

TDG Gold Corp. Reports Approval of New Stock Option and Equity Incentive Plans

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WHITE ROCK, March 23, 2022 - [TDG Gold Corp.](#) (TSXV:TDG) (the "Company" or "TDG") is pleased to report following the Company's Annual General and Special Meeting, held on March 18, 2022, the Company has implemented a replacement 10% "rolling" stock option plan ("Option Plan") and a new equity incentive plan ("Equity Plan"). The Board of Directors approved the Option Plan and Equity Plan on February 1, 2022, subject to regulatory and shareholder approval. The Option Plan and Equity Plan follow the new share-based compensation policy adopted by the TSX Venture Exchange in November 2021.

Stock Option Plan

The Company's Option Plan is a 10% "rolling" stock option plan which governs the granting of stock options to directors, officers, employees and consultants of the Company or a subsidiary of the Company for the purchase of up to 10% of the issued and outstanding common shares in the capital of the Company (the "Common Shares") from time to time which supersedes the current stock option plan. Any stock options currently outstanding under the superseded stock option plan will remain outstanding as at the effective date, however new stock option grants will be subject to the new Option Plan.

Equity Incentive Plan

The Company's Equity Plan governs the granting of any restricted share unit (RSU), performance share unit (PSU) or deferred share unit (DSU) (collectively the "Awards") granted under the Fixed Plan, to directors, officers, employees and consultants of the Company or a subsidiary of the Company. The Company has reserved for issuance up to 7,836,109 Common Shares, being 10% of the issued and outstanding Common Shares of the Company, pursuant to the Equity Plan.

About TDG Gold Corp.

TDG is a major mineral claim holder in the historical Toodoggone Production Corridor of north-central British Columbia, Canada, with over 23,000 hectares of brownfield and greenfield exploration opportunities under direct ownership or earn-in agreement. TDG's flagship projects are the former producing, high grade gold-silver Shasta, Baker and Mets mines, which are all road accessible, produced intermittently between 1981-2012, and have over 65,000 m of historical drilling. In 2021, TDG advanced the projects through compilation of historical data, new geological mapping, geochemical and geophysical surveys, and, for Shasta, drill testing of the known mineralization occurrences and their extensions. TDG currently has 78,361,085 common shares issued and outstanding.

ON BEHALF OF THE BOARD

Fletcher Morgan
Chief Executive Officer

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