Westhaven Gold Corp.

MANAGEMENT'S DISCUSSION & ANALYSIS

Third Quarter Ending September 30, 2020

Dated as of November 30, 2020

For the quarter ended September 30, 2020

Dated November 30, 2020

This Management's Discussion and Analysis ("MD&A") for Westhaven Gold Corp. (the "Company" or "Westhaven") has been prepared by management and reviewed and approved by the Audit Committee. The following discussion of performance, financial condition and future prospects should be read in conjunction with the unaudited condensed interim financial statements of the Company and notes thereto for the quarter ended September 30, 2020 and with the audited financial statements of the Company and notes thereto for the years ended December 31, 2019 and 2018. The information provided herein supplements but does not form part of the financial statements. This discussion covers the quarter and the subsequent period up to the date of issue of this MD&A. Unless otherwise noted, all dollar amounts are stated in Canadian dollars. Additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com.

As of January 1, 2011, the Company adopted International Financial Reporting Standards ("IFRS"). The unaudited condensed interim financial statements for the three months ended September 30, 2020 have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") and using accounting policies consistent with IFRS as issued by the International Accounting Standards Board ("IASB). Readers of this MD&A should refer to "Change in Accounting Policies" below for a discussion of IFRS and its affect on the Company's financial presentation.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of common shares; or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) if it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Forward-looking Statements

Certain sections of this MD&A may contain forward-looking statements. Such forward-looking statements involve a number of known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from actual future results. The risks, uncertainties and other factors that could influence actual results are described in the "Risks and Uncertainties" section of this report. The forward-looking statements contained herein are based on information available as of November 30, 2020.

Westhaven Overview

Westhaven is focused on grassroots exploration with a view to discovering the next generation of economic gold deposits. For a plethora of economical and geological reasons, fewer and fewer discoveries have been made in recent years. This means that new economic gold discoveries should be in high demand and command significant values.

The Company is advancing its Shovelnose, Skoonka, Skoonka North and Prospect Valley gold-silver properties, all are in the Spences Bridge Gold Belt (the “SBGB”), in British Columbia, Canada.

The SBGB projects overview:

- *Large land package (37,000 hectares (ha)) on underexplored gold belt*
- *District-scale potential*
- *100% ownership of claims*
- *Low-cost exploration*
- *Close proximity to power and rail*
- *Road accessible and close to major highways*
- *Close proximity to producing mines and expertise*

Company Overview

Westhaven is a junior exploration company that is focused on the acquisition, exploration, and development of resource properties.

To date the Company has not generated significant revenues and is considered to be in the exploration stage. Continued operations of the Company are dependent on the Company’s ability to complete equity financings or generate profitable operations in the future.

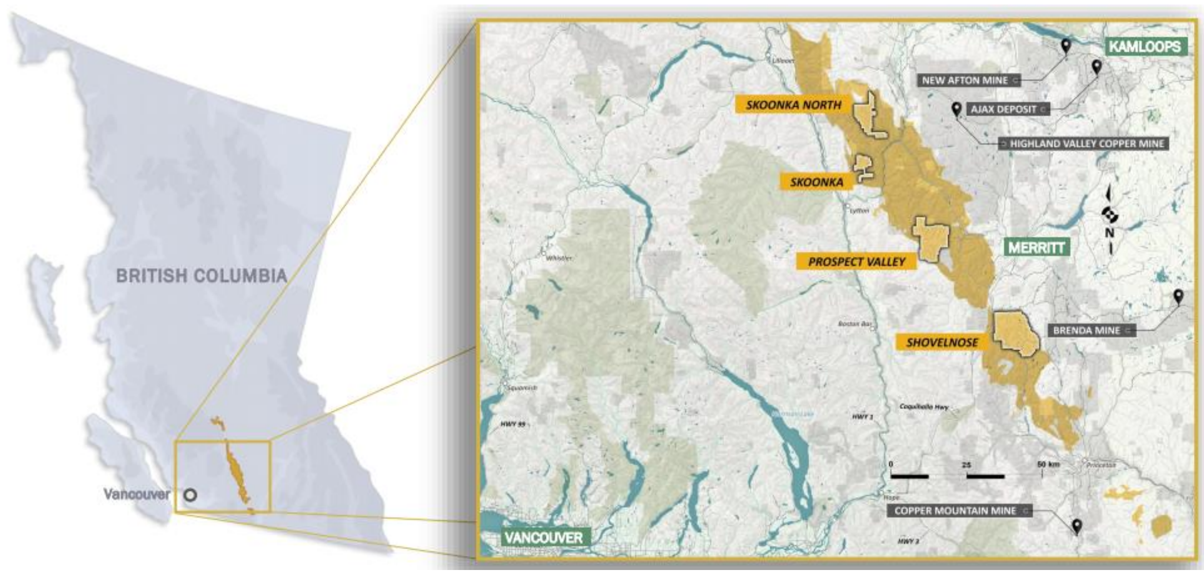
On July 8, 2020, the Company announced that it was changing its name to Westhaven Gold Corp. which was effective as of July 10, 2020.

On July 9, 2020, Westhaven announced the results of the Annual General Meeting which was held earlier on that day. The shareholders approved all motions put forth at the meeting including the re- appointment of Smythe LLP, Chartered Accountants, as the company's independent auditors and the confirmation of the company's stock option plan. The shareholders re-elected David Grenville Thomas, Gareth Thomas, Hannah McDonald, Victor Tanaka and Shaun Pollard to the company's Board of Directors.

On August 10, 2020, Westhaven announced that it had granted 260,000 incentive stock options to employees and consultants. The incentive stock options have an exercise price of $0.95 per share and are valid for a 5-year period from the date of grant.

Spences Bridge Gold Belt

The SBGB is 110 kilometres (km) northwest-trending belt of intermediate to felsic volcanic rocks dominated by the Cretaceous Spences Bridge group. Exploration in the belt only began in 2001 when prospector Edward Balon, P.Geo, technical advisor to Westhaven, began by following up on a Regional Geochemical Survey (RGS) anomalies. These relatively underexplored volcanic rocks are highly prospective for epithermal style gold mineralization. In the mid-19th century, coarse placer gold was discovered near the mouth of the Nicoamen and Fraser rivers. This discovery sparked a gold rush that attracted an estimated 20,000 prospectors to the area.



Westhaven owns a 100%-interest in 4 properties covering over 37,503ha within the prospective SBGB, which is situated within a geological setting like those which host other significant epithermal gold-silver systems. Talisker Resources Ltd. and Westhaven have a combined control of 86% of the SBGB (225,000ha). Any ground staked by Talisker within 5 km of Westhaven's existing projects is subject to a 2.5% Net Smelter Royalty ("NSR"). In addition, Westhaven has a 30-day Right of First Refusal on any properties outside this 5 km radius.

Shovelnose Gold Property

The Shovelnose gold property is located near the southern end of the SBGB, approximately 30km south of Merritt, British Columbia. The property is accessible by the Coquihalla Highway (BC Provincial Highway #5) at the Coldwater exit, then by a series of logging roads to the northern and southern portions of the property. The property currently consists of 32 contiguous mineral claims encompassing 17,625 ha. Westhaven has a 100% interest in this property subject to a 2% NSR.

From 2011 and up to the end of 2019, there were 118 drill holes completed (2 were abandoned in overburden) for a cumulative total of 40,061m, in five separate target areas; the Line 6 Zone, Mik Zone, Tower Zone, Alpine Zone and South Zone.

The Shovelnose gold property has a strategic advantage with regards to location as the property is situated off a major highway, in close proximity to power, rail, large producing mines, and within commuting distance from the city of Merritt, which translates into low cost, year-round exploration.

Shovelnose Property 2020 Exploration

As a result of systematic exploration completed in 2019, Westhaven identified several target areas that share similar characteristics to the South Zone which have been prioritized for drilling in 2020. In February 2020, Westhaven initiated a drill program with the focus of testing these exploration targets.

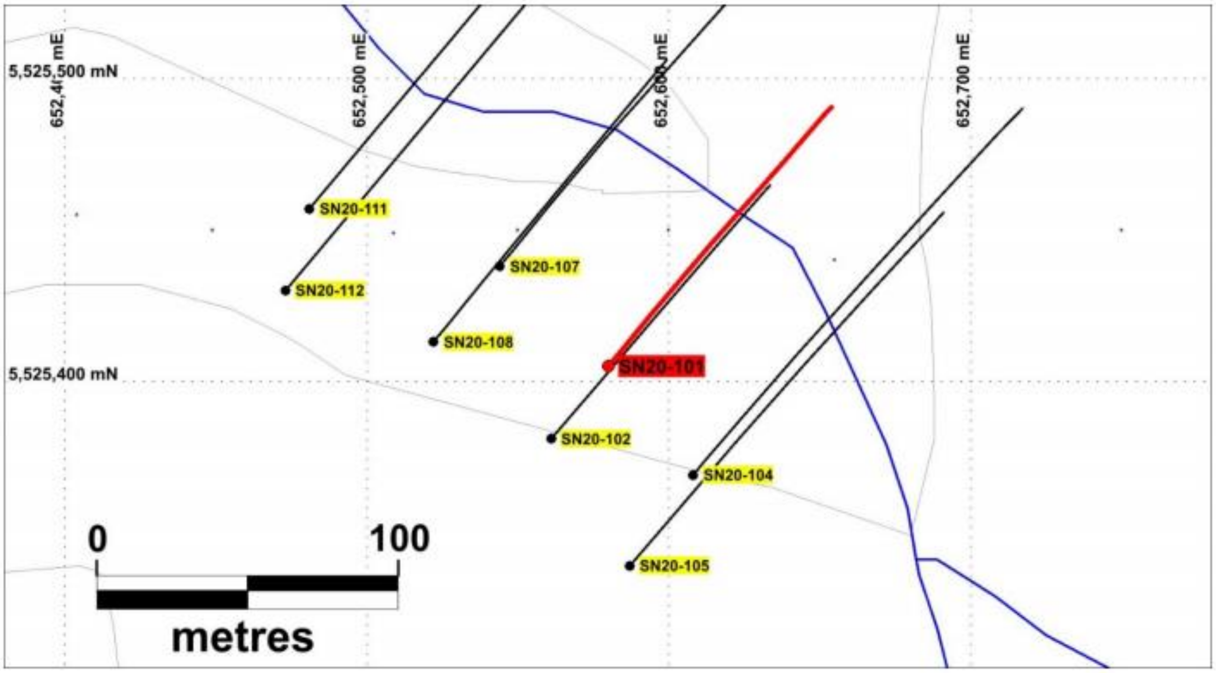
On June 1, 2020, Westhaven announced that a second drill rig had begun drilling at the property. A third drill rig was added to the property and began drilling as of July 21, 2020.

On August 20, 2020, the Company provided an exploration update which included the announcement of a newly discovered 80 x 20m quartz outcrop (Franz Zone) of white to gray, opaque, colloform-banded chalcedony veins hosted in rhyolite one km northwest of the FMN target.

On August 26, 2020, Westhaven announced grab sample assays of up to 51.10 g/t gold (Au) and 165 g/t silver (Ag) from the newly discovered Franz Zone.

The newly discovered Franz vein zone is located approximately ~2.8km from the high-grade gold discovery at the South Zone. The Franz vein zone outcrops at an elevation of 1285m, and confirms the productive, dominantly rhyolite hosted gold-silver bearing horizon at South Zone is also preserved here. This outcrop, may represent the northwestward continuation of Vein Zone 1, suggesting a total strike length of at least 3.7km for the zone.

FRANZ ZONE: PLAN MAP OF DRILLING



On September 24, 2020, Westhaven announced high-grade gold drill results from the Franz zone including 7.78m of 14.84 g/t Au and 39.40 g/t Ag from drill hole SN20-101.

On October 19, 2020, the company reported additional assays from the ongoing drill program including:

- <u>SN20—108</u>
  - (37.09 – 71.17m): 34.08m of 2.07 g/t Au and 16.50 g/t Ag.
  - Including: 13.10m of 4.86 g/t Au and 31.57 g/t Ag.
  - Including: 2.54m of 16.88 g/t Au and 99.28 g/t Ag.

- <u>SN20—107</u>
  - (24.50 – 32.00m): 7.50m of 1.93 g/t Au and 23.60 g/t Ag.
  - Including: 4.00m of 3.15 g/t Au and 31.80 g/t Ag.

- <u>SN20—102</u>
  - (51.10 – 54.45m): 3.35m of 5.04 g/t Au and 24.02 g/t Ag.
  - Including: 1.80m of 8.06 g/t Au and 34.47 g/t Ag.

These drill results confirm the presence of high-grade gold mineralization encountered in surface grab samples collected on the Franz Zone also exists at depth. This vein zone remains open along strike.

Skoonka Creek Property 2020 Exploration

Westhaven announced on August 10, 2020, that it was preparing to initiate its inaugural diamond drilling program at its 100% controlled 2,784ha Skoonka Creek Gold Property.

Due to the discovery of the Franz zone at the Shovelnose gold property, the Skoonka drill program was postponed until 2021.

Prospect Valley Property 2020 Exploration

Westhaven announced on October 13, 2020, that it had commenced a ground geophysics program on its 10,927ha Prospect Valley gold property, located approximately 25km west of Merritt, British Columbia.

Westhaven has engaged Scott Geophysics Limited of Vancouver, B.C. to conduct a 244-line kilometre ground magnetic survey at its Prospect Valley gold property. The purpose of this ground geophysics program is to extend coverage to the south of the Discovery Zone and better define potential structural trends.

The property consists of 21 contiguous, road accessible mineral claims that collectively encompass approximately 10,927ha. The first reported gold-bearing epithermal mineralization was discovered during 2001-2002 when, at what has become known as the Bonanza Target, numerous occurrences of mineralized quartz vein and breccia float were found over a two square kilometre area straddling "Bonanza Creek", upstream from a 150 ppb Au-in-silt anomaly reported in 1994 from an earlier government Regional Geochemical Survey. The best sample ran 43.34 g/t Au, but the source(s) for all of the vein float occurrences in this area remains to be determined under extensive and locally thick overburden cover.

The Bonanza Target, Discovery Zones and Northeast Extension areas are aligned along a north-northeast trend and are hypothesized to be related to a multi-kilometre scale fault system extending across the property.

Shovelnose Property, British Columbia, Canada

In January 2011 the Company signed an option agreement (the "Shovelnose Agreement") with Strongbow Exploration Inc. ("Strongbow") whereby the Company can earn up to a 70% interest in the Shovelnose Gold Property, a mineral claim near Merritt, British Columbia, staked by Strongbow in 2005 and 2008. A director of the Company is also a director of Strongbow.

Under the terms of the Shovelnose Agreement, the Company would earn an initial 51% interest in the Shovelnose Gold Property by issuing a total of 300,000 common shares (issued) to Strongbow and incurring $1,500,000 ($750,000 incurred) in exploration expenditures on the property.

On September 1, 2015, the Company entered into a new purchase agreement with Strongbow to acquire 100% of the Shovelnose Gold Property replacing the January 2011 agreement. Under the terms of the new agreement the Company acquired a 100% interest in the property by issuing 2,000,000 common shares (issued upon completion of the new agreement). In addition, Strongbow was granted a 2% net smelter returns royalty ("NSR") on the property. The Company will retain the right to reduce the NSR to 1% by paying Strongbow $500,000 at any time prior to the commencement of commercial production.

On May 8, 2019, Strongbow transferred ownership of the NSR to Osisko Gold Royalties Ltd. "Osisko" in exchange for the settlement of a debt owing to Osisko of $1.5 million. The terms and rights under the NSR now held by Osisko remain unchanged.

Prospect Valley Property, British Columbia, Canada

On September 21, 2015, the Company entered into an option and purchase agreement with Berkwood Resources Ltd. ("Berkwood") to acquire a 70% interest the Prospect Valley Gold Property near Merritt. The Company paid $20,000 to Berkwood upon signing as per the terms of the agreement. On October 22, 2015, the Company exercised the option by making a second and final payment of $80,000 and issued 500,000 common shares. The common shares have a hold period of five years.

On February 16, 2016, the Company acquired the remaining 30% interest in the Property for a cash payment of $40,000 and the issue of 500,000 common shares. The common shares have a hold period of five years.

Skoonka Creek Property, British Columbia, Canada

On May 24, 2017, the Company signed a purchase agreement with Strongbow Exploration Inc. ("Strongbow"), and Almadex Minerals Ltd. ("Almadex"), to acquire 100% interest in the Skoonka Creek gold property, located within the prospective SBGB, British Columbia. Under the terms of the agreement the Company issued 2,000,000 common shares (issued on May 30, 2017) at a price of $0.09 per share. Almadex retains its original net smelter royalty of 2% from future production.

Skoonka North Property, British Columbia, Canada

In May 2018, the Company staked an additional gold mineral property, Skoonka North, within the SBGB, British Columbia for total acquisition costs of $10,793.

MD&A Dated November 30, 2020 Expressed in Canadian Dollars

Realization

The Company's investment in and expenditures on the mineral property interests comprise a substantial portion of the Company's assets. Realization of the Company's investment in the assets is dependent on establishing legal ownership of the property interests, on the attainment of successful commercial production or from the proceeds of its disposal. The recoverability of the amounts shown for the mineral property interests is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of the property interests, and future profitable production or proceeds from the disposition thereof.

Title and environmental

Although the Company has taken steps to verify the title to mineral properties in which it has or had a right to acquire an interest in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee title (whether of the Company or of any underlying vendor(s) from whom the Company may be acquiring its interest). Title to mineral properties may be subject to unregistered prior agreements or transfers, and may also be affected by undetected defects or the rights of indigenous peoples.

Environmental legislation is becoming increasingly stringent and costs and expenses of regulatory compliance are increasing. The impact of new and future environmental legislation on the Company's operations may cause additional expenses and restrictions. If the restrictions adversely affect the scope of exploration and development on the mineral properties, the potential for production on the property may be diminished or negated.

Summary of Quarterly Results

	3 Months Ending September 30, 2020	3 Months Ending June 30, 2020	3 Months Ending March 31, 2020	3 Months Ending December 31, 2019	3 Months Ending September 30, 2019	3 Months Ending June 30, 2019	3 Months Ending March 31, 2019	3 Months Ending December 31, 2018
Total Revenue	$30,598	$12,524	$6,891	$904	$13,975	$3,427	$2,564	$593
Loss before other Items:	($352,946)	($294,479)	($397,075)	($945,946)	($372,728)	($179,428)	($192,131)	($2,575,427)
Net Loss:	($322,348)	($281,955)	($390,184)	($1,303,783)	($358,753)	($176,001)	($189,567)	($2,574,834)
Loss per Common Share, Basic and Diluted	($0.01)	($0.01)	($0.01)	($0.01)	($0.01)	($0.01)	($0.01)	($0.01)
Loan payable:	$0	$0	$0	$0	$0	$0	$0	($279,825)
Dividends Paid/Payable:	$0	$0	$0	$0	$0	$0	$0	$0

For the 3-month period ended September 30, 2020, the Company recorded a premium on flow-through shares of $358,741. If one takes into consideration the non-cash item flow-through share premium of $358,741 for Q3, 2020 the Company records a net gain of $36,393 for the quarter.

For the 3-month period ended June 30, 2020, the Company recorded a premium on flow-through shares of $335,109. If one takes into consideration the non-cash item flow-through share premium of $335,109 for Q2, 2020 the Company records a net gain of $53,524 for the quarter.

Results of Operations

During the 3-month period ended September 30, 2020, the Company recorded a net loss, excluding the premium on flow-through shares of $358,741, of $322,348 (vs. $358,753 in Q3 2019).

Westhaven has a significant and growing presence in the city of Merritt, BC which includes a core processing facility as well as a core storage and viewing area.

The major expenses for the current quarter include Salary and Benefits of $130,187 (vs. $8,972 in Q3 2019 period); Management fees, which have now transitioned and are being reported as part of salary, fell from $75,000 in Q3, 2019 to $0 in Q3, 2020; Rent in the amount of $29,950 (vs. $6,869 in Q3 2019); General and Administrative of $26,818 (vs. $16,887 in Q3 2019); Travel of $154 (vs. $78,838 in Q3 2019); Advertising and promotion of $125,755 (vs. $26,844 in Q3 2019; and Profession fees of $15,048 (vs. $0 in Q3 2019). The fall in travel costs is related to the ongoing global pandemic as roadshows, conferences, and marketing has shifted to being conducted via telephone and/or over the internet. The increase in advertising and promotion costs is attributed to virtually attending multiple conferences as well as undertaking online marketing initiatives and content creation.

The Company has financed a portion of its exploration expenditures through the issuance of flow-through shares. Canadian income tax law permits the Company to transfer the tax deductibility of qualifying resource expenditures financed by such shares to the flow-through shareholders. On issuance, the Company allocates the flow-through share proceeds into i) share capital, ii) warrants, and iii) a flow-through share premium, if any, using the residual value method.

Proceeds received from the issuance of flow-through shares are restricted to be used only for Canadian resource property exploration expenditures within a prescribed period.

MD&A Dated November 30, 2020 Expressed in Canadian Dollars

Mineral Properties

Amounts capitalized as mineral property costs are as follows:

	Shovelnose Gold Property	Prospect Valley Property	Skoonka Creek Property	Skoonka North Property	Total
Balance, December 31, 2018	$ 3,269,216	$ 684,090	$ 255,170	$ 99,252	$ 4,307,728
Deferred exploration costs					
Acquisition costs	3,644	-	-	-	3,644
Geological and assays	1,729,677	-	3,666	-	1,733,343
Drilling	2,616,512	-	-	-	2,616,512
Lab fees	716,333	-	-	-	716,333
Total additions during the year	5,066,166	-	3,666	-	5,069,832
BCMETC (mining tax credits)	(1,436,750)	-	-	-	(1,436,750)
Net change during the year	3,629,416	-	3,666	-	3,633,082
Balance, December 31, 2019	**6,898,632**	**684,090**	**258,836**	**99,252**	**7,940,810**
Deferred exploration costs					
Acquisition costs	84,180	725	707	326	85,938
Geological and assays	1,601,386	2,994	9,446	-	1,613,826
Drilling	4,447,757	-	3,304	-	4,451,061
Lab fees	702,824	-	-	-	702,824
Total additions during the period	6,836,147	3,719	13,457	326	6,853,649
Balance, September 30, 2020	**$ 13,734,779**	**$ 687,809**	**$ 272,293**	**$ 99,578**	**$14,794,459**

Westhaven is currently drilling at its Shovelnose gold property and has completed over 41,000m of drilling to date in 2020. The drill program is ongoing. Assays are pending and will be released regularly.

MD&A Dated November 30, 2020 Expressed in Canadian Dollars

Related Party Transactions

The Company entered the following transactions with related parties in addition to those discussed elsewhere in the financial statements.

Key management compensation

Short-term employee benefits for key management compensation were paid to individuals and personal service corporations for the nine months ended September 30 as follows:

	2020	2019
Gareth Thomas	$ 135,000	$ -
Shaun Pollard	135,000	-
Stein River Holdings Ltd.	-	112,500
Gravitas Advisory Services	-	112,500
Total key management compensation	$ 270,000	$ 225,000

Share-based payment expense allocated to key management during the year ended December 31, 2019 was $306,785.

(i) Gareth Thomas and Stein River Holdings Ltd. ("Stein River")

Stein River is a company controlled by Gareth Thomas, Chief Executive Officer of the Company.

(ii) Shaun Pollard and Gravitas Advisory Services ("Gravitas")

Gravitas is a company controlled by Shaun Pollard, Chief Financial Officer of the Company.

(iii) In addition to the above costs, the Company paid $41,375 (2019 - $20,607) of rent and office expenditures to Anglo Celtic Exploration Ltd. ("Anglo"). Anglo is a company controlled by Grenville Thomas, a director of the Company, and Gareth Thomas.

On September 30, 2019, a total of $18,854 (2020-$4,808) due to Anglo is included in accounts payable and accrued liabilities.

On November 19, 2014, the Company entered into an agreement with Anglo to provide an unsecured loan of $200,000. The outstanding balance of the loan is to be repaid within 12 months. The Company may repay the loan at any time without any prepayment penalty. The loan will accrue interest at a rate of 10% per annum.

On October 14, 2015, the Company and Anglo amended the terms of the loan to increase the principal to $400,000 and to extend the repayment date to November 19, 2016. The loan will accrue interest at a rate of 10% per annum. As further consideration, the Company agreed to pay Anglo a bonus of 20% of the value of loan principal through issuance of the Company's common shares. On October 22, 2015, the Company issued 1,230,769 shares in payment of the bonus recorded at the fair value of the shares of $0.065 per share.

The aggregate finance fees (bonus shares) were recorded against the loan balance and amortized to the statement of loss and comprehensive loss over the life of the loan, based on the original maturity date using the effective interest method. The debt discount was fully amortized as at December 31, 2016 and 2017.

On July 3, 2017, the Company and Anglo agreed to extend the maturity date of the loan to September 31, 2018 on the same terms.

On September 30, 2018, the Company and Anglo entered into an amendment agreement to extend the repayment date of the loan to September 30, 2019. All other terms of the loan agreement remained the same.

During the year ended December 31, 2019, the Company recorded accrued interest of $4,523 related to the loan. The Company repaid the principal balance of $240,000 and accrued interest of $44,348 during the year ended December 31, 2019.

Capital Management

The Company considers its capital structure to consist of shareholders' equity. The Company manages its capital structure and makes adjustments to it based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties.

Capital Stock as of November 30, 2020

Shares Outstanding:

- 102,622,409

Options:

- 2,200,000 Exercisable at $0.05 until December 28, 2020
- 1,050,000 Exercisable at $0.10 until April 13, 2022
- 1,095,589 Exercisable at $0.14 until March 21, 2023
- 2,900,000 Exercisable at $1.20 until November 14, 2023
- 200,000 Exercisable at $0.70 until July 8, 2024
- 1,250,000 Exercisable at $0.85 until December 20, 2024
- 475,000 Exercisable at $0.80 until May 20, 2025
- 260,000 Exercisable at $0.95 to August 10,2025

Warrants:

- 1,020,269 Exercisable at $1.50 until October 2, 2021
- 786,774 Exercisable at $1.50 until October 4, 2021
- 1,477,625 Exercisable at $1.50 until October 8, 2021

Fully Diluted:

- 115,337,666

Directors and Officers own approximately 29% of the outstanding shares.

MD&A Dated November 30, 2020 Expressed in Canadian Dollars

The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage; as such, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the three months ended September 30, 2020. The Company is not subject to externally imposed capital requirements.

Risk Management and Financial Instruments

The Company’s financial instruments consist of the following:

Financial assets:	**Classification:**
Cash and cash equivalents	Fair value through profit or loss (“FVTPL”)
Other receivables	FVTPL

Financial liabilities:	**Classification:**
Accounts payable and accrued liabilities	Amortized cost

Financial Instruments

The Company's financial instruments, consisting of cash and accounts payable and other liabilities, approximate fair values due to the relatively short-term maturities of the instruments. It is management’s opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The Company is not exposed to any liquidity risk.

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations. The Company manages credit risk, in respect of cash and cash equivalents, by ensuring that these financial assets are placed with a major Canadian financial institution with strong investment-grade ratings. Concentration of credit risk exists with respect to the Company’s cash and cash equivalents, as amounts are held with a single major Canadian financial institution.

The Company’s concentration of credit risk and maximum exposure thereto is as follows:

	2020	**2019**
Cash and cash equivalents – Canadian dollars	$ 3,585,310	$ 1,268,046

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company’s approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquid funds to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company’s reputation.

At September 30, 2020, the Company had cash and cash equivalents in the amount of $3,585,310 (2019 - $134,746) and accounts payable and accrued liabilities of $1,308,383 (2019 - $540,841). All of the liabilities presented as accounts payable and accrued liabilities are due within 90 days of September 30, 2020.

Commitments

On December 12, 2019, the Company entered into a three-year lease for building space associated with the Shovelnose project. On June 2, 2020, the Company entered an additional two-year lease for building space. Under the terms of the leases the Company is committed to annual lease payments totalling $143,000 plus additional occupancy costs.

As of December 31, 2019, the Company was committed to expend $2,500,151 of flow-through share proceeds related to flow-through shares issued during the 2019 on qualifying exploration expenditures. The Company must incur the eligible expenditures within 24 months from issuing the flow-through shares.

On June 16, 2020, the Company issued flow-through shares which require the Company to incur further eligible expenditures of $5,175,315 within 24 months.

As of September 30, 2020 the Company has spent $6,767,711 on qualifying expenditures.

Events After Reporting Period

Since December 31, 2019, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and physical distancing, have caused material disruption to business globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

Changes in Accounting Policies

IFRS 16 *Leases* ('IFRS 16")

Effective January 1, 2019 the Company adopted IFRS 16 using the modified retrospective approach. The comparative figures for the 2018 reporting period have not been restated and are accounted for under IAS 17 *Leases* ("IAS 17"), and IFRIC 4 *Determining Whether an Arrangement Contains a Lease*, as permitted under the specific transitional provisions in the standard.

The Company applied the exemption not to recognize a right-of-use asset ("ROU asset") and lease liability for leases with less than 12 months of lease term and leases for low-value assets when applying IFRS 16 to leases previously classified as operating leases under IAS 17.

As at January 1, 2019 the Company did not have any leases that were classified as operating leases under IAS 17. As a result, there was no impact on the statement of financial position at the date of initial application.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Proposed Transactions

At the date of this MD&A, the Company does not have any proposed material transactions. All material transactions, including those completed subsequent to the date of the financial statement date, are fully disclosed in the unaudited condensed interim financial statements for the three-month period ended September 30, 2020.

Disclosure of Internal Controls

Management has established processes to provide them sufficient knowledge to support representations that they have exercised reasonable diligence that (i) the unaudited condensed interim financial statements do not contain any untrue statement of 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 is made, as of the date of and for the periods presented by the unaudited condensed interim financial statements, and (ii) the unaudited condensed interim financial statements fairly present in all material respects the financial condition, results of operations and cash flow of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

(i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

(ii) a process 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. The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Management's responsibility for financial statements

The information provided in this report, including the unaudited condensed interim financial statements is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgements and have been properly reflected in the accompanying unaudited condensed interim financial statements.

November 30, 2020

On behalf of Management and the Board of Directors,

"Shaun Pollard"

Chief Financial Officer and Director