

BQ Metals Corp.

Management's Discussion and Analysis
of Financial Condition and Results of Operations
Nine months ended September 30, 2017 and October 31, 2016

Management's Discussion and Analysis

The following discussion is management's assessment and analysis of the results and financial condition of BQ Metals Corp. (the "Company"), and should be read in conjunction with the accompanying unaudited condensed interim consolidated financial statements and related notes. The preparation of financial data is in accordance with International Accounting Standard 34 - *Interim Financial Reporting* ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") and all figures are reported in Canadian dollars unless otherwise indicated. The effective date of this report is November 20, 2017.

Caution Regarding Forward Looking Information

This Management Discussion and Analysis may contain certain "forward-looking statements" within the meaning of Canadian securities legislation. Forward-looking statements are statements that are not historical facts; they are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "aims," "potential," "goal," "objective," "prospective," and similar expressions, or that events or conditions "will," "would," "may," "can," "could" or "should" occur. Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made and they involve a number of risks and uncertainties. Consequently, there can be no assurances that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Factors that could cause future results to differ materially from those anticipated in these forward-looking statements include, but are not limited to, a change in the use of proceeds, the volatility of mineral prices, the possibility that exploration efforts will not yield economically recoverable quantities of minerals, accidents and other risks associated with mineral exploration and development operations, the risk that the Company will encounter unanticipated geological factors, the Company's need for and ability to obtain additional financing, the possibility that the Company may not be able to secure permitting and other governmental clearances necessary to carry out the Company's exploration and development plans, and the other risk factors discussed in greater detail in the Company's various filings on SEDAR (www.sedar.com) with Canadian securities regulators. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly release the results of any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

Description of Business

The Company was incorporated on February 4, 2008 under the Business Corporations Act of the Province of British Columbia. The Company's head office address is 3123 – 595 Burrard Street, Vancouver, BC, V7X 1J1. The registered and records office address is 2500 – 700 W. Georgia Street, Vancouver BC, V7Y 1B3.

In June 2017, the Company completed its name change from Miza Enterprises Inc. to BQ Metals Corp. In connection with the name change, the Company's trading symbol on the NEX board of the TSX Venture Exchange was changed to "BQ.H". In February 2017, the Company determined to change its financial year end from January 31 to December 31, with the transition year being February 1, 2016 to December 31, 2016. In January 2017, the Company completed a common share stock split on the basis of three new common shares for each one old common share. All common share and per common share amounts in these financial statements have been retroactively restated to reflect the stock split.

In March 2010, the Company completed its initial public offering and commenced trading on Tier 2 of the TSX Venture Exchange ("TSX-V") as a Capital Pool Company ("CPC") under the symbol PCL.P. As a CPC, the Company has no material commercial operations and no material assets other than cash. The Company did not complete its Qualifying Transaction within 24 months as required by the TSX-V and was subsequently transferred to NEX, a separate board of the TSX-V, on July 3, 2012. The Company remains a CPC and the principal business is the identification and evaluation of assets and to negotiate an acquisition of or participation in a business (the "Qualifying Transaction"). The Company intends to acquire exploration, development and production stage base metal projects with the goal of becoming a significant base metals company. Any acquisition or investment proposed by the Company will be subject to regulatory approval.

BQ Metals Corp.

Management's Discussion and Analysis
of Financial Condition and Results of Operations
Nine months ended September 30, 2017 and October 31, 2016

Corporate Highlights

In May 2017, the Company announced it had reached an agreement to acquire an operating mine with a development asset. A number of conditions to closing which were required to have been met by July 31, 2017 had not been met, and the Company elected to terminate the transaction. The Company is continuing to evaluate potential assets in the natural resources sector with a focus on the acquisition of exploration, development, and/or production stage base metal opportunities.

Overall Performance and Results of Operations

Total assets decreased to \$264,933 at September 30, 2017 from \$495,758 at December 31, 2016. The most significant asset at September 30, 2017, was cash of \$206,298 (December 31, 2016: \$488,599). The decrease in cash was primarily due to \$1,506,283 used in operating activities partially offset by \$1,223,982 in proceeds on issuance of common shares net of share issue costs.

Three months ended September 30, 2017 and October 31, 2016

Loss and comprehensive loss for the three months ended September 30, 2017 increased by \$3,951 from \$34,167 for the three months ended October 31, 2016, to \$38,118 for the three months ended September 30, 2017. The increase in loss and comprehensive loss is largely due to:

- An increase of \$30,000 in consulting fees. Consulting fees were \$30,000 for the three months ended September 30, 2017, compared to \$nil for the three months ended October 31, 2016. This was due to payments made in accordance with a corporate administration mandate agreement entered into in December 2016.

The increase in loss was partially offset by:

- A decrease of \$22,246 in office and administration. Office and administration was \$3,269 for the three months ended September 30, 2017, compared to \$25,515 for the three months ended October 31, 2016. This was related to a decrease in rent in the current period compared to the prior comparative period.
- A decrease of \$3,092 in professional fees. Professional fees were \$3,585 for the three months ended September 30, 2017, compared to \$6,677 for the three months ended October 31, 2016. This was related to higher legal fees in the prior comparative period.

Nine months ended September 30, 2017 and October 31, 2016

Loss and comprehensive loss for the nine months ended September 30, 2017 increased by \$1,638,595 from \$68,096 for the nine months ended October 31, 2016, to \$1,706,691 for the nine months ended September 30, 2017. The increase in loss and comprehensive loss is largely due to:

- An increase of \$630,439 in consulting fees. Consulting fees were \$639,439 for the nine months ended September 30, 2017, compared to \$nil for the nine months ended October 31, 2016. This was due to consulting expenses relating to potential projects, and payments made in accordance with a corporate administration mandate agreement entered into in December 2016.
- An increase of \$956,728 in professional fees. Professional fees were \$982,774 for the nine months ended September 30, 2017, compared to \$26,046 for the nine months ended October 31, 2016. This was due to higher legal fees, relating to potential projects, in the current period compared to the prior comparative period.

BQ Metals Corp.

Management's Discussion and Analysis of Financial Condition and Results of Operations Nine months ended September 30, 2017 and October 31, 2016

Liquidity and Capital Resources

As at September 30, 2017, the Company had working capital deficit of \$37,686. The Company does not currently have a recurring source of revenue, other than interest income on its cash deposit and does not currently have sufficient financial resources to cover its operating costs and undertake its currently planned programs for the next twelve months. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms that are acceptable to the Company. The uncertainty of the Company's success in raising additional capital funding casts significant doubt on the Company's ability to continue as a going concern.

During the nine months ended September 30, 2017, the Company closed a non-brokered private placement of 24,000,000 common shares at a price of \$0.06 per share for gross proceeds of \$1,440,000. Proceeds of \$199,980 relating to this non-brokered private placement were received during the period ended December 31, 2016. Cash share issue costs of \$16,038 were incurred in relation to the private placement.

The Company has no bank debt or banking credit facilities in place.

Summary of Quarterly Results

	Three months ended September 30, 2017	Three months ended June 30, 2017	Three months ended March 31, 2017	Two-month period ended December 31, 2016
Revenue	\$ -	\$ -	\$ -	\$ -
Net loss and comprehensive loss	(38,118)	(1,157,423)	(511,150)	(181,729)
Basic and diluted loss per share	(0.00)	(0.02)	(0.01)	(0.01)

	Three months ended October 31, 2016	Three months ended July 31, 2016	Three months ended April 30, 2016	Three months ended January 31, 2016
Revenue	\$ -	\$ -	\$ -	\$ -
Net loss and comprehensive loss	(34,167)	(13,161)	(20,768)	(18,872)
Basic and diluted loss per share	(0.00)	(0.00)	(0.00)	(0.01)

The increase in net loss for the three months ended June 30, 2017, and March 31, 2017, and the two-month period ended December 31, 2016, was primarily the result of increased consulting expenses and legal fees relating to potential projects.

Outstanding Share Data

As at September 30, 2017, and the date of this report, there were 56,798,577 common shares issued and outstanding, of which 4,108,572 common shares remain in escrow.

As at September 30, 2017, and the date of this report, there were 3,270,000 share options outstanding.

Related Party Transactions

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of members of the Company's Board of Directors and corporate officers.

BQ Metals Corp.

Management's Discussion and Analysis of Financial Condition and Results of Operations Nine months ended September 30, 2017 and October 31, 2016

There was no key management personnel compensation during the nine months ended September 30, 2017 or October 31, 2016. During the nine months ended September 30, 2017, a former director of the Company agreed to forgive \$7,560 of trade and other payables owing to this former director, and accordingly the Company recorded this amount as a write-off of trade and other payables in the statement of loss and comprehensive loss. As at September 30, 2017, \$nil was due to this former director of the Company (December 31, 2016: \$10,862).

Critical Accounting Policies and Estimates

The Company has prepared the accompanying financial statements in accordance with IAS 34, using accounting policies consistent with IFRS. Significant accounting policies are described in Note 3 of the Company's audited annual financial statements as at and for the period ended December 31, 2016.

The preparation of financial statements in conformity with IFRS 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 expenses during the reporting period. Actual outcomes could differ from these estimates.

New standards and interpretations not yet adopted

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC. The following have not yet been adopted by the Company and are being evaluated to determine their impact.

- IFRS 9: New standard that replaced IAS 39 for classification and measurement, which is effective for annual periods beginning on or after January 1, 2018.

Risks and Uncertainties

The Company is engaged in the acquisition and exploration of natural resource properties, an inherently risky business, and there is no assurance that economically recoverable resources will ever be discovered and subsequently put into production. Most exploration projects do not result in the discovery of economically recoverable resources. Exploration activities require large amounts of capital. There is a risk that during the current difficult economic situation the Company will not be able to raise sufficient funds to finance its projects to a successful development and production stage. While the Company's management and technical team carefully evaluate all potential projects prior to committing the Company's participation and funds, there is a high degree of risk that the Company's exploration efforts will not result in discovering economically recoverable resources.

The Company depends on the business and technical expertise of its management team and there is little possibility that this dependence will decrease in the near term.

Financial Instruments and Financial Risk Management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

Credit risk arises from the potential for non-performance by counterparties of contractual financial obligations. The Company's exposure to credit risk is on its cash and amounts receivable. The Company reduces its credit risk by maintaining its bank accounts at a large international financial institution. Amounts receivable is comprised of GST refundable from the Canadian Government. The maximum exposure to credit risk is equal to the fair value or carrying value of these financial assets.

BQ Metals Corp.

Management's Discussion and Analysis
of Financial Condition and Results of Operations
Nine months ended September 30, 2017 and October 31, 2016

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 has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company attempts to ensure there is sufficient access to funds to meet on-going business requirements, taking into account its current cash position and potential funding sources. Historically, the Company's source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain and there can be no assurance of continued access to significant funding from these sources. Management has concluded that the Company does not have adequate financial resources to settle obligations as at September 30, 2017, and will require additional funding to continue operations for the next twelve months.

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the Company's functional currency. The Company's reporting currency is the Canadian dollar and major purchases are transacted in Canadian and US dollars. The Company maintains Canadian and US dollar bank accounts in Canada. The Company is subject to gains and losses from fluctuations in the US dollar against the Canadian dollar.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates. Changes in short term interest rates will not have a significant effect on the fair value of the Company's cash account.

Management's Report on Internal Control over Financial Reporting

In connection with National Instrument ("NI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings) adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited condensed interim consolidated financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis.

The Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.

Outlook

The Company is currently seeking opportunities in the natural resource industry. The Company intends to acquire exploration, development and production stage base metal projects with the goal of becoming a significant base metals company.

Additional information relating to the Company is available on SEDAR at www.sedar.com.