



SNOWLINE
GOLD CORP

SNOWLINE GOLD CORP.

(FORMERLY "SKYLEDGER TECH CORP.")

Interim Management Discussion and Analysis

For the Three and Nine Months Ended May 31, 2021 and May 31, 2020

The following Management Discussion and Analysis (“MD&A) of Snowline Gold Corp. (formerly Skyledger Tech Corp.) (“Snowline” or the “Company”) was prepared as of July 28, 2021 and should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three and nine months ended May 31, 2021 and the annual audited financial statements for the year ended August 31, 2020. The financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). All amounts are expressed in Canadian dollars (\$) unless otherwise stated. Additional information relating to the Company may be found on SEDAR at www.sedar.com.

Caution Regarding Forward Looking Statements

Certain statements contained in this Management Discussion and Analysis constitute forward-looking statements. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes the expectations reflected in those forward-looking statements are reasonable but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in this Management Discussion and Analysis should not be unduly relied upon. These statements are current only as of the date of this Management Discussion and Analysis. The Company does not have any policies or procedures in place concerning the updating of forward-looking information other than those required under applicable securities laws.

In particular, this Management Discussion and Analysis contains forward-looking statements pertaining to the following:

- the business and operations of the Company;
- the Company’s business objectives and discussion of trends affecting the business of the Company;
- the funds available to the Company and the principal purposes of those funds;
- anticipated revenues and cash flows from operations and funding requirements of the Company;
- capital, operating and general expenditures;
- expectations regarding the ability to raise capital; and
- treatment under governmental regulatory regimes and expectations with respect to regulatory approvals.

The Company has based the forward-looking statements largely on the Company's current expectations, estimates, assumptions, and projections about future events and financial and other trends that the Company believes, as of the date of such statements, may affect its business, financial condition and results of operations. Such expectations, estimates, assumptions, and projections, many of which are beyond the Company's control, include, but are not limited to: management's expectations regarding the future business, objectives and operations of the Company; the Company's anticipated cash needs and the need for additional financing; the Company's ability to successfully complete future financings; the acceptance by the marketplace of new technologies and solutions; the Company's expectations regarding its competitive position; the Company's expectations regarding regulatory developments and the impact of the regulatory environment in which the Company operates; the Company's ability to attract and retain qualified management personnel and key employees; and anticipated trends and challenges in the Company's business and the markets in which it operates. Forward-looking statements pertaining to the Company's need for and ability to raise capital in the future are based on the projected costs of continuing to operate the Company and management's experience with raising funds in current market circumstances. Forward-looking statements regarding treatment by governmental authorities assumes no material change in regulations, policies, or the application of the same by such authorities.

Actual results could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth below and in the Company's filing statement dated February 26, 2021 filed on www.sedar.com:

- the Company's ability to continue as a going concern;
- inability to generate funds for general working capital and continuing operations;
- the Company's ability to manage its growth;
- uncertainty in obtaining additional financing;
- risks associated with inability to obtain adequate insurance for operations;
- fluctuations in the currency markets and stock market volatility; disruptions to the credit markets and delays in obtaining financing;
- investment in Common Shares carries a high degree of risk;
- there may not be an active or liquid market for the Company's shares;
- the Company may never pay dividends;
- the Common Shares may experience significant price volatility;
- the costs associated with the Company being a public company and listed on the Canadian Securities Exchange;
- the Company's directors and officers may serve on the boards and as officers of other companies whose interests may conflict with that of the Company;
- changes in national and local government legislation, taxation, controls, regulations and political or economic developments in Canada.

This list of factors should not be construed as exhaustive. All subsequent forward-looking information attributable to the Company herein is expressly qualified in its entirety by the cautionary statements contained in or referred to herein.

COMPANY PROFILE

The Company was incorporated under the Business Corporations Act (British Columbia) on November 29, 2017. The Company was incorporated for the purpose of cryptocurrency mining. The Company's administrative office is located at 200 - 550 Denman Street, Vancouver, British Columbia, Canada. The Company's common shares were listed on the Canadian Securities Exchange ("CSE") effective April 25, 2019 with its common shares commencing trading on April 29, 2019 under the symbol "SKYL". As a result of the acquisition of Senoa Gold Corp., the Company had a fundamental change of business and changed its name to Snowline Gold Corp. The Company's common shares resumed trading under the new name and ticker symbol "SGD" on March 1, 2021.

OVERALL PERFORMANCE

The Company has been in the Bitcoin mining business since the start of 2018. In Q3 2020, the Company suspended its Bitcoin mining operations due to ongoing operating losses and a reduction in working capital available. Subsequent to the acquisition of Senoa Gold Corp., the Company's principal business is now the acquisition and exploration of mineral properties. During the nine months ended May 31, 2021, the Company sold all of its remaining Bitcoins for US\$62,427 (\$80,734).

ACQUISITION OF SENOA GOLD CORP.

On December 1, 2020, the Company entered into a purchase and sale agreement (the "Purchase Agreement"), as amended, with 18526 Yukon Inc. (the "18526") and Senoa Gold Corp. (the "Senoa"), pursuant to which the Company acquired all of the issued and outstanding shares of Senoa (the "Transaction"). As a result of the Transaction, the Company now owns the Einarson (as to 70% with the balance owned by a third party), Rogue, Tosh, Cliff, Rainbow, Cynthia and Ursa claims located in the Yukon (the "Properties"). The consideration of the Transaction consists of:

- (i) 25,650,000 common shares; and
- (ii) cash payments to 18526 as follows:
 - \$1,000,000 on closing of the Transaction;
 - \$250,000 on the first anniversary of closing of the Transaction;

- \$250,000 on the second anniversary of closing of the Transaction;
- \$250,000 on the third anniversary of the closing of the Transaction;
- \$250,000 on the fourth anniversary of closing of the Transaction; and
- a contingent \$1,000,000 resource bonus (to be paid on each of the seven Properties for an aggregate of up to \$7,000,000 (the “Resource Bonus”)) upon the Company establishing a Measured Mineral Resource, an Indicated Mineral Resource or an Inferred Mineral Resource (or any combination thereof) of at least 1,000,000 ounces of gold on any of the seven Properties. The Resource Bonus is a one-time payment for each of the Properties.

18526 will retain a royalty equal to 2.0% of the net smelter returns in respect of each of the Properties, of which the Company may buy back one half (1.0%) at any time for 1,000 ounces of gold (.9999 fine) which may be satisfied in cash or in kind. The Transaction received Canadian Securities Exchange approval on February 25, 2021.

The Transaction does not meet the definition of a business combination and has therefore been accounted for as an asset purchase of mineral property interests. The consideration for the acquisition of Senoa has been allocated at the fair value of the assets acquired and liabilities assumed, based on management’s best estimate and taking into account all available information on the acquisition date.

The acquisition price of the mineral property interests was determined to be \$5,870,364 and is comprised of the following consideration:

25,650,000 common shares issued	\$ 3,847,500
Cash payment	1,000,000
Deferred cash payments	713,690
Transaction costs	309,174
Acquisition price allocated to mineral property interests	\$ 5,870,364

The 25,650,000 common shares issued were determined to have a fair value of \$3,847,500 at a price of \$0.15 per share. The fair value of the deferred payments of \$1,000,000 over a four-year period was determined to be \$713,690 on the Acquisition Date using a discounted cash flow model. A discount rate of 15% was used. The Company has elected not to recognize a liability for the contingent consideration related to the Resource Bonus at the acquisition date. Any liability for the Resource Bonus will be recognized when it becomes probable that the precedent conditions will be met.

The Company incurred costs of approximately \$309,174 associated with the Transaction.

STRATEGIC INVESTMENT BY CRESCAT CAPITAL

On July 16, 2021, the Company closed a non-brokered private placement of 2,857,142 Units (the “Units”) at a price of C\$0.35 per Unit for aggregate gross proceeds of C\$999,999.70 (the “Offering”). Each Unit consists of one common share of Snowline and one-half of one common share purchase warrant (each whole common share purchase warrant, a “Warrant”). Each Warrant is exercisable for one common share of the Company at an exercise price of C\$0.53 until July 16, 2023.

In connection with the Offering, Crescat Capital LLC (“Crescat”) has been granted a pre-emptive right to maintain its pro-rata interest pursuant to the terms of an investment agreement with the Company for as long as Crescat owns more than 2% of the common shares of Snowline (calculated on a partially diluted basis).

The net proceeds of the Offering will be used to advance the Company’s Ursa gold and base metals project.

MINERAL PROJECTS

Einarson Gold Project, Yukon Territory

The Einarson project is located in the Yukon's metal-endowed Selwyn basin which has been underexplored for gold. Einarson encompasses multiple kilometres-scale geochemical anomalies associated with thrust-faulted domal uplifts of interbedded carbonate and siliciclastic stratigraphy prospective for Carlin-type gold deposits. There are also multiple instances of structurally-controlled quartz mineralization with grab samples grading up to 34.2 g/t Au. Prospective geological units at the Einarson project are relatively flat-lying and tectonically shortened.

Snowline benefits from the extensive work of past operators Anthill Resources and 18526 Yukon Inc. These groups secured the large Einarson mineral tenure, collected more than 25,000 soil samples and 4,500 stream sediment samples on and around the project, conducted preliminary prospecting and geological mapping and performed limited drilling.

Primary target areas include:

- Mars NE – an orogenic gold target with abundant mineralized quartz float boulders grading up to 25.2 g/t Au associated with zones of clay-alteration in bedrock, and a 3 kilometre zone of anomalous gold in soils to a maximum 5.3 g/t Au.
- Avalanche Creek – an orogenic gold occurrence discovered in September 2020 along a major fault structure. Twenty-two grab samples of a mineralized boulder train averaged 7.8 g/t Au and graded up to 34.2 g/t Au.
- Mars – Gold mineralization in silicified structural zones with intervals of up to 0.571 g/t Au over 21.16 metres, so far only the southernmost end of a 3.5 kilometre gold in soil anomaly has been drilled. Surface channel sampling at this south end yielded an interval of 7.09 g/t Au across 5.0 metres within a broader 33.5 metres averaging 1.65 g/t Au.
- Misty – a 30-kilometer-long zone of consistently elevated to anomalous gold and Carlin pathfinder elements in soils corresponding to a variably faulted, doubly plunging anticlinal structure exposing carbonate stratigraphy known locally to host Carlin-type gold.
- Odd – a pronounced 3.5-kilometer-long gold and Carlin pathfinder element soil and stream sediment anomaly corresponding to a thrust-faulted domal exposure of carbonate stratigraphy.

The Jupiter zone (formerly Mars NE) will be the initial focus of exploration efforts at the Einarson project during the 2021 field season. Snowline holds a majority 70% interest in 3,016 of 3,041 claims at the Einarson project, and 100% of the additional 25 claims. The remaining non-carried 30% interest is held by Anthill Resources, a private Vancouver, BC based company.

The ongoing Phase I diamond drill program initiated at the Jupiter zone in mid-June tested a 3-kilometre long by up to 500-metre-wide area of anomalous gold-in-soil values accompanied by a prominent gold-bearing quartz boulder float train. All nine drill holes to have intersected a shallow north-easterly-dipping structural zone. This zone comprises localized fault gouge and quartz, deformation and brecciation of sedimentary strata, and clay alteration of surrounding sedimentary units. The thickness of the mineralized zone in drill core, defined by the extent of arsenopyrite, ranges from 0.2 metres (Hole J-21-001; 50 m downhole) to 21.65 metres (Hole J-21-009; 18.5 m to 40.15 m downhole). True widths are currently unknown, though near 90-degree intersection angles with drill core suggest that true widths represent a substantial portion (75-100%) of widths intersected in drill core.

Mineralization at Jupiter consists of acicular arsenopyrite needles to much finer-grained arsenopyrite with a "sooty" appearance, along with pyrite. These sulphides occur as veins, patches, and disseminations in quartz and in deformed sediments. Rare stibnite and trace realgar also occur in drill core. The zone generally occurs within a broader halo of clay alteration and disseminated pyrite. Structures and mineralized textures in core suggest that multiple fluid phases have affected mineralization.

Rogue Gold Project, Yukon Territory

The 2,439-hectare Rogue project comprises 105 mineral claims in a 10 by 2 kilometre claim block as well as several nearby satellite blocks totalling 16 additional claims, all 100% owned by Snowline. The main block covers a 9-kilometre trend of hornfels alteration complemented by anomalous gold in rocks, soils and stream sediment samples. Along this trend are two suspected members of the Tombstone plutonic suite, the set of Cretaceous intrusions responsible for multi-million ounce reduced intrusion-related gold systems (RIRGS) such as those at Kinross's Fort Knox mine, Alaska and Victoria Gold's Eagle Mine, Yukon.

Although RIRGS deposits typically represent large, bulk-tonnage systems, there is early evidence for high-grade zones within both target areas. Initial surface rock grab samples collected by previous operators and by an independent qualified person contracted by Snowline for the Rogue technical report include:

- 152.0 g/t Au; 95.3 g/t Au; 58.4 g/t Au; 44.8 g/t Au & 38.1 g/t Au at Valley.
- 57.0 g/t Au; 20.1 g/t Au & 15.1 g/t Au at Gracie.

In mid-June 2021, a soil sampling, structural mapping, prospecting and high-resolution drone surveying programme was initiated at the Rogue Project's Valley Zone in preparation for Phase I drilling. Historical work during the 2010s at Valley discovered the presence of a reduced-intrusion related gold system, characterized by gold-bearing sheeted quartz veining within and around a newly discovered intrusion, and grab samples of sulphide vein material assaying from 0.5 g/t Au to 152 g/t Au within surrounding altered sediments.

Cliff Gold Project, Yukon Territory

The Cliff Gold Project covers a series of pronounced gold-in-soil anomalies in the Yukon's Ruby Range, a prolific placer gold district with more than a century of placer gold production. Cliff was located through an extensive, iterative geochemical and geological exploration program throughout the Ruby Range vectoring to the most prospective areas. The Project is underlain by Kluane schist and exposures of the Ruby Range batholith. These units correspond in age, lithology and structure to host rocks of the rich Juneau Gold Belt to the southeast, which has produced over seven million ounces of orogenic gold.

Systematic soil and talus sampling over Cliff identified a large, consistent gold in soil anomaly averaging 179 ppb Au and over an area of 1,600 by 300 metres, adjacent to a significant fault zone. The highest grade soil sample from this anomaly was 3.1 g/t Au. A single grab sample of quartz-carbonate float assayed 7.3 g/t Au. The Company will conduct follow-up prospecting and mapping this summer. High-resolution drone imagery suggests the presence of parallel northwest-trending structures that may control gold mineralization.

The Cliff property is situated within 13 kilometres of existing placer roads, 34 kilometres of a 30 MW hydroelectric station, and 40 kilometres of the town of Haines Junction, Yukon

Tosh Gold Project, Yukon Territory

Precious metal mineralization at the 1,380-Ha Tosh Project is found along kilometre-scale shear zones, in quartz-carbonate veins, breccias and silicified shales, with assay results up to 6.8 g/t Au and 1,146 g/t Ag in rock grab samples over an area spanning 15 kilometres.

The Tosh Project bears many hallmarks of a significant orogenic gold camp. Host rocks are high-strain schists and intercalated marbles of the Yukon Tanana terrane, the geologic province that hosts two recently discovered million-ounce-plus gold deposits (including Newmont's "Coffee" deposit, ~115 km to the north of the Tosh Project) and from which over 12.5 million ounces of placer gold has been recovered in the Klondike goldfields. Importantly, major regional faults cut Cretaceous and Paleogene intrusive rocks in the vicinity of the Tosh Project.

Grid soil sampling (1,379 samples) at the Tosh Project revealed two prominent NW-SE trending zones of anomalous (defined by 90th percentile gold values >27 ppb Au) multi-element geochemistry, "Peska" and "Koose," separated by 12 kilometres of prospective ground. Gold in soil values assay up to 5.8 g/t Au at Koose and 1.6 g/t Au at Peska. These zones extend roughly 2 kilometres each and remain open in both directions on trend. A historical ground-based VLF electromagnetic geophysical survey over part of the Peska zone suggests the presence of continuous conductive structures. These structures may correspond to an anomaly that spans at least 500 metres, extending along trend off both edges of the survey. Out of 66 rock samples at Peska and Yarrow, 14 assayed higher than 1.0 g/t Au and 9 above 100 g/t Ag. Additional prospective areas at Tosh have yet to be thoroughly explored.

Rainbow Gold Project, Yukon Territory

The 125 Ha Rainbow project covers a gold and pathfinder element soil anomaly associated with surface alteration caused by a recently discovered intrusion, thought to belong to the mid-Cretaceous Tombstone Plutonic Suite. Other Tombstone-related gold deposits within the Tintina Gold Belt include Fort Knox (~11 million ounces Au), and Eagle (~4.8 million ounces Au).

Grid soil geochemistry completed over the property revealed a 1 km by 300 m zone of high gold values (to 1.27 g/t) accompanied by anomalous bismuth, tellurium and tungsten flanked by zones of anomalous arsenic, antimony and silver (see Figure 1). This geochemical anomaly corresponds to the eroded edge of a 3x2 kilometre magnetic anomaly. Prospecting returned shear-hosted sulphide-bearing outcrop samples grading 4.1 g/t Au and locally-derived angular quartz float samples running 7.98 g/t Au. The magnetic anomaly reveals the potential size of the alteration system, and stream geochemistry anomalies that are 2.5 kilometres from the soil anomaly suggests that mineralizing fluids may have travelled at a similar scale.

Cynthia Gold Project, Yukon Territory

The 710 hectare Cynthia Gold Project is located in the Selwyn Basin, eastern Yukon Territory. The Cynthia claims cover a 4 square kilometre area of gold mineralization between two adjacent exposures of a Cretaceous Tombstone suite intrusion. Mineralization is controlled by district-scale fault zones and is especially intense in the central part of the project. Surface grab samples in these zones commonly assay from 200 ppb to 3 grams per tonne gold, with values up to 16 g/t Au in a central zone. Cynthia is along strike of the past producing Plata silver mine, and is within 8 km of an inactive heavy equipment winter access trail that connects to the North Canol Road.

Cynthia is interpreted to have both bulk-tonnage and high grade, structurally-controlled exploration potential. Historical first pass drilling in 2010 returned broad zones of elevated gold associated with extensive quartz veining and stockwork, including 1.2 g/t Au over 6.5 m within a broader interval of 0.43 g/t Au over 32 m (drilled widths given, true widths unknown). Approximately 1,100 m of historical drilling was completed on the property in 7 holes. The Cynthia property is located between two Cretaceous quartz monzonite stocks in a zone of variably folded and faulted, late Paleozoic Selwyn Basin passive margin sedimentary rocks.

The two stocks are thought to be apophyses of a larger intrusion at depth. Adjacent sedimentary rocks have undergone intense hornfelsing, with abundant pyrite and pyrrhotite. Two prominent structural zones intersect in the saddle zone between the intrusions. These structures host gold-bearing massive and drusy quartz veins. Within the intersection zone are zones of intense stockwork and strong brecciation, as well as numerous felsic dykes. Multi-staged gold mineralization in the quartz veins, stockwork and altered quartz porphyry dykes include sulphide minerals (mainly pyrite and arsenopyrite) and elevated As, Bi and Ag values. Abundant chalcedony accompanied by elevated Sb, Hg, Ag and Pb values has been variously interpreted by historical operators to represent a late-stage epithermal gold environment, or to represent an earlier sedex-style mineralizing event.

Ursa Base Metal Project, Yukon Territory

The 144 ha Ursa project covers anomalous silver, zinc, nickel, vanadium, copper and molybdenum mineralization associated with Devonian age carbon-rich black shales. Soil sampling on the claims returned concentrations as high as 0.38% zinc, 567 parts per million nickel, 4.99 parts per million silver and 108 parts per million molybdenum within a single sample. The anomaly is of interest due to its size and the potential of heavily folded geology to host concentrations of mineralized material. The Company acquired Ursa based on this potential and based on elevated gold concentrations in streams and soils in the vicinity.

ADDITIONAL STAKING

In April 2021, the Company staked 782 new claims for an additional 18,864 hectares. This brings Snowline's mineral tenure in the Yukon to 89,724 hectares across its 7 projects. The new claims were strategically staked to cover structures, trends, and gold anomalies that extended beyond the bounds of its original holdings. The enhanced land position cements Snowline's cornerstone position in an emerging gold district in the prospective Selwyn Basin.

Rogue

Recent staking has expanded the Rogue Project by 4.6 times to 11,227 hectares covering high priority gold targets that Snowline is intending to further explore in the upcoming season.

Snowline's mineral tenure at Rogue was significantly increased with the staking of 321 new claims in three blocks—Arrowhead, Old Cabin and JP—targeting reduced intrusion related gold systems associated with members of the Cretaceous-aged Tombstone Plutonic Suite.

Holdings around the project's primary Valley and Gracie targets on the Arrowhead block were increased by 117 claims (2,422 ha) to better cover the existing target zones and to secure prospective areas in their vicinity. Historical geochemical sampling by previous operators included two drainages downstream of the newly-staked ground with reported gold-in-silt concentrations of 160 and 100 parts per billion gold. Elsewhere, a soil sample returned 1.32 grams per tonne gold where an inferred fault striking north northeast from the Gracie zone crosses a contour soil sampling line, some 3.5 km northeast of the central Gracie target area.

An additional large block, Old Cabin, comprising 176 new claims (3,569 ha) was staked to connect and expand claim holdings over a suspected buried intrusive stock inferred from a small (roughly 200 m) granodiorite plug within a 2 x 4 km magnetic anomaly. Historical grab samples within this zone include quartz vein material assaying 8.7 g/t Au, and sulphide-rich skarn assaying 5.3 g/t Au. Elsewhere on the block, historical grab samples of quartz vein material have assayed up to 10.0 g/t Au. Streams draining the claim block consistently returned values in the hundreds of parts per billion gold. One particular stream draining from the magnetic anomaly returned gold-in-sediment values ranging from 233 to 1150 ppb Au. It is thought that a buried intrusion at Old Cabin could have an intact carapace at its top, with increased potential to host a significant reduced-intrusion-related gold deposit.

The third block, JP, comprises 28 new claims (563 ha) above and around a 900 by 600 m exposure of an intrusive stock 7 km southwest of the Valley target. Historical sampling found subparallel gold-bearing quartz veins averaging 2 cm in width within and adjacent to the intrusion, commonly assaying between 1 and 4 g/t Au with samples up to 36.0 g/t Au.

Rainbow

Recent staking has expanded the Rainbow Project 10 times, now totalling 1,255 hectares.

Rainbow covers a gold and pathfinder element soil anomaly associated with surface alteration caused by a recently discovered intrusion. Staking expands the property to include parts of the historical soil anomaly previously outside its boundaries, including a northwest zone with anomalous gold in soils to 0.93 g/t Au,

silver in soils exceeding a 100 g/t Ag assay limit, and anomalous bismuth, tungsten and antimony. The new land position also covers a 3 km magnetic signature extending eastward from the soil anomaly.

Ursa

Recent staking has expanded the Ursa Project 54 times, now totalling 7,755 hectares.

Ursa cover a 9 km trend of anomalous gold in stream sediment and soil samples, thought to be associated with sulphide minerals hosted in tightly folded Cambrian and Ordovician shales and cherts. Ursa also hosts a separate, 14 km-long trend of elevated to highly anomalous zinc along with elevated silver, copper, molybdenum, nickel and vanadium, thought to be associated with Devonian age enriched black shales.

EXPLORATION UPDATE

The Company began its fully funded 2021 exploration program in the first week of June. Exploration will focus on its flagship Einarson and Rogue projects in the Selwyn Basin, Yukon Territory, with targeted programs at its regional assets. Discovery-stage drilling at Einarson and Rogue is designed to follow up multiple zones of high-grade gold found on surface (up to 34 g/t Au at Einarson & up to 152 g/t Au at Rogue). Geological programmes will also include the assessment of structural and lithological controls on mineralization in the region. Snowline is targeting an initial programme of 3,000 metres of drilling across Einarson and Rogue.

The initial drilling results received have shown the Company intersected 7.05 metres at 3.96 g/t Au, including 0.7 metres at 10.65 g/t Au, and 4.00 metres at 3.11 g/t Au, including 0.5 metres at 17.95 g/t Au in initial drilling at the Jupiter Zone on its Einarson project. Assays from hole J-21-006 & 007 confirm the presence of near-surface gold mineralization along a covered, regional scale structure. The Company has intersected mineralization associated with this structure with all 14 holes drilled to date. Step-out drill holes up to 930 metres along the trend have hit significantly wider mineralized intervals than that reported here for J-21-006 & 007, for which the Company is still awaiting assay results.

In hole J-21-006, a significant mineralized zone was intercepted between 41.2 - 48.3 metres within a 15-metre highly deformed and fractured fault zone. This zone is characterized by disseminated to locally massive arsenopyrite & pyrite within siltstone overlying a mineralized faulted vein. Holes J-21-005 and J-21-008 were drilled from the same pad, with results still pending.

Jupiter is thought to be an epizonal orogenic gold system. It is one of eight target zones prospective for orogenic and/or Carlin-style gold mineralization currently recognized on Snowline Gold's 70%-owned Einarson project.

On secondary projects Ursa, Cynthia, Rainbow, Tosh and Cliff, smaller exploration programs are anticipated to be conducted throughout the Yukon's June-to-September exploration season. These programs will focus on identifying discrete targets for potential drill testing in 2022. However, if warranted, and pending issuance of permits and available resources, this drill testing could be bumped up into late August or September 2021, prior to the close of the upcoming exploration season.

SELECTED QUARTERLY INFORMATION

Nine months ended May 31, 2021 vs. May 31, 2020

The Company had a loss of \$1.2M for the nine months ended May 31, 2021 compared to a net loss of \$247K in the comparative period. The increase in the loss for the 2021 period compared to the 2020 period is the net result of a number of differences in various line items, predominantly the following:

- Gross profit of \$nil (2020 – (\$42K)) due to the Company having suspended its cryptocurrency mining operations in Q3 2020 as well as the Company having sold the remaining Bitcoin it owned.

- Exploration expenses of \$429K (2020 - \$nil) due to the company switching its principal business activities to now focus on the acquisition and exploration of mineral properties.
- Marketing expenses of \$123K (2020 - \$nil) due to the company increasing company awareness as the principal business operation has pivoted to the acquisition and exploration of mineral properties.
- Share based payments expenses of \$162K (2020 - \$nil) as the company issued stock options during the current year. There were no options outstanding in the comparative period.
- Transfer agent and regulatory fees of \$70K (2020 - \$nil) as the company incurred filing fees associated with the completion of the Senoa Gold Corp. acquisition as well as multiple private placements in the current period. The Company also incurred fees as part of the OTC QB Venture market listing. There were no comparable transactions in the comparative period.
- Wages and salaries of \$178K (2020 - \$nil) increased as the Company paid signing bonuses to the CEO and COO subsequent to the acquisition of the mineral properties as well as an increase in management and employees as the Company began the exploration season.

Three months ended May 31, 2021 vs. May 31, 2020

The Company had a loss of \$960K for the three months ended May 31, 2021 compared to a net loss of \$83K in the comparative period. The increase in the loss for the 2021 period compared to the 2020 period is the net result of a number of differences in various line items, predominantly the following:

- Exploration expenses of \$429K (2020 - \$nil) due to the company switching its principal business activities to now focus on the acquisition and exploration of mineral properties.
- Marketing expenses of \$107K (2020 - \$nil) due to the company increasing company awareness as the principal business operation has pivoted to the acquisition and exploration of mineral properties.
- Share based payments expenses of \$157K (2020 - \$nil) as the company issued stock options during the current year. There were no options issued or outstanding in the comparative period.
- Transfer agent and regulatory fees of \$39K (2020 - \$nil) as the Company incurred fees as part of the OTC QB Venture market listing. There were no comparable transactions in the comparative period.
- Wages and salaries of \$112K (2020 - \$nil) as the company brought on new management and employees as the Company began the exploration season.

SUMMARY OF QUARTERLY RESULTS

Quarterly Financial Information (unaudited)

For the three months ended (\$)	May 31, 2021	February 28, 2021	November 30, 2020	August 31, 2020
Total revenue	-	-	-	660
Exploration expenses	(429,037)	-	-	-
Net loss	(959,949)	(179,050)	(37,547)	(76,600)
Basic and diluted loss per share	(0.01)	(0.01)	(0.00)	(0.00)
Total assets	11,461,009	12,387,332	61,104	112,315
Shareholders' equity (deficiency)	10,564,113	11,323,574	(24,142)	(3,585)

For the three months ended (\$)	May 31, 2020	February 29, 2020	November 30, 2019	August 31, 2019
Total revenue	2,646	8,058	12,627	19,963
Exploration expenses	-	-	-	-
Net loss	(83,274)	(71,124)	(92,614)	(189,729)
Basic and diluted loss per share	(0.00)	(0.00)	(0.00)	(0.01)
Total assets	115,853	180,170	275,779	349,191
Shareholders' equity	65,034	143,035	210,986	307,712

The Company suspended its cryptocurrency mining operation in Q3 2020 and therefore did not recognize revenue for the quarters ended after August 31, 2020. On December 1, 2020, the Company acquired Senoa Gold Corp. and shifted its principal business to the acquisition and exploration of mineral properties. For the quarter ended May 31, 2021, the company began incurring exploration expenses on its properties in the Yukon. Net loss was significantly higher than the previous quarters as the company incurred significant exploration expenses as well as general and administrative expenses as it switched its principal business away from cryptocurrency mining.

Total assets and shareholders' equity for the last two quarters are higher than previous quarters as the company completed multiple private placements as well as acquired Senoa Gold Corp.

LIQUIDITY AND CAPITAL RESOURCES

	Nine months ended May 31,	
	2021	2020
Net cash used in operating activities	(1,172,291)	(180,102)
Net cash provided by financing activities	7,704,978	-
Net cash used in investing activities	(1,309,174)	-
Net change	5,223,513	(180,102)
Cash, end of period	\$ 5,250,726	\$ 42,156

Cash used in operating activities for the current nine months ended May 31, 2021 was \$1.2M, compared to \$180K for the nine months ended May 31, 2020. The significantly higher outflow in the current year was due to increased business activity as the company switched its principal business away from cryptocurrency mining to the acquisition and exploration of mineral properties.

Cash provided by financing activities during the nine months ended May 31, 2021 was the result of cash received from equity financings through private placements, net of fees (\$7.65M) and exercise of warrants (\$40K). There were no financing activities in the comparative period.

Cash used in investing activities during the nine months ended May 31, 2021, was related to the Purchase Agreement, pursuant to which the Company acquired all of the issued and outstanding shares in the capital of Senoa then held by 18526. There were no investing activities in the comparative period.

TRANSACTIONS WITH RELATED PARTIES

During the three and nine months ended May 31, 2021 and May 31, 2020, the Company incurred the following expenditures charged by directors and officers of the Company and/or companies controlled or significantly influenced by directors and officers:

	Three months May 31, 2021 \$	Three months May 31, 2020 \$	Nine months May 31, 2021 \$	Nine months May 31, 2020 \$
Accounting fees	15,637	5,504	40,692	25,410
Consulting fees	-	5,000	-	32,500
Legal fees	-	3,195	-	7,130
Due diligence	-	-	-	1,242
Share based payment expense	99,463	-	102,706	-
	115,100	13,699	143,398	66,282

(1) Consists of fees charged by Malaspina Consultants Inc. where Matt Anderson, former CFO and Natasha Tsai, former CFO, is a Managing Director. The business purpose of the transactions was to compensate Malaspina for accounting services and due diligence services.

(2) Consists of fees charged by O'Neill Law LLP where Charles Hethey, former Director, is a partner. The business purpose of the transactions was to provide legal services. Charles Hethey was a director and a related party up to July 24, 2020.

(3) Consists of fees charged by Gunther Roehlig, Director, for business development services.

(4) Includes fees charged by O'Neill Law LLP for due diligence on analyzing business opportunities.

At May 31, 2021, accounts payable and accrued liabilities included \$13,077 (August 31, 2020 - \$28,959) owing to directors and officers of the Company or companies controlled or significantly influenced by directors and officers.

At May 31, 2021, the Company had \$24,803 (August 31, 2020 - \$nil) of prepaid expenditures that were paid to certain directors and officers of the Company.

FINANCIAL INSTRUMENTS

The Company is exposed, in varying degrees, to a variety of financial related risks. The fair value of the Company's financial instruments, including cash, accounts receivable and accounts payable and accrued liabilities, approximate their carrying values due to their short-term nature.

The following describes the risk exposure of the Company and the way in which such exposure is managed:

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises from cash held with banks and financial institutions as well as accounts receivable.

The Company's cash is held at a major Canadian financial institution.

The maximum exposure to credit risk is equal to the carrying value of the financial assets.

Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company has no interest-bearing financial assets or liabilities.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities. The Company manages liquidity risk by maintaining sufficient cash to enable settlement of transactions on the due date. Management monitors the Company's contractual obligations and other expenses to ensure adequate liquidity is maintained.

SHAREHOLDERS EQUITY

Authorized: Unlimited number of common shares without par value

Issued and outstanding: 92,453,610 common shares as at the date of the report.

Options and warrants outstanding as at the date of the report:

Security	Number	Exercise Price	Expiry Date
Share Purchase Warrants	10,301,344	\$0.50	February 24, 2023
	1,428,571	\$0.53	July 16, 2023
Stock Options	5,450,000	\$0.30	February 25, 2026
	700,000	\$0.35	July 12, 2026
TOTAL	17,879,915		

RISK AND UNCERTAINTIES

The Company faces a number of risks that are related to the Company's business model. Certain risks are discussed below and additional risks are discussed in the filing statement filed on www.sedar.com on February 26, 2021.

In March 2020, there was a global pandemic outbreak of COVID-19. The actual and threatened spread of the virus globally has had a material adverse effect on the global economy; specifically, the regional economies in which the Company operates. The pandemic could continue to have a negative impact on the stock market, including trading prices of the Company's shares and its ability to raise new capital. These factors, among others, could have a significant impact on the Company's operations.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109") the Chief Executive Officer and Chief Financial Officer have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the financial statements for the three and nine months ended May 31, 2021 and this accompanying MD&A (together the "Interim Filings").

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate 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. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company on SEDAR at www.sedar.com.

QUALIFIED PERSON

Information in this release has been reviewed and approved by Scott Berdahl, P. Geo., Chief Operating Officer of Snowline and a Qualified Person for the purposes of National Instrument 43-101.