

EDISON COBALT CORP.

**MANAGEMENT'S DISCUSSION & ANALYSIS
For the Period Ended June 30, 2020**

EDISON COBALT CORP.
(the “Company”)
SELECTED FINANCIAL INFORMATION
AND MANAGEMENT DISCUSSION AND ANALYSIS

This Management’s Discussion and Analysis (“MD&A”) prepared as of August 25, 2020, should be read in conjunction with the Company’s unaudited condensed consolidated interim financial statements as at June 30, 2020 and the related notes thereto prepared in accordance with International Financial Reporting Board (“IFRS”) as issued by International Accounting Standards Board (“IASB”) and interpretations issued by the International Financial Reporting Committee (“IFRC”). The reader should also refer to the audited financial statements and notes thereto for the year ended September 30, 2019 prepared in accordance with IFRS.

MD&A supplements but does not form part of the unaudited condensed consolidated interim financial statements and notes thereto for the nine months ended June 30, 2020. All dollar amounts are expressed in Canadian dollars unless otherwise indicated. Note that additional information relating to the Company is available on SEDAR at www.sedar.com.

Forward-Looking Statements

Certain statements contained in this document constitute “forward-looking statements”. When used in this document, the words “may”, “would”, “could”, “will”, “intend”, “plan”, “propose”, “anticipate”, “believe”, “forecast”, “estimate”, “expect” and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. Such statements reflect the Company’s current views with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the Company’s actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. The Company does not intend, and does not assume any obligation, to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future results, events or development.

INTRODUCTION

Edison Cobalt Corp. (formerly Power Americas Minerals Corp.) (the “Company”) was incorporated on November 8, 2009 under the *Business Corporations Act* of British Columbia. The Company’s primary business activity is mineral property exploration and development. On August 3, 2011, the Company’s common shares were listed for trading on the TSX Venture Exchange (“TSX-V” or the “Exchange”). Effective September 5, 2018 the Company’s name was changed to Edison Cobalt Corp. The Company’s shares trade on the TSX-V under the symbol EDDY, on the Frankfurt Stock Exchange under the symbol VV0:GR and on the U.S. Over the Counter Market (“OTC”) under the symbol PWMRF. The Company’s head office and registered and records office is located at Suite 1080, 789 West Pender Street, Vancouver, BC, V6C 1H2 Canada.

PROPOSED TRANSACTION WITH SUDBURY PLATINUM CORPORATION

On November 25, 2019 the Company and Sudbury Platinum Corporation (“SPC”) entered into a definitive arms-length amalgamation agreement (the “Agreement”). The contemplated transaction was to result in a reverse-take over (the “Reverse Take-Over”) of the Company by SPC. The Agreement expired on April 30, 2020 and the Company is not proceeding with the Reverse Takeover Transaction. Edison shares were halted from trading upon the announcement of the proposed transaction on Sept. 9, 2019. Edison will resume trading on the TSX Venture

Exchange on May 21, 2020. The previously announced brokered private placement with Gravitus Securities Inc., as co-lead agent with Red Cloud Securities Inc., will not proceed.

Thomas Edison Mine and Kittson Cobalt Property, Northeastern ON

On January 23, 2017, the Company entered into an option agreement to acquire a 100% interest in the Kittson Cobalt Property (“Kittson Property”). The Kittson Property is comprised of five unpatented mining claims totalling 68 units having a combined area of approximately 1,090 hectares.

Under the terms of the Option Agreement the Company can earn a 100% interest in the Kittson Property for an aggregate purchase of \$1,155,000 payable by a combination of common shares and cash, of which \$1,125,000 of the purchase price was satisfied by the issuance of 6,250,000 common shares at a deemed price of \$0.20 per common share, and \$30,000 cash payable within 12 months following the execution of the Option Agreement. The Kittson Property is subject to an underlying 2% Net Smelter Return royalty, of which 1.5% may be purchased by the Company for \$1,000,000.

On December 7, 2017, the Company announced the completion of the initial prospecting program which included reconnaissance prospecting and geological mapping. The primary focus of the 2017 exploration program was to define and better understand the historic cobalt mineralization on the project in order to develop drill targets for a future drill program. Preliminary prospecting results from this program returned up to 3.66% Cobalt (see EDDY news release 10-03-2017).

On January 23, 2018, the Company announced it has commenced drilling and key highlights of this work program include:

- 2,000 m helicopter supported diamond drill program
- 16 holes planned at the historic Shakt-Davis mine
- 2 holes planned on the northern extension of the historic Edison mine
- Drill holes lengths ranging from 75 to 250 metres will test mineralization both near surface and below historic workings

On February 8, 2018, the Company closed the acquisition of 100% of the outstanding shares of 10451754 Canada Inc. which holds an additional 100% interest in 10 unpatented mining claims totaling 140 units having a combined area of approximately 2,240 hectares. The Company’s 100% owned Kittson project now consists of 216 unpatented claims having a combined area of approximately 4,440 hectares. Eight of the new claims are contiguous to the Kittson Property. Two of the new claims are approximately 5 km south of the Kittson Property’s southern boundary. The Company acquired the shares of 10451754 Canada Inc. by issuance of 13,000,000 common shares of the Company with a fair value of \$2,600,000.

On May 23, 2018, the Company announced the first results of their winter diamond drilling program on their Kittson-Cobalt Project. A total of 17 drill holes, totaling 1,750 metres, of BTW-size core were drilled, 15 targeting the Shakt-Davis mine area and 2 holes targeting the eastern extension of the Edison mine. The program successfully intersected the fracture zone that hosts the Shakt-Davis mineralization over a strike length of 125 metres and to a maximum depth of 170 metres. The fracture zone ranged from 5 to 30 metres wide (drilled core length) and hosted several 0.1 - 1.0 metre quartz-carbonate veins surrounded by intense carbonate alteration. Fracture- and vein-controlled cobalt mineralization in the form of smaltite occurred throughout this zone with values up to 0.05% Co over 29.24 metres (see EDDY news release 05-23-2018).

On May 30, 2018, the Company executed an agreement to purchase the Thomas Edison mine located in the area of Kittson-Cobalt Property (the “Edison Purchase”). The Edison Purchase closed on June 11, 2018. The purchase

price of the mine is \$30,723 in cash and expenses. The mine lies on the same fracture system that hosts the ShaktDavis mine located ~1 km to the east. The Edison Purchase, consists of one 16 hectare patented claim with both surface and mineral rights.

On June 6, 2018, the Company announced the final results of the winter diamond drilling program on the Kittson-Cobalt Project. A total of 17 drill holes, totaling 1,750 metres, of BTW-size core were drilled, 15 targeting the historic Shakt-Davis mine area and 2 holes targeting the eastern extension of the historic Edison mine. The program extended the Shakt-Davis mineralization east of the existing mine workings. Holes KIT-18-009 and - 010 represent the furthest east drilling on the Shakt-Davis structure returning up to 0.12% cobalt over 6.23 meters including 0.56% cobalt over 0.57 meters. The mineralization remains open to the east. The final two holes of the program (KIT-18-016 and -017) tested the eastern extension of the historic Edison mine. Both holes successfully intersected the Edison structure returning up to 0.40% cobalt over 0.41 meters, indicating that the Edison structure has exploration potential outside of historic mine workings as well.

On August 14, 2018, the Company announced it has commenced the summer drill program on the Kittson Property. A total of 20 holes for 2,000 metres are planned on the newly acquired Thomas Edison mine.

The Thomas Edison mine had not seen any exploration since 1907. The fracture zone, which hosts the Thomas Edison mine, is interpreted to be the same that hosts the Shakt-Davis mine located 1 km to the east. The Shakt-Davis mine has returned grab samples up to 3.66% cobalt and 0.46% Co over 1.50 meters in shallow drilling. Concurrent with the diamond drill program, an extensive regional mapping and prospecting program is underway on the Larger Kittson Cobalt project. This program will trace the full extent of the fracture system which hosts the Thomas Edison, Shakt-Davis and Kittson mines, as well as follow up on initial prospecting on the western claim group.

On January 22, 2019, the Company announced that it had completed its 2018 Exploration program on the Kittson Cobalt Project. A total of 360 prospecting samples were collected during this program, highlighting >1% Cobalt. This included the first prospecting samples collected from the recently acquired historic Edison mine which returned **up to 6.13 % cobalt**. A new zone, North Kittson was also discovered approximately 500 meters north of the historic Kittson mine with prospecting samples returning **up to 2.18 % cobalt** and significantly **up to 7.83 g/t gold**.

Geological mapping also confirmed that the Shakt-Davis and Edison mines are hosted on the same east-west trending fracture zone and that this fracture zone extends for >1.5 kilometers. A full 34 % of the prospecting samples collected along this fracture returned >0.1 % cobalt and 16 % returned >1 % cobalt.

A total of 2,620 metres (21 holes) were completed during the program. This drilling represented the first exploration on the historic Edison mine in over 100 years. Highlights include **0.34% cobalt over 2.65 metres including 0.98% cobalt over 0.35 meters** in hole ED-18-010 and **0.46% cobalt over 2.05 meters** in hole ED-18-015

The drill program successfully intersected the fracture zone that hosts the Edison mine mineralization. The fracture zone was much wider than was observed at surface, ranging from 7 to 30 metres wide (drilled core length) hosting several 0.1 - 2.0 metre quartz-carbonate veins surrounded by intense carbonate alteration. Fracture and vein controlled cobalt mineralization in the form of smaltite and erythrite (cobalt bloom) occurred throughout this zone with values as high as **1.24% Cobalt over 0.35 meters**.

In November 2019 the Company completed a soil sampling program and whole rock geochemistry study on the 2018 drill core from the historic Edison Mine. A total of 798 soil samples were collected and 200 drill core samples submitted for whole rock geochemistry.

Geological information presented herein was summarized by Neil Pettigrew, M.Sc., P.Geo., Vice President of Exploration and a director of the Company, and a Qualified Person as defined by National Instrument 43-101.

Outlook for the Coming Year

For the upcoming 2020 fiscal year, the priority of the Company will be to assess the results of the exploration work currently conducted on the Kittson property and the Thomas Edison Mine to determine what future action on the property is warranted. The Company is also actively conducting due diligence on new opportunities.

Results of Operations:

	For the Nine months Ended June 30, 2020 (Unaudited)	For the Nine months Ended June 30, 2019 (Unaudited)	For the Year Ended September 30, 2019 (Audited)
	\$	\$	\$
Net income (loss) for the period	(70,033)	(323,536)	(411,991)
Basic/Diluted income (loss) per share	0.00	0.00	(0.01)
Current assets	751,020	1,102,599	1,001,373
Exploration and evaluation assets	5,447,961	5,305,460	5,305,460
Shareholders' equity	6,189,526	6,348,015	6,259,559

For the three months period ended June 30, 2020

For the three months ended June 30, 2020, the Company reported \$Nil revenue (2019: \$Nil) and an overall loss of \$41,545 (2019: \$101,065). Management services was \$nil (2019: \$35,000), office and sundry was \$(289) (2019: \$5,572), advertising and promotion was \$nil (2019: \$2,650), consulting was \$Nil (2019 - \$46,666) and accounting, audit and legal were \$36,158 (2019 - \$1,499) for the period. The net loss for the current period decreased primarily as a result of decreased operating activities as the company investigated the reverse takeover transaction with SPC noted earlier.

For the nine months period ended June 30, 2020

For the nine months ended June 30, 2020, the Company reported \$Nil revenue (2019: \$Nil) and an overall loss of \$70,033 (2019: \$323,536). Management services was \$3,000 (2019: \$95,000), office and sundry was \$3,473 (2019: \$14,444), advertising and promotion was \$1,838 (2019: \$31,549), consulting was \$Nil (2019 - \$171,667) and accounting, audit and legal were \$70,559 (2019 - \$28,258) for the period. The net loss for the current period decreased primarily as a result of decreased operating activities as the company investigated the Reverse Takeover transaction with SPC noted earlier.

Liquidity and capital resources

As of June 30, 2020, the Company had working capital of \$741,565 (September 30, 2019: 954,099).

For the ensuing year, the Company estimates that the aggregate monthly cost of administration will be approximately \$15,000 for a total aggregate annual cost of approximately \$180,000.

The Company expects to incur losses for at least the next 24 months and there can be no assurance that the Company will ever make a profit. To achieve profitability, the Company must advance its properties through

further exploration in order to bring the property to a stage where the Company can attract the participation of a major resource company, which has the expertise and financial capability to place such property into commercial production.

The Company's ability to continue as a going-concern is dependent upon its ability to advance exploration properties to the development stage and achieve profitability by taking the property to production or from the sale of the property. The Company is dependent upon raising equity financing or obtaining short-term loans to continue to advance its property interests and fund ongoing operations. The condensed consolidated interim financial statements are prepared on a going concern basis, which implies that the Company will realize its assets and discharge its liabilities in the normal course of business. The condensed consolidated interim financial statements do not reflect adjustments to the carrying value of assets and liabilities that would be necessary if the Company were unable to achieve and maintain profitable operations.

An analysis of the quarterly results over the last four quarters shows a substantial variance which can be attributed to the Company incurring varying professional, office and general costs period over period.

Selected Quarterly Financial Data

Results for the last eight quarters ending June 30, 2020:

	June 30, 2019	March 31, 2020	December 31, 2019	September 30, 2019
	\$	\$	\$	\$
Net Income (loss) for the period	(41,545)	(49,588)	20,266	(88,457)
Basic/Diluted loss per share	0.00	0.00	0.00	0.00
Current assets	751,020	793,483	845,545	1,001,373
Exploration and evaluation assets	5,447,961	5,447,961	5,447,961	5,305,460
Shareholders' equity	6,189,526	6,231,071	6,279,825	6,259,559

	June 30, 2019	March 31, 2019	December 31, 2018	September 30, 2018
	\$	\$	\$	\$
Net Income (loss) for the period	(101,065)	(137,946)	(84,523)	(94,891)
Basic/Diluted loss per share	0.00	0.00	0.00	0.00
Current assets	1,102,599	1,189,649	1,334,315	1,701,088
Exploration and evaluation assets	5,305,460	5,305,460	5,305,460	5,261,000
Shareholders' equity	6,348,015	6,449,080	6,587,026	6,671,550

Selected Share Capital Data

The Company is authorized to issue an unlimited number of common shares without par value. As at June 30, 2020 and the date of this MD&A there were 70,803,998 common shares issued and outstanding.

As at June 30, 2020 and the date of this MD&A there were 3,000,000 incentive stock options outstanding and exercisable.

As at June 30, 2020 and at the date of this MD&A there were 14,972,164 share purchase warrants outstanding.

Additional Information

Additional information relating to Edison Cobalt Corp. may be found on SEDAR at www.sedar.com and on the Company's website at www.edisoncobalt.com.

Exploration and Evaluation Expenditures

Pre-exploration Costs

Pre-exploration costs are expensed in the period in which they are incurred.

Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures ("E&E") are recognized and capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, surveying costs, drilling costs, payments made to contractors and depreciation of plant and equipment during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs and share based payments to employees and consultants, are expensed in the period in which they occur.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss/income.

The Company assesses exploration and evaluation assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

Once the technical feasibility and commercial viability of extracting the mineral source has been determined, the property is considered to be a mine under development and is classified a "mines under construction". Exploration and evaluation assets are also tested for impairment before the assets are transferred to development properties.

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

Mineral exploration and evaluation expenditures are classified as intangible assets.

Management's Responsibility for Financial Statements

The information provided in this report, including the consolidated 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 and liabilities. Management believes such estimate have been based on a careful judgments and have been properly reflected in the accompanying consolidated financial statements.

Management maintains a system of internal controls to provide reasonable assurance that the Company's assets are safeguarded and to facilitate the preparation of relevant and timely information. The Company's CEO and CFO have confirmed to the Company that they are satisfied with the effectiveness of the Company's system of disclosure controls and procedures as at September 30, 2018 based upon their evaluation of the effectiveness of such disclosure and controls procedures.

Management of Capital and Business Prospects

The Company's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

The Company includes equity, comprised of issued capital stock, warrants, contributed surplus and deficit, in the definition of capital. Management adjusts the capital structure as necessary in order to support the discovery, acquisition, development and mining of economically-viable precious and base metal mineral resources. The Company is not subject to externally imposed capital requirements and there has been no change with respect to the overall capital risk management strategy during the period ended June 30, 2020. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is appropriate.

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 its planned exploration programs and pay for management and administrative costs, the Company will spend its ongoing working capital and raise additional amounts as needed.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Accounting Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Actual results may differ from these estimates.

Areas of significant judgement, assumptions and estimates in the financial statements are:

- Classification of expenditures as exploration and evaluation expenditures or operating expenditures
- Going concern assessment
- Impairment reviews for exploration and evaluation assets
- Fair value of share-based payment and financial instruments
- Recoverability measurement of deferred tax assets

Changes in Accounting Standards

The consolidated financial statements have been prepared in accordance with the principles of International Financial Reporting Standards ("IFRS") as set out in CPA Canada Handbook - Accounting. The consolidated financial statements therefore comply with IFRS as issued by the International Accounting Standards Boards ("IASB") and interpretation of the International Financial Reporting Interpretations Committee ("IFRIC").

At the date of the approval of the consolidated financial statements, a number of standards and interpretations were in issue but not yet effective. The Company considers that these new standards and interpretation are either not applicable or are not expected to have a significant impact on the Company's condensed consolidated financial statements.

A number of new accounting standards, amendments to standards, and interpretations have been issued but not yet effective up to the date of issuance of the Company's financial statements. The following standard is relevant to the Company's financial statements:

IFRS 16 – Leases

IFRS 16, Leases, new standard contains a single lessee accounting model, eliminating the distinction between operating and financing leases from the perspective of the lessee. The accounting requirements from the perspective of the lessor remains largely in line with previous IAS 17 requirements, effective for annual reporting periods beginning on or after January 1, 2019. The Company does not have any material lease agreements and does not expect the adoption of this standard to materially impact its financial statements.

Financial Instruments and Related Risks

The Company manages capital and its exposure to financial risks by ensuring it has sufficient financial capacity to support its exploration development plans and long-term growth strategy.

The Company is subject to various financial risks that could have a significant impact on financial conditions and the Company's ability to advance its exploration projects. These risks include liquidity risk, credit risk, currency risk and financial market conditions relating to interest rates and mineral commodity prices.

Liquidity Risk

Liquidity risk is the risk that the entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company attempts to manage liquidity risk by maintaining sufficient cash balances to satisfy current and planned expenditures. The Company may from time to time have to issue additional shares to ensure there is sufficient capital to meet long term objectives.

Credit Risks

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is attributable to cash. To limit its exposure to credit risk, the Company held its cash with high-credit quality financial institutes in Canada.

Foreign Currency Exchange Risk

Foreign currency is the risk that the fair values of future cash flows of a financial instrument will fluctuate because of change in foreign exchange rates. The Company is not exposed to foreign exchange risk.

Global Financial Market Conditions

Events and conditions in the global financial markets, particularly over the last two years continue to impact commodity prices, interest rates and currency rates. These conditions, as well as market volatilities, may have a positive or negative impact on the Company's operating costs, project exploration and development expenditures, and planning the Company's projects.

Fair Value

The fair value or the Company's financial assets and liabilities approximates the carrying amount.

Financial instruments measure at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities
- Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – inputs that are not based on observable market data

Related Party Transactions

Transactions with related parties during the nine months ended are as follows:

- (i) The Company incurred a total of \$Nil (2019: \$35,000) for management services to a company controlled by a director.
- (ii) The Company incurred a total of \$Nil (2019 - \$25,000) in consulting fees to a company controlled by a director.
- (iii) The Company incurred a total of \$142,501 (2019: \$44,460), for geologist and assay services, from a company related to a director.

Monetary transactions with related parties have been recorded at their exchange amount, being the value of consideration as agreed to between the parties.

Disclosure Controls and Procedures and Internal Control Over Financial Reporting

Under Canadian securities laws, because the Company is a venture issuer, it is not required to certify the design nor provide an evaluation of its disclosure controls and procedures (“DC&P”) and internal control over financial reporting (“ICFR”) and therefore, has not completed such an evaluation. Accordingly, this MD&A does not contain a discussion relating to the establishment and maintenance of DC&P and ICFR, as defined in National Instrument 52-109. In particular, management of the Company is 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.

Accordingly, inherent limitations on the ability of the Company’s management to design and implement on a cost effective basis DC&P and ICFR for the Company may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

For the fiscal year ended September 30, 2013, the fiscal year ended September 30, 2014, the fiscal year ended September 30, 2015, the fiscal year ended September 30, 2016, the fiscal year September 30, 2017, the fiscal year ended September 30, 2018, and the fiscal year ended September 30, 2019, there were no changes in policies or procedures for DC&P and ICFR as compared to the prior fiscal years.