

Westhaven Gold Corp.
(Formerly Westhaven Ventures Inc.)

(An Exploration Stage Company)

MANAGEMENT'S DISCUSSION & ANALYSIS

Unaudited- Prepared by Management

Second Quarter Ending June 30, 2021

Dated as of August 25, 2021

For the quarter ended June 30, 2021

Dated August 25, 2021

This Management's Discussion and Analysis ("MD&A") for Westhaven Gold Corp. (formerly Westhaven Ventures Inc.) (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 June 30, 2021, and with the audited financial statements of the Company and notes thereto for the years ended December 31, 2020, and 2019. 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 June 30, 2021, 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 August 25, 2021.

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.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This 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 currently, 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.

On April 22, 2021, Westhaven announced it had 2,315,000 incentive stock options to directors, officers, and consultants. The incentive stock options have an exercise price of \$0.70 per share and are valid for a five-year period from the date of grant.

The Company's stock option plan allows for the issuance of up to 10 percent of issued and outstanding share capital in the form of incentive stock options. As a result of this grant, the company has 9,545,589 stock options issued, representing 7.6 per cent of the issued and outstanding share capital.

On July 7, 2021, Westhaven announced that it had retained Venture Liquidity Providers Inc. (VLP) to initiate its market-making service to aid in maintaining an orderly trading market for the common shares of the Company. The market-making service will be undertaken by VLP through a registered broker, W.D.

Latimer Co. Ltd., in compliance with the applicable policies of the TSX Venture Exchange and other applicable laws. For its services, Westhaven will pay VLP \$5,000 per month for a period of 3 months.

On July 15, 2021, Westhaven held the 2021 annual general meeting. The voting results were announced the same day.

The shareholders approved all motions put forth at the meeting including the reappointment of Smythe LLP, chartered accountants, as the company's independent auditor, 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.

A total of 43,190,085 common shares were voted, representing the votes attached to 34.22 per cent of all outstanding common shares.

The votes cast for each is as shown in the table below.

Resolution	For	Withheld/Against	Voted % For
Number of Directors	43,130,585	59,500	99.86
David Grenville Thomas	43,099,585	90,500	99.79
Gareth Thomas	42,887,275	302,810	99.30
Victor Tanaka	43,128,585	61,500	99.86
Shaun Pollard	31,887,275	11,302,810	73.83
Hannah McDonald	43,119,085	71,000	99.84
Appointment of Auditors	43,119,085	71,000	99.84
Rolling Stock Plan	43,064,185	125,900	99.71
Other Business	35,196,758	7,993,327	81.49

Capital Stock as of August 25, 2021

Shares Outstanding:

- 126,200,909

Options:

- 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 23, 2024
- 475,000 Exercisable at \$0.80 until May 20, 2025
- 260,000 Exercisable at \$0.95 until August 10, 2025
- 2,315,000 Exercisable at \$0.70 until April 22, 2026

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 to October 8, 2021
- 10,689,250 Exercisable at \$1.00 to March 3, 2023 (**WHN.WT**)

Fully Diluted:

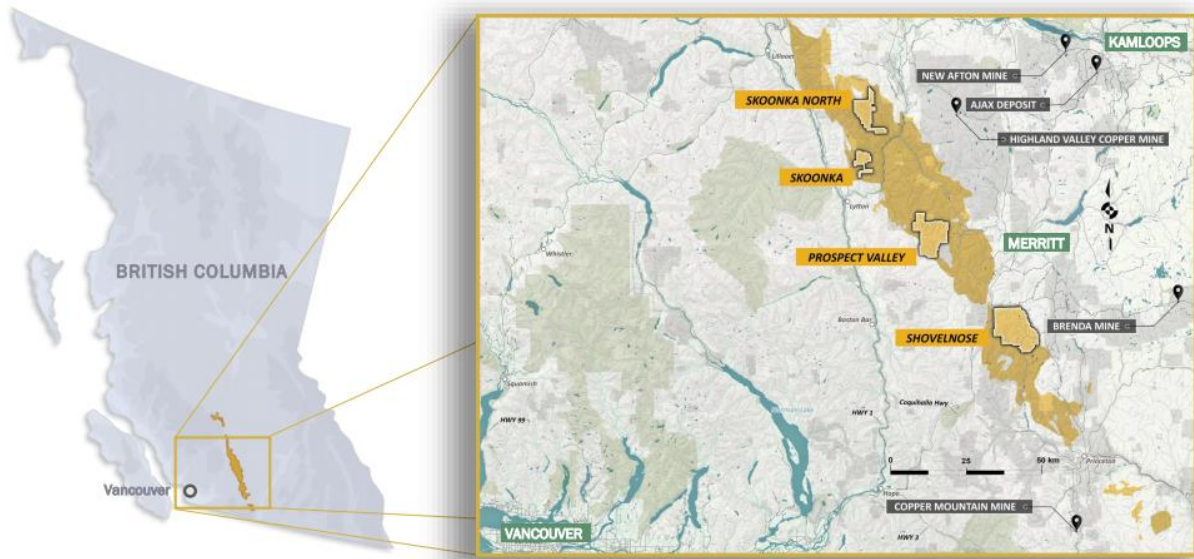
- 149,720,416

Directors and Officers own ~25% of the outstanding shares.

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.Geol, 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 (225,000 ha). 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 30 km 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 2020, there were 220 drill holes completed for a cumulative total of 83,400 metres (m). Westhaven has completed more than 28,000m of drilling in 2021 thus far.

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

Shovelnose Property 2021 Exploration

On May 12, 2021, Westhaven announced assays resulting from the ongoing drill program at the property including 15.97m of 9.15 g/t gold (Au) and 27.43 g/t silver (Ag) from hole SN21-161 at the FMN zone. Hole SN21-161 has a gold grade times width of 146.13 g/t Au times m, which is the highest value generated to date outside of the South Zone on the Shovelnose property.

This hole intersected Vein Zone 1 consisting of the following andesite hosted sequence: a section of brecciated banded quartz-adularia-ginguro veining at 220.30-228.10m followed by banded quartz-adularia +/- ginguro veinlets to 233.00m in rhyolite tuff. The veined tuff is followed by heterolithic breccia with 3-10% quartz fragments to 245.50m.

On June 1, 2021, Westhaven announced further assays including 0.45m of 614 g/t Au and 2,070 g/t Ag within 41.55m of 8.17 g/t Au and 34.64 g/t Ag from hole SNR21-04 in Vein Zone 1 in the South zone. Hole SNR21-04 is one of the shallowest high-grade Vein Zone 1 intercepts drilled on the Shovelnose property to date.

On July 7, 2021, the Company announced high-grade gold drill intercepts across multiple zones including 76.33m of 2.93 g/t Au at the South Zone and 4.18m of 5.26 g/t Au at the FMN Zone.

Recent resource definition drilling at South Zone targeting Vein Zones 1 and 2 continues to intersect significant grades and widths in both zones (SNR21-05 to SNR21-08). Drillhole SNR21-08 intersected Vein Zone 2 starting at 122m downhole (26.60m of 2.48 g/t Au and 14.25 Ag) and is located 50m NW along strike from drillhole SNR21-05 which intersected Vein Zone 2 starting 181m downhole (76.33m of 2.93 g/t Au and 11.30 Ag). The Vein Zone 1 mineralization encountered in drill hole SNR21-07 (41.25m of 4.47 g/t Au and 17.69 g/t Ag) starts at 51m downhole.

2021 exploration drilling at the FMN has successfully outlined a 200m corridor of higher-grade zones of gold and silver mineralization starting from hole SN21-158 (3.46m of 9.46 g/t Au and 151.82 g/t Ag) to hole SN21-167 (4.18m of 5.26 g/t Au and 9.27 g/t Ag).

On August 16, 2021, Westhaven announced that it had temporarily halted work on its Shovelnose gold property due to the ongoing wildfire situation in the province.

Prior to this halt, Westhaven has completed over 28,000m of drilling to date in 2021. Assays are pending and will be released regularly.

Property Ownership and Commitments

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 in 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.

Scoonka 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. **Scoonka 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.

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 June 30, 2021	3 Months Ending March 31, 2021	3 Months Ending December 31, 2020	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
Total Revenue	\$6,945	\$0	\$10,511	\$30,598	\$12,524	\$6,891	\$904	\$13,975
Loss before other items:	(\$1,085,482)	(\$543,729)	(\$324,408)	(\$352,946)	(\$294,479)	(\$397,075)	(\$945,946)	(\$372,728)

Premium on flow-through shares	-	-	-	\$358,741	-	-	-	-
Net Gain/(Loss):	(\$1,079,704)	(\$543,729)	(\$313,897)	\$36,393	(\$281,955)	(\$390,184)	(\$1,303,783)	(\$12)
Gain/(Loss) per Common Share, Basic and Diluted	(\$0.01)	(\$0.01)	(\$0.00)	\$0.00	(\$0.00)	(\$0.01)	(\$0.01)	(\$0.00)
Loan payable:	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Dividends Paid/Payable:	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

The Company has sustained recurring losses and negative cash flows from operations. During the three months ended June 30, 2021, the Company incurred a net loss of \$1,079,704 (2020 - \$53,154) and, as of that date, had an accumulated deficit of \$9,936,886 (December 31, 2020 - \$8,313,630). The Company has ongoing requirements for capital investment for its mineral property interests. The Company will need to raise substantial additional capital through equity financing to accomplish its business plan over the next several years. There can be no assurance as to the availability or terms upon which such financing might be available.

Results of Operations

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 \$170,153 (vs. \$145,461 in Q2 2020 period); Rent in the amount of \$19,413 (vs. \$20,058 in Q2 2020); General and Administrative of \$7,753 (vs. \$10,494 in Q2 2020); Travel of \$0 (vs. \$16,904 in Q2 2020); Advertising and promotion of \$237,448 (vs. \$14,891 in Q2 2020); and Profession fees of \$26,783 (vs. \$39,002 in Q2 2020). 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. Related to the April 2021 options grant, there was a non-cash \$576,840 share-based payments expense this quarter (vs. \$0 in Q2 2020).

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	\$ 6,898,632	\$ 684,090	\$ 258,836	\$ 99,252	\$ 7,940,810

Deferred exploration costs					
Acquisition costs	80,946	1,822	707	326	83,801
Geological and assays	2,314,254	72,598	9,446	-	2,396,298
Drilling	5,965,560	-	3,484	-	5,969,044
Lab fees	1,063,867	-	-	-	1,063,867
Share-based payments	464,559	-	-	-	464,559
Amortization	91,676	-	-	-	91,676
Total additions during the year	9,980,862	74,420	13,637	326	10,069,245
BCMETC (mining tax credits)	(2,053,074)	(15,991)	(2,848)	-	(2,071,913)
Net change during the year	7,927,788	58,429	10,789	326	7,997,332
Balance, December 31, 2019	14,826,420	742,519	269,625	99,578	15,938,142
Deferred exploration costs					
Acquisition costs	119,250	2,160	-	1,410	122,820
Geological and assays	1,177,292	5,758	4,680	7,066	1,194,796
Drilling	2,780,879	-	-	-	2,780,879
Lab fees	688,690	-	-	-	688,690
Share based payments	535,981	-	-	-	535,981
Amortization	53,169	-	-	-	53,169
Total additions during the period	5,355,261	7,918	4,680	8,476	5,376,335
Balance, June 30, 2021	\$ 20,181,681	\$ 750,437	\$ 274,305	\$ 108,054	\$21,314,477

Related Party Transactions

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

Key management compensation

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

Short-term employee benefits for key management compensation were paid to individuals for the six months ended June 30 as follows:

	2021	2020
Gareth Thomas	\$ 126,671	\$ 90,000
Shaun Pollard	126,671	90,000
Total key management compensation	\$ 253,342	\$ 180,000

Gareth Thomas is the Chief Executive Officer of the Company.

Shaun Pollard is the Chief Financial Officer of the Company.

Share-based payment expense allocated to key management and directors during the six months ended June 30, 2021, was \$360,525 (2020 - \$nil).

In addition to the above costs, the Company paid \$34,226 (2020 - \$29,403) for 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.

At June 30, 2020, a total of \$35,419 (2021 - \$nil) due to Anglo was 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.

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 six months ended June 30, 2021. The Company is not subject to externally imposed capital requirements.

Risk Management and Financial Instruments

The Company's cash and cash equivalents, other receivables, accounts payable and accrued liabilities, equipment loan and lease liability have carrying values that approximate their fair values due to their short term to maturity.

The Company's risk exposure and the impact on the Company's financial instruments are summarized below.

Credit 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:

	June 30, 2021	December 31, 2020
Cash and cash equivalents – Canadian dollars	\$ 8,063,173	\$ 131,503
Other receivables – Canadian dollars	\$ -	\$ 75,000

Liquidity risk

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 June 30, 2021, the Company had cash and cash equivalents in the amount of \$8,063,173 (December 31, 2020- \$131,503) and accounts payable and accrued liabilities of \$844,565 (December 31, 2020 - \$870,266). All the liabilities presented as accounts payable and accrued liabilities are due within 90 days of June 30, 2021.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk consists of interest rate risk, loan fixed interest rate risk, foreign currency risk and other price risk.

The Company is not exposed to significant interest risk, loan risk, foreign currency risk or other price risk.

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 \$82,700 plus additional occupancy costs.

During the six months ended June 30, 2020, the Company entered into a loan to purchase equipment. The Company is committed to payments of \$365 per month over the next 48 months.

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

As at June 30, 2021, the Company has incurred eligible expenditures of \$4,664,366.

Events After Reporting Period

None.

Changes in Accounting Policies

There were no changes in accounting policies during the three months ended June 30, 2021.

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 periods ended June 30, 2021.

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.

August 25, 2021

On behalf of Management and the Board of Directors,

"Shaun Pollard"

Chief Financial Officer and Director