

# **YUKON GOLD CORPORATION, INC.**

A Nevada Corporation

**146 Trelawn Ave.  
Oakville, Ontario, Canada, L6J 4R2  
Ph (905) 845-1073  
Fax (905) 845-6415**

EIN: 52-2243048  
CUSIP: 988480 10 7

## **QUARTERLY DISCLOSURE STATEMENT**

**For the Three Months Ended July 31, 2013**

*We are a shell company; therefore the exemption offered pursuant to Rule 144 is not available. Anyone who purchased securities directly or indirectly from us or any of our affiliates, in a transaction or chain of transactions not involving a public offering cannot sell such securities in an open market transaction.*

*Yukon Gold Corporation, Inc. is responsible for the content of this Quarterly Disclosure Statement. The securities described in this document are not registered with, and the information contained in this statement has not been filed with, or approved by, the U.S. Securities and Exchange Commission.*

*The information contained in the attached Quarterly Report is presented in "10-Q" style format. We continue to use such format for the benefit of our shareholders and to meet certain foreign reporting requirements.*

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**YUKON GOLD CORPORATION, INC.**  
A Nevada Corporation

**QUARTERLY DISCLOSURE STATEMENT**  
**For the Three Months Ended July 31, 2013**

**Cautionary Note Regarding Forward-Looking Statements**

Information set forth in this Quarterly Disclosure Statement (the “Quarterly Statement”) contains forward-looking statements that involve a number of risks and uncertainties that could cause our actual results to differ materially from those reflected in the forward-looking statements. Forward-looking statements can be identified by the use of the words “expect,” “project,” “may,” “potential,” and similar terms. Yukon Gold Corporation, Inc. (the “Company,” “Yukon Gold” or “we”) cautions readers that any forward-looking information is not a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking information. Forward-looking statements involve a number of risks, uncertainties and other factors beyond our control. Factors that could cause or contribute to such differences include, but are not limited to; those discussed under the heading, “RISK FACTORS” in PART II of our financial statements included as part of this Quarterly Disclosure Statement.

**Item 1 Name of the issuer and its predecessors (if any)**

The name of the issuer is Yukon Gold Corporation, Inc. (referred to herein as the “Company” or “Yukon Gold” or the “issuer”).

The Company was incorporated in the State of Delaware on May 31, 2000 under the name, "RealDarts International, Inc." The Company changed its name to “Yukon Gold Corporation, Inc.” on October 29, 2003.

**Item 2 Address of the issuer’s principal executive offices.**

The address of the issuer is: 146 Trelawn Ave.  
Oakville, Ontario, Canada L6J 4R2

The telephone and email are: Telephone: (905) 845-1073  
Email: info@lancecapitaltd.com

The issuer’s website: Under Construction

Investor relations contact: not applicable

**Item 3 Security Information.**

The trading symbol for Yukon Gold’s common stock is “YGDC”.

The CUSIP number for Yukon Gold is: 988481 10 7

Yukon Gold’s common stock has a par value of \$.0001 per share.

Yukon Gold has 500,000,000 shares of Common Stock authorized.  
Of that amount, 91,450,720 shares of Common Stock were outstanding as of July 31,2013.

**The name and address of the transfer agent.**

Olde Monmouth Stock Transfer Co., Inc.  
200 Memorial Parkway  
Atlantic Highlands, N.J. 07716

The telephone number is: (732) 872-2727

Olde Monmouth Stock Transfer Co., Inc. is registered under the Exchange Act and regulated by the U.S. Securities and Exchange Commission (from time to time referred to herein as the “SEC” or the “Commission”).

Of the Issuer’s outstanding shares of Common Stock, 84,021,093 shares bear a restricted legend substantially in the following form “The shares represented by this certificate have not been registered under the Securities Act of 1933, as amended and may not be sold or transferred without registration under said Act or an exemption therefrom”.

**Item 4 Issuance History**

Any events that resulted in changes to the total shares outstanding by the issuer in the past two fiscal years and any interim period.

**On May 16, 2011**, the Company merged into its wholly-owned subsidiary, a Nevada corporation, (referred to herein as the “Nevada Corporation”) being the surviving entity (the “Merger”). As a result, Yukon Gold Corporation Inc., a Delaware Corporation, incorporated May 31, 2000, effected a re-domiciliation from the State of Delaware into the State of Nevada. The Nevada Corporation, also named “Yukon Gold Corporation, Inc.”, has authorized capital of 500,000,000 common shares. Pursuant to the terms of the Merger, each five (5) shares of the Company’s common stock immediately before the Merger were exchanged for one (1) share of common stock of the Nevada Corporation. As a result, 148,159,936 issued shares of the Company’s common stock were exchanged for 29,632,336 shares of the Nevada Corporation’s common stock. The par value of the Company’s common shares remains at \$0.0001 per share. All of the assets, rights and liabilities of the Company were assumed by the surviving Nevada Corporation. The Merger was approved by the written consent of a majority of the Company’s shareholders. All references to common shares and per common share amounts have been retroactively adjusted from the date of inception to reflect the five-for-one reverse stock split, unless otherwise noted

**On February 15, 2013**, the Company entered into a debt settlement agreement with Lance Capital Ltd. (“Lance”) pursuant to which it issued to Lance 60,318,384 common shares which represented payment in full of the Company’s total outstanding debt to Lance of \$301,592 as at January 31, 2013.

**On April 11, 2013**, the Company issued 1,500,000 restricted common shares to Paul Feller the Company’s Acting Chief Executive Officer (“CEO”) as payment for services rendered.

## **Item 5 Financial Statements**

See PART I, Financial Information of the attached Quarterly Report as of the period ended July 31, 2013 (“Financial Statements”).

## **Item 6 Describe the Issuer’s Business, Products and Services**

A. The Company currently does not have an operating business. The Company has been an exploration stage mining company since October 29, 2003 and currently is a shell company. The Company is presently in a reorganization phase and has no subsidiaries.

B. The Company was incorporated in the State of Delaware on May 31, 2000 under the name, "RealDarts International, Inc." The Company changed its name to “Yukon Gold Corporation, Inc.” on October 29, 2003.

On May 16, 2011, the Company re-domiciled in the State of Nevada by virtue of a merger with a wholly owned subsidiary incorporated in Nevada.

C. The issuer’s primary SIC Code is 1000 – Metal Mining. The issuer has no secondary SIC Code.

D. The issuer’s fiscal annual date is April 30.

E. The issuer has no products or services.

## **Item 7 Describe the Issuer’s Facilities**

The Company contracts with Lance to provide office space and equipment. The Company has no assets.

## **Item 8 Officers, Directors, and Control Persons**

### A. Names of Officers, Directors, and Control Persons

J.L. Guerra, Jr., President and Chairman of the Board  
Paul Feller, Acting Chief Executive Officer, and Director.  
Howard Barth, Director  
Rakesh Malhotra, Chief Financial Officer  
Jeannine Hannah, Corporate Secretary

As at the date of this report, the following shareholders own more than five percent (5%) of the issuer’s equity securities:

Lance Capital Ltd.  
CEDE & Co.  
Barataria Holding Corp.  
S.K. Kelley & Associates Inc.

### B. Legal/Disciplinary History.

In the past five years, none of the foregoing persons have been subject to any of the following:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial Shareholders

As of July 31, 2013, the following shareholders own more than ten percent (10%) of the issuer's equity securities:

Lance Capital Ltd.	60,318,384 common shares of the issuer
146 Trelawn Ave.	66% of the issued and outstanding shares
Oakville, Ontario L6J 4R2	
Patricia Kelley, President	

Subsequent to the period covered by this report, as of August 26, 2013, the following shareholder became the beneficial owner of 13.03% of the Company's equity securities (11,911,564 common shares) through a private sale transaction.

S.K. Kelley & Associates Inc.  
146 Trelawn Ave.  
Oakville, Ontario, Canada, L6J 4R2  
Patricia Kelley, President

**Item 9 Third Party Providers**

Legal Counsel

Jonathan H. Gardner  
Kavinoky Cook, LLP  
726 Exchange Street, Suite 800  
Buffalo, NY 14210  
Ph # (716)-845-6000  
Email: [jgardner@kavinokycook.com](mailto:jgardner@kavinokycook.com)

Accountant or Auditor:

Warren Goldberg, CPA, CA  
Schwartz Levitsky Feldman, LLP  
2300 Yonge Street, Suite 1500  
Toronto, Ontario M4P 1E4  
Ph#: (416) 780-2244  
Email: [warren.goldberg@slf.ca](mailto:warren.goldberg@slf.ca)

Investor Relations Consultant:

Not applicable.

Other Advisor:

Lance Capital Ltd. assisted, advised, prepared and provided information with respect to this Quarterly Disclosure Statement.

146 Trelawn Ave.  
Oakville, Ontario L6J 4R2  
Ph # (905) 845-8168 and  
Email: [info@lancecapitaltd.com](mailto:info@lancecapitaltd.com).

**Item 10          Certifications**

Please see Part II, Other Information, Item 6. Exhibits of the following Quarterly Report

- Certification of Principal Executive Officer
- Certification of Principal Financial Officer

**YUKON GOLD CORPORATION, INC.**

A Nevada Corporation

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EIN: 52-2243048  
CUSIP: 988480 10 7

**Quarterly Report**

For the period ended July 31, 2013

The address of the issuer is: 146 Trelawn Avenue  
Oakville, Ontario, Canada L6J 4R2

The telephone and facsimile is: Telephone: (905) 845-1073  
Facsimile: (905) 845-6415

**Common Stock, par value \$0.0001 per share**

*Yukon Gold Corporation, Inc. is responsible for the content of this Annual Report. The securities described in this document are not registered with, and the information contained in this statement has not been filed with, or approved by, the U.S. Securities and Exchange Commission.*

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**YUKON GOLD CORPORATION, INC.  
PART I – FINANCIAL INFORMATION**

**Item 1. Interim Financial Statements**  
**For the three month period ended July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

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**YUKON GOLD CORPORATION, INC.**

**Interim Balance Sheets**

**As at July 31, 2013 (unaudited) and April 30, 2013 (audited)**

**(Amounts expressed in US Dollars)**

**(Unaudited-Prepared by Management, not reviewed by Auditors)**

	July 31, 2013	April 30, 2013
	\$	\$
ASSETS	<u>(unaudited)</u>	<u>(audited)</u>
CURRENT ASSETS		
Cash	<u>36</u>	<u>690</u>
TOTAL ASSETS	<u>36</u>	<u>690</u>
	-	-
	<u>-</u>	<u>-</u>

*See condensed notes to interim financial statements.*

APPROVED ON BEHALF OF THE BOARD

/s/ J. L. Guerra, Jr.  
J. L. Guerra, Jr., Director and Chairman

/s/ Paul Feller  
Paul Feller, Director

/s/ Howard Barth  
Howard Barth, Director

**YUKON GOLD CORPORATION, INC.**  
**Interim Balance Sheets**  
**As at July 31, 2013 and April 30, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

	<u>As at</u> <u>July 31, 2013</u>	<u>As at</u> <u>April 30, 2013</u>
	\$	\$
<b>LIABILITIES</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued liabilities	92,186	58,726
Loans & advances from related parties (Note 8)	21,205	21,166
<b>TOTAL LIABILITIES</b>	<u>113,391</u>	<u>79,892</u>
GOING CONCERN (Note 1)		
COMMITMENTS AND CONTINGENCIES (Note 6)		
RELATED PARTY TRANSACTIONS (Note 7)		
<b>STOCKHOLDERS' DEFICIENCY</b>		
CAPITAL STOCK (Note 4)	9,145	9,145
ADDITIONAL PAID-IN CAPITAL	15,508,635	15,508,635
ACCUMULATED DEFICIT	<u>(15,631,135)</u>	<u>(15,596,982)</u>
	<u>(113,355)</u>	<u>(79,202)</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIENCY</b>	<u><u>36</u></u>	<u><u>690</u></u>

*See condensed notes to interim financial statements.*

**YUKON GOLD CORPORATION, INC.**  
**Interim Statement of Operations**  
**For the three months ended July 31, 2013 and July 31, 2012**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

	<u>For the three months</u> <u>ended July 31, 2013</u>	<u>For the three months</u> <u>ended July 31, 2012</u>
	\$	\$
OPERATING EXPENSES		
General and administration	34,153	28,018
Amortization		
TOTAL OPERATING EXPENSES	<u>34,153</u>	<u>28,018</u>
LOSS BEFORE INCOME TAXES	(34,153)	(28,018)
Income taxes	-	-
NET LOSS	<u>(34,153)</u>	<u>(28,018)</u>
Loss per share – basic and diluted	<u>(0.00)</u>	<u>(0.00)</u>
Weighted average number of common shares outstanding –basic and diluted	<u>91,450,720</u>	<u>29,632,336</u>

*See condensed notes to interim financial statements.*

**YUKON GOLD CORPORATION, INC.**  
**Interim Statements of Cash Flows**  
**For the three month period ended July 31, 2013 and July 31, 2012**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

	For the three month period ended July 31, 2013	For the three month period ended July 31, 2012
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	(34,153)	(28,018)
Items not requiring an outlay of cash:		
Amortization		
Loss on sale/transfer of equipment		
Issue of common shares for services		
Increase (Decrease) in accounts payable and accrued liabilities	33,460	22,459
NET CASH USED IN OPERATING ACTIVITIES	(693)	(5,559)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase (Decrease) in bank indebtedness	-	(163)
Proceeds (Repayments) from demand promissory notes/loans	-	5,850
Loans and advances from related parties	39	
NET CASH PROVIDED BY FINANCING ACTIVITIES	39	5,687
NET INCREASE (DECREASE) IN CASH FOR THE YEAR	(654)	128
Cash, beginning of period	690	-
CASH, END OF PERIOD	36	128
INCOME TAXES PAID		-
INTEREST PAID		-

*See condensed notes to interim financial statements.*

**YUKON GOLD CORPORATION, INC.****Interim Statements of Changes in Stockholders' Deficiency****For the three month period ended July 31, 2013 and year ended April 30, 2013****(Amounts expressed in US Dollars)****(Unaudited-Prepared by Management, not reviewed by Auditors)**

	Number of Common Shares #	Common Shares Amount* \$	Additional Paid-in Capital* \$	Accumulated Deficit \$	Accumulated Other Comprehensive Income (loss) \$
Balance as of April 30, 2012	29,632,336	2,963	15,198,225	(15,420,113)	-
Issue of shares for settlement of debt	60,318,384	6,032	295,560	-	-
Issue of shares for services	1,500,000	150	14,850	-	-
Net loss for the year				(176,869)	
Balance as of April 30, 2013	91,450,720	9,145	15,508,635	(15,596,982)	-
Net loss for the period				(34,153)	
Balance as of July 31, 2013	91,450,720	9,145	15,508,635	(15,631,135)	

*See condensed notes to interim financial statements*

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As at July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

1. BASIS OF PRESENTATION AND GOING CONCERN

The Company's financial statements are presented on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The Company has no source for operating revenue and expects to incur significant expenses before establishing operating revenue. Due to continuing operating losses and cash outflows from continuing operations, the Company's continuance as a going concern is dependent upon its ability to develop a business plan, obtain adequate financing to achieve its plan. In the event that the Company is unable to raise additional capital, as to which there is no assurance, the Company will not be able to continue to exist. The Company's future success is dependent upon its continued ability to raise sufficient capital, not only to cover its operating expenses, but to execute its business plan. There is no guarantee that such capital will be available on acceptable terms, if at all, or if the Company will continue to exist. The Company's major endeavor over the year has been its effort to raise additional capital to meet its administrative expenses, acquire new mineral or other properties or a business. The Company does not currently have any working capital to continue as a reporting company in the United States and Canada. The Company is working urgently to obtain additional financing, which may entail the acquisition of new properties in order to attract such financing. The Company has been assisted by Lance Capital Ltd., a related third party, in meeting its operating expense but there is no guarantee that this will continue.

These financial statements have been prepared in accordance with United States generally acceptable accounting principles applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying financial statements.

2. NATURE OF OPERATIONS

The Company was previously an exploration stage mining company and has exited the exploration stage since 2010 pursuant to the bankruptcy of its subsidiary-see Note (9). On November 15, 2010, the Company's wholly-owned Canadian subsidiary, Yukon Gold Corp. ("YGC"), declared bankruptcy with the Office of the Superintendent of Bankruptcy Canada and appointed a trustee under the Bankruptcy and Insolvency Act. A Certificate of Appointment, under Section 49 of the Act; Rule 85, was filed with the Office of the Superintendent of Bankruptcy Canada, in the District of Ontario, Hamilton Division. As a result of the bankruptcy, the Company's ownership interest in YGC was cancelled.

On May 16, 2011, the Company merged into its wholly-owned subsidiary, a Nevada corporation, (referred to herein as the "Nevada Corporation") being the surviving entity (the "Merger"). As a result, Yukon Gold Corporation, Inc. effected a re-domiciliation from the State of Delaware into the State of Nevada. The Nevada Corporation, also named "Yukon Gold Corporation, Inc.", has authorized capital of 500,000,000 common shares. Pursuant to the terms of the Merger, each five (5) shares of the Company's common stock immediately before the Merger were exchanged for one (1) share of common stock of the Nevada Corporation. As a result, 148,159,936 issued shares of the Company's common stock were exchanged for 29,632,336 shares of the Nevada Corporation's common stock (See Note 4 - Capital Stock). The par value of the Company's common shares remains at \$0.0001 per share. All of the assets, rights and liabilities of the Company were assumed by the surviving Nevada Corporation. The Merger was approved by the written consent of a majority of the Company's shareholders. All references to common shares and per common share amounts have been retroactively adjusted from the date of inception to reflect the five-for-one reverse stock split, unless otherwise noted.

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As at July 31, 2013**  
**(Amounts expressed in US Dollars)**  
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2. NATURE OF OPERATIONS – Cont'd

On September 14, 2011, the Company withdrew as a reporting issuer under the Securities Exchange act of 1934, as amended, pursuant to the filing of a Form 15 with the Securities and Exchange Commission in the USA. The Company's reports prior to September 14, 2011 are available at the SEC's website at [www.sec.gov/edgar/searchedgar/companysearch.html](http://www.sec.gov/edgar/searchedgar/companysearch.html). The Company is listed on the OTC Markets Group Inc. in the USA under the Pink category under the symbol "YGDC", and intends to continue to file full disclosure information on the OTC Markets Disclosure and News Service at <http://www.otcmarkets.com>.

On February 21, 2013, the Company entered into a confidential non-binding letter of intent (the "LOI") with Mojave Gold Corp., GlobalMin LLC, and GlobalMin Guyana Inc. to acquire up to a 70% interest in the Prospecting Licenses to be granted by the Guyana Government for the Guyana Platinum Project, ("the GPP") in accordance with the terms set out in this LOI. The GPP is currently controlled by GlobalMin Guyana Inc., a wholly owned subsidiary of GlobalMin LLC which is a majority-owned subsidiary of Mojave.

The Company anticipated that a definitive agreement memorializing the terms of the LOI would be executed by the end of March, 2013.

On February 27, 2013, J.L. Guerra resigned as the Company's Chief Executive Officer. Mr. Guerra remains the Company's President and Chairman of the Board of Directors. Also on February 28, 2013, the Company appointed Paul Feller as the Company's Acting Chief Executive Officer and Director of the Company.

On April 2, 2013, the Company received a Confirmation of Intent to extend the execution of the definitive agreement relating to the LOI to April 30, 2013.

On May 7, 2013, the Company received a Formal Notice of Cessation of Letter of Intent which effectively terminated the LOI with Mojave Gold Corp., GlobalMin LLC, and GlobalMin Guyana Inc. The Company is continuing negotiations regarding the GPP.

On July 17, 2013 the Board of Directors approved an amendment to the Company's employment agreement (the "Amended Employment Agreement") with Paul Feller, the Company's Acting Chief Executive Officer. Pursuant to such Amendment, Mr. Feller will receive no compensation until such time that the Company has acquired a business project and the necessary funding to operate the project and sufficient operating capital for a minimum of one year. The Amended Employment Agreement provides for an annual salary, expenses and certain performance bonuses payable in warrants and cash and is conditional on the successful completion of an acquisition and required financing.

All references to common shares and per common share amounts have been retroactively adjusted from the date of inception to reflect the five-for-one reverse stock split which was effective May 16, 2011, unless otherwise noted.

3. EQUIPMENT

None

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As at July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

4. CAPITAL STOCK

On May 16, 2011, the Company merged into its wholly-owned subsidiary, a Nevada corporation, (referred to herein as the "Nevada Corporation") being the surviving entity (the "Merger"). As a result, Yukon Gold Corporation Inc. effected a re-domiciliation from the State of Delaware into the State of Nevada. The Nevada Corporation, also named "Yukon Gold Corporation, Inc.", has authorized capital of 500,000,000 common shares. Pursuant to the terms of the Merger, each five (5) shares of the Company's common stock immediately before the Merger were exchanged for one (1) share of common stock of the Nevada Corporation. As a result, 148,159,936 issued shares of the Company's common stock were exchanged for 29,632,336 shares of the Nevada Corporation's common stock. In addition 500,000 warrants and 500,000 stock options of the Company were exchanged for 100,000 warrants and 100,000 stock options of the Nevada Corporation. The par value of the Company's common shares remains at \$0.0001 per share. All references to common shares and per common share amounts have been retroactively adjusted from the date of inception to reflect the five-for-one reverse stock split, unless otherwise noted.

a) Authorized

500,000,000 Common shares, \$0.0001 par value

b) Issued

91,450,720 Common shares (April 30, 2013: 91,450,720 Common shares)

c) Changes to Issued Share Capital

Year ended April 30, 2013

On February 15, 2013, the Company entered into a debt settlement agreement with Lance Capital Ltd. ("Lance") pursuant to which it issued to Lance 60,318,384 common shares which represented payment in full of the Company's total outstanding debt to Lance of \$301,592 as at January 31, 2013. Lance is a beneficial owner representing more than ten percent (10%) of the issuer's outstanding common shares.

On April 11, 2013, the Company issued 1,500,000 restricted common shares to the Acting CEO as payment for services rendered valued at \$15,000.

Three months ended July 31, 2013

The Company did not issue any common shares during the three months ended July 31, 2013.

5. STOCK BASED COMPENSATION

The Company adopted a new Stock Option Plan at its shareholders meeting on January 19, 2007 (the "2006 Stock Option Plan"). The purpose of the 2006 Stock Option Plan was to develop and increase the interest of certain Eligible Participants (as defined below) in the growth and development of the Company by providing them with the opportunity to acquire a proprietary interest in the Company through the grant of options ("Stock Options") to acquire Shares.

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As at July 31, 2013**  
**(Amounts expressed in US Dollars)**  
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5. STOCK BASED COMPENSATION – Cont'd

Under the 2006 Stock Option Plan, Stock Options may be granted to Eligible Participants or to any registered savings plan established for the sole benefit of an Eligible Participant or any company which, during the term of an option, is wholly-owned by an Eligible Participant. The term “Eligible Participant” includes directors, senior officers and employees of the Company or an Affiliated Entity (as defined below) and any person engaged to provide services under a written contract for an initial, renewable or extended period of twelve months or more (a “Consultant”), other than services provided in relation to a distribution of securities, who spends or will spend a significant amount of time on the business and affairs of the Company and who is knowledgeable about the business and affairs of the Company. An “Affiliated Entity” means a person or company that is controlled by the Company.

The 2006 Stock Option Plan is administered by the Board of Directors of the Company. At the option of the board, it may be administered by a committee appointed by the Board of Directors for that purpose.

Upon adoption in 2007, the aggregate number of Shares which could be issued under the 2006 Stock Option Plan was limited to 2,000,000 Shares, then representing approximately 10.63% of the then currently issued and outstanding Shares. On March 18, 2008 at the 2008 Annual and Special Meeting of Shareholders, the shareholders of the Company approved an amendment to the 2006 Stock Option Plan increasing the number of Shares reserved for issuance thereunder from 2,000,000 to 2,899,044, representing approximately 10% of the then issued and outstanding Shares. The 2006 Stock Option Plan was also amended to include a provision requiring shareholder approval for any future increase in the maximum number of Shares reserved for issuance thereunder.

Any Stock Option granted under the 2006 Stock Option Plan which has been exercised shall again be available for subsequent grant under the 2006 Stock Option Plan, effectively resulting in a re-loading of the number of Shares available for grant under the 2006 Stock Option Plan.

Any Shares subject to an option granted under the 2006 Stock Option Plan which for any reason is surrendered, cancelled or terminated or expires without having been exercised shall again be available for subsequent grant under the 2006 Stock Option Plan.

The purchase price (the “Price”) per share under each Stock Option shall be determined by the Board of Directors or a committee, as applicable. The Price shall not be lower than the closing market price on the OTCBB, or another stock exchange where the majority of the trading volume and value of the Shares occurs, on the trading day immediately preceding the date of grant, or if not so traded, the average between the closing bid and asked prices thereof as reported for the trading day immediately preceding the date of the grant; provided that if the shares have not traded on the OTCBB or another stock exchange for an extended period of time, the “market price” will be the fair market value of the shares at the time of grant, as determined by the Board of Directors or committee. The Board of Directors or committee may determine that the Price may escalate at a specified rate dependent upon the date on which an option may be exercised by the Eligible Participant.

Options shall not be granted for a term exceeding ten years (the “Option Period”).

Year ended April 30, 2013

The company did not issue any stock options during the year ended April 30, 2013.

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As at July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

5. STOCK BASED COMPENSATION – Cont'd

Three month period ended July 31, 2013.

The Company did not issue any stock options during the three month period ended July 31, 2013. As of July 31, 2013 and April 30, 2013, there was \$nil of unrecognized expenses related to non-vested stock-based compensation arrangements granted.

Cancellation/Expiration/Forfeiture of Stock Options:

Year ended April 30, 2013

No stock options were cancelled, or forfeited during the year ended April 30, 2013. As of April 30, 2013 all 100,000 remaining stock options have expired.

Three month period ended July 31, 2013

No stock options were cancelled, expired or forfeited during the period ended July 31, 2013.

6. COMMITMENTS AND CONTINGENCIES

On October 1, 2010, the Company entered into a consulting agreement (the "Agreement") with Lance Capital Ltd. ("Lance") to provide bookkeeping, administrative and other services for \$7,500 per month. The Company further agreed to reimburse Lance for all expenses incurred with respect to the administrative services provided to the Company, provided that these expenses are incurred substantially in accordance with monthly and annual budgets to be prepared by Lance and approved by the Board of Directors of the Company from time to time. The term of this Agreement is one (1) year and automatically renews from year to year unless terminated upon 30 days prior written notice by either party.

Effective December 1, 2011, Lance agreed to reduce its consulting fees as set out in the consulting agreement between Lance and the Company from \$7,500 per month to \$2,500 per month. This reduction in fees will continue in effect as long as the Company remains inactive and requires only limited services. If the Company becomes more active, the monthly fees paid to Lance will be reviewed. On February 27, 2013, the Company agreed to amend the consulting fees to Lance to \$7,500 per month as per the original Agreement with Lance, as noted above. This amendment became effective March 1, 2013 due to the increased activity in the Company.

On March 1, 2013 the Company entered into an Employment Contract (the "Employment Agreement") with Paul Feller to act as the Company's Chief Executive Officer that provided for an annual salary, expenses and certain performance bonuses payable in warrants and cash plus 1,500,000 restricted common shares as consideration for his services until the Company had raised the required capital for operations and to complete the provisions of the LOI referred to below. This agreement was conditional on the raising of capital and the successful completion of the LOI entered into with Mojave Gold Corp. and GlobalMin LLC (the "Vendors"). The LOI was terminated by the Vendors on May 7, 2013.

On May 7, 2013, the Company received a Formal Notice of Cessation of Letter of Intent which effectively terminated the LOI with Mojave Gold Corp., GlobalMin LLC, and GlobalMin Guyana Inc. The Company is continuing negotiations regarding the Guyana Platinum Project (the "GPP").

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As at July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

6. COMMITMENTS AND CONTINGENCIES, Cont'd

On July 17, 2013 the Board of Directors approved an amendment to the Company's employment agreement (the "Amended Employment Agreement") with Paul Feller, the Company's Acting Chief Executive Officer. Pursuant to such Amendment, Mr. Feller will receive no compensation until such time that the Company has acquired a business project and the necessary funding to operate the project and sufficient operating capital for a minimum of one year. The Amended Employment Agreement provides for an annual salary, expenses and certain performance bonuses payable in warrants and cash and is conditional on the successful completion of an acquisition and required financing.

7. RELATED PARTY TRANSACTIONS

The following transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Year Ended April 30, 2013

The Company expensed a total of \$15,000 in consulting fees and wages for the Company's Acting CEO, and member of the Board of Directors, and \$14,179 to two officers of the Company. The expense for \$15,000 relates to the issuance of 1,500,000 common shares for services.

On February 15, 2013, the Company entered into a debt settlement agreement with Lance Capital Ltd. ("Lance") pursuant to which it issued to Lance 60,318,384 common shares which represented payment in full of the Company's total outstanding debt to Lance of \$301,592 as at January 31, 2013. Lance is a beneficial owner representing more than ten percent (10%) of the issuer's outstanding common shares.

The company expensed a total of \$27,627 in consulting fees and reimbursable expenses to Lance during the period February 15, 2013 to April 30, 2013.

No director or officer exercised stock options during the year ended April 30, 2013.

Three month period ended July 31, 2013

The Company expensed a total of \$nil in consulting fees and wages to the Company's Board of Directors and \$8,886 to two officers of the company.

The Company expensed a total of \$34,153 in consulting fees and reimbursable expenses to Lance during the period May 1, 2013 to July 31, 2013.

No director or officer exercised stock options during the three month period ended July 31, 2013.

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As At July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

8. LOANS AND ADVANCES FROM RELATED PARTIES

a) As of July 31, 2013, the Company is in debt to Lance Capital Ltd. for \$11,205 for monies advanced to cover the ongoing operating expenses for the Company. This advance is unsecured, non- interest bearing and payable on demand.

c) As of July 31, 2013, the Company is in debt to Stafford Kelley for \$10,000 for monies advanced to cover expenses of the Acting CEO. This advance is unsecured, non- interest bearing and payable on demand.

9. BANKRUPTCY OF YUKON GOLD CORP.

YGC had material outstanding obligations with its creditors who strongly indicated an unwillingness to settle. As neither YGC nor the Company had an ability to satisfy these material obligations, on October 6, 2010, the Company's Board of Directors resolved to cause YGC to seek relief in a bankruptcy proceeding in Ontario, Canada where YGC was domiciled on November 15, 2010, the Company's wholly-owned subsidiary, YGC declared bankruptcy with the Office of the Superintendent of Bankruptcy Canada and appointed a trustee under the Bankruptcy and Insolvency Act. A Certificate of Appointment, under Section 49 of the Act; Rule 85, was filed in the Office of the Superintendent of Bankruptcy Canada, in the District of Ontario, Hamilton Division.

YGC had material outstanding obligations with its creditors who strongly indicated an unwillingness to settle. As neither YGC nor the Company had an ability to satisfy these material obligations, on October 6, 2010, the Company's Board of Directors resolved to cause YGC to seek relief in a bankruptcy proceeding in Ontario, Canada where YGC was domiciled on November 15, 2010, the Company's wholly-owned subsidiary, YGC declared bankruptcy with the Office of the Superintendent of Bankruptcy Canada and appointed a trustee under the Bankruptcy and Insolvency Act. A Certificate of Appointment, under Section 49 of the Act; Rule 85, was filed in the Office of the Superintendent of Bankruptcy Canada, in the District of Ontario, Hamilton Division.

Prior to the bankruptcy proceedings, on August 31, 2010, the Company and its subsidiary YGC, entered into a Note Purchase and Security Agreement the ("Note") with Lance Capital Ltd. ("Lance") granting a security interest of \$375,000 in settlement of certain payables of the Company that had been purchased by Lance. The Note was registered by Lance against its mineral property (the "Marg Property") on October 15, 2010. Subsequent to the bankruptcy of YGC, on November 23, 2010, Lance issued a Notice of Default to the Company and the Trustee in bankruptcy, in accordance with the provisions of Article 5 of the Note and further, in accordance with the provision of Article 6, demanded payment in full of the entire amount of the \$375,000 Note plus accrued interest. The trustee arranged settlement of the liability with Lance by way of transfer of title to the Marg Property and as a result YGC lost its interest in the Marg Property. Effective November 15, 2010, the Company's ownership interests in YGC were cancelled. Consequently, the results of YGC are not included in the results of the Company subsequent to November 15, 2010. The deconsolidation of the Canadian subsidiary YGC in November 2010 resulted in the elimination of the accumulated deficit attributable to YGC from Yukon Gold Corporation, Inc.'s consolidated stockholders' deficiency and elimination of the accumulated other comprehensive loss on translation during consolidation. Net income of the discontinued operation for the period ended July 31, 2011 was comprised of:

Gain on deconsolidation	\$ 530,495
Net loss of YGC for the six month period ended October 31, 2010 and to November 15, 2010	(7,066)
Net income of the discontinued operation	<u>\$ 523,429</u>

**YUKON GOLD CORPORATION, INC.**  
**Condensed Notes to Interim Financial Statements**  
**As At July 31, 2013**  
**(Amounts expressed in US Dollars)**  
**(Unaudited-Prepared by Management, not reviewed by Auditors)**

10. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying values of cash, accounts payable and accrued liabilities, and loans and advances from related parties approximates their fair values due to the short term maturity of these financial instruments.

The three levels of the fair value hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Observable Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

Cash is reflected on the Balance Sheet at fair value and is classified as Level 1 because measurements are determined using quoted prices in active markets for identical assets.

Fair value measurements of accounts payable and accrued liabilities, and loans and advances from relate parties are classified under Level 3 because inputs are generally unobservable and reflect management’s estimates of assumptions that market participants would use in pricing the liabilities.

## Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

For the three month period ended July 31, 2013

*This section should be read in conjunction with the accompanying financial statements and notes included in this report.*

### *Discussion of Operations & Financial Condition*

The Company currently has no business, assets or source of revenue. We continue to operate at a loss. As at July 31, 2013, accumulated losses of the Company were \$15,631,135. These losses raise substantial doubt about our ability to continue as a going concern.

As described in greater detail below, the Company's major endeavor over the year has been its effort to raise additional capital to meet its administrative expenses, acquire new mineral or other properties or a business. The Company does not currently have any working capital to continue as a reporting company in the United States and Canada. We are working urgently to obtain additional financing, which may entail the acquisition of new properties in order to attract such financing.

### **SELECTED INFORMATION**

	<b>Three month ended July 31, 2013</b>	<b>Three months ended July 31, 2012</b>
Revenues	Nil	Nil
Net loss	\$(34,153)	\$(28,018)
Loss per share – basic and diluted	\$(0.00)	\$(0.00)

  

	<b>As at July 31, 2013</b>	<b>As at April 30, 2013</b>
Total Assets	\$36	\$690
Total Liabilities	\$113,391	\$79,892
Cash dividends declared per share	Nil	Nil

Total assets as of July 31, 2013 are \$36. Total assets as of April 30, 2013 were \$690.

### **Revenues**

No revenue was generated by the Company's operations during periods ended July 31, 2013 and July 31, 2012.

### **Net Loss**

The Company's expenses are reflected in the Statements of Operations under the category of Operating Expenses.

The significant components of expense that have contributed to the total operating expense are discussed as follows:

(a) General and Administrative Expense

Included in operating expenses for the period ended July 31, 2013 is general and administrative expense of \$34,153 as compared with \$28,018 for the same period ended July 31, 2012. General and administrative expense represents the total operating expense for the periods ended July 31, 2013 and July 31, 2012. General and administrative expense increased by \$6,135 in the current period, compared to the same period in the previous year. In both 2012 and 2013 the Company general and administrative expenses were higher than normal as a result of efforts to acquire new business/assets.

(b) Project Expense

The Company did not incur any project expenses during the periods ended July 31, 2013 and July 31, 2012.

**BANKRUPTCY OF YUKON GOLD CORP (“YGC”)**

YGC had material outstanding obligations with its creditors who strongly indicated an unwillingness to settle. As neither YGC nor the Company had an ability to satisfy these material obligations, on October 6, 2010, the Company’s Board of Directors resolved to cause YGC to seek relief in a bankruptcy proceeding in Ontario, Canada where YGC was domiciled.

On November 15, 2010, YGC declared bankruptcy with the Office of the Superintendent of Bankruptcy Canada and appointed a trustee under the Bankruptcy and Insolvency Act. A Certificate of Appointment, under Section 49 of the Act; Rule 85, was filed in the Office of the Superintendent of Bankruptcy Canada, in the District of Ontario, Hamilton Division.

Prior to the bankruptcy proceedings, on August 31, 2010, the Company and its subsidiary YGC, entered into a Note Purchase and Security Agreement (“Note”) with Lance Capital Ltd. (“Lance”) granting a security interest of \$375,000 in settlement of certain payables of the Company that had been purchased by Lance. The Note Purchase and Security Agreement were registered by Lance against its mineral property (the “Marg Property”) on October 15, 2010. Subsequent to the bankruptcy of YGC, on November 23, 2010, Lance issued a Notice of Default to the Company and the Trustee in bankruptcy, in accordance with the provisions of Article 5 of the Note and further, in accordance with the provision of Article 6, demanded payment in full of the entire amount of the \$375,000 Note plus accrued interest. The trustee arranged settlement of the liability with Lance by way of transfer of title to the Marg Property and as a result YGC lost its interest in the Marg Property. Effective November 15, 2010, the Company’s ownership interests in YGC were cancelled. Consequently, the results of YGC are not included in the results of the Company subsequent to November 15, 2010. The deconsolidation of the Canadian subsidiary YGC in November 2010 resulted in the elimination of the accumulated deficit attributable to YGC from Yukon Gold Corporation, Inc.’s consolidated stockholders’ deficiency and elimination of the accumulated other comprehensive loss on translation during consolidation. Net income of the discontinued operation was comprised of:

Gain on deconsolidation	\$	530,495
Net loss from discontinued operations	\$	(7,066)
Net income of the discontinued operation	\$	523,429

**Liquidity and Capital Resources**

The following table summarizes the Company’s cash flows and cash in hand:

	<u>July 31, 2013</u>	<u>July 31, 2012</u>
	\$	\$
Cash	36	128
Cash used in operating activities	(693)	(5,559)
Cash used in investing activities	Nil	Nil
Cash provided by financing activities	39	5,687

As at July 31, 2013 the Company had working capital deficit of \$113,355 as compared to a working capital deficit of \$79,202 as of April 30, 2013.

### **Off-Balance Sheet Arrangement**

The Company has no Off-Balance Sheet arrangements as of July 31, 2013 or as of April 30, 2013.

### **Contractual Obligations and Commercial Commitments**

On October 1, 2010, the Company entered into a consulting agreement (the "Agreement") with Lance Capital Ltd. ("Lance") to provide bookkeeping, administrative and other services for \$7,500 per month. The Company further agreed to reimburse Lance for all expenses incurred with respect to the administrative services provided to the Company, provided that these expenses are incurred substantially in accordance with monthly and annual budgets to be prepared by Lance and approved by the Board of Directors of the Company from time to time. The term of this Agreement is one (1) year and automatically renews from year to year unless terminated upon 30 days prior written notice by either party.

Effective December 1, 2011, Lance agreed to reduce its consulting fees as set out in the consulting agreement between Lance and the Company from \$7,500 per month to \$2,500 per month. This reduction in fees will continue in effect as long as the Company remains inactive and requires only limited services. If the Company becomes more active, the monthly fees paid to Lance will be reviewed.

On February 27, 2013, the Company agreed to amend the consulting fees to Lance to \$7,500 per month as per the original Agreement with Lance, as noted above. This amendment became effective March 1, 2013 due to the increased activity in the Company.

On March 1, 2013 the Company entered into an Employment Contract (the "Employment Agreement") with Paul Feller to act as the Company's Chief Executive Officer that provided for an annual salary, expenses and certain performance bonuses payable in warrants and cash plus 1,500,000 restricted common shares as consideration for his services until the Company had raised the required capital for operations and to complete the provisions of the LOI referred to below. This agreement was conditional on the raising of capital and the successful completion of the LOI entered into with Mojave Gold Corp. and GlobalMin LLC (the "Vendors"). The LOI was terminated by the Vendors on May 7, 2013.

On July 17, 2013 the Board of Directors approved an amendment to the Company's employment agreement (the "Amended Employment Agreement") with Paul Feller, the Company's Acting Chief Executive Officer. Pursuant to such Amendment, Mr. Feller will receive no compensation until such time that the Company has acquired a business project and the necessary funding to operate the project and sufficient operating capital for a minimum of one year. The Amended Employment Agreement provides for an annual salary, expenses and certain performance bonuses payable in warrants and cash and is conditional on the successful completion of an acquisition and required financing.

### **Subsequent Event**

Subsequent to the period covered by this report, as of August 26, 2013, S.K. Kelley & Associates Inc. became the beneficial owner of 13.03% of the Company's equity securities (11,911,564 common shares) through a private sale transaction.

### **Item 3. Quantitative and Qualitative Disclosure About Market Risk**

Not Applicable.

#### **Item 4. Control and Procedures**

- (a) Disclosure Controls and Procedures. The Company's Management, with the participation of the principal Executive Officer and principal Financial Officer, respectively, has evaluated the effectiveness of the Company's disclosure controls and procedures as at July 31, 2013. Based on such evaluation, the principal executive officer and principal financial officer of the Company, respectively, have concluded that, as of the end of the current period, the Company's disclosure controls and procedures are effective.
- (b) Internal Control Over Financial Reporting. There have not been any changes in the Company's internal control over financial reporting during the quarter ended July 31, 2013 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.
- © Limitations on the Effectiveness of Controls. We believe that a control system, no matter how well designed and operated, cannot provide absolute assurance that the objectives of the control system are met, and no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within a company have been detected.

#### **Disclosure and Financial Controls and Procedures**

The Board of Directors has concluded that the Company's disclosure controls and procedures are effective. There have been no significant changes in these controls or in other factors that could significantly affect these controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Internal financial controls and procedures have been designed under the supervision of the Company's Board of Directors. The internal financial controls provide reasonable assurance regarding the reliability of the Company's financial reporting and preparation of financial statements in accordance with generally accepted accounting principles. There have been no significant changes in these controls or in other factors that could significantly affect these controls since they were instituted, including any corrective actions with regard to significant deficiencies and material weaknesses.

#### **Changes in Internal Controls**

There have been no changes in our internal control over financial reporting that occurred during the period ended July 31, 2013, which have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

**YUKON GOLD CORPORATION, INC.**  
**PART II – OTHER INFORMATION**

**Item 1. LEGAL PROCEEDINGS**

In May of 2012, Sheldon Huxtable Profession Corporation (“Sheldon”) filed a lawsuit in the Province of Ontario regarding unpaid legal fees. The Company had no funds and was unable to defend itself in court even though it believed the lawsuit was without merit. On October 16, 2012, the Company and Lance Capital Ltd. (“Lance”) entered into an agreement with Sheldon to settle the claim, which including interest and costs totalled \$20,359. This amount was secured by consent to judgment documents by both the Company and Lance, whereby Lance must pay Sheldon an agreed amount by November 30, 2012. Final settlement with Sheldon was delivered on December 5, 2012 and Sheldon assigned the amounts owed by the Company to Lance.

**Item 1a. RISK FACTORS**

**1. WE HAVE NO WORKING CAPITAL OR OPERATING REVENUE**

Yukon Gold has no operating business and no working capital or operating revenue and very limited resources to continue to prepare and file the regular reports required to meet the disclosure requirements of a “Current Information” issuer in the “OTC Pink” tier of the equity markets maintained by OTC Markets Group Inc. The Company’s shares currently trade on the “Pink” tier of the OTC Markets under the symbol “YGDC”. While the Company’s shares are not listed on any exchange in Canada, the Company has continued to meet the filing requirements of the Ontario Securities Commission (“the OSC”) but may be unable to do so in the future. Failure to continue to provide disclosure and information on SEDAR or to OTC Markets Group Inc. may result in the Company’s shares being dropped to a lower category of the OTC Market Group Inc. listing and the de-listing of the Company’s shares by the OSC.

**2. GOING CONCERN**

The Company has included a “going concern” disclosure in its audited financial statements for the year ended April 30, 2013 which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The Company has no business and no source for operating revenue and expects to incur significant expenses before establishing operating revenue. Due to continuing operating losses and cash outflows from continuing operations, the Company’s continuance as a going concern is dependent upon its ability to obtain adequate financing and to reach profitable levels of operation. In the event that the Company is unable to raise additional capital, as to which there is no assurance, the Company will not be able to continue doing business. The Company’s future success is dependent upon its continued ability to raise sufficient capital, not only to maintain its operating expenses, but to acquire properties or a new business. There is no guarantee that such capital will be available on acceptable terms, if at all, or if the Company will attain profitable levels of operation. The Company’s major endeavor over the past year has been its effort to raise additional capital to meet its administrative expenses, acquire new mineral or other properties or a business. The Company does not currently have any working capital to continue as a reporting company in the United States and Canada. We are working urgently to obtain additional financing, which may entail the acquisition of new properties in order to attract such financing. The Company has been assisted by Lance Capital Ltd. in meeting its operating expense but there is no guarantee that this will continue.

**3. RULE 144 IS UNAVAILABLE TO OUR SHAREHOLDERS**

Rule 144 promulgated under the Securities Exchange Act of 1933, as amended (the “Securities Act”) is not available as an exemption from registration for the re-sale of the Company’s Shares by its shareholders. Consequently, holders of restricted shares of the Company may be unable to re-sell their shares or deposit legended shares in brokerage accounts. The Company has no current plans to register the re-sale of its Shares.

4. WE MAY HAVE TO ACQUIRE NEW MINERAL PROPERTIES OR ENGAGE IN A NEW BUSINESS TO SECURE FINANCING TO REMAIN VIABLE.

The Company must immediately secure additional financing or engage in a new business to remain viable. Management of the Company believes that we must identify and obtain purchase rights to new mineral properties or a new business in order to attract such financing.

5. THERE ARE PENNY STOCK SECURITIES LAW CONSIDERATIONS THAT COULD LIMIT YOUR ABILITY TO SELL YOUR SHARES.

Our common stock is considered a “penny stock” and the sale of our stock by you will be subject to the “penny stock rules” of the Securities and Exchange Commission. The penny stock rules require broker-dealers to take steps before making any penny stock trades in customer accounts. As a result, our shares could be illiquid and there could be delays in the trading of our stock which would negatively affect your ability to sell your shares and could negatively affect the trading price of your Shares.

6. OUR BUSINESS IS SUBJECT TO CURRENCY RISK

The Company may conduct some of its administrative and operating activities in Canadian dollars. The Company is therefore subject to gains or losses due to fluctuations in Canadian currency relative to the US dollar. The Company does not use foreign currency hedging to mitigate the risk.

## **Item 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS**

On February 15, 2013, the Company entered into a debt settlement agreement with Lance Capital Ltd. (“Lance”) pursuant to which it issued to Lance 60,318,384 common shares which represented payment in full of the Company’s total outstanding debt to Lance of \$301,592 as at January 31, 2013. Lance is a beneficial owner representing more than ten percent (10%) of the issuer’s outstanding common shares.

On April 11, 2013, the Company issued 1,500,000 restricted common shares to Paul Feller, the Company’s Acting Chief Executive Officer (as payment for services rendered from March 1<sup>st</sup>, 2013 to date of the share issuance).

## **Item 3. DEFAULTS UPON SENIOR SECURITIES**

None.

## **Item 4. MINE SAFETY DISCLOSURES**

Not Applicable.

## **Item 5. OTHER INFORMATION**

## **Item 6. EXHIBITS**

1. Certification of Principal Executive Officer
2. Certification of Principal Financial Officer

**Exhibit 1**  
**CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER**

I, Paul Feller, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Yukon Gold Corporation, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: September 13, 2013

/s/ Paul Feller  
Paul Feller, Acting CEO

**Exhibit 2**  
**CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER**

I, Rakesh Malhotra, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Yukon Gold Corporation, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: September 13, 2013

/s/ Rakesh Malhotra  
Rakesh Malhotra, Chief Financial Officer