future operations will be obtained when needed, on reasonable terms, or at all, which could adversely affect the business of the Company.

No assurance can be given that minerals will be discovered in sufficient quantities at any of the Company's mineral projects to justify commercial operations or that funds required for additional exploration or development will be obtained on a timely basis. Whether a mineral deposit will be commercially viable depends on

a number of factors, some of which are: the particular attributes of the deposit, such as size, grade and proximity to infrastructure; metal prices which are highly cyclical; the proximity and capacity of milling facilities; and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot accurately be predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital.

Additional funding requirements

From time to time, the Company may require additional financing in order to carry out its acquisition, exploration and development activities. Failure to obtain such financing on a timely basis could cause the Company to forfeit its interest in certain properties, miss certain acquisition opportunities, delay or indefinite postponement of further exploration and development of its projects with the possible loss of such properties, and reduce or terminate its operations. If the Company's cash flow from operations is not sufficient to satisfy its capital expenditure requirements, there can be no assurance that additional debt or equity financing will be available to meet these requirements or be available on favorable terms.

Prices, markets and marketing of natural resources

Gold is a commodity whose price is determined based on world demand, supply and other factors, all of which are beyond the control of the Company. World prices for gold have fluctuated widely in recent years. The marketability and price of natural resources which may be acquired or discovered by the Company will be affected by numerous factors beyond its control. The Company has limited direct experience in the marketing of gold.

Government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of natural resources and environmental protection are all factors which may affect the marketability and price of natural resources. The exact effect of these factors cannot be accurately predicted, but any one or a combination of these factors could result in the Company not receiving an adequate return for shareholders.

Title matters

Although title to the properties has been reviewed by the Company, formal title opinions have not been obtained by the Company for most of its mineral properties and, consequently, no assurances can be given that there are no title defects affecting such properties and that such title will not be challenged or impaired. The acquisition of title to resource properties is a very detailed and time-consuming



Columbus Gold's advisory board chair, Marie-Hélène Berard and French Minister of Economy and Industry, Emmanuel Macron - Montagne d'Or site visit.

process. Title to, and the area of, resource claims may be disputed. There may be valid challenges to the title of any of the mineral properties in which the Company holds an interest that, if successful, could impair development and/or operations thereof. A defect could result in the Company losing all or a portion of its right, title, estate and interest in and to the properties to which the title defect relates.

Any of the mineral properties in which the Company holds an interest may be subject to prior unregistered liens, agreements or transfers or other undetected title defects. There is no guarantee that title to the properties will not be challenged or impugned. The Company is satisfied, however, that evidence of title to each of the properties is adequate and acceptable by prevailing industry standards.

MANAGEMENT'S DISCUSSION & ANALYSIS

Enforcement of civil liabilities

Certain of the Company's directors and certain of the experts named herein reside outside of Canada and, similarly, a majority of the assets of the Company are located outside of Canada. It may not be possible for investors to effect service of process within Canada upon the directors and experts not residing in Canada. It may also not be possible to enforce against the Company and certain of its directors and experts named herein judgements obtained in Canadian courts predicated upon the civil liability provisions of applicable securities laws in Canada.

Environmental risks

All phases of the natural resources business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and state and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with operations. The legislation also requires that facility sites and mines be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs. The discharge of tailings or other pollutants into the air, soil or water may give rise to liabilities to foreign governments and third parties and may require the Company to incur costs to remedy such discharge. No assurance can be given that environmental laws will not result in a curtailment of production or a material increase in the costs of production, development or exploration activities or otherwise adversely affect the Company's financial condition, results of operations or prospects.

Companies engaged in the exploration and development of mineral properties generally experience increased costs, and delays as a result of the need to comply with applicable laws, regulations and permits. The Company believes it is in substantial compliance with all material laws and regulations which currently apply to its activities.

Failure to comply with applicable laws, regulations and permitting





Site Visit – Columbus Gold CEO, Robert Giustra hosting local and national stakeholders and government officials at the Montagne d'Or project in French Guiana.

MANAGEMENT'S DISCUSSION & ANALYSIS

requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in natural resource exploration and development activities may be required to compensate those suffering loss or damage by reason of its activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of natural resources companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in developments of new properties.

Dilution

In order to finance future operations and development efforts, the Company may raise funds through the issue of shares or securities convertible into shares. The constating documents of the Company allow it to issue, among other things, an unlimited number of shares for such consideration and on such terms and conditions as may be established by the directors of the Company, in many cases, without the approval of shareholders. The Company cannot predict the size of future issues of shares or securities convertible into shares or the effect, if any, that future issues and sales of shares will have on the price of the shares. Any transaction involving the issue of previously authorized but unissued shares or securities convertible into shares would result in dilution, possibly substantial, to present and prospective shareholders of the Company.

Regulatory requirements

Mining operations, development and exploration activities are subject to extensive laws and regulations governing prospecting, development, production, exports, taxes, labour standards, occupational health, waste disposal, environmental protection and remediation, protection of endangered and protected species, mine safety, toxic substances and other matters. Changes in these regulations or in their application are beyond the control of the Company and could adversely affect its operations, business and results of operations.

Government approvals and permits are currently, and may in

the future be, required in connection with the mineral projects in which the Company has an interest. To the extent such approvals are required and not obtained, the Company may be restricted or prohibited from proceeding with planned exploration or development activities. Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may be liable for civil or criminal fines or penalties imposed for violations of applicable laws or regulations. Amendments to current laws, regulations and permitting requirements, or more stringent application of existing laws, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reductions in levels of production at producing properties or require abandonment or delays in development of properties.

Reliance on operators and key employees

The success of the Company will be largely dependent upon the performance of its management and key employees. The Company does not have any key man insurance policies and therefore there is a risk that the death or departure of any member of management or any key employee could have a material adverse effect on the Company. In assessing the risk of an investment in the Company's shares, potential investors should realize that they are relying on the experience, judgment, discretion, integrity and good faith of the management of the Company. An investment in the Company's shares is suitable only for those investors who are willing to risk a loss of their entire investment and who can afford to lose their entire investment.

Permits and licenses

The operations of the Company will require licenses and permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out exploration and development of its projects.

Availability of equipment and access restrictions

Natural resource exploration and development activities are dependent on the availability of drilling and related equipment in the particular areas where such activities will be conducted. Demand for such limited equipment or access restrictions may affect the

availability of such equipment to the Company and may delay exploration and development activities.

Conflict of interest of management

Certain of the Company's directors and officers are also directors and officers of other natural resource companies. Consequently, there exists the possibility for such directors and officers to be in a position of conflict. Any decision made by any of such directors and officers relating to the Company will be made in accordance with their duties and obligations to deal fairly and in good faith with the Company and such other companies.

Competition

The Company actively competes for acquisitions, leases, licenses, concessions, claims, skilled industry personnel and other related interests with a substantial number of other companies, many of which have significantly greater financial resources than the Company.

The Company's ability to successfully bid on and acquire additional property rights to participate in opportunities and to identify and enter into commercial arrangements with other parties will be dependent upon developing and maintaining close working relationships with its future industry partners and joint operators and its ability to select and evaluate suitable properties and to consummate transactions in a highly competitive environment.

Insurance

The Company's involvement in the exploration for and development of natural resource properties may result in the Company becoming subject to liability for certain risks, and in particular unexpected or unusual geological operating conditions, including rock bursts, cave ins, fires, floods, earthquakes, pollution, blow-outs, property damage, personal injury or other hazards. Although the Company will obtain insurance in accordance with industry standards to address such risks, such insurance has limitations on liability that may not be sufficient to cover the full extent of such liabilities. In addition, such risks may not, in all circumstances be insurable, or, in certain circumstances, the Company may elect not to obtain insurance to deal with specific risks due to the high premiums associated with such insurance or other reasons. The payment of such uninsured liabilities would reduce the funds available to the Company. The occurrence of a significant event that the Company is not fully insured against, or the insolvency of the insurer or such event, could have a material adverse effect on the Company's financial position, results of operations or prospects.

No assurance can be given that insurance to cover the risks to

which the Company's activities will be subject will be available at all or at economically feasible premiums. Insurance against environmental risks (including potential for pollution or other hazards as a result of the disposal of waste products occurring from production) is not generally available to the Company or to other companies within the industry. The payment of such liabilities would reduce the funds available to the Company. Should the Company be unable to fund fully the cost of remedying an environmental problem, the Company might be required to suspend operations or enter into interim compliance measures pending completion of the required remedy.

The market price of shares may be subject to wide price fluctuations

The market price of shares may be subject to wide fluctuations in response to many factors, including variations in the operating results of the Company, divergence in financial results from analysts' expectations, changes in earnings estimates by stock market analysts, changes in the business prospects for the Company, general economic conditions, changes in mineral reserve or resource estimates, results of exploration, changes in results of mining operations, legislative changes, and other events and factors outside of the Company's control.

In addition, stock markets have from time to time experienced extreme price and volume fluctuations, which, as well as general economic and political conditions, could adversely affect the market price for the shares.

The Company is unable to predict whether substantial amounts of shares will be sold in the open market. Any sales of substantial amounts of shares in the public market, or the perception that such sales might occur, could materially and adversely affect the market price of the shares.

Global financial conditions

Global financial conditions over the last few years have been characterized by increased volatility and several financial institutions have either gone into bankruptcy or have had to be rescued by governmental authorities. These factors may affect the ability of the Company to obtain equity or debt financing in the future on terms favourable to it. Additionally, these factors, as well as other related factors, may cause decreases in asset values that are deemed to be other than temporary, which may result in impairment losses. If such increased levels of volatility and market turmoil continue, the operations of the Company may suffer adverse impact and the price of our Shares may be adversely affected.

MANAGEMENT'S DISCUSSION & ANALYSIS

Credit risk

Credit risk is the risk of an unexpected loss if a party to its financial instruments fails to meet its contractual obligations. The Company's financial assets exposed to credit risk will be primarily composed of cash and amounts receivable. While the Company will attempt to mitigate its exposure to credit risk, there can be no assurance that unexpected losses will not occur. Such unexpected losses could adversely affect the Company.

Management's responsibility for financial statements

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying consolidated financial statements.

Disclosure and internal controls

Disclosure controls and procedures have been established to provide reasonable assurance that material information relating to the Company is made known to management, particularly during the period in which annual filings are being prepared. Furthermore, internal controls over financial reporting have been established to ensure the Company's assets are safeguarded and to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS.

Caution regarding forward looking statements

This document contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to as "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," "planned," "budget," "scheduled," "estimates," "continues," "forecasts," "projects," "predicts," "intends," "anticipates" or "does not anticipate," or "believes," or variations of such words and phrases, or statements that certain actions, events or results "may," "could," "would," "should," "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any of our future results, performance or achievements expressed or implied

by the forward-looking statements; consequently, undue reliance should not be placed on forward-looking statements.

These risks, uncertainties and other factors include, but are not limited to: changes in Canadian/US dollar exchange rates; management's strategies and objectives; the Company's tax position and the tax and royalty rates applicable; the Company's ability to acquire necessary permits and other authorizations in connection with its projects; risks associated with environmental compliance, including without limitation changes in legislation and regulation, and estimates of reclamation and other costs; the Company's cost reduction and other financial and operating objectives; the Company's environmental, health and safety initiatives; the availability of qualified employees and labour for operations; risks that may affect operating or capital plans; risks created through competition for mining properties; risks associated with exploration projects, and mineral reserve and resource estimates, including the risk of errors in assumptions and methodologies; risks associated with dependence on third parties for the provision of critical services; risks associated with non-performance by contractual counterparties; risks associated with title; and general business and economic conditions.

Forward-looking statements are based on a number of assumptions that may prove to be incorrect, including, but not limited to, assumptions about: general business and economic conditions; the timing of the receipt of required approvals for operations; the availability of equity and other financing on reasonable terms; power prices; the Company's ability to procure equipment and operating supplies in sufficient quantities and on a timely basis; the Company's ability to attract and retain skilled labour and staff; the impact of changes in Canadian/US dollar and other foreign exchange rates on costs and results; market competition; and ongoing relations with employees and with business partners and joint venturers.

We caution you that the foregoing list of important factors and assumptions is not exhaustive. Events or circumstances could cause our actual results to differ materially from those estimated or projected and expressed in, or implied by, these forward-looking statements. Management undertakes no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise, except as may be required under applicable laws.

Additional information

Additional information relating to the Company is available on SEDAR at sedar.com.

Corporation information

Head Office

1090 Hamilton Street
Vancouver, BC V6B 2R9
Canada

Directors

Robert Giustra
Gil Atzmon
Peter Gianulis
Don Gustafson
Oleg Pelevin

Officers

Robert Giustra, Chief Executive Officer
Rock Lefrançois, Chief Operating Officer
Akbar Hassanally, Chief Financial Officer
Jenna Virk, Vice President Legal and Corporate Secretary
Jorge Martinez, Vice President of Communications & Technology

Auditor

DMCL LLP
Suite 1500
1140 West Pender Street
Vancouver, BC V6E 4G1

Legal Counsel

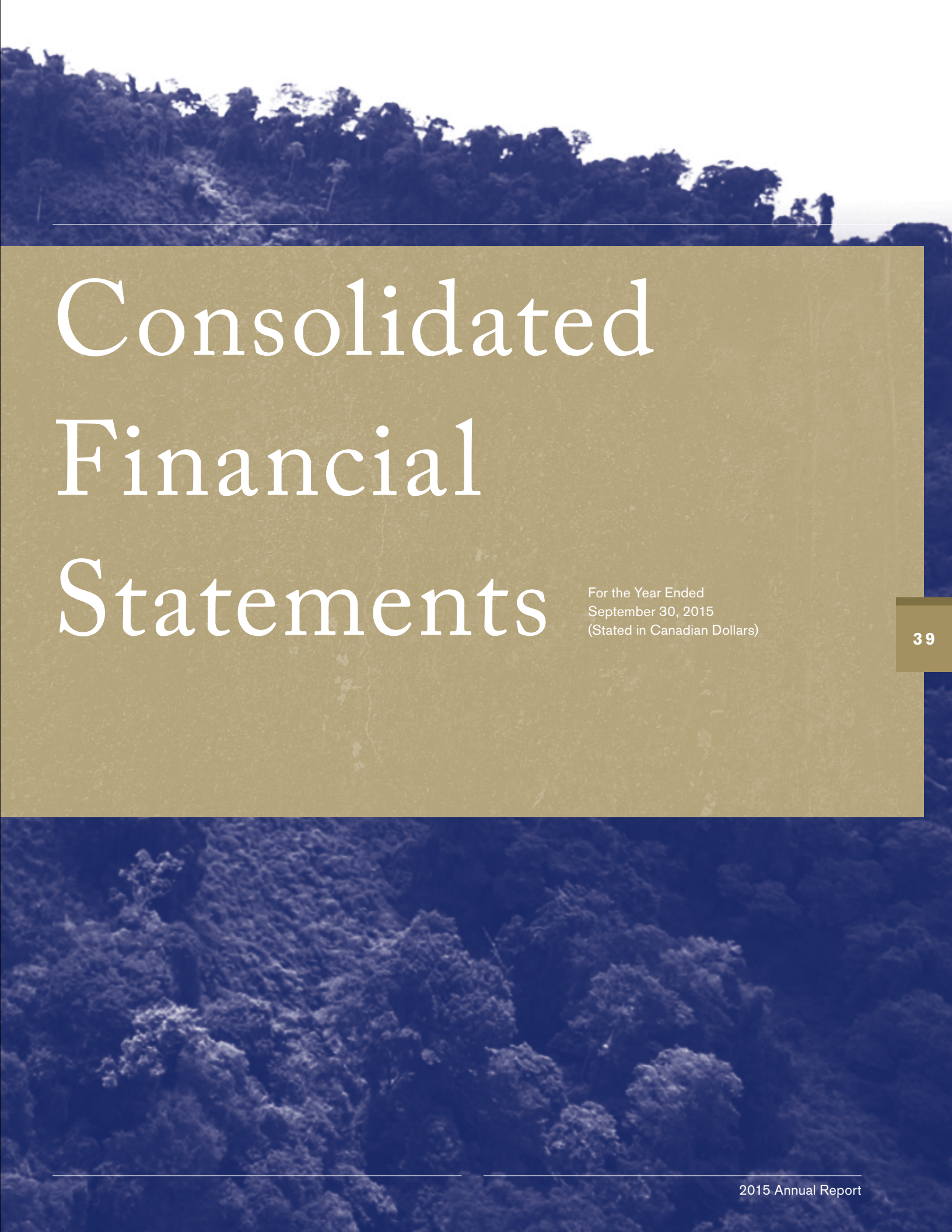
McMillan LLP
Suite 1500
1055 West Georgia Street
Vancouver, BC V6E 4N7

Transfer Agent

Computershare Investor Services
2nd Floor – 510 Burrard Street
Vancouver, BC V6C 3B9



03



Consolidated Financial Statements

For the Year Ended
September 30, 2015
(Stated in Canadian Dollars)



DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Columbus Gold Corporation

We have audited the accompanying consolidated financial statements of Columbus Gold Corporation, which comprise the consolidated statements of financial position as at September 310, 2015 and 2014, and the consolidated statements of comprehensive loss, shareholders' equity and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Columbus Gold Corporation as at September 310, 2015 and 2014, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which describes certain conditions that indicate the existence of a material uncertainty that cast significant doubt about the Company's ability to continue as a going concern.

DMCL

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

Vancouver, Canada
January 26, 2016

An independent firm associated with
Moore Stephens International Limited
MOORE STEPHENS

CONSOLIDATED FINANCIAL STATEMENTS

	September 30, 2015 (\$)	September 30, 2014 (\$)
Assets		
Current assets		
Cash	1,303,562	10,366,494
Available-for-sale investments (note 5)	146,801	804,279
Receivables (note 6)	737,599	646,380
Prepaid expenses	220,563	866,238
	2,408,525	12,683,391
Non-current assets		
Receivable from related party (note 12)	447,739	-
Reclamation bonds (note 7)	477,586	251,968
Exploration and evaluation assets (note 8)	41,205,323	37,462,181
Equipment (note 9)	108,153	143,660
	44,647,326	50,541,200
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable (note 12)	715,683	1,478,485
Accrued liabilities (note 12)	440,349	1,113,454
Deferred exploration advances from Nord Gold N.V. (note 8)	-	3,134,033
Restoration provision (note 10)	119,426	471,047
	1,275,458	6,197,019
Non-current liabilities		
Other non-current liabilities	8,509	28,930
	1,283,967	6,225,949
Shareholders' equity		
Share capital (note 12)	55,417,561	53,185,056
Reserves	10,401,208	8,532,196
Deficit	(22,455,410)	(17,402,001)
	43,363,359	44,315,251
	44,647,326	50,541,200
Nature of operations and going concern (note 1)		
Commitments (note 14)		
Subsequent event (note 17)		

The accompanying notes are an integral part of these consolidated financial statements.

Approved by the Board of Directors

"Robert Giustra"
Robert Giustra – Director

"Gil Atzmon"
Gil Atzmon - Director

	Year end	
	September 30, 2015 (\$)	September 30, 2014 (\$)
Operating expenses		
Administration and office	1,401,229	1,079,866
Directors fees (note 12)	132,000	106,000
General exploration	92,996	24,073
Investor relations	693,526	433,909
Management fees (note 12)	330,000	342,500
Professional fees	506,563	961,125
Share-based payments (note 11b)	678,311	757,821
Transfer and filing fees	86,442	79,840
Travel	256,432	149,390
Amortization	59,438	48,805
Impairment of exploration and evaluation assets (note 8)	1,052,827	1,041,198
Income from third party interest in exploration and evaluation assets	-	(109,804)
Loss before other items	(5,289,764)	(4,914,723)
Other items		
Interest income	38,524	31,440
Other income	35,972	153,620
Foreign exchange gain (loss)	161,859	19,037
Impairment of available-for-sale investments (note 5)	-	(252,195)
Loss before taxes	(5,053,409)	(4,962,821)
Income tax recovery (note 16)	-	(868,738)
Net loss for the year	(5,053,409)	(4,094,083)
Reclassified to net income or loss:		
Unrealized loss on available-for-sale investments	-	252,195
Items that may subsequently be reclassified to net income or loss:		
Unrealized (loss) gain on available-for-sale investments	(657,478)	257,928
Foreign currency translation	1,980,311	930,817
Comprehensive loss for the year	(3,730,576)	(2,653,143)
Loss per share (note 11d)		
Basic	(0.04)	(0.03)
Diluted	(0.04)	(0.03)

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED FINANCIAL STATEMENTS

	Year end	
	September 30, 2015 (\$)	September 30, 2014 (\$)
Operating activities		
Net loss for the year	(5,053,409)	(4,094,083)
Items not involving cash		
Amortization	59,438	48,805
Share-based payments (note 11b)	678,311	757,821
Impairment of available-for-sale investments	-	252,195
Unrealized foreign exchange gain	(428,578)	-
Impairment of exploration and evaluation asset	1,052,827	1,041,198
	(3,691,411)	(1,994,064)
Changes in non-cash working capital		
Receivables and prepaid expenses	(90,645)	(1,027,513)
Accounts payable and accrued liabilities	(308,352)	1,025,850
Income taxes payable	-	(868,738)
Cash used in operating activities	(4,090,408)	(2,864,465)
Investing activities		
Exploration advances (expenditures) from Nord Gold N.V. (note 8)	(3,134,033)	3,252,504
Operator's fee (note 8)	821,935	647,563
Payments received	-	4,519,891
Interest received	38,524	-
Reclamation bonds	(163,502)	13,040
Exploration and evaluation assets (note 8)	(4,662,036)	(7,431,221)
Equipment (note 9)	(23,931)	(39,037)
Restoration costs (note 10)	(192,785)	(3,663)
Cash (used in) from investing activities	(7,315,828)	959,077
Financing activities		
Private placement, net of finders' fees	1,880,000	5,038,400
Proceeds from share options exercised	220,373	260,625
Proceeds from warrants exercised	-	15,400
Repayment of leasehold improvements costs	(20,421)	(20,421)
Cash from financing activities	2,079,952	5,294,004
Effect of foreign exchange on cash	263,352	(17,905)
(Decrease) increase in cash	(9,062,932)	3,370,711
Cash, beginning of year	10,366,494	6,995,783
Cash, end of year	1,303,562	10,366,494

The accompanying notes are an integral part of these consolidated financial statements.

	Share capital		Reserves		Total	Deficit	Total
	Number of shares	Share capital	Share options and warrants	Accumulated other comprehensive income (loss) (\$)			
		(\$)	(\$)		(\$)	(\$)	(\$)
Balance, October 1, 2013	102,825,156	42,345,791	6,500,051	(177,261)	6,322,790	(13,307,918)	35,360,663
Private placement (note 11a)	13,400,000	5,360,000	-	-	-	-	5,360,000
Finder's fee for private placement (note 11a)	-	(482,859)	161,259	-	161,259	-	(321,600)
Shares issued for royalty acquisition (note 8)	18,208,328	5,371,457	-	-	-	-	5,371,457
Shares issued for Paul Isnard obligation (note 8)	368,602	164,028	-	-	-	-	164,028
Share options exercised (note 11b)	977,500	404,905	(144,280)	-	(144,280)	-	260,625
Warrants exercised (note 11c)	28,000	21,734	(6,334)	-	(6,334)	-	15,400
Share-based payments (note 11b)	-	-	757,821	-	757,821	-	757,821
Comprehensive income	-	-	-	1,440,940	1,440,940	(4,094,083)	(2,653,143)
Balance, September 30, 2014	135,807,586	53,185,056	7,268,517	1,263,679	8,532,196	(17,402,001)	44,315,251
Private placement	5,000,000	1,880,000	-	-	-	-	1,880,000
Share options exercised (note 11b)	857,500	352,505	(132,132)	-	(132,132)	-	220,373
Share-based payments (note 11b)	-	-	678,311	-	678,311	-	678,311
Comprehensive loss	-	-	-	1,322,833	1,322,833	(5,053,409)	(3,730,576)
Balance, September 30, 2015	141,665,086	55,417,561	7,814,696	2,586,512	10,401,208	(22,455,410)	43,363,359

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED FINANCIAL STATEMENTS

1. Nature of operations and going concern

Columbus Gold Corporation (the “Company” or “Columbus Gold”) was incorporated on May 14, 2003 under the laws of the Province of Saskatchewan, Canada and continued on to British Columbia, Canada on December 29, 2003. The Company is currently listed on the Toronto Stock Exchange (the “TSX” or “Exchange”), the OTCQX International and the Santiago Stock Exchange.

The Company's principal business activities are the exploration and development of resource properties which are located in French Guiana and the United States of America. The Company is in the process of exploring and developing its resource properties, but has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for exploration and evaluation assets are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production or from proceeds of disposition. The Company's exploration and evaluation activities are not dependent on seasonality and may operate year-round; however, the Company may adjust the level of exploration and evaluation activities to manage capital structure in light of changes in the economic conditions. To date, the Company has not received any revenue from mining operations and is considered to be in the exploration stage.

These consolidated financial statements have been prepared on a going concern basis which implies that the Company will continue realizing assets and discharging liabilities in the normal course of business for the foreseeable future. Should the going concern assumption not continue to be appropriate, further adjustments to carrying values of assets and liabilities may be required. At September 30, 2015, the Company has working capital of \$1,133,067 (September 30, 2014 - \$6,486,372) and an accumulated deficit of \$22,455,410 (September 30, 2014 - \$17,402,001). The Company presently has sufficient working capital to fund operations but will require additional funding to meet its exploration commitments and fund its intended exploration programs. Accordingly, the ability of the Company to realize the carrying value of its assets and con-

tinue operations as a going concern is dependent upon its ability to raise additional debt or equity to fund ongoing costs of operations and/or secure new or additional partners in order to advance its projects. Subsequent to year end the Company sold a 5% interest in Paul Isnard for US\$6,000,000. Refer to note 17.

The Company's head office and principal address is located at 1090 Hamilton Street, Vancouver, British Columbia, V6B 2R9, Canada.

2. Basis of presentation

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”), and Interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

These consolidated financial statements were approved by the Board of Directors and authorized for issue on January 26, 2016.

(b) Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

(c) Basis of consolidation

These consolidated financial statements include the accounts of Columbus Gold and its wholly-owned subsidiaries Columbus Gold (US Property Holding) Corporation, Columbus Gold (U.S.) Corporation, Columbus Gold Nevada Corp., Columbus Gold (Luxembourg) S.à.r.l., Columbus International (Luxembourg) S.à.r.l. and Société de Travaux Publics et de Mines Aurifères en Guyane S.A.S. (“SOTRAPMAG”). All inter-company transactions and balances have been eliminated upon consolidation.

Control exists where the parent entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Subsidiaries are included in the consolidated financial report from the date control commences until the date control ceases.

(d) Use of estimates and judgments

Significant estimates and assumptions

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions which affect the reported amounts of assets and liabilities, the 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. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions used by management where there is risk of material adjustments to assets and liabilities in future accounting periods include the estimated useful lives of depreciated and amortized assets, the recoverability of the carrying value of exploration and evaluation assets, assumptions used in determination of the fair value

of share-based payments, the recoverability and measurement of deferred tax assets, decommissioning, restoration and similar liabilities and contingent liabilities.

Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in preparing the Company's financial statements include the assumption that the Company will continue as a going concern, classification of expenditures as exploration and evaluation expenditures or operating expenses and the classification of financial instruments.

3. Significant accounting policies

(a) Comparative figures

Certain comparative figures have been reclassified to conform to the current year's presentation.

(b) Foreign currency translation

The functional currency is the currency of the primary economic environment in which the entity operates and has been determined for each entity within the Company. The functional currencies are as follows:

Entity	Functional currency
Columbus Gold Corporation	Canadian dollar
Columbus Gold (US Property Holding) Corporation	Canadian dollar
Columbus Gold (U.S.) Corporation	United States dollar
Columbus Gold (Nevada) Corp.	United States dollar
Columbus Gold (Luxembourg) S.à.r.l.	European euro
Columbus International (Luxembourg) S.à.r.l.	European euro
Société de Travaux Publics et de Mines Aurifères en Guyane S.A.S.	European euro

CONSOLIDATED FINANCIAL STATEMENTS

At the end of each reporting period, assets and liabilities of the entities whose functional currency is not the Canadian dollar are translated at the rate of exchange at the statement of financial position date. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are reflected in other comprehensive income or loss for the year.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the statement of financial position date. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are reflected in profit or loss for the year.

(c) Exploration and evaluation assets

Upon acquiring the legal right to explore a property, costs related to the acquisition, exploration and evaluation are capitalized by property. If commercially profitable ore reserves are developed, capitalized costs of the related exploration and evaluation assets are reclassified as mining assets and amortized using the unit of production method. If, after management review, it is determined that capitalized acquisition, exploration and evaluation costs are not recoverable over the estimated economic life of the exploration and evaluation assets, or the exploration and evaluation assets are abandoned, or management deems there to be an impairment in value, the exploration and evaluation assets is written down to its net realizable value.

Any option payments received by the Company from third parties or tax credits refunded to the Company are credited to the capitalized cost of the exploration and evaluation assets. If payments received exceed the capitalized cost of the exploration and evaluation assets, the excess is recognized as income in the year received. The amounts shown for exploration and evaluation as-

sets do not necessarily represent present or future values. The recoverability of the exploration and evaluation asset is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

General exploration costs consist of exploration expenditures incurred in the process of evaluating potential property acquisitions. Such expenditures will continue to be expensed until the property is acquired.

The proceeds from royalties granted and operator fees earned are deducted from the costs of the related property and any excess is recorded as income.

(d) Equipment

Equipment is recorded at cost less accumulated amortization. Amortization is calculated based on the estimated residual value and estimated economic life of the specific assets using the straight-line method over the period indicated below:

Furniture	5 years
Leasehold improvements	Term of lease
Equipment	3 to 10 years

(e) Impairment of long-lived assets

At each reporting date, the Company reviews the carrying amounts of its long-lived assets to determine whether there are any indications of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any.

The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current

market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of cash inflows of other assets or groups of assets (the “cash-generating unit” or “CGU”). This generally results in the Company evaluating its non-financial assets on an exploration asset by exploration asset basis.

If the carrying amount of an asset or CGU exceeds its recoverable amount, the carrying amount of the asset or CGU is reduced to its recoverable amount. An impairment loss is recognized as an expense in the consolidated statement of comprehensive income (loss).

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reduced if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of amortization, if no impairment loss had been recognized.

(f) Restoration provision

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of exploration and evaluation assets and equipment, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to mining assets along with a corresponding increase in the restoration provision in the period incurred. Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as mining assets.

The Company’s estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to

mining assets with a corresponding entry to the provision. The Company’s estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company’s estimates of reclamation costs, are charged to profit and loss for the year.

(g) Finance income and expenses

Finance income comprises interest income on funds invested (including available-for-sale financial assets, gains on the disposal of available-for-sale financial assets and changes in the fair value of financial assets at fair value through profit or loss). Interest income is recognized as it accrues in profit or loss, using the effective interest method.

Finance expense comprises interest expense on borrowings and unwinding of the discount on provisions. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest method.

(h) Income taxes

Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred income taxes are accounted for using the liability method of tax allocation. Under this method deferred income tax assets and liabilities are recognized for the tax consequences of temporary differences by applying substantively enacted statutory tax rates applicable to future years to differences between the financial statement carrying amounts and the tax bases of existing assets and liabilities.

CONSOLIDATED FINANCIAL STATEMENTS

The effect on deferred taxes for a change in tax rates is generally recognized in income in the period that includes the substantive enactment.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

Deferred income tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis. Current and deferred tax relating to items recognized directly in equity is recognized in equity and not in the statement of comprehensive loss.

(i) Loss per share

Loss per share is calculated using the weighted average number of common shares outstanding during the year. The calculation of diluted loss per share assumes that outstanding options and warrants are exercised and the proceeds are used to repurchase shares of the Company at the average market price of the shares for the period. The effect is to increase the number of shares used to calculate diluted earnings per share and is only recognized when the effect is dilutive.

(j) Share-based payments

The Company grants share-based awards, including options, as an element of compensation to directors, officers, employees and service providers. Details of the Company's share option plan are disclosed in note 11(b).

The Company uses the Black-Scholes option pricing model to measure the fair value for all share options granted, modified or settled during the period. Compensation expense is recorded based on the fair value of the award at the grant date, amortized over the vesting period. Each reporting date prior to vesting, the cumulative expense representing the extent to which the vesting period has

expired and management's best estimate of the awards that are ultimately expected to vest is computed. The movement in cumulative expense is recognised in the statement of comprehensive income or as capitalized mineral resource property cost with a corresponding entry within equity, against share-based payments reserve. No expense is recognised for awards that do not ultimately vest. When options are exercised, the proceeds received, together with any related amount in share-based payments reserve, are credited to share capital.

(k) Financial instruments

Financial assets

All financial assets are initially recorded at fair value and designated upon inception into one of the following four categories: held to maturity, available for sale, loans and receivables or at fair value through profit or loss ("FVTPL").

Financial assets classified as FVTPL are measured at fair value with unrealized gains and losses recognized through profit or loss. The Company's cash and cash equivalents are classified as FVTPL.

Financial assets classified as loans and receivables and held to maturity assets are measured at amortized cost. The Company's receivables are classified as loans and receivables. Financial assets classified as available for sale are measured at fair value with unrealized gains and losses recognized in other comprehensive income and loss except for losses in value that are considered other than temporary which are recognized in profit or loss.

Transaction costs associated with FVTPL financial assets are expensed as incurred, while transaction costs associated with all other financial assets are included in the initial carrying amount of the asset.

Financial liabilities

All financial liabilities are initially recorded at fair value and designated upon inception as FVTPL or other financial liabilities. The Company has not classified any financial liabilities as FVTPL.

Financial liabilities classified as other financial liabilities are ini-

tially recognized at fair value less directly attributable transaction costs. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. The effective interest rate method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period. The Company's trade payables and accrued liabilities are classified as other financial liabilities.

Financial liabilities classified as FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Derivatives, including separated embedded derivatives are also classified as held for trading and recognized at fair value with changes in fair value recognized in profit or loss unless they are designated as effective hedging instruments. Fair value changes on financial liabilities classified as FVTPL are recognized in profit or loss.

4. Changes in accounting standards

Effective October 1, 2014, the Company has adopted the following new and revised standards issued by the International Accounting Standards Board:

(a) IAS 32 – *Financial Instruments: Presentation* (“IAS 32”)

These amendments address inconsistencies when applying the offsetting requirements, and is effective for annual periods beginning on or after January 1, 2014. These changes did not result in any adjustments to other comprehensive income or comprehensive income.

A number of new standards, and amendments to standards and interpretations, are not yet effective for the year ended September 30, 2015, and have not been applied in preparing these consolidated financial statements. Those that may have a significant effect on the consolidated financial statements of the Company are as follows:

(a) IFRS 9 – *Financial Instruments* (“IFRS 9”)

This new standard is a partial replacement of IAS 39 “Financial Instruments: Recognition and Measurement”. 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. 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, 2018.

(b) Other

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

5. Available-for-sale investments

	September 30, 2015 (\$)	September 30, 2014 (\$)
Sniper Resources Ltd.	127,854	767,116
Navaho Gold Limited	10,898	22,695
Piedmont Mining Corp.	7,549	11,968
Roscan Minerals Corporation	500	2,500
	146,801	804,279

CONSOLIDATED FINANCIAL STATEMENTS

During the year ended September 30, 2015, the Company reclassified \$nil (2014 - \$252,195) from accumulated other comprehensive loss to profit or loss as a result of impairment of the Company's available-for-sale investments. Further changes to the fair value of available-for-sale investments that are not considered an impairment are recorded in other comprehensive income (loss).

At September 30, 2015, the Company held 12,785,248 (September 30, 2014 – 12,785,248) shares of Sniper Resources Inc. with an original cost of \$827,532.

6. Receivables

	September 30, 2015 (\$)	September 30, 2014 (\$)
Interest receivable from Columbus Exploration Corporation (note 12)	-	300,890
Due from related parties (note 12)	257,882	283,926
Due from Nord Gold N.V. ("Nordgold")	239,587	-
Other receivables	240,130	61,564
	737,599	646,380

7. Reclamation bonds

The drilling permits for the following properties require refundable reclamation bonds, which are held by the USA Forest Service and the US Bureau of Land Management:

	September 30, 2015 (\$)	September 30, 2014 (\$)
Antelope	6,467	5,428
Big Lime	10,409	8,399
Bolo	207,515	174,159
Brown's Canyon	9,248	7,762
Eastside	237,408	15,657
Hugh's Canyon	-	15,475
Pete's Summit	6,539	25,088
	477,586	251,968

8. Exploration and evaluation assets

A summary of exploration and evaluation assets by property for the year ended September 30, 2015 is set out below:

Property	Balance at October 1, 2014 (\$)	Additions (\$)	Other (\$)	Impairment ² (\$)	Foreign exchange (\$)	Balance at September 30, 2015 (\$)
French Guiana						
Paul Isnard	31,345,137	7,875,310	(8,939,502) ¹	-	621,417	30,902,362
Nevada						
Big Lime	1	5,344	-	(5,759)	415	1
Bolo	2,912,487	54,772	-	-	562,053	3,529,312
Brown's Canyon	126,307	6,754	-	(157,775)	24,714	-
Crestview	1	-	-	(1)	-	-
Eastside	2,460,729	3,564,704	-	-	748,205	6,773,638
Four Metals	11,825	6,504	-	(21,098)	2,770	1
Hugh's Canyon	330,508	26,809	-	(422,696)	65,380	1
Monitor Hills	240,758	24,409	-	(313,172)	48,006	1
North Brown	9,920	5,601	-	(17,855)	2,335	1
Overland Pass	1	18,802	-	(20,262)	1,460	1
Red Hills	4,010	-	-	(4,778)	769	1
Utah Clipper	1	49,875	-	(50,829)	953	-
Weepah	-	1,401	-	(1,509)	109	1
White Canyon	104	114	-	(245)	28	1
White Horse Flats	6,905	4,035	-	(12,573)	1,634	1
White Horse Flats North	13,487	7,615	-	(24,275)	3,174	1
	37,462,181	11,652,049	(8,939,502)	(1,052,827)	2,083,422	41,205,323

¹ Consists of \$8,117,567 exploration and evaluation funded by Nordgold and operator's fee earned of \$821,935.

² The Company dropped and written off the Brown's Canyon, Crestview and Utah Clipper properties during the period. The Company further impaired all other Nevada properties to \$1 except the Bolo and Eastside properties.

CONSOLIDATED FINANCIAL STATEMENTS

A summary of exploration and evaluation assets by property for the year ended September 30, 2014 is set out below:

Property	Balance at October 1, 2013 (\$)	Additions (\$)	Other (\$)	Impairment (\$)	Foreign exchange (\$)	Balance at September 30, 2014 (\$)
French Guiana						
Paul Isnard	24,224,015	18,516,070	(11,654,825) ¹	-	259,877	31,345,137
Nevada						
Antelope	1	-	-	(1) ²	-	-
Big Lime	158,317	15,292	-	(187,914) ³	14,306	1
Bolo	2,576,461	108,021	-	-	228,005	2,912,487
Brown's Canyon	109,780	6,739	-	-	9,788	126,307
Crestview	186,632	-	-	(202,879) ³	16,248	1
Dutch Flat	1	-	-	(1) ²	-	-
Eastside	703,147	1,640,248	-	-	117,334	2,460,729
Four Metals	4,808	6,380	-	-	637	11,825
Golden Mile	36,983	1,924	-	(41,647) ²	2,740	-
Hugh's Canyon	272,089	33,582	-	-	24,837	330,508
Monitor Hills	197,283	25,429	-	-	18,046	240,758
North Brown	4,036	5,350	-	-	534	9,920
Overland Pass	1	16,797	-	(17,371) ³	574	1
Pete's Summit	92,839	197,679	-	(301,410) ²	10,892	-
Red Hills	1,261	2,552	-	-	197	4,010
Utah Clipper	255,716	11,598	-	(289,973) ³	22,660	1
Weepah	250,230	-	(264,080) ⁴	-	13,850	-
White Canyon	1	99	-	-	4	104
White Horse Flats	2,686	3,853	-	-	366	6,905
White Horse Flats North	5,487	7,273	-	-	727	13,487
White Oaks	1	-	-	(1) ²	-	-
Winnemucca	1	-	-	(1) ²	-	-
	29,081,776	20,598,886	(11,918,905)	(1,041,198)	741,622	37,462,181

¹ Consists of \$6,638,561 exploration and evaluation funded by Nordgold, operator's fee earned of \$647,563, \$4,519,891 received from Nordgold as part of the Paul Isnard option agreement, offset by \$151,190 transferred from equipment.

² Dropped by the Company and written off.

³ Impairment.

⁴ Option payment received in shares of Sniper Resources Ltd.

A summary of the exploration and evaluation assets by cost category is set out below:

	(\$)
Balance at October 1, 2013	29,081,776
Acquisition and land	9,805,567
Camp costs and other	1,430,828
Drilling	5,433,961
Equipment	1,617,482
Geology and trenching	105,039
Geophysics	97,077
Management and administration	1,769,023
Technical studies	231,019
Travel	108,890
Reclassified from equipment	151,190
Operator fee	(647,563)
Payments received - (US\$4.2 million from Nordgold as required under Paul Isnard option agreement)	(4,519,891)
Payments received – option payments	(264,080)
Amounts funded by Nordgold	(6,638,561)
Impairment	(1,041,198)
Foreign exchange	741,622
Balance at September 30, 2014	37,462,181
Acquisition and land	57,132
Camp costs and other	999,868
Drilling	6,060,556
Equipment	417,163
Geology and trenching	629,994
Management and administration	2,689,754
Technical studies	588,820
Travel	208,762
Operator fee	(821,935)
Amounts funded by Nordgold	(8,117,567)
Impairment	(1,052,827)
Foreign exchange	2,083,422
Balance at September 30, 2015	41,205,323

CONSOLIDATED FINANCIAL STATEMENTS

Paul Isnard

The Company's 100% owned "Paul Isnard Gold Project" consists of eight mining permits located in French Guiana.

The Company entered into a binding letter option agreement with major gold producer Nordgold on September 17, 2013, and subsequently executed a definitive agreement on March 13, 2014, under which Nordgold has been granted the right to acquire a 50.01% interest in the Paul Isnard mining concessions and the pending exploration permit. Nordgold can earn its interest in the mineral permits by completing a bankable feasibility study and by expending not less than US\$30 million in 3 years, which includes a requirement for Nordgold to pay the Company US\$4.2 million in cash no later than May 21, 2014 (received). During the earn-in period, the Company is the operator on the Paul Isnard Gold Project and earns a 10% operator fee on certain expenditures.

On May 21, 2013, the Company entered into an agreement with Sandstorm Gold Ltd. ("Sandstorm") and sold a 1% net smelter returns royalty ("NSR") on production from the Paul Isnard Gold Project for cash proceeds of US\$5,000,000.

Eastside

The Eastside property is located approximately 32 km west of Tonopah, Nevada. The Company holds a 100% interest in Eastside, subject to underlying royalties.

Bolo

The Bolo property is located approximately 60 km northeast of Tonopah, Nevada. Bolo is 100% controlled by the Company, subject to underlying royalties.

Weepah

On June 30, 2014, the Company and Sniper Resources Ltd. ("Sniper") terminated an option agreement dated September 26, 2011, whereby Sniper could have earned an initial 51% interest in Weepah, and replaced it with a purchase agreement dated June 30, 2014 (the "Second Weepah Agreement"). Under the terms of the Second Weepah Agreement, the Company sold a 50.01% undivided beneficial interest in Weepah to Sniper, in exchange for receiving 7,647,503 common shares (received) of Sniper. Sniper is obligated to earn a further 49.99% of Weepah on July 1, 2017 by issuing to the Company additional common shares of Sniper equal to 19.99% of the July 1, 2017 post-closing issued capital of Sniper less 12,785,248 common shares. Concurrently upon closing of the final 49.99% interest in Weepah, Sniper shall grant to the Company a 1% NSR on the Weepah project.

Other

The Company has additional exploration and evaluation assets located in Nevada, USA, comprising of the following properties: Big Lime, Four Metals, Hugh's Canyon, Monitor Hills, North Brown, Overland Pass, Red Hills, White Canyon, White Horse Flats, and White Horse Flats North.

9. Equipment

	Furniture (\$)	Leasehold Improvements (\$)	Equipment (\$)	Total (\$)
Cost				
Balance, October 1, 2013	30,490	182,583	252,437	465,510
Additions	26,548	7,559	4,930	39,037
Reclassified to exploration and evaluation assets	-	-	(239,467)	(239,467)
Balance, September 30, 2014	57,038	190,142	17,900	265,080
Additions	1,706	-	22,225	23,931
Balance, September 30, 2015	58,744	190,142	40,125	289,011
Accumulated amortization				
Balance, October 1, 2013	(9,655)	(55,589)	(95,648)	(160,892)
Amortization	(8,664)	(37,379)	(2,762)	(48,805)
Reclassified to exploration and evaluation assets	-	-	88,277	88,277
Balance, September 30, 2014	(18,319)	(92,968)	(10,133)	(121,420)
Amortization	(11,578)	(40,060)	(7,800)	(59,438)
Balance, September 30, 2015	(29,897)	(133,028)	(17,933)	(180,858)
Net book value, September 30, 2014	38,719	97,174	7,767	143,660
Net book value, September 30, 2015	28,847	57,114	22,192	108,153

CONSOLIDATED FINANCIAL STATEMENTS

10. Restoration provision

The Company's restoration provision relates to the Paul Isnard Gold Project, and has not been discounted as the full amount is expected to be incurred within a year.

11. Share capital

(a) Common shares

Authorized - Unlimited common shares without par value.

At September 30, 2015, the Company had 141,665,086 (September 30, 2014 – 135,807,586) common shares issued and outstanding.

On May 19, 2015, the Company completed a private placement of 5,000,000 common shares, at a price of \$0.40 per share, for gross proceeds of \$2 million. A finders' fee of 6% in cash has been paid in connection with the private placement.

On September 24, 2014, the Company completed a private placement and issued 13,400,000 common shares at a price of \$0.40 per common share, for gross proceeds of \$5,360,000. The Company issued 804,000 warrants and paid \$321,600 to a third party as finder's fees.

On August 29, 2014, Columbus Gold issued 368,602 common shares with a fair value of \$164,028 in connection with the Paul Isnard Gold Project.

On November 7, 2013, the Company issued 18,208,328 shares with a fair value of \$5,371,457.

(b) Share options

On January 25, 2013, the Company amended its share purchase option plan to authorize the Company to issue share options whereby the total share options outstanding may be up to 10% of its issued capital at the time of an applicable option grant. The Board of Directors may from time to time, grant options to directors, officers, employees or consultants. The exercise price of an option is not less than the closing price on the Exchange on the last trading day preceding the grant date.

The continuity of the Company's share options is as follows:

	Number of options	Weighted average exercise price (\$)
Balance, October 1, 2013	10,075,000	0.45
Granted	3,275,000	0.39
Exercised	(977,500)	0.27
Cancelled	(225,000)	0.43
Balance, September 30, 2014	12,147,500	0.44
Granted	1,700,000	0.50
Exercised	(857,500)	0.26
Forfeited	(75,000)	0.35
Cancelled	(400,000)	0.66
Balance, September 30, 2015	12,515,000	0.46

A summary of the Company's options at September 30, 2015 is as follows:

Exercise price (\$)	Options outstanding		Options exercisable	
	Number of options outstanding	Weighted average remaining contractual life (years)	Number of Options exercisable	Weighted average remaining contractual life (years)
0.30	2,250,000	7.53	2,250,000	7.53
0.30	1,750,000	7.94	875,000	7.94
0.35	1,990,000	3.22	1,915,000	3.22
0.45	1,150,000	3.99	925,000	3.99
0.45	400,000	7.33	400,000	7.33
0.50	908,500	0.18	908,500	0.18
0.50	1,700,000	4.35	1,550,000	4.35
0.78	1,281,500	0.71	1,281,500	0.71
0.78	1,085,000	1.23	1,085,000	1.23
0.30-0.78	12,515,000	4.36	11,190,000	4.09

The fair value of share options recognized as an expense during the year ended September 30, 2015 was \$678,311 (2014 - \$757,821).

The following are the share options granted and weighted average assumptions used in the Black-Scholes options pricing model for share options granted during the years ended September 30, 2015 and 2014:

	Year ended	
	September 30, 2015	September 30, 2014
Number of share options granted	1,700,000	3,275,000
Weighted average fair value per share option granted	\$0.27	\$0.15
Total fair value of share options granted	\$457,968	\$626,600
Black-Scholes option pricing model assumptions:		
Expected price volatility	87%	86%
Risk free interest rate	0.54%	1.23%
Expected life of options	3 years	3 years
Expected dividend yield	nil	nil

The fair value of each share option is estimated on the date of grant using the Black-Scholes option pricing model that uses the assumptions noted in the table above. Expected volatilities are based on historical volatility of the Company's shares, and other factors. The expected term of share options granted represents the period of time that share options granted are expected to be outstanding. The risk-free rate of periods within the contractual life of the share option is based on the Canadian government bond rate.

CONSOLIDATED FINANCIAL STATEMENTS

(c) Warrants

On September 23, 2014, the Company granted 804,000 warrants to a third party as finder's fees, in connection with a private placement of the Company's common shares completed on September 24, 2014. The aforementioned warrants are exercisable immediately, at a price of \$0.40 per share until September 24, 2015. At the date of issue the estimated fair value of the warrants was \$161,258 based on the Black Scholes option pricing model, using the following assumptions:

Expected price volatility	87%
Risk free interest rate	1.11%
Expected life of options	1 year
Expected dividend yield	nil

The continuity of the Company's warrants is as follows:

	Number of warrants	Weighted average exercise price (\$)
Balance, October 1, 2013	5,700,000	0.64
Granted	804,000	0.40
Exercised	(28,000)	0.55
Expired	(5,672,000)	(0.64)
Balance, September 30, 2014	804,000	0.40
Expired	(804,000)	0.40
Balance, September 30, 2015	-	-

There are no warrants outstanding as at September 30, 2015.

(d) Loss per share

	Year ended	
	September 30, 2015 (\$)	September 30, 2014 (\$)
Basic loss per share	(0.04)	(0.03)
Diluted loss per share	(0.04)	(0.03)
Net loss for the year	(5,053,409)	(4,094,083)
	Year ended	
	September 30, 2015	September 30, 2014
Shares outstanding, beginning of period	135,807,586	102,825,156
Effect of private placement	1,931,507	293,699
Effect of shares issued for royalty acquisition	-	16,362,552
Effect of shares issued for Paul Isnard obligation	-	19,188
Effect of share options exercised	617,411	456,256
Effect of warrants exercised	-	15,726
Basic weighted average number of shares outstanding	138,356,504	119,972,577
Effect of dilutive share options	-	-
Effect of dilutive warrants	-	-
Diluted weighted average number of shares outstanding	138,356,504	119,972,577

During the year ended September 30, 2015, there were 12,515,000 (2014 – 12,147,500) share options and nil (2014 – 804,000) warrants that were potentially dilutive but not included in the diluted earnings per share calculation as the effect would be anti-dilutive.

CONSOLIDATED FINANCIAL STATEMENTS

12. Related party transactions

During the year ended September 30, 2014, the Company entered into a services agreement with Organto Foods Inc. (formerly Columbus Exploration Corporation) ("Columbus Exploration") and Columbus Copper Corporation ("Columbus Copper"), companies under common management, whereby the Company provides administration and management services to Columbus Exploration and Columbus Copper for a fixed monthly. The aforementioned services agreement is effective January 1, 2014, until December 31, 2015, and may be terminated with 30 days' notice by the Company, or 90 days' notice by Columbus Copper Corporation or Columbus Exploration.

On March 2, 2015, the Company entered into an agreement with Columbus Exploration, pursuant to which Columbus Exploration will transfer to Columbus Gold its Mogollon Project in consideration for the cancellation of debts owed by Columbus Exploration to Columbus Gold of \$447,739. The transfer was completed subsequent to September 30, 2015. The debt owed to Columbus Gold has been shown as a long-term asset.

The following is a summary of related party transactions:

	Year ended	
	September 30, 2015 (\$)	September 30, 2014 (\$)
Management fees paid to a company controlled by the CEO and Chairman of the Company	330,000	342,500
Accounting fees paid to the CFO of the Company	125,775	107,075
Consulting fees paid or accrued to Cordex Exploration LLC (note 11)	247,665	216,604
Management fees paid or accrued to the president of a subsidiary of the Company	-	15,000
Directors fees paid or accrued	132,000	106,000
Administration fees received or accrued from Columbus Exploration and Columbus Copper	(36,000)	(153,620)
	799,440	633,559

The following summarizes advances or amounts that remain receivable from or payable to each related party:

	September 30, 2015 (\$)	September 30, 2014 (\$)
Advances to a Company controlled by the CEO and Chairman of the Company	50,000	20,000
Advances to the CEO of the Company	25,467	10,000
Receivable from Columbus Exploration to be settled for Mogollon Project	447,739	-
Interest receivable from Columbus Exploration	-	300,890
Trade receivables from Columbus Exploration	257,882	131,657
Trade receivables from Columbus Copper	-	152,269
Directors fees payable	(31,000)	-
	750,088	614,816

13. Segmented information

The Company has one reportable business segment, being resource exploration and development. Assets by geographical area are as follows:

	September 30, 2015 (\$)	September 30, 2014 (\$)
Current assets		
Canada	1,283,997	8,745,908
USA	277,386	323,698
France (French Guiana)	847,142	3,613,785
	2,408,525	12,683,391
Non-current assets		
Canada	555,892	143,660
USA	10,780,551	6,369,018
France (French Guiana)	30,902,358	31,345,131
	42,238,801	37,857,809
Total assets		
Canada	1,839,889	8,889,568
USA	11,057,937	6,692,716
France (French Guiana)	31,749,500	34,958,916
	44,647,326	50,541,200

14. Commitments

Since 2005, the Company has engaged the services of Cordex Exploration LLC ("Cordex") to generate, evaluate, and explore resource properties on behalf of the Company, primarily in Nevada; this has been accomplished through an agreement that is generally updated on an annual basis. The current agreement is in effect to December 31, 2015. Monthly payments consist of a management fee of US\$16,667. The Company has committed to fund annual exploration programs through Cordex of not less than US\$600,000. There is a specified NSR royalty for Cordex on existing and new Columbus Gold properties. The principal of Cordex is the president of a subsidiary of the Company.

In addition, the Company has commitments as follows:

	1 year (\$)	2-3 years (\$)	4-5 years (\$)	Total (\$)
Office lease payments	165,634	169,234	184,615	519,483

CONSOLIDATED FINANCIAL STATEMENTS

15. Financial risk and capital management

Financial risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments at September 30, 2015 are summarized below. The Board of Directors reviews with management the principal risks affecting the Company and the systems that have been put in place to manage these risks.

(a) Credit risk

The credit risk exposure on cash is limited to its carrying amount at the date of the consolidated statements of financial position. Cash is held as cash deposits with a creditworthy banks and investment firms. The Company has receivables consisting of goods and services tax due from the Federal Government of Canada, trade receivables and accrued interest. Management believes that the credit risk with respect to receivables is minimal as it relates to goods and services tax, and moderate as it relates to trade receivables and accrued interest.

(b) Liquidity risk

Liquidity risk arises from the Company's general and capital financing needs. The Company manages liquidity risk by attempting to maintain sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short term obligations. As at September 30, 2015, the Company has working capital of \$1,133,067 (September 30, 2014 - \$6,486,372).

(c) Market risks

(i) Foreign currency risk

The Company's functional currency is the Canadian dollar. The Company is exposed to the currency risk related to the fluctuation of foreign exchange rates in its US subsidiary, Columbus Gold (U.S.) Corporation and French subsidiary, SOTRAPMAG. The Company also has assets and liabilities denoted in US dollars and the European Euro. A significant change in the currency exchange rates between the Canadian dollar relative to the US dollar or European Euro could have an effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations.

(ii) Commodity price risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market price of gold. The Company closely monitors commodity prices to determine the appropriate course of action to be taken.

(iii) Interest rate risk

The Company has interest bearing cash balances; therefore, it is exposed to interest rate risk.

Sensitivity analysis

A 1% change in interest rates does not have a material effect to the Company's profit or loss and equity.

The Company maintains significant cash balances, accounts receivable, accounts payable and other liabilities in US Dollars and European Euros, currencies other than the functional currency of Company. The Company estimates that a +/-10% change in the value of the Canadian Dollar relative to the US Dollar and European Euro would have a corresponding effect of approximately \$10,000 to profit or loss.

Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares.

In the management of capital, the Company includes the components of shareholders' equity as well as cash and receivables.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and investments.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The Board of Directors approves the annual and updated budgets. There have been no changes to the Company's capital management policies and procedures since the end of the most recent fiscal year.

Fair value

The fair value of the Company's financial instruments including cash, receivables, accounts payable and deferred exploration advances from Nordgold approximates their carrying value due to the immediate or short term maturity of these financial instruments. The fair value of the reclamation bonds approximates their fair value based on current interest rates and high liquidity.

The fair values of available-for-sale investments are based on quoted market prices for publicly traded shares.

IFRS 7, Financial Instruments: Disclosure establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company has determined the estimated fair values of its financial instruments based upon appropriate valuation methodologies. Available-for-sale investments are classified as Level 1. At September 30, 2015, there were no financial assets or liabilities measured and recognized in the consolidated statement of position that would be categorized as Level 2 or Level 3 in the fair value hierarchy above.

CONSOLIDATED FINANCIAL STATEMENTS

16. Income taxes

Income tax expense differs from the amount that would result from applying the Canadian federal and provincial income tax rates to loss before income taxes. These differences result from the following items:

	Year ended	
	September 30, 2015 (\$)	September 30, 2014 (\$)
Loss before taxes	(5,053,409)	(4,962,821)
Canadian federal and provincial income tax rates	26.00%	26.00%
Expected income tax recovery	(1,313,900)	(1,290,300)
Foreign tax differences, rate changes and foreign exchange	(51,100)	(151,000)
Expiry of non-capital losses carried forward	174,800	139,400
Non-taxable items	(376,600)	244,500
Share issue costs	(31,200)	(83,600)
True up prior year timing differences	(126,000)	(806,138)
Unrealized changes in available-for-sale investments	(170,900)	-
Change in valuation of deferred tax assets	1,894,900	1,078,400
Income tax (recovery) expense	-	(868,738)

The Company has the following deductible temporary differences for which no deferred tax asset has been recognized:

	September 30, 2015 (\$)	September 30, 2014 (\$)
Net operating losses carried forward	9,144,000	5,944,200
Share issuance costs	102,200	123,300
Equipment and other	34,300	7,100
Investments	301,700	-
Capital losses carried forward	329,300	329,300
Resource properties costs	(2,805,900)	(1,193,200)
Valuation allowance	(7,105,600)	(5,210,700)
	-	-

As of September 30, 2015, the Company has Canadian tax loss carry-forwards of approximately \$6,805,500 (2014 - \$6,168,000) available to reduce future years' taxable income. The Company recognizes the benefit of tax losses only to the extent of anticipated future taxable income in the relevant jurisdictions. The Company's tax loss carry-forwards will expire, if not utilized as follows:

	Canada (CDN\$)	USA (US\$)	French Guiana (Euro)	Luxembourg (Euro)
September 30, 2026	764,500	-		-
September 30, 2027	982,300	-		-
September 30, 2028	813,800	-		-
September 30, 2029	542,800	-		-
September 30, 2030	450,200	-		-
September 30, 2031	93,600	-		-
September 30, 2032	860,500	-		-
September 30, 2033	451,600	-		-
September 30, 2034	949,200	-		-
September 30, 2035	897,000	-	-	-
Various dates	-	8,070,400	7,115,000	141,400
	6,805,500	8,070,400	7,115,000	141,400

A valuation allowance has been recorded against the deferred income tax assets associated with the tax losses and temporary differences because of the uncertainty of their recovery.

17. Subsequent event

On January 12, 2016, the Company entered into an agreement with Nordgold to sell a 5% minority interest in the Paul Isnard Gold Project for US\$6,000,000 (received). The formal acquisition and transfer of the 5% interest will not occur until Nordgold has funded completion of a Feasibility Study and achieved a minimum of US\$30,000,000 in project expenditures, in order to earn an additional 50.01% interest in the Paul Isnard Gold Project. If Nordgold does not earn its initial 50.01% interest, then the Company is required to refund the advance of US\$6,000,000.

On December 22, 2015, the Company entered into an option agreement with a third party, allowing the third party an option to acquire a 100% interest in the Company's beneficially owned Mogollon silver-gold project located in Catron County, New Mexico. The agreement requires the third party to pay Columbus Gold an aggregate of US\$1,000,000 in staged annual payments over a four year period.

CAUTION ON FORWARD-LOOKING INFORMATION

04

This document contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to as “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,” “planned,” “budget,” “scheduled,” “engages,” “aims,” “estimates,” “continues,” “forecasts,” “projects,” “predicts,” “intends,” “anticipates” or “does not anticipate,” or “believes,” or variations of such words and phrases, or statements that certain actions, events or results “may,” “could,” “would,” “should,” “might” or “will” be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any of our future results, performance or achievements expressed or implied by the forward-looking statements; consequently, undue reliance should not be placed on forward-looking statements.

These risks, uncertainties and other factors include, but are not limited to: changes in Canadian/ US dollar exchange rates; our strategies and objectives; our tax position and the tax and royalty rates applicable to us; our ability to acquire necessary permits and other authorizations in connection with our projects; risks associated with environmental compliance, including without limitation changes in legislation and regulation, and estimates of reclamation and other costs; our cost reduction and other financial and operating objectives; our environmental, health and safety initiatives; the availability of qualified employees and labour for our operations; risks that may affect our operating or capital plans; risks created through competition for mining properties; risks associated with exploration projects, and mineral reserve and resource estimates, including the risk of errors in assumptions and methodologies; risks associated with our dependence on third parties for the provision of critical services; risks associated with nonperformance by contractual counterparties; risks associated with title; and general business and economic conditions. Forward-looking statements are based on a number of assumptions that may prove to be incorrect, including, but

not limited to, assumptions about: general business and economic conditions; the timing of the receipt of required approvals for our operations; the availability of equity and other financing on reasonable terms; power prices; our ability to procure equipment and operating supplies in sufficient quantities and on a timely basis; our ability to attract and retain skilled labour and staff; the impact of changes in Canadian/US dollar and other foreign exchange rates on our costs and results; market competition; and our ongoing relations with our employees and with our business partners and joint venturers.

We caution you that the foregoing list of important factors and assumptions is not exhaustive. Events or circumstances could cause our actual results to differ materially from those estimated or projected and expressed in, or implied by, these forward-looking statements. We undertake no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise, except as may be required under applicable laws.

**OFFICERS
AND DIRECTORS**



Robert Giustra
Chairman & CEO



Gil Atzmon
Director



Peter Gianulis
Director



Don Gustafson
Director



Oleg Pelevin
Director



Rock Lefrançois
Chief
Operating Officer



Akbar Hassanally
Chief
Financial Officer



Jenna Virk
VP Legal and
Corporate Secretary



Peter Ball
Senior
Vice President



Jorge Martinez
VP of Communications
& Technology



Andrew Yau
Financial
Controller



Marie-Hélène Berard
Chairperson



Dr. Jacques Attali
Advisor



Michel Jébrak
Advisor



Columbus Gold Senior VP, Peter Ball and VP of Communications, Jorge Martinez accepting the 2015 Venture 50 company award from TSX Venture president, John McCoach.

Corporation information

Head Office

1090 Hamilton Street
Vancouver, BC V6B 2R9
Canada

Investor Relations

Main +1 (604) 634-0970
Fax +1 (604) 634-0971
Email: info@columbusgoldcorp.com

Directors

Robert Giustra	Chairman
Gil Atzmon	Director
Peter Gianulis	Director
Don Gustafson	Director
Oleg Pelevin	Director

Officers & Senior Management

Robert Giustra	Chief Executive Officer
Rock Lefrançois	Chief Operating Officer
Akbar Hassanally	Chief Financial Officer
Peter Ball	Senior Vice President
Jenna Virk	Vice President Legal & Corporate Secretary
Jorge Martinez	VP of Communications & Technology
Andrew Yau	Financial Controller

French Advisory Board

Marie-Hélène Berard	Chairperson
Dr. Jacques Attali	Advisor
Michel Jébrak	Advisor

Auditor

DMCL LLP
1500 – 1140 West Pender Street
Vancouver, BC V6E 4G1

Legal Counsel

McMillan LLP
Suite 1500 – 1055 West Georgia Street
Vancouver, BC V6E 4N7

Transfer Agent

Computershare Investor Services
2nd Floor – 510 Burrard Street
Vancouver, BC V6C 3B9

Additional information

Additional information relating to the Company is available on SEDAR at sedar.com.

Our shares are listed on the TSX Exchange under the symbol CGT, and on the OTCQX under the symbol CBGDF.



*Is a Qualified Person Under National Instrument 43-101



Columbus Gold Corp.

CGT:TMX
Toronto Stock
Exchange

1090 Hamilton Street
Vancouver, BC, V6B 2R9
Canada

Main +1 (604) 634-0970
Fax +1 (604) 634-0971
Toll Free +1 (888) 818-1364

columbusgold.com