

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

February 23, 2021

Date of Report (Date of earliest event reported)

**U.S. GOLD CORP.**  
(Exact name of registrant as specified in its charter)

Nevada  
(State or other jurisdiction of  
incorporation)

001-08266  
(Commission  
File Number)

22-1831409  
(I.R.S. Employer  
Identification Number)

1910 E. Idaho Street, Suite 102-Box 604  
Elko, NV 89801  
(Address of principal executive offices)

(800) 557-4550  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock	USAU	Nasdaq Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 7.01 Regulation FD Disclosure.**

On February 23, 2021, U.S. Gold Corp. (the "Company") issued a press release, a copy of which is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by reference in such a filing. Furthermore, the furnishing of information under Item 7.01 of this Current Report on Form 8-K is not intended to constitute a determination by the Company that the information contained herein, including the exhibit hereto, is material or that the dissemination of such information is required by Regulation FD.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit Number	Description
99.1	<a href="#">Press release, dated February 23, 2021 (furnished herewith pursuant to Item 7.01).</a>

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 23, 2021

**U.S. GOLD CORP.**

By: /s/ Edward M. Karr

Edward M. Karr, Executive Chairman

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## U.S. Gold Corp.'s CK Gold Project Provides Community Support in Wyoming

### *Company expands its outreach in Cheyenne, Wyoming for the CK Gold Project*

#### *Opens a new office in Cheyenne in effort to start a long-term engagement aimed at economic and employment benefits for the community*

**CHEYENNE, Wyo., Feb. 23, 2021** - U.S. Gold Corp. (Nasdaq: USAU) (the "Company"), a gold exploration and development company, is pleased to announce the opening of its office in Cheyenne, Wyoming. The office establishes a permanent presence and builds upon recent meetings with state and local stakeholders. The company found great interest in its initial outline for the CK Gold Project development and came away with a very positive feeling about the reception from the locals concerning the opportunity.

The CK Gold Project property is located in the Silver Crown mining district of southeast Wyoming, approximately 20 miles west of the city of Cheyenne, on the southeastern margin of the Laramie Range. The property, 100% owned by U.S. Gold Corp., would comprise about 1,120 acres at its full extent by the end of mine life.

"Communication and community outreach is a critical component of the CK Gold Project," states George Bee, President and CEO of U.S. Gold Corp. "In February we have held dozens of meetings with stakeholders in Cheyenne and Laramie and I am encouraged by the initial interest in the project. As a part of our outreach efforts, we have joined industry organizations and opened an office in Cheyenne. We want to provide a local presence and a physical location where interested parties can learn more about the project."

"We are excited to welcome U.S. Gold Corp. as a new member of WTA and this project should provide a new source of revenue at a critical time for Wyoming," said Ashley Harpstreith, Executive Director of the Wyoming Taxpayers Association.

"U.S. Gold Corp.'s CK Gold Project should provide significant economic activity for Cheyenne and Laramie County," said Dale Steenberg, President and CEO of the Greater Cheyenne Chamber of Commerce. "The Chamber looks forward to assisting how we can."

"As a new member of WMA, we are excited to watch the CK Gold Project develop and are hopeful Wyoming will see the benefits of new mining activity," said Travis Deti, Executive Director of the Wyoming Mining Association.

The Company is currently conducting a pre-feasibility report, which covers an array of technical, geological, economic, social, and operational factors. Included in ongoing activities is a program that started in September last year, establishing an environmental baseline covering surface water, sub-surface water, wetland, fauna and flora and climatological information. The results of this study are intended to help determine whether the Company proceeds with a full feasibility study, the next step in the process prior to the investment decision on advancing with permitting and construction of the mine. The pre-feasibility study is slated to be completed in the summer of 2021. U.S. Gold Corp.'s new Cheyenne office is located at 211 W 19<sup>th</sup> St, Suite 100.

#### **About U.S. Gold Corp.**

U.S. Gold Corp. is a publicly traded, U.S. focused gold exploration and development company. U.S. Gold Corp. has a portfolio of exploration properties. Copper King, now the CK Gold Project, is located in Southeast Wyoming and has a Preliminary Economic Assessment (PEA) technical report, which was completed by Mine Development Associates. Keystone and Maggie Creek are exploration properties on the Cortez and Carlin Trends in Nevada. The Challis Gold Project is located in Idaho. For more information about U.S. Gold Corp., please visit [www.usgoldcorp.gold](http://www.usgoldcorp.gold).

#### **Safe Harbor**

*Certain statements in this press release are forward-looking within the meaning of the Private Securities Litigation Reform Act of 1995. These statements may be identified by the use of forward-looking words such as "anticipate," "believe," "forecast," "estimated," and "intend," among others. These forward-looking statements are based on U.S. Gold Corp.'s current expectations, and actual results could differ materially from such statements. There are a number of factors that could cause actual events to differ materially from those indicated by such forward-looking statements. These factors include, but are not limited to, risks arising from: the prevailing market conditions for metal prices and mining industry cost inputs, environmental and regulatory risks, risks faced by junior companies generally engaged in exploration activities, whether U.S. Gold Corp. will be able to raise sufficient capital to implement future exploration programs, COVID-19 uncertainties, and other factors described in the Company's most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K filed with the Securities and Exchange Commission, which can be reviewed at [www.sec.gov](http://www.sec.gov). The Company has based these forward-looking statements on its current expectations and assumptions about future events. While management considers these expectations and assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory, and other risks, contingencies, and uncertainties, most of which are difficult to predict and many of which are beyond the Company's control. The Company makes no representation or warranty that the information contained herein is complete and accurate and we have no duty to correct or update any information contained herein.*

#### **For additional information, please contact:**

U.S. Gold Corp. Investor Relations:

+1 800 557 4550

[ir@usgoldcorp.gold](mailto:ir@usgoldcorp.gold)

[www.usgoldcorp.gold](http://www.usgoldcorp.gold)