Alacer Gold Corp.

Unaudited Interim
Consolidated Financial Statements

June 30, 2016

Alacer Gold Corp.

Consolidated Statements of Financial Position (unaudited)

(expressed in thousands of U.S. dollars)

	Note	As of June 30, 2016	As of December 31, 2015
Assets			
Current assets			
Cash and cash equivalents	4	$ 311,395	$ 360,745
Receivables and other	5	21,558	11,552
Inventories	6	54,976	57,748
		387,929	430,045
Mineral properties and equipment, net	7	360,333	325,358
Deferred tax asset	8	29,263	776
Other assets	9	78,583	59,439
Total assets		$ 856,108	$ 815,618
Liabilities			
Current liabilities			
Trade and other payables	10	$ 35,388	$ 23,767
Current income tax liabilities		808	2,407
		36,196	26,174
Asset retirement obligation	13	21,871	21,231
Other long-term liabilities	14	12,816	3,962
Total liabilities		70,883	51,367
Equity			
Equity attributable to owners of the corporation			
Share capital	15	1,474,181	1,473,183
Reserves		14,621	14,760
Deficit		(836,869)	(851,155)
		651,933	636,788
Non-controlling interest in subsidiary	16	133,292	127,463
Total equity		785,225	764,251
Total liabilities and equity		$ 856,108	$ 815,618

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

Alacer Gold Corp.

Consolidated Statements of Profit and Comprehensive Profit (unaudited)

(expressed in thousands of U.S. dollars)

	Note	For the three months ended June 30, 2016	For the three months ended June 30, 2015	For the six months ended June 30, 2016	For the six months ended June 30, 2015
Revenues					
Gold sales		$ 37,881	$ 64,138	$ 75,570	$ 125,954
Cost of sales					
Production costs		22,760	20,785	43,691	43,372
Depreciation, depletion and amortization		10,507	11,579	20,546	24,548
Total cost of sales		33,267	32,364	64,237	67,920
Mining gross profit		4,614	31,774	11,333	58,034
Other costs					
Exploration and evaluation		662	681	1,200	1,063
General and administrative		2,036	2,430	4,695	5,576
Share-based employee compensation costs		2,444	1,843	4,066	3,267
Foreign exchange loss		922	3,244	453	4,641
Share of loss of investments accounted for using the equity method	17	3,417	751	4,336	1,786
Other loss	18	4,978	804	4,177	402
Profit (loss) before income tax		(9,845)	22,021	(7,594)	41,299
Income tax (benefit) expense	8	(25,985)	2,972	(27,709)	424
Total net profit and comprehensive profit		16,140	$ 19,049	20,115	$ 40,875
Net profit and comprehensive profit attributable to:					
Owners of the corporation	19	$ 12,189	$ 13,921	$ 14,286	$ 29,125
Non-controlling interest	16	3,951	5,128	5,829	11,750
Total net profit and comprehensive profit		$ 16,140	$ 19,049	$ 20,115	$ 40,875
Total net profit per share - Basic	19	$ 0.04	$ 0.05	$ 0.05	$ 0.10
Total net profit per share - Diluted	19	$ 0.04	$ 0.05	$ 0.05	$ 0.10

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

Alacer Gold Corp.

Consolidated Statements of Cash Flows (unaudited)

(expressed in thousands of U.S. dollars)

	Note	For the three months ended June 30, 2016	For the three months ended June 30, 2015	For the six months ended June 30, 2016	For the six months ended June 30, 2015
Cash provided by (used in):					
Operating activities					
Total net profit and comprehensive profit		$ 16,140	$ 19,049	$ 20,115	$ 40,875
Non-cash items:					
Depreciation, depletion and amortization		10,582	11,761	20,727	24,916
Unrealized loss on financial instruments (hedge)	18	8,897	-	8,897	-
Unrealized foreign exchange impacts		693	1,158	35	3,900
Share-based employee compensation costs		2,444	1,843	4,066	3,267
Other non-cash expenses and items not affecting cash		(2,821)	6,778	(2,167)	7,475
Deferred taxes		(26,298)	6,167	(28,302)	1,363
Net change in non-cash working capital	20	2,124	(22,731)	2,788	(33,883)
		11,761	24,025	26,159	47,913
Investing activities					
Mineral properties and equipment		(33,757)	(12,863)	(54,352)	(28,540)
Sulfide ore stockpile		(6,793)	(2,421)	(13,920)	(5,062)
Equity investments		(4,419)	(1,299)	(5,061)	(2,548)
		(44,969)	(16,583)	(73,333)	(36,150)
Financing activities					
Finance facility costs		(1,083)	(498)	(1,546)	(904)
		(1,083)	(498)	(1,546)	(904)
Increase (decrease) in cash and cash equivalents		(34,291)	6,944	(48,720)	10,859
Cash and cash equivalents - beginning balance		346,140	349,920	360,745	346,615
Effect of exchange rates on changes in cash held in foreign currencies		(454)	(279)	(630)	(889)
Cash and cash equivalents – ending balance		$ 311,395	$ 356,585	$ 311,395	$ 356,585

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

Alacer Gold Corp.

Consolidated Statements of Changes in Equity (unaudited)

(expressed in thousands of U.S. dollars)

	Attributable to owners of the Corporation				Non-controlling interest	Total Equity
	Share capital	Reserves	Deficit	Total		
Balance at January 1, 2015	$ 1,471,303	$ 13,655	$ (897,786)	$ 587,172	$ 108,465	$ 695,637
Profit for the period	-	-	29,125	29,125	11,750	40,875
Transactions with owners of the corporation:						
Share plans - exercises	853	(1,291)	-	(438)	-	(438)
Amortization of share-based awards	-	1,961	-	1,961	-	1,961
Recognition of liability portion of share-based awards	-	419	-	419	-	419
Total transactions with owners of the corporation	853	1,089	-	1,942	-	1,942
Balance at June 30, 2015	$ 1,472,156	$ 14,744	$ (868,661)	$ 618,239	$ 120,215	$ 738,454
Balance at January 1, 2016	$ 1,473,183	$ 14,760	$ (851,155)	$ 636,788	$ 127,463	$ 764,251
Profit for the period	-	-	14,286	14,286	5,829	20,115
Transactions with owners of the corporation:						
Share plans - exercises	998	(998)	-	-	-	-
Amortization of share-based awards	-	859	-	859	-	859
Recognition of liability portion of share-based awards	-	-	-	-	-	-
Total transactions with owners of the corporation	998	(139)	-	859	-	859
Balance at June 30, 2016	$ 1,474,181	$ 14,621	$ (836,869)	$ 651,933	$ 133,292	$ 785,225

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

1. General information

Alacer Gold Corp. ("Alacer" or the "Corporation") is an intermediate gold mining company with an 80% interest in the Çöpler Gold Mine in Turkey operated by Anagold Madencilik Sanayi ve Ticaret A.S. ("Anagold") owned 80% by Alacer and 20% by Lidya Madencilik Sanayi ve Ticaret A.S. ("Lidya Mining").

The Corporation is incorporated under the laws of the Yukon Territory, Canada. The address of its registered office is 3081 Third Avenue, Whitehorse, Yukon, Y1A 4Z7. Corporate administrative services are provided by Alacer Management Corp.

These unaudited interim consolidated financial statements of the Corporation as of and for the period ended June 30, 2016 are comprised of the Corporation and its subsidiaries (together referred to as the "Group" and individually as "Group entities"). The Corporation is the ultimate parent.

2. Basis of presentation

These unaudited interim consolidated financial statements of the Corporation have been prepared in accordance with International Financial Reporting Standards ("IFRS"), including International Accounting Standard ("IAS") 34, *Interim Financial Reporting*. The accounting policies applied in these unaudited interim consolidated financial statements are consistent with those used in the Group's audited consolidated financial statements for the year ended December 31, 2015. There have been no changes from the accounting policies applied in the December 31, 2015 financial statements.

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. In management's opinion, all adjustments considered necessary for a fair presentation have been included in these interim financial statements. Interim results are not necessarily indicative of the results expected for the financial year. Actual annual results may differ from interim estimates. The significant judgments made by management applied in the preparation of these unaudited interim consolidated financial statements are consistent with those applied and disclosed in the Group's audited consolidated financial statements for the year ended December 31, 2015. For a description of the Group's critical accounting estimates and assumptions, please refer to the Group's audited consolidated financial statements and related notes for the year ended December 31, 2015.

Certain comparative amounts in the financial statements and in the footnotes to these financial statements have been changed to conform to the presentation of the current year financial statements and footnote disclosure.

These unaudited interim consolidated financial statements were authorized for issue by the Board of Directors on July 24, 2016.

3. Accounting Changes

a) New accounting standards issued but not yet effective

The following new standards, new interpretations and amendments to standards and interpretations have been issued but are not effective until financial years beginning January 1, 2017 or after and have not been early adopted. Pronouncements that are not applicable to the Group have been excluded from those described below.

i) Accounting standards effective on or after January 1, 2017:

A. The International Accounting Standards Board ("IASB") has issued a new standard for the recognition of revenue, IFRS 15 – *Revenue from Contracts*. This standard will replace IAS 18 which covers contracts for goods and services and IAS 11 which covers construction contracts. The new standard is based on the principle that revenue is recognized when control of a good or service transfers to a customer, so the notion of control replaces the existing notion of risks and rewards. The standard permits a modified retrospective approach for the adoption. Under this approach, entities recognize transitional adjustments in retained earnings on the date of initial application (i.e. January 1, 2018), without restating the comparative period. Entities will only need to apply the new rules to contracts that are not completed as of the date of initial application. The standard is effective for annual reporting periods beginning on or after January 1, 2018. Early adoption is permitted. The Corporation is currently evaluating the impact that the adoption will have on its results of operations, financial position and disclosures.

B. IFRS 9 addresses the classification, measurement and de-recognition of financial assets and financial liabilities and introduces new rules for hedge accounting. In July 2014, the IASB made further changes to the classification and measurement rules and also introduced a new impairment model. These latest amendments now complete the new financial instruments standard. IFRS 9 is effective for annual periods beginning on or after January 1, 2018 with early adoption permitted. The Corporation continues to monitor and assess the impact of this standard.

C. In January 2016, the IASB issued IFRS 16 – *Leases* which establishes the principles that an entity should use to determine the recognition, measurement, presentation and disclosure of leases for both parties to a contract: the customer ('lessee') and the supplier ('lessor'). IFRS 16 replaces the previous leases Standard, IAS 17, *Leases*, and related Interpretations. IFRS 16 is effective from January 1, 2019 though a company can choose to apply IFRS 16 before that date but only in conjunction with IFRS 15 *Revenue from Contracts with Customers.* The Company is currently assessing the impact of this standard.

(expressed in thousands of U.S. dollars, unless otherwise stated)

4. Cash and cash equivalents

	30-Jun 2016	31-Dec 2015
Cash at banks and on hand	$ 16,118	$ 15,748
Money market funds and other	295,277	344,997
	$ 311,395	$ 360,745

Cash is deposited at banks and financial institutions and earns interest based on market rates.

5. Receivables and other

	30-Jun 2016	31-Dec 2015
Consumption taxes recoverable (VAT)	$ 8,984	$ 8,263
Non-trade receivables	5,554	1,484
Prepaid expenses and advances	6,895	1,775
Other current assets	125	30
	$ 21,558	$ 11,552

6. Inventories

	30-Jun 2016	31-Dec 2015
Work-in-process	$ 47,987	$ 48,625
Finished goods	86	106
Oxide ore stockpiles	56	1,256
Supplies and other	6,847	7,761
	$ 54,976	$ 57,748

There were no write-downs of inventory to net realizable value in 2015 or 2016. A reserve for obsolescence of $1.8 million (2015 - $1.1 million) is included in the Supplies and other balance above. The Corporation's sulfide ore stockpiles are classified as a non-current asset, as shown in note 9.

(expressed in thousands of U.S. dollars, unless otherwise stated)

7. Mineral properties and equipment, net

	Mineral properties[1]	Mining plant and equipment	Construction-in-progress[2]	Non-producing properties[2]	Total
Balance at January 1, 2016	$ 114,519	$ 80,625	$ 18,007	$ 112,207	$ 325,358
Additions	-	-	17,492	37,868	55,360
Transfers	3,723	1,664	(5,387)	-	-
Disposals	-	(499)	-	-	(499)
Rehabilitation provision	595	-	-	-	595
Depreciation, depletion	(11,772)	(8,709)	-	-	(20,481)
Balance at June 30, 2016	$ 107,065	$ 73,081	$ 30,112	$ 150,075	$ 360,333

1 Mineral properties represents assets subject to depreciation including production stage properties, capitalized mine development costs related to current production, and capitalized pre-production stripping.

2 Construction-in-progress and Non-producing properties are not subject to depreciation. Construction-in-progress includes the Sulfide Project costs incurred following construction approval and sustaining capital expenditures. Non-producing properties includes the Sulfide Project costs incurred prior to construction approval and other capitalized mine development costs not yet in production.

8. Income taxes

The following table summarizes activity for the periods ended:

	For the three months ended		For the six months ended	
	30-Jun-2016	30-Jun-2015	30-Jun-2016	30-Jun-2015
Current income tax (benefit) expense	$ 313	$ (5,099)	$ 593	$ 1,340
Deferred income tax (benefit) expense	(26,298)	8,071	(28,302)	(916)
Income tax (benefit) expense	$ (25,985)	$ 2,972	$ (27,709)	$ 424

On an interim basis, income tax expense is recognized based on Management's estimate of the corporate annual income tax rate expected for the full year applied to the pre-tax income (loss) of the interim period.

The Corporation has its third incentive certificate under which it receives incentive tax credits for qualifying expenditures at the Çöpler Gold Mine including the Sulfide Project and Heap Leach Pad expansion. Application of these tax credits reduces accounting income tax expense in the current period and offsets current and future cash tax payments.

(expressed in thousands of U.S. dollars, unless otherwise stated)

The deferred tax asset balance is comprised of incentive tax credits and the deferred tax liability is comprised of temporary differences related to taxable income, as summarized below.

	Consolidated statement of financial position	
	30-Jun-2016	**31-Dec-2015**
Deferred income tax assets:		
Incentive tax credits recognized	$ 43,948	$ 20,420
Deferred income tax liabilities	(14,685)	(19,644)
Deferred income tax asset	$ 29,263	$ 776

9. Other assets

	30-Jun 2016	31-Dec 2015
Inventory (sulfide ore stockpiles)	$ 61,227	$ 45,817
Equity accounted investments (Note 17)	4,137	3,413
Finance facility costs (Note 12)	10,674	7,299
Long-term advances and other	2,470	2,819
Marketable security investments	75	91
	$ 78,583	$ 59,439

10. Trade and other payables

	30-Jun 2016	31-Dec 2015
Trade payables and accruals	$ 31,012	$ 19,201
Forward sales contract obligation (Hedge)	2,755	-
Withholding taxes	590	1,518
Royalties payable	1,031	3,048
	$ 35,388	$ 23,767

(expressed in thousands of U.S. dollars, unless otherwise stated)

11. Financial Instruments – forward sales contracts (Hedging)

The following table is a summary of the carrying amounts of the Corporation's financial instruments that are recognized in the interim consolidated statements of financial position:

	Financial instrument classification	30-Jun-2016
Trade and other payables	Forward sales contract - Short-term	$ 2,755
Other long-term liabilities	Forward sales contract - Long-term	$ 6,142
		$ 8,897

The carrying values of all financial liabilities approximate their fair values as of June 30, 2016.

On June 24, 2016 the Corporation announced it had executed a forward gold sale hedging program of 160,000 ounces from July 2016 to September 2018 to reduce the risk of the gold price exposure during the construction of the Sulfide Project. As of June 30, 2016, the Corporation had forward sales contract obligations as summarized in the table below:

Quarter Ending	Ounces	Avg. Fixed Price
September 30, 2016	21,236	$1,273
December 31, 2016	27,927	$1,273
March 31, 2017	14,836	$1,273
June 30, 2017	12,219	$1,273
September 30, 2017	20,945	$1,273
December 31, 2017	24,436	$1,273
March 31, 2018	21,819	$1,273
June 30, 2018	10,473	$1,273
September 30, 2018	6,109	$1,273
TOTAL as of June 30, 2016	**160,000**	**$1,273**
Subsequent to June 30, 2016	15,000	$1,372
Total as of July 24, 2016	**175,000**	**$1,282**

Fair value methodology

In accordance with IAS 39, a three level hierarchy was evaluated to determine the applicable fair value accounting methodology to be used. Level 2 of the hierarchy is applicable and therefore, the Corporation calculates fair value of financial instruments utilizing observable market data and other inputs. The observable market data utilized is the London AM Fix and the forward gold curve.

(expressed in thousands of U.S. dollars, unless otherwise stated)

12. Borrowings

On June 16, 2016, the Corporation signed a $350 million project finance facility with a syndicate of lenders (BNP Paribas (Suisse) SA, ING Bank A.S., Societe Generale Corporate & Investment Banking and UniCredit Bank Austria AG). The facility has no mandatory hedging, has an 8-year term and interest rates of LIBOR plus 3.5% to 3.95%. Advances under the facility are subject to customary conditions precedent including execution of security documentation and a minimum of $220 million capital spend at Çöpler. As of June 30, 2016, the Corporation has no outstanding debt balances that are owed for credit facilities or debt arrangements.

13. Asset retirement obligation

	30-Jun 2016	31-Dec 2015
Balance, beginning of period	$ 21,231	$ 18,860
Arising during the period	595	2,162
Unwinding of discount	45	209
Balance, end of period	$ 21,871	$ 21,231

Activity for the period includes accretion of the environmental liability as well as recurring additions for new disturbances.

14. Other long-term liabilities

	30-Jun 2016	31-Dec 2015
Forward sales contract obligation (Hedge)	$ 6,142	$ -
Share-based compensation	4,827	2,200
Other provisions	1,847	1,762
	$ 12,816	$ 3,962

(expressed in thousands of U.S. dollars, unless otherwise stated)

15. Share capital and share-based payments

a) Share capital

		Common Shares	
		Number of Shares	$
Balance at December 31, 2015		291,401,496	$ 1,473,183
Shares issued:			
On exercise of share-based awards	15b	538,205	998
Balance at June 30, 2016		291,939,701	$ 1,474,181

b) Share-based payments

i) Restricted share unit plan

	2016	
	Number of RSUs	Weighted average price
Outstanding - Beginning of year	3,130,184	$ 1.91
Granted	1,438,326	1.86
Vested and redeemed	(538,205)	1.95
Forfeited	(339,633)	1.95
Balance at June 30, 2016	3,690,672	$ 1.94

ii) Performance share unit plan

Performance share units are valued based on the period-ending share price and settled in cash and therefore not included in diluted earnings per share calculation.

	2016
	Number of PSUs
Outstanding - Beginning of year	1,931,875
Granted	1,009,769
Vested and redeemed	-
Forfeited	(13,650)
Balance at June 30, 2016	2,927,994

(expressed in thousands of U.S. dollars, unless otherwise stated)

iii) Deferred share unit plan

Deferred share units are valued based on the period-ending share price and settled in cash and therefore not included in diluted earnings per share calculation.

	2016
	Number of DSUs
Outstanding - Beginning of year	202,625
Granted	244,016
Vested and redeemed	-
Forfeited	-
Balance at June 30, 2016	446,641

16. Group entities

		Ownership interest	
Alacer Gold Corp.	**Country of incorporation**	**30-June 2016**	**31-Dec 2015**
Alacer Management Corp.	USA	100%	100%
Alacer Gold Holdings Corp. S.à.r.l.	Luxembourg	100%	100%
Alacer Gold Corp. S.à.r.l.	Luxembourg	100%	100%
Alacer Gold Madencilik Anonim Şirketi	Turkey	100%	100%
Anagold Madencilik Sanayi Ve Ticaret Anonim Şirketi	Turkey	80%	80%
Kartaltepe Madencilik Sanayi Ticaret Anonim Şirketi	Turkey	50%	50%
Tunçpınar Madencilik Sanayi Ve Ticaret Anonim Şirketi	Turkey	50%	50%
Polimetal Madencilik Sanayi Ticaret Anonim Şirketi	Turkey	20%	20%

Non-controlling interest represents the interest of Lidya Mining in Anagold, based on investment amounts adjusted for its share of profit or losses. Lidya Mining is entitled to receive dividend payments equaling its share of legally declarable dividends from Anagold. There were no dividend payments made to Lidya Mining in 2015 or 2016 related to Anagold's 2014 and 2015 earnings, respectively, due to expected future capital expenditure commitments, including the Sulfide Project.

(expressed in thousands of U.S. dollars, unless otherwise stated)

The following table summarizes activity for the periods ended:

	For the three months		For the six months	
	June 30, 2016	June 30, 2015	June 30, 2016	June 30, 2015
Non-controlling interest, beginning of period	$ 129,341	$ 115,087	$ 127,463	$ 108,465
Share of profit in Anagold	3,951	5,128	5,829	11,750
Non-controlling interest, end of period	$ 133,292	$ 120,215	$ 133,292	$ 120,215

In the second quarter of 2016, the Corporation entered into a new related party agreement for the construction of the sulfide process plant with an affiliate of our joint venture partner, GAP İNŞAAT YATIRIM VE DIŞ TİCARET A.Ş. ("GAP"). The current scope of work under the contract is valued at $89 million of which cash of $4.3 million was advanced to GAP in Q2 2016 for mobilization and related costs.

17. Investments accounted for using the equity method

The Group has interests in exploration joint ventures that are accounted for using the equity method. The aggregated financial information on these joint ventures are as follows:

	For the three months ended		For the six months ended	
	June 30, 2016	June 30, 2015	June 30, 2016	June 30, 2015
Aggregate amount of the Corporation's share of net losses	$ 3,417	$ 751	$ 4,336	$ 1,786

The aggregate amount of the Corporation's share of net losses is the current reporting period's expenditures of the joint ventures.

	30-Jun 2016	31-Dec 2015
Aggregate carrying amount (Note 9)	$ 4,137	$ 3,413

The aggregate carrying amount represents the contributions to joint ventures offset by the expenditures of the joint ventures.

(expressed in thousands of U.S. dollars, unless otherwise stated)

18. Other loss

	For the three months ended June 30, 2016	For the three months ended June 30, 2015	For the six months ended June 30, 2016	For the six months ended June 30, 2015
Finance (income) expense, net	$ (311)	$ 24	$ (580)	$ 48
Unrealized loss on financial instruments (hedge)	8,897	-	8,897	-
Gain on settlement of Australian tax matter	(4,444)	-	(4,444)	-
Write-down of property, plant and equipment assets	5	1,122	45	1,122
Non-operating transactions	831	(342)	259	(768)
Total other loss	$ 4,978	$ 804	$ 4,177	**$ 402**

19. Profit per share

Basic profit per share is calculated by dividing the profit attributable to equity holders of the Corporation by the weighted average number of ordinary shares outstanding during the period.

Diluted profit per share is calculated using the treasury method, except the if-converted method is used in assessing the dilution impact of convertible instruments (until maturity). The if-converted method assumes that all convertible instruments (until maturity) have been converted in determining fully diluted profit per share if they are in-the-money, except where such conversion would be anti-dilutive.

The following table summarizes activity for the three months ended:

	For the three months ended June 30, 2016	For the three months ended June 30, 2015	For the six months ended June 30, 2016	For the six months ended June 30, 2015
Net profit attributable to owners of the Corporation	$ 12,189	$ 13,921	$ 14,286	$ 29,125
Weighted average number of shares outstanding – basic	291,939,701	291,123,547	291,906,773	290,898,764
Weighted average number of shares outstanding – diluted	295,630,373	295,021,935	295,597,445	294,797,152
Total net profit per share – basic	$ 0.04	$ 0.05	$ 0.05	$ 0.10
Total net profit per share – diluted	$ 0.04	$ 0.05	$ 0.05	$ 0.10

(expressed in thousands of U.S. dollars, unless otherwise stated)

20. Supplemental cash flow information

The following table summarizes activity, excluding cash and cash equivalents transactions, for the period:

	For the three months ended		For the six months ended	
	30-Jun-2016	30-Jun-2015	30-Jun-2016	30-Jun-2015
Changes in non-cash working capital accounts:				
Trade and other payables	$ 10,310	$ (5,925)	$ 11,621	$ (8,427)
Receivables and other	(8,238)	(1,784)	(10,006)	(6,303)
Inventories	1,726	(9,910)	2,772	(16,201)
Current income tax liabilities	(1,674)	(414)	(1,599)	106
Other	-	(4,698)	-	(3,058)
	$ 2,124	$ (22,731)	$ 2,788	$ (33,883)
Interest paid, net	$ -	$ -	$ -	$ -
Income taxes paid	$ 4,235	$ 1,312	$ 4,522	$ 2,014

Form 52-109F2
Certification of Interim Filings
Full Certificate

I, Rodney P. Antal, President and Chief Executive Officer of Alacer Gold Corp., certify the following:

1. ***Review:*** I have reviewed the interim financial report and interim MD&A (together, the "interim filings") of Alacer Gold Corp. (the "issuer") for the interim period ended June 30, 2016.

2. ***No misrepresentations:*** Based on my knowledge, having exercised reasonable diligence, the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the interim filings.

3. ***Fair presentation:*** Based on my knowledge, having exercised reasonable diligence, the interim financial report together with the other financial information included in the interim filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the periods presented in the interim filings.

4. ***Responsibility:*** The issuer's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings,* for the issuer.

5. ***Design:*** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the issuer's other certifying officer and I have, as at the end of the period covered by the interim filings

   (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that

      (i) material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and

      (ii) information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

   (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

5.1 ***Control framework:*** The control framework the issuer's other certifying officer and I used to design the issuer's ICFR is *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

5.2 ***N/A***

5.3 ***N/A***

6. ***Reporting changes in ICFR:*** The issuer has disclosed in its interim MD&A any change in the issuer's ICFR that occurred during the period beginning on April 1, 2016 and ended on June 30, 2016 that has materially affected, or is reasonably likely to materially affect, the issuer's ICFR.

Date: July 24, 2016

(signed) "Rodney P. Antal"

Rodney P. Antal
President and Chief Executive Officer

Form 52-109F2
Certification of Interim Filings
Full Certificate

I, Mark E. Murchison, Chief Financial Officer of Alacer Gold Corp., certify the following:

1. ***Review:*** I have reviewed the interim financial report and interim MD&A (together, the "interim filings") of Alacer Gold Corp. (the "issuer") for the interim period ended June 30, 2016.

2. ***No misrepresentations:*** Based on my knowledge, having exercised reasonable diligence, the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the interim filings.

3. ***Fair presentation:*** Based on my knowledge, having exercised reasonable diligence, the interim financial report together with the other financial information included in the interim filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the periods presented in the interim filings.

4. ***Responsibility:*** The issuer's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings,* for the issuer.

5. ***Design:*** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the issuer's other certifying officer and I have, as at the end of the period covered by the interim filings

   (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that

      (i) material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and

      (ii) information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

   (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

5.1 ***Control framework:*** The control framework the issuer's other certifying officer and I used to design the issuer's ICFR is *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

5.2 ***N/A***

5.3 ***N/A***

6. ***Reporting changes in ICFR:*** The issuer has disclosed in its interim MD&A any change in the issuer's ICFR that occurred during the period beginning on April 1, 2016 and ended on June 30, 2016, that has materially affected, or is reasonably likely to materially affect, the issuer's ICFR.

Date: July 24, 2016

(signed) "Mark E. Murchison"
Mark E. Murchison
Chief Financial Officer