Management's Discussion & Analysis for the six months ended August 31, 2011

Dated: October 25, 2011

BCGOLD CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS ("MD&A")

Set out below is a review of the activities, results of operations and financial condition of BCGold Corp. (referred to herein together as the "Company" or "BCGold") for the quarter ended August 31, 2011. The following information should be read in conjunction with the unaudited condensed interim financial statements of BCGold and the notes thereto for the six months ended August 31, 2011, the three months ended May 31, 2011 and with the audited financial statements of BCGold and the notes thereto for the year ended February 28, 2011. This MD&A for the six months ended August 31, 2011 reflects the Company's adoption of International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). This MD&A is prepared as of October 25, 2011. ***All dollar amounts are stated in Canadian Dollars.***

The Company is a reporting issuer in the Provinces of British Columbia, Alberta, and Ontario in Canada and is listed on the TSX Venture Exchange in Canada under the symbol BCG.

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

Overall Performance

Highlights of the Company's activities during the six months ended August 31, 2011 and up to October 25, 2011:

Exploration Activities

- Reported an initial NI 43-101 compliant mineral resource estimate for the Engineer Mine property. Snowden Mining Industry Consultants Ltd. "Snowden" calculated that Engineer and Double Decker veins have an Inferred Mineral Resource of 41,000 tonnes grading 19.0 g/t Au for 25,000 ounces of contained gold at a 5 g/t cut-off. At an elevated mining cut-off of 25 g/t Au, the Inferred Mineral Resource estimate is 14,000 tonnes grading 51.5 g/t Au for 23,600 contained ounces of gold;

- Six composite bulk samples totalling 400 tonnes were successfully mined, transported and stockpiled at the mill staging area for processing. Five of the samples representing the Engineer Vein were mined from underground workings and extracted via the 5-Level portal. The sixth sample was mined by surface trenching the Double Decker Vein.

- Refurbishment of the on-site gravity separation mill is complete and milling commenced on September 3rd. Approximately 300 tonnes of material was processed from the six bulk samples. Milling was completed October 1st.

- Sampling was conducted at all stages of the crushing, grinding, Deister table, and tailings circuits to determine mining head grade as well as milling performance. Preliminary sub-sample assay results are expected by late October or early November.

- Approximately 800 kg of table concentrate was collected from the mill's recovery circuit. Gold separated on the finishing table was collected for processing of gold-silver dore. The remaining concentrate is being shipped for metallurgy testing and will be monetized if warranted.

- Acquired, by staking, two road-accessible porphyry copper-gold properties in southern B.C. while dropping two other properties that did not meet expectations.

- The Company completed a non-brokered private placement of 10,053,663 flow-through units at a price of $0.12 per flow-through unit and 2,660,000 non flow-through units at a price of $0.10 per non flow-through unit for aggregate gross proceeds of $1,472,440.

Significant Exploration Properties

Below is a table summarizing the Company's current interest held and any remaining required or optional commitments on each of its exploration properties. Please refer to Note 8 of the Company's financial statements for the six months ended August 31, 2011 or Note 9 of the Company's financial statements for the three months ended May 31, 2011 for further disclosure on the Company's properties.

	Current Interest Held	**Remaining Required Commitments**	**Optional Commitments**
Minto/Carmacks Copper-Gold Properties, Yukon	100%	None	None
Engineer, British Columbia	60%	$10,000 annual rental payment ($50,000 if mine is in production)	$200,000 cash or $200,000 of value in shares and 100,000 warrants by January 16, 2012 **(75% interest)** plus $400,000 cash or $400,000 of value in shares and 100,000 warrants by January 16, 2013 **(100% interest)**
Sickle-Sofia, British Columbia	51%	None	None
Voigtberg, British Columbia	50%	None	None
Gold Hill, British Columbia	0%	None	$110,000 in staged cash payments by September 30, 2014 ($35,000 incurred) plus incurring $500,000 in exploration expenditures by September 30, 2014 ($210,000 incurred) **(100% interest)**
South Quesnel Properties, British Columbia	100%	None	None

<u>Engineer Mine Property, Atlin, British Columbia</u>

On January 16, 2007, the Company entered into an option agreement to acquire up to a 100% interest in the Engineer Mine property, situated 32 kilometres west of Atlin, British Columbia and 140 kilometres south of Whitehorse, Yukon *(for full details of the agreement terms see financial statements for the year ended February 28, 2011)*. BCGold Corp. currently holds a 60% interest in the Engineer Mine property and has spent in excess of $2 million in exploration on the property since acquisition.

The Engineer Mine was a high-grade gold-silver producer with peak production in the mid-1920s which ceased commercial operation in the early 1930s. More than 560 kilograms of gold and 278 kilograms of silver were officially produced at realized grades exceeding 39 g/t gold and 20 g/t silver, respectively, from high-grade epithermal quartz-carbonate veins on six of eight mine levels.

There are more than 25 known veins on the property and only four have undergone limited production and exploration to date. All veins remain open at depth and little exploration has been conducted deeper than 200 metres below surface. The presence of visible gold was the primary method of identifying and following ore shoots in veins at Engineer Mine.

In addition to high-grade gold in the epithermal veins, significant potential also exists for a bulk tonnage, lower grade gold resource associated with the Shear Zone "A" and Shear Zone "B" hydrothermal breccia systems. Shear Zone "A" was partially drill tested by BCGold Corp. in 2008 *(see news release dated December 2, 2008)*. The 150 metre wide Shear Zone "A" deformation zone hosts hydrothermal breccia up to 40 metres wide at its southern end, and branches out to the north into several fingering bodies and individual breccia lenses ranging from 20 centimetres to 30 metres wide. The sub-parallel Shear Zone "B" mineralized structure was intersected in the historic underground workings and was delineated in the 2011 exploration program by surface trenching and underground channel samples. Assay results are pending. Mineralization in both Shear Zones "A" and "B" remain open along strike and at depth.

Mineral Resource Estimate

Underground diamond drilling conducted by the Company in 2010 demonstrated that the high-grade gold system at Engineer Mine remains open at depth and that high-grade gold shoots are predictable and more or less continuous *(see news release dated December 1, 2010)*. The results of BCGold Corp.'s 2010 drill programs substantiate, for the first time, the gold and silver grades of historic chip and channel samples from Engineer Mine, thus providing BCGold Corp. the required confidence to incorporate these historic assay results into a National Instrument 43-101 compliant mineral resource estimate.

The Company engaged Snowden Mining Industry Consultants Ltd. ("Snowden") to estimate a National Instrument 43-101 compliant resource estimate. Snowden reported that Engineer and Double Decker veins have an Inferred Mineral Resource of 41,000 tonnes grading 19.0 g/t Au for 25,000 ounces of contained gold at a 5 g/t cut-off. In their technical report, Snowden commented that historic mining, which was based on visual identification of ore, occurred at an elevated cut–off of approximately 25 g/t Au. At this cut–off, Snowden reports the Inferred Mineral Resource estimate is 14,000 tonnes grading 52.5 g/t gold for 23,600 contained ounces of gold.

Snowden concludes that the Engineer Mine property represents an advanced exploration and resource development project, and that recent studies by BCGold Corp. enables the future potential of the Engineer Mine to be realized. Snowden recommended that BCGold Corp. continue to advance the Engineer Mine property with a two–phase, $10.2 million exploration and development program with the following objectives:

- Acquire bulk samples of the Double Decker and Engineer veins to determine sampling and metallurgical characteristics,
- Evaluate mining techniques to optimise head grade,
- Partially dewater the mine to assess lower mine workings,
- Evaluate and optimise the 30 tonne per day gravity separation mill circuit,
- Investigate the exploration potential of Shear Zone "A" as a bulk tonnage target,
- Conduct a property–wide exploration program covering the Engineer Mine property and the adjoining Gold Hill property.

BCGold Corp. is budgeting $1.5 million to conduct Phase I of the exploration program at Engineer Mine. The program commenced in June and entails limited underground rehabilitation of the lower mine workings, bulk sampling from surface trenching and underground, test mining to optimize head grade, and evaluation and optimization of the 30 tonne per day gravity separation mill circuit. The property–wide exploration program, which covers both the Engineer Mine property and the recently acquired Gold Hill property, includes SkyTEM airborne geophysics, mapping, prospecting, and surface trenching. The Phase I budget also includes a 1,500 metre diamond drill program to occur in the spring of 2012.

Near Term Production Potential

The Engineer Mine property offers excellent potential for near-term, small-scale gold production from existing underground headings on the formerly producing Engineer, Double Decker and Boulder veins. The Company believes that the 2010 underground drill results and the National Instrument 43-101 resource estimate provide the necessary impetus to continue exploring and developing the Engineer Mine vein system. BCGold Corp. holds a valid permit to dewater the lower levels of the mine which can be renewed on an annual basis. Dewatering the lower levels of the mine would provide access to the Inferred Mineral Resource area; allowing for geological mapping, sampling, bulk sampling and test mining. A fully operational and permitted 30 tonne per day gravity separation mill at the mine allows the Company to process bulk sample material immediately and on site.

Gold Hill Property Option

In October, 2010 the Company consolidated its land position around Engineer Mine by signing an option agreement with Guardsmen Resources Inc. ("Guardsmen") to acquire a 100% interest in the Gold Hill property, situated adjacent and partially surrounding the Engineer Mine property. The Gold Hill property consists of 5 mineral claims (2,104 hectares), which include the Happy Sullivan high-grade gold epithermal prospect and a 2.2 kilometre-long segment of the highly prospective Shear Zone "B" structure. In July 2011, BCGold Corp. conducted a property-wide SkyTEM airborne geophysics survey which was utilized in a mapping, and prospecting survey on the Gold Hill property. The mapping/prospecting was completed in September 2011. Results will be followed up in the spring of 2012.

Minto/Carmacks Copper-Gold Properties, Central Yukon

BCGold Corp. owns 100% of 17 Minto/Carmacks Copper-Gold properties which are strategically situated in the Minto/Carmacks Copper-Gold Belt, a rapidly emerging, significant high-grade copper-gold district centered some 220 kilometres northwest of Whitehorse, Yukon. The properties are located proximal and adjacent to Capstone Mining Corp.'s Minto Mine, currently in production, and Copper North Mining Corp.'s (a recent company spinout of Western Copper and Gold Corp.) Carmacks Copper Project, which is in the advanced permitting stage. All of the Company's properties were staked over areas with certain geological, geochemical and geophysical characteristics known to indicate near surface, high-grade copper-gold mineralization in the district.

BCGold Corp. has incurred over $3.8 million in exploration expenditures since acquiring the properties. As a result, the Company has discovered seven significant copper zones and has advanced seven properties with "Minto-type" exploration targets to the drill-ready stage. The most significant discovery is located on the WS Property, immediately south of Copper North Mining Corp.'s Carmacks Copper Project, where BCGold Corp.'s drill hole WS08-09B intersected 2 near-surface copper sulphide horizons over 63.1 metres that averaged 0.17% Cu (containing 23.6 m averaging 0.34% Cu). This hole targeted a weak copper MMI™ anomaly coincident with a pronounced, 2 kilometre long linear I.P. geophysical anomaly. Additional drilling is warranted.

BCGold Corp. is encouraged by the exploration results to date and is currently seeking a Joint Venture partner to continue advancing the projects.

Voigtberg Property, British Columbia

BCGold Corp. owns 50% of the Voigtberg property which is situated in the Galore Creek Camp in north-western British Columbia. The exploration target is a bulk tonnage "porphyry system" that can host gold, copper and other base metals. On September 21, 2010, BCGold Corp. announced an amendment to the Voigtberg Property option agreement, entered into on August 18, 2006 with Kaminak Gold Corp *(For terms of this option agreement see news releases dated September 15, 2006 and September 21, 2010)*.

BCGold Corp. has incurred in excess of $1,000,000 in eligible exploration expenditures on the Voigtberg property to date by conducting geological mapping, sampling, soil geochemical and airborne geophysical surveys, and limited diamond drill programs in 2006, 2007 and 2010. This amount has been offset by $128,208 in British Columbia Mineral Exploration Tax Credits ("METC") that the Company received. The Company's past exploration focus at Voigtberg was the "Gold Zone," a northeast elongated area measuring 400 by 650 metres coincident with a > 300 parts per billion (ppb) gold in soil anomaly and an induced polarization (IP) chargeability high. In 2006 BCGold Corp. drill-hole VGT06-05 returned a near-surface intercept of 51.15 metres grading 1.03 g/t gold, including 18.17 metres grading 1.87 g/t gold. Step-out drill hole VGT07-10, 75 metres to the east, intersected 76.40 metres grading 0.40 g/t gold. The Gold Zone is believed to represent a gold-rich halo located on the periphery of a porphyry copper-molybdenum system. It has been partially defined by six drill holes over a strike length of 300 metres and remains open along strike and at depth.

In September, 2010 the Company conducted a $100,000 geological mapping, sampling and prospecting program on the Voigtberg property. The work program entailed geological mapping, sampling and prospecting, which focused on a number of geophysical and geochemical copper, gold and molybdenum anomalies defined by previous work. This work program vested the Company's 50% interest in the property.

Sickle-Sofia Property, British Columbia

BCGold Corp. owns a 51% interest in the Sickle-Sofia Property, in the Toodoggone District in North-Central British Columbia north of the Kemess South Mine, with project partner Stealth Minerals Ltd. (TSX-V: SML) owning the remaining 49%.

The Toodoggone District has excellent mineral exploration potential; it hosts a number of developed and undeveloped epithermal gold-silver and porphyry copper-gold deposits, including Northgate Minerals' 50,000 tonne per day Kemess South mine.

In 2007 BCGold Corp. completed a $1.3 million, 1,500 metre exploration drilling and geophysical program on the Sickle-Sofia property, resulting in a new porphyry copper-gold discovery at the Sofia Zone. Drill-hole BCG07-01 intersected 47.0 metres that averaged 0.13% copper and 0.08 g/t gold. Drill-hole BCG07-03 was drilled 2.6 kilometres to the south and intersected significant low-grade, high-sulphidation gold mineralization at the Alexandra Zone. The Company received $329,730 in METC with respect to the Sickle-Sofia property.

BCGold Corp believes the potential exists for a bulk tonnage, copper-gold resource at Sickle-Sofia and is seeking a major partner to advance the project.

Generative Exploration, South Quesnel Region British Columbia and Yukon

A significant component of BCGold Corp.'s generative exploration strategy was to screen the recent releases of Geoscience BC QUEST-South geophysical and geochemical data files and aggressively stake open watersheds with anomalous silt sample values and geophysical signatures. The data reviewed by the Company pertain to a recently commissioned airborne gravity geophysical survey of B.C.'s southern interior and the re-analysis of some 9,000 archived and new infill regional geochemical samples.

Geoscience BC's QUEST-South Project was initiated in 2007 to attract mineral exploration to an under-explored region of the Quesnel Terrane. The region has excellent potential for copper and gold porphyry deposits, but is covered by extensive blankets of post mineralization Tertiary volcanic flows and glacial sand and gravel deposits.

In late summer of 2010 through the spring of 2011, the Company staked nine properties in the South Quesnel region of Central B.C. targeting blind porphyry copper-gold deposits. In the fall of 2010, BCGold Corp. conducted grid-scale MMI soil surveys on seven of the properties. Several copper and gold soil anomalies were defined on a number of properties that the Company plans to follow-up with additional work. Properties with unfavourable results were allowed to lapse.

The Company continues to evaluate new potential property acquisitions in B.C. as well as the Yukon, and will maintain the strategy of conducting preliminary exploration on numerous properties and filtering out properties that do not return expected results.

Outlook

The Company expects to continue with an aggressive exploration effort at the Engineer Mine property and surrounding Gold Hill property option. The Company announced a $1.5 million budget for Phase I of the Engineer/Gold Hill exploration and development program which commenced in June. The Company will also continue its efforts to seek a major partner or partners to advance the Minto/Carmacks Copper-Gold properties, the South Quesnel Porphyry Copper-Gold properties, the Voigtberg property and the Sickle-Sofia property. Generative copper-gold exploration efforts in both B.C. and Yukon will also be continued.

Brian P. Fowler, President and Chief Executive Officer of BCGold Corp., a member of the Professional Engineers and Geoscientists of British Columbia ("APEGBC") and a Qualified Person as defined by National Instrument 43-101 *Standards of Disclosure for Mineral Projects,* is responsible for the preparation of, and has verified, the technical information in this MD&A.

INTERNATIONAL FINANCIAL REPORTING STANDARDS ("IFRS")

Effective January 1, 2011 Canadian publicly listed entities were required to prepare their financial statements in accordance with IFRS. Due to the requirement to present comparative financial information, the Company's effective transition date is March 1, 2010. As the Company's fiscal year ended on February 28, 2011, the three months ended May 31, 2011 is the Company's first reporting period under IFRS.

The condensed interim financial statements of the Company were prepared using accounting policies it expects to adopt for its February 29, 2012 annual financial statements. Because the annual financial statements will be prepared using accounting standards in effect at February 29, 2012, differences may arise at that date because new standards may be issued subsequent to these condensed interim financial statements which could be effective February 29, 2012. Any change in accounting standards may result in material changes to the company's reported financial position, results of operations and cash flow.

The Company's IFRS conversion process identified four phases: scoping and planning, detailed assessment, implementation and post-implementation. The Company has now completed its IFRS conversion project through implementation. Post-implementation will continue in future periods, as outlined below.

The following outlines the Company's transition project, IFRS transitional impacts and the on-going impact of IFRS on its financial results.

The notes to the unaudited condensed interim financial statements for the quarter ended August 31, 2011 provides more detail on the Company's key pre-2011 Canadian GAAP to IFRS differences, its accounting policy decisions under IFRS 1, First-Time Adoption of IFRS, mandatory and optional exemptions for significant or potentially significant areas that have had an impact on its financial statements on transition to IFRS or may have an impact in future periods.

Transitional Financial Impact

As a result of the policy choices the Company has selected and the changes it was required to make under IFRS, the Company has made adjustments in its equity as at March 1, 2010, however the net effect of these adjusts was $nil. The table below outlines adjustments to the Company's equity upon adoption of IFRS on March 1, 2010, and at August 31, 2010 and February 28, 2011 for comparative purposes, all of which are outlined in the notes to the unaudited condensed interim financial statements for the quarters ended August 31, 2011 and May 31, 2011.

	As at March 1, 2010	As at August 31, 2010	As at February 28, 2011
Equity under Canadian GAAP	**$ 2,187,443**	**$ 3,465,602**	**$ 3,280,942**
Share capital	291,794	155,094	601,041
Share-based payments reserve	33,618	39,219	29,474
Deficit	(325,412)	(331,013)	(630,515)
Equity under IFRS	**$ 2,187,443**	**$ 3,328,902**	**$ 3,280,942**

At August 31, 2010, the net effect of all adjustments in equity was $136,700. This amount relates to the flow-through premium liability whereby the proceeds from issuing flow-through shares are allocated between the offering of the shares and the sale of tax benefits. The allocation is based on the difference ("premium") between the quoted price of the Company's existing shares, at the date of closing, and the amount the investor pays for the actual flow-through shares. A liability is recognized for the premium, and is extinguished when the tax effect of the temporary differences, resulting from the renunciation, is recorded. The difference between the liability and the value of the tax assets renounced is recorded as a deferred tax expense. There is no subsequent reduction in share capital.

A reconciliation of the Company's net loss and comprehensive loss under Canadian GAAP and IFRS for the three and six months ended August 31, 2010 and the year ended February 28, 2011 are provided below.

Net Loss and Comprehensive Loss Impact

As a result of the policy choices the Company has selected and the changes it was required to make under IFRS, the Company has recorded an increase of $3,581 and $5,601 in its net loss and comprehensive loss for the three and six months ended August 31, 2010 respectively and an increase of $305,103 for the year ended February 28, 2011.

The following is a summary of the adjustments to the net loss and comprehensive loss for the three months ended August 31, 2010, the six months ended August 31, 2010 and the year ended February 28, 2011 under IFRS, all of which are outlined in the notes to the unaudited condensed interim financial statements for the quarters ended August 31, 2011 and May 31, 2011.

	Three Months Ended August 31, 2010	Six Months Ended August 31, 2010	Year Ended February 28, 2011
Net loss under Canadian GAAP	**$ (573,305)**	**$ (805,505)**	**$ (2,070,469)**
Share-based payments	(3,581)	(5,601)	4,144
Deferred income tax recovery	-	-	(309,247)
Net loss under IFRS	**$ (576,886)**	**$ (811,106)**	**$ (2,375,572)**

	Three Months Ended August 31, 2010	Six Months Ended August 31, 2010	Year Ended February 28, 2011
Comprehensive loss under Canadian GAAP	**$ (582,305)**	**$ (814,505)**	**$ (2,022,469)**
Share-based payments	(3,581)	(5,601)	4,144
Deferred income tax recovery	-	-	(309,247)
Comprehensive loss under IFRS	**$ (585,886)**	**$ (820,106)**	**$ (2,327,572)**

Cash Flow Impact

There was no significant impact to the Company's cash flows as a result of its transition from Canadian GAAP to IFRS.

Financial Statement Presentation Changes

The transition to IFRS has resulted in some financial statement presentation changes in the Company's financial statements. The following is a summary of the most significant changes to the Company's statement of financial position. The statement of loss and comprehensive loss did not have any significant changes.

Statement of Financial Position

- The Company now presents the fair value attributable to warrants and stock options granted and vested under one account labeled "Share-based Payments Reserve". Under Canadian GAAP, the fair value attributable to warrants was presented in its own account labeled "Share Purchase Warrants" and stock options granted and vested were presented under the account labeled "Contributed Surplus".

- At August 31, 2010, the Company recognized a flow-through premium liability relating to the difference ("premium") between the quoted price of the Company's existing shares, at the date of closing, and the amount the investor pays for the actual flow-through shares. A liability is recognized for the premium, and is extinguished when the tax effect of the temporary differences, resulting from the renunciation, is recorded.

Control Activities

For all changes to policies and procedures that have been identified, the effectiveness of internal controls over financial reporting and disclosure controls and procedures has been assessed and any changes have been implemented. In addition, controls over the IFRS changeover process have been implemented, as necessary. The Company has identified and implemented the required accounting process changes that resulted from the application of IFRS accounting policies and these changes were not significant. The Company has completed the design, implementation and documentation of internal controls over the accounting process changes resulting from the application of IFRS accounting policies and applied its existing control framework to the IFRS changeover process. All accounting policy changes and transitional financial position impacts were subject to review by senior management and the Audit Committee of the Board of Directors.

Business Activities and Key Performance Measures

The Company has assessed the impact of the IFRS transition project on its key ratios. The transition did not significantly impact its key ratios.

Information Technology and Systems

The IFRS transition project did not have a significant impact on its information systems for the convergence periods. The Company also does not expect significant changes in the post-convergence periods.

Post-Implementation

The post-implementation phase will involve continuous monitoring of changes in IFRS in future periods. The Company has noted that the standard-setting bodies that determine IFRS have significant ongoing projects that could impact the IFRS accounting policies that the Company has selected. In particular, the Company expects that there may be additional new or revised IFRSs or IFRICs in relation to consolidation, joint ventures, financial instruments, hedge accounting, discontinued operations, leases, employee benefits, revenue recognition and stripping costs in the production phase of a surface mine. The Company has also noted that the IASB is currently working on an extractive industries project, which could significantly impact the Company's financial statements primarily in the areas of capitalization of exploration and evaluation costs and disclosures. The Company has processes in place to ensure that the potential changes are monitored and evaluated. The impact of any new IFRSs and IFRIC Interpretations will be evaluated as they are drafted and published.

Critical Accounting Estimates

A detailed summary of all of the Company's significant accounting policies is included in Note 2 of the unaudited condensed interim financial statements for the period ended May 31, 2011.

Exploration and Evaluation Assets

Costs related to property acquisitions are capitalized until the viability of the mineral interest is determined. When it has been established that a mineral deposit is commercially mineable and an economic analysis has been completed, the costs subsequently incurred to develop a mine on the property prior to the start of mining operations are capitalized and will be amortized against production following commencement of commercial production, or written off if the property is sold, allowed to lapse or abandoned.

Recorded costs of exploration and evaluation assets are not intended to reflect present or future values of the properties. The recorded costs are subject to measurement uncertainty and it is reasonably possible, based on existing knowledge, that the changes in future conditions could require a material change in the recognized amounts. Although the Company has taken steps that it considers adequate to verify title to exploration and evaluation assets in which it has an interest, these procedures do not guarantee the Company's title. Title to exploration and evaluation assets is subject to uncertainty and consequently, such assets may be subject to prior undetected agreements or transfers and title may be affected by such defects.

Impairment of Non-Current Assets

Non-current assets are evaluated at least annually by management for indicators that the carrying value is impaired and may not be recoverable. When indicators of impairment are present, the recoverable amount of an asset is evaluated at the level of a cash generating unit (CGU), the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets, where the recoverable amount of a CGU is the greater of the CGU's fair value less costs to sell and its value in use. An impairment loss is recognized in the statement of earnings to the extent that the carrying amount exceeds the recoverable amount.

In calculating the recoverable amount, the Company uses discounted cash flow techniques to determine fair value when it is not possible to determine fair value either by quotes from an active market or a binding sales agreement. The determination of discounted cash flows is dependent on a number of factors, including future metal prices, the amount of reserves and resources, the cost of bringing the project into production, production schedules, production costs, sustaining capital expenditures, and site closure, restoration and environmental rehabilitation costs. Additionally, the reviews take into account factors such as political, social and legal and environmental regulations. These factors may change due to changing economic conditions or the accuracy of certain assumptions and, hence, affect the recoverable amount. The Company uses its best efforts to fully understand all of the aforementioned to make an informed decision based upon historical and current facts surrounding the projects. Discounted cash flow techniques often require management to make estimates and assumptions concerning reserves and resources and expected future production revenues and expenses.

Where an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior periods. A reversal of an impairment loss is recognized immediately in the statement of loss and comprehensive loss.

Management estimates of mineral prices, recoverable reserves, and operating, capital and restoration costs are subject to certain risks and uncertainties that may affect the recoverability of exploration and evaluation assets. Although management has made its best estimate of these factors, it is possible that changes could occur in the near term that could adversely affect management's estimate of the net cash flow to be generated from its projects.

Share-based Compensation

The Company grants stock options to buy common shares of the Company to directors, officers, employees and consultants. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The offset to the recorded cost is to share-based payments reserve. Consideration received on the exercise of stock options is recorded as share capital and the related share-based payments reserve is transferred to share capital. When stock options are forfeited prior to becoming fully vested, any expense previously recorded is reversed.

New IFRS Pronouncements

Financial Instruments

In November 2009, the International Accounting Standards Board ("IASB") issued IFRS 9, Financial Instruments, which addresses the classification and measurement of financial assets as the first step in its project to replace IAS 39 Financial Instruments: Recognition and Measurement. Requirements for financial liabilities were added in October 2010. IFRS 9 must be applied starting January 1, 2013, with early adoption permitted. The Company has not early adopted IFRS 9 and is currently assessing the impact of this standard on its financial statements.

Fair Value Measurement

In May 2011, the IASB issued IFRS 13, Fair Value Measurement. This standard defines fair value, sets out a single IFRS framework for measuring fair value and outlines disclosure requirements about fair value measurements. IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value is a market-based measurement, not an entity-specific measurement so assumptions that market participants would use should be applied in measuring fair value.

IFRS 13 is effective for annual periods on or after January 1, 2013, with earlier application permitted. This IFRS is to be applied prospectively as of the beginning of the annual period in which it is initially applied and the disclosure requirements do not need to be applied in comparative periods before initial application. The Company has not early adopted IFRS 13 and is currently assessing the impact of this standard on its financial statements.

Results of Operations

As BCGold Corp. is in the exploration phase and its properties are in the early stages of exploration, none of the Company's properties are in production. Therefore, exploration and evaluation expenses and administrative expenses relating to the operation of the Company's business are being expensed as incurred. Consequently the Company's net loss is not a meaningful indicator of its performance or potential.

The key performance driver for the Company is the acquisition and development of prospective mineral properties. By acquiring and exploring projects of superior technical merit, the Company increases its chances of finding and developing an economic deposit.

At this time, the Company is not anticipating profit from operations. Until such time as the Company is able to realize profits from the production and marketing of commodities from its mineral interest, the Company will report an annual deficit and will rely on its ability to obtain equity or debt financing to fund on-going operations.

Additional financing is required for additional exploration and administration costs. Due to the inherent nature of the junior mineral exploration industry, the Company will have a continuous need to secure additional funds through the issuance of equity or debt in order to support its corporate and exploration activities, as well as its share of obligations relating to mineral properties.

Capitalized acquisition costs and cumulative exploration and evaluation expenses incurred on the Company's properties to August 31, 2011 were as follows:

		Acquisition Costs		Exploration Expenditures		**Total Expenditures August 31, 2011**
Minto/Carmacks Copper-Gold Properties, Yukon	$	551,334	$	3,840,384	**$**	**4,391,718**
Engineer, British Columbia		696,263		2,470,760		**3,167,023**
Voigtberg, British Columbia *		169,944		878,995		**1,048,939**
Gold Hill		22,000		189,324		**211,324**
Other Properties, British Columbia		383		1,183,139		**1,183,522**
	$	1,439,924	$	8,562,602	**$**	**10,002,526**

** As of August 31, 2011, the Company incurred $1,007,203 in exploration and evaluation expenses. This amount has been offset by $128,208 in BC METC ("British Columbia Mineral Exploration Tax Credit").*

For the six months ended August 31, 2011 compared to the six months ended August 31, 2010

The net loss for the six months ended August 31, 2011 was $1,229,450 or $(0.01) per share as compared to the net loss for the six months ended August 31, 2010 of $811,106 or $(0.01) per share.

Operating expenses for the six months ended August 31, 2011 totalled $1,232,244 (August 31, 2010 - $843,598) an increase of $388,646. The increase in operating expenses was mainly a result of the following significant operating expenditures:

- Exploration and evaluation expenses of $672,281 (August 31, 2010 - $420,834) resulting from exploration expenditures incurred by the Company on its Minto/Carmacks Copper-Gold properties, Engineer Mine Property, Sickle-Sofia Property and its Voigtberg Property which totaled $611,396 and exploration expenditures incurred in its attempt to identify outside potential projects/properties which merit further exploration totalling $60,885. The increase in exploration and evaluation expenses was result of the Company incurring significant costs on its Engineer Mine Property and investing more funds to identify potential projects/properties.

- General and administrative costs of $105,016 (August 31, 2010 - $82,656) resulting from various head office expenditures incurred during the day-to-day operations of the Company. The increase in general and administrative costs was a result of an increase in office supplies and telecommunication costs. The Company moved offices during the prior fiscal year and is now incurring more overhead costs.

- Professional fees of $10,723 (August 31, 2010 - $36,931), for the ongoing legal and accounting fees incurred in the day-to-day operations of the Company. The decrease in professional fees is due to the fact that the Company incurred less legal fees in connection with maintaining property agreements and other day-to-day corporate matters.

- Share-based payments expense of $134,925 (August 31, 2010 - $63,889), resulting from the fair value assigned to options granted and vested during the period. The increase in share-based payments expense is due to the fact that 980,000 options vested during the period in relation to the January 11, 2011 stock option grant and another 822,500 options vested during the period in relation to the January 11, 2010 stock option grant and therefore the fair value assigned to these options has been recognized in the statement of loss and deficit.

- Wages and consulting fees of $279,447 (August 31, 2010 - $214,322). The increase in wages and consulting fees is due to the Company hiring Mr. Darren O'Brien as the Company's VP of Exploration.

Other operating costs during the six months ended August 31, 2011 totalled $29,852 (August 31, 2010 - $24,966) representing 2% (August 31, 2010 – 3%) of total operating expenses including amortization and corporate listing and filing fees.

Income for the six months ended August 31, 2011 amounted to $2,794 (August 31, 2010 - $32,492) which consisted of interest and other income.

For the three months ended August 31, 2011 compared to the three months ended August 31, 2010

The net loss for the three months ended August 31, 2011 was $869,021 or $(0.01) per share as compared to the net loss for the three months ended August 31, 2010 of $576,886 or $(0.01) per share.

Operating expenses for the three months ended August 31, 2011 totalled $871,530 (August 31, 2010 - $609,280) an increase of $262,250. The increase in operating expenses was mainly a result of the following significant operating expenditures:

- Exploration and evaluation expenses of $607,770 (August 31, 2010 - $405,814) resulting from exploration expenditures incurred by the Company on its Minto/Carmacks Copper-Gold properties, Engineer Mine Property, Sickle-Sofia Property and its Voigtberg Property which totaled $591,206 and exploration expenditures incurred in its attempt to identify outside potential projects/properties which merit further exploration totalling $16,564. The increase in exploration and evaluation expenses was result of the Company incurring significant costs on its Engineer Mine Property and investing more funds to identify potential projects/properties.

- Professional fees of $6,982 (August 31, 2010 - $21,431), for the ongoing legal and accounting fees incurred in the day-to-day operations of the Company. The decrease in professional fees is due to the fact that the Company incurred less legal fees in connection with maintaining property agreements and other day-to-day corporate matters.

- Share-based payments expense of $46,876 (August 31, 2010 - $22,161), resulting from the fair value assigned to options granted and vested during the period. The increase in share-based payments expense is due to the fact that 490,000 options vested during the period in relation to the January 11, 2011 stock option grant and another 411,250 options vested during the period in relation to the January 11, 2010 stock option grant and therefore the fair value assigned to these options has been recognized in the statement of loss and deficit.

- Wages and consulting fees of $143,339 (August 31, 2010 - $106,354). The increase in wages and consulting fees is due to the Company hiring Mr. Darren O'Brien as the Company's VP of Exploration.

Other operating costs during the three months ended August 31, 2011 totalled $66,563 (August 31, 2010 - $53,520) representing 8% (August 31, 2010 – 9%) of total operating expenses including amortization, corporate listing and filing fees and general and administrative costs.

Income for the three months ended August 31, 2011 amounted to $2,509 (August 31, 2010 - $32,394) which consisted of interest and other income.

Summary of Quarterly Results

The following table summarizes selected financial data reported by the Company for the three months ended August 31, 2011 and the previous seven quarters in Canadian dollars. Fiscal quarters prior to the quarter ended May 31, 2010 are presented in accordance with Canadian GAAP and were not required to be restated to IFRS.

	IFRS						Canadian GAAP	
	August 31, 2011 $	**May 31, 2011 $**	**February 28, 2011 $**	**November 30, 2010 $**	**August 31, 2010 $**	**May 31, 2010 $**	**February 28, 2010 $**	**November 30, 2009 $**
Net loss	(869,021)	(360,429)	(802,940)	(761,526)	(576,886)	(234,220)	(71,482)	(432,255)
Basic and diluted loss per share	(0.01)	(0.00)	(0.01)	(0.01)	(0.01)	(0.00)	(0.00)	(0.01)
Total assets	3,718,349	3,105,173	3,374,011	4,093,268	3,554,581	3,315,946	2,353,377	2,470,735
Mineral interests	1,439,924	1,439,924	1,439,924	1,807,089	1,767,089	1,761,589	1,821,589	1,767,589
Revenues	-	-	-	-	-	-	-	-
Equity	3,588,855	3,007,062	3,280,942	3,997,172	3,465,602	3,159,949	2,187,443	2,379,174

Liquidity and Capital Resources

As of August 31, 2011 the Company had approximately $1.9 million in cash and cash equivalents and short-term investments. The Company does not have any cash flow from operations due to the fact that it is an exploration stage company therefore financings have been the sole source of funds in the past few years.

Short term investments are invested in highly liquid, low risk, interest bearing instruments with maturities extending anywhere from 4 to 12 months. The surplus funds are invested only with approved commercial banks.

At August 31, 2011 the Company had working capital of $2,044,180. In the opinion of management this working capital is sufficient to support the Company's general administrative and corporate operating requirements on an ongoing basis for the next 7 months and should the Company wish to continue fieldwork on its exploration projects for the remainder of 2011 and into 2012, further financing will be required and the Company will likely have to go to the market to achieve this.

Given volatility in equity markets, global uncertainty in economic conditions, cost pressures and results of exploration activities, management constantly reviews expenditures and exploration programs and equity markets such that the Company has sufficient liquidity to support its growth strategy.

During the six months ended August 31, 2011, the main cash operating expenditures, which include the company's exploration activities, amounted to $1,086,444. Of this amount, administrative costs were $414,163 and the balance was for exploration activities.

Liquidity Outlook

The Company's cash position is highly dependent on the ability to raise cash through financings and the expenditures on its exploration programs. Capital expenditures are not expected to have any material impact on liquidity.

As results of exploration programs are determined and other opportunities become available to the Company, management may complete an external financing as required.

The outlook is based on the Company's current financial position and is subject to change if opportunities become available based on current exploration program results and/or external opportunities.

At present, the Company's operations do not generate cash inflows and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control.

In order to finance the Company's future exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales, from the exercise of convertible securities and from optioning its resource properties. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and calibre of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the long term, but recognizes that there will be risks involved which may be beyond its control.

Going Concern

The condensed interim financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to meet its commitments, continue operations and realize its assets and discharge its liabilities in the normal course of business for the foreseeable future, there are events and conditions that cast significant doubt on the validity of that assumption. The Company has incurred losses since inception and has an accumulated deficit of $13,066,633 at August 31, 2011. The Company will need to raise sufficient funds in order to finance ongoing exploration and administrative expenses. The Company has no assurance that such financing will be available or be available on favourable terms. Factors that could affect the availability of financing include the Company's performance, the state of international debt and equity markets, investor perceptions and expectations and the global financial and metals markets. If successful, the Company would obtain additional financing through, but not limited to, the issuance of additional equity.

The condensed interim financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

Strategy and Risk Management

The Company has continued with its fieldwork programs as planned throughout the summer of 2011. Further exploration activities are dependent on the Company obtaining financing to meet its planned exploration activities. Management believes that it will be able to raise additional capital in order to meet both its planned exploration activities and its administrative expenditures. Although management has been successful in the past when raising additional financing, there can be no assurance they will be successful in the future.

Exploration Stage Company

The Company is engaged in the business of acquiring, exploring and developing mineral properties with the expectation of locating economic deposits of minerals. All of the properties are without proven ore deposits and there is no assurance that the Company's exploration programs will result in proven ore deposits, nor can there be any assurance that economic deposits can be commercially mined. As a consequence, any forward-looking information is subject to known and unknown risks and uncertainties as follows, but not limited thereto:

- Exploration and development of mining properties is highly speculative in nature and involves a high degree of risk.

- Many competitors are in the business, some of which have greater financial, technical and other resources than the Company.

- Mining involves many hazards and risks in the field such as unexpected rock formations, seismic activity, cave-ins, adverse weather conditions, unstable political conditions and many other conditions.

- Timing delays in exploration and development and delays in funding may result in delays and postponement of projects.

- Lack of assurance that: the Company will be able to obtain all necessary permits and approvals to conduct its affairs or that future tax, environmental or other legislation will not cause additional expenses, delays or postponements.

- Operations of the Company are subject to environmental regulation, a breach of which may result in imposition of enforcement actions. Environmental hazards may exist on current properties which are presently unknown to the Company and regulations and laws change over time.

- World prices for metals can be unstable and unpredictable and may materially affect the Company's operations, as well as economic conditions which may change the demand for minerals.

- The securities markets worldwide can experience high price and volume volatility.

- The Company is dependent on the services of several key individuals, the loss of which could significantly affect operations.

- There is potential for officers and directors of the Company to have conflicts of interest with other entities.

- Uncertainties as to the development and implementation of future technologies.

- Changes in accounting policies and methods may affect how the financial condition of the Company is reported.

- Breaches of contracts, such as property agreements, could result in significant loss.

Dividends

BCGold Corp. has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and development. Any future determination to pay dividends will be at the discretion of the Board of Directors of BCGold Corp. and will depend on the Company's financial condition, results of operations, capital requirements and such other factors as the Board of Directors of the Company deem relevant.

Nature of the Securities

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

Proposed Transactions

At the present time, there are no proposed transactions that are required to be disclosed.

Additional Disclosure for Venture Issuers Without Significant Revenue

Additional disclosure concerning BCGold Corp.'s general and administrative expenses and mineral interests is provided in the Company's *Statement of Loss and Deficit* contained in its Audited Financial Statements for the Year Ended February 28, 2011, available on BCGold Corp.'s website at www.bcgoldcorp.com or on its SEDAR site page accessed through www.sedar.com.

Transactions with Related Parties

Details of transactions between the Company and related parties are disclosed below:

a) Trading Transactions

The Company's related parties consist of its President and Chief Executive Officer, a company owned by the Vice President of Exploration of the Company and a company owned by the Chief Financial Officer of the Company. The nature of transactions and relationships is as follows:

	Nature of Transactions
President and CEO	Management
O'Brien Geological Consulting Inc.	Management
L.M. Okada Ltd.	Management

The Company incurred fees and expenses in the normal course of operations in connection with its President and CEO, and companies owned by key management. Details are as follows:

	Note	August 31, 2011	August 31, 2010
Management fees	(i)	**$ 202,500**	$ 118,417
Total Amount Included in Wages and Consulting Fees		**$ 202,500**	$ 118,417

(i) During the six month period ended August 31, 2011, the Company paid $87,500 (August 31, 2010 - $85,417) to its President and Chief Executive Officer for consulting services. The Company paid fees to a private company controlled by its Vice President of Exploration for consulting services. The total amount paid during the six months ended August 31, 2011 was $85,000 (August 31, 2010 - $Nil). The Company also paid fees to a private company controlled by its Chief Financial Officer for consulting services. The total amount paid during the six months ended August 31, 2011 was $30,000 (August 31, 2010 - $33,000).

(ii) Amounts due to related parties are unsecured, non-interest bearing and due on demand.

b) Compensation of Key Management Personnel

The remuneration of directors and other members of key management personnel during the six months ended August 31, 2011 and August 31, 2010 were as follows:

	Note	August 31, 2011	August 31, 2010
Management fees	(i)	**$ 202,500**	$ 118,417
Share-based payments	(ii)	**92,921**	29,959
		$ 295,421	$ 148,376

(i) Management fees include the management fees disclosed in Note (a) above.

(ii) Share-based payments are the fair value of options granted and vested to key management personnel.

(iii) Key management personnel were not paid post-employment benefits, termination benefits or other long-term benefits during the six months ended August 31, 2011 and August 31, 2010.

Off-Balance Sheet Arrangements

The Company had no off-balance sheet arrangements as at August 31, 2011 or as at the date hereof.

Outstanding Share Data

BCGold Corp.'s authorized capital is unlimited common shares without par value. As at October 25, 2011, the following common shares, stock options and share purchase warrants were outstanding:

	# of Shares	Exercise Price	Expiry Date
Issued and Outstanding Common Shares at October 25, 2011	96,447,466		
Share Purchase Warrants	3,730,000	$0.15	October 28, 2011
	5,480,000	$0.15	October 30, 2011
	2,163,100	$0.20	October 30, 2011
	50,000	$0.50	July 5, 2012
	3,897,500	$0.30	August 19, 2012
	1,342,000	$0.20	August 31, 2012
	5,038,831	$0.30	August 31, 2012
	250,000	$0.20	September 28, 2012
	317,000	$0.30	September 28, 2012
	2,473,019	$0.30	October 28, 2012
	75,000	$0.14	January 16, 2013
Stock Options	100,000	$0.70	June 19, 2012
	446,000	$0.70	August 22, 2012
	755,000	$0.20	October 24, 2013
	1,645,000	$0.10	January 11, 2015
	1,960,000	$0.15	January 11, 2016
Broker's Options	333,333	$0.12	August 31, 2012
	166,667	$0.30	August 31, 2012
Fully Diluted at October 25, 2011	**126,669,916**		

Financial Instruments

Fair Value

The Company has classified its cash and cash equivalents and other receivables as loans and receivables and short-term investments as fair value through profit or loss. Marketable securities have been classified as available-for-sale and accounts payable and accrued liabilities are classified as borrowings and other financial liabilities. As of August 31, 2011, the statement of financial position carrying amounts of these financial instruments closely approximate their fair values.

The Company classifies financial instruments recognized at fair value in accordance with a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and

Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The following provides a comparison of carrying values of each classification of financial instruments as at August 31, 2011 and February 28, 2011:

		August 31, 2011		February 28, 2011
Loans and receivables	**$**	**1,808,309**	$	1,467,782
Fair value through profit or loss	**$**	**184,500**	$	234,500
Available-for-sale	**$**	**113,500**	$	115,000
Borrowings and other financial liabilities	**$**	**129,494**	$	93,069

Financial Risk Management

The Company's activities expose it to a variety of financial risks including credit risk, liquidity risk, interest rate risk and market price risk.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents, short-term investments and other receivables. BCGold deposits its cash and cash equivalents with high credit quality major Canadian financial institutions as determined by ratings agencies. The carrying amount of financial assets recorded in the financial statements, net of any allowances for losses, represents the maximum exposure to credit risk.

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company attempts to manage liquidity risk by maintaining sufficient cash and cash equivalent 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 of August 31, 2011, the Company had a cash balance of $1,727,051 (February 28, 2011 - $1,419,320) and short-term investments of $184,500 (February 28, 2011 - $234,500) to settle current liabilities of $129,494 (February 28, 2011 - $93,069).

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Cash and cash equivalents, short-term investments and reclamation bonds include deposits which are at variable interest rates. For the six months ended August 31, 2011, a plus or minus 0.5% change in market interest rates would affect the Company's interest earned on cash and cash equivalents and short-term investments by approximately $9,500.

Market Price Risks

The only significant market price risks to which the Company is exposed to is interest rate risk and price volatility on its marketable securities. The Company's bank account earns interest at variable rates. The fair value of its portfolio is relatively unaffected by changes in short-term interest rates. The Company's future interest income is exposed to changes in short-term rates.

Management of Capital

In the management of capital, the Company considers shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support exploration and development of mineral properties. The Board of Directors has not established quantitative capital structure criteria management, but will review on a regular basis the capital structure of the Company to ensure its appropriateness to the stage of development of the business.

The Company's objectives when managing capital are:

- To maintain and safeguard its accumulated capital in order to provide an adequate return to shareholders by maintaining a sufficient level of funds, to support continued evaluation and maintenance at the Company's existing properties, and to acquire, explore, and develop other precious and base metal deposits.

- To invest cash on hand in highly liquid and highly rated financial instruments with high credit quality issuers, thereby minimizing the risk and loss of principal.

- To obtain the necessary financing to complete exploration and development of its properties, if and when it is required.

The properties in which the Company currently holds an interest in are in the exploration stage and the Company is dependent on external financing to fund its activities. In order to carry out planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

In order to facilitate the management of capital and development of its mineral properties, the Company prepares annual expenditure budgets, which are updated as necessary and are reviewed and approved by the Company's Board of Directors. In addition, the Company may issue new equity, incur additional debt, option its mineral properties for cash and/or expenditure commitments from optionees, enter into joint venture arrangements, or dispose of certain assets. When applicable, the Company's investment policy is to hold cash in interest bearing accounts at high credit quality financial institutions to maximize liquidity. In order to maximize ongoing development efforts, the Company does not pay dividends. The Company expects to continue to raise funds, from time to time, to continue meeting its capital management objectives.

There were no changes in the Company's approach to capital management during the six months ended August 31, 2011 compared to the year ended February 28, 2011. The Company is not subject to externally imposed capital requirements.

Recent Developments and Outlook

The Company expects to obtain financing in the future primarily through further equity financing, as well as through joint venturing and/or optioning out its properties to qualified mineral exploration companies. There can be no assurance that the Company will succeed in obtaining additional financing, now or in the future. Failure to raise additional financing on a timely basis could cause the Company to suspend its operations and eventually to forfeit or sell its interest in its resource properties.

Subsequent Events

a) Subsequent to the period ended August 31, 2011, 190,000 incentive stock options with an exercise price of $0.45 expired without exercise.

b) Subsequent to the period ended August 31, 2011, 50,000 warrants with an exercise price of $0.11 and 100,000 warrants with an exercise price of $0.50 expired without exercise.

c) Subsequent to the period ended August 31, 2011, the Company closed a non-brokered private placement of 634,000 flow-through units at a price of $0.12 per flow-through unit and 500,000 non flow-through units at a price of $0.10 per non flow-through unit for aggregate gross proceeds of $126,080. Each flow-through unit comprises of one flow-through or one BC super flow-through common share and one-half of one non flow-through common share purchase warrant, each whole warrant exercisable to purchase one additional non flow-through common share at $0.30 per share for a period of one year from the date of issuance.

Each non flow-through unit comprises of one non flow-through common share and one-half of one non flow-through common share purchase warrant, each whole warrant exercisable to purchase one additional non flow-through common share at $0.20 per share for a period of one year from the date of issuance.

Corporate Governance

The Board of Directors of BCGold Corp. comprises of four directors, three of whom are considered to be independent.

Cautionary Statement on Forward-Looking Information

The Company's condensed interim financial statements for the six months ended August 31, 2011 and this accompanying MD&A contain certain statements that may be deemed "forward-looking statements." All statements in this document, other than statements of historical fact, that address events or developments that the Company expects to occur, are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential," "interprets," and similar expressions, or that events or conditions "will," "would," "may," "could," or "should" occur. Forward-looking statements in this document include statements regarding future exploration programs, joint venture partner participation, liquidity and effects of accounting policy changes, risks and uncertainties relating to the interpretation of drill results and the estimation of mineral resources, the geology, grade and continuity of mineral deposits, the possibility that future exploration and development results will not be consistent with the Company's expectations, accidents, equipment breakdowns, title matters and surface access, labour disputes, the potential for delays in exploration activities, the potential for unexpected costs and expenses, commodity price fluctuations, currency fluctuations, failure to obtain adequate financing on a timely basis and other risks and uncertainties. In addition, forward-looking statements are based on various assumptions including, without limitation, the expectations and beliefs of management, the assumed long-term price of gold, that the Company will receive required permits and access to surface rights, that the Company can access financing, appropriate equipment and sufficient labour and that the political environment within Canada and the Province of British Columbia will continue to support the development of environmentally safe mining projects. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward-looking statements.

Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made. The Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change except as required by law.

Approval

The Board of Directors of BCGold Corp. have approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

Additional Information

Additional Information relating to BCGold Corp. is on SEDAR at www.sedar.com or by contacting:

BCGold Corp.
Suite 520 – 800 West Pender Street
Vancouver, BC Canada
V6C 2V6
Tel: (604) 681-2626
Fax: (604) 646-8088
www.bcgoldcorp.com
Email: bfowler@bcgoldcorp.com
Attention: Brian Fowler, President and Chief Executive Officer

/s/ "Brian Fowler"
Brian Fowler
President and Chief Executive Officer

/s/ "Larry Okada"
Larry Okada
Chief Financial Officer