

**SNOWLINE**  
GOLD CORP

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**SNOWLINE GOLD CORP.**

**Management Discussion and Analysis**

**For the three-month period ended March 31, 2022**

## **INTRODUCTION**

The following Management Discussion and Analysis (“MD&A) of Snowline Gold Corp. (“Snowline” or the “Company”) was prepared as of May 30, 2022 and should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three months ended March 31, 2022 and the annual audited financial statements for the year ended December 31, 2021. 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 relevant to the Company’s activities can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

## **CORPORATE OVERVIEW**

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 1201 – 1166 Alberni 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.

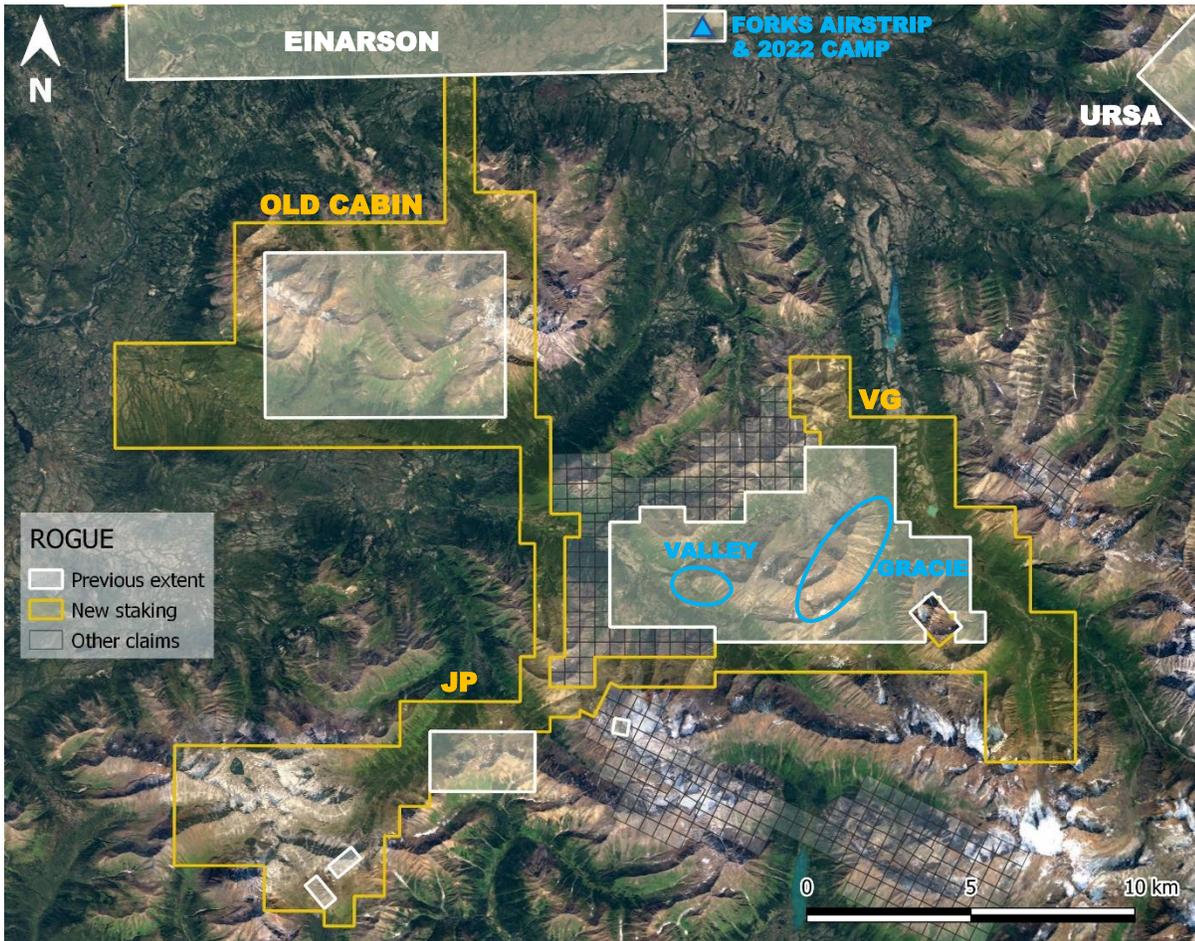
## **HIGHLIGHTS AND ACTIVITIES**

### **STAKING**

During Spring 2021 the Company staked 1,172 new claims on its Rogue, Cynthia and Einarson properties, expanding its total Yukon Territory mineral tenure holdings to roughly 127,300 hectares. The new claims form larger buffers around certain known targets, connect previously isolated claim blocks for more efficient allocation of exploration expenses towards maintenance assessment credits, cover new areas of elevated potential as indicated by historical geochemical and geological data, and infill certain fractional gaps within existing claim blocks.

## Rogue Staking

Expanded 2.4 times to 22,045 hectares.

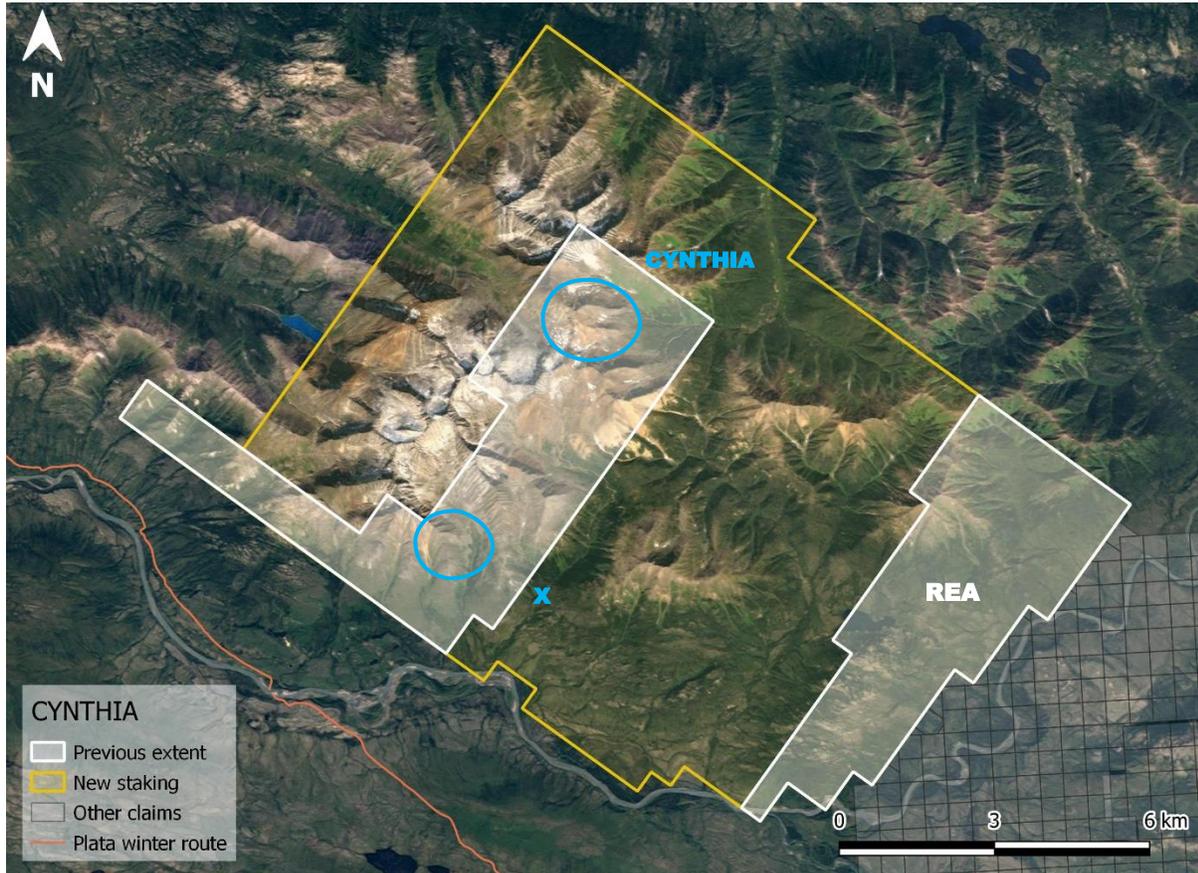


Newly staked claims on the Rogue project connect previously separate claim blocks, cover additional prospective ground and offer protection against competitive encroachment on known targets.

Staking at Rogue expanded Snowline's tenure around its Valley drill discovery and its Gracie anomaly as well as around several additional exploration targets. Expanded claim positions were selected based on geology, field observations and data contained within Snowline's extensive regional database. Previously isolated land tenure positions at Rogue were connected, allowing for efficient allocation of exploration expenditures towards annual claim assessments across different areas.

## Cynthia Staking

Expanded 2.9 times to 14,326 hectares.



**Newly staked claims on the Cynthia project** redefine the scope of the prospect, connecting the Cynthia/X zones with the REA claims and covering historical anomalies for both gold and zinc. The broader claim block boundaries were selected based on a combination of public and proprietary geochemical data.

The Cynthia project was expanded by nearly 3 times, connecting the Company's original Cynthia claim block with nearby mineral claim blocks currently under option from Epica Gold Inc., a subsidiary of HighGold Mining Inc. The expanded claim position covers potential sources of elevated gold content in historical soil and silt samples, including bulk-leach extractable gold samples, that are present across a wide area. Elevated zinc values are also present in historical soil and silt samples. The underlying geology at Cynthia is thought by the Company to be prospective for multiple deposit types, with two mid-Cretaceous Mayo series intrusions of the Rogue plutonic complex intruding a structural transition zone present in Selwyn Basin stratigraphy.

## Einarson Staking

Various fractional claims were staked on the Einarson project as part of the Spring 2022 staking campaign to consolidate land positions and reduce the potential for "nuisance staking" in the vicinity of key target areas.

## Areas of Interest

Certain newly staked claims fall within the areas of interest (AOIs) defined in Snowline (formerly Skyledger Tech Corp)'s December 1, 2020 deal with Yukon-based company 18526 Yukon Inc., through which Snowline acquired its extensive Yukon datasets and its seven Yukon mineral properties. Claims staked

within the AOIs are subject to a 2% net smelter return (NSR) and are incorporated into existing buy-down provisions which allow Snowline to reduce NSR to 1% on a project-by-project basis. 18526 Yukon Inc. is a privately held project generation company that is owned 40% by Snowline's CEO and Director Scott Berdahl.

## **CAMP CONSTRUCTION**

In May 2022, the Company mobilized construction of a new 45-person camp at the "Forks" airstrip, located at approximately 63° 47.0' N and 131° 16.5' W in a position central to the Company's Jupiter (Einarson) and Valley (Rogue) drill discoveries. As of May 30, 2022, the camp is nearly complete, and improvements to the airstrip are ongoing, including lengthening the airstrip from 1,900 feet (579 m) to 3,000 feet (914m).

## **MINERAL PROJECTS**

### ***Einarson Gold Project, Yukon Territory***

The 63,158 hectare Einarson project is located in the Yukon's metal-endowed Selwyn basin, which has been underexplored relative to many comparable jurisdictions for gold and other commodities. Einarson encompasses multiple kilometres-scale geochemical anomalies associated with thrust-faulted domal uplifts of interbedded carbonate and siliciclastic stratigraphy prospective for epizonal orogenic and Carlin-type gold deposits. Prospective geological units at the Einarson project are relatively flat-lying and in places tectonically shortened, cut by steeply dipping regional to local scale faults and affected by local folding.

Primary target areas include:

- Jupiter – 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. First-pass drilling yielded intercepts of up to 13.2 g/t Au over 6.5 m and 45.0 g/t Au over 1.5 m, with certain holes intersecting multiple mineralized zones.
- 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. Not yet drill tested.
- Mars – gold mineralization in silicified structural zones with historical (Anthill Resources, 2012 and 2013) drill 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 drill tested. 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. Likely orogenic, with Carlin potential.
- 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 regionally to host Carlin-type gold. Not yet drilled.
- 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. Limited historical drilling did not intersect mineralized features, and the geochemical anomaly remains unexplained.

The 2021 exploration season from June through September saw roughly 4,300 m drilled in a total of 21 diamond drill holes on Einarson's Jupiter target, along a stretch spanning roughly 1.1 km of the 3 km soil anomaly. This was Snowline's first ever drill program and it was also the first ever drilling of Jupiter. Drilling intersected high gold grades (up to 64 g/t over 0.3 m) and evidence of a widespread, gold-bearing hydrothermal system, interpreted as an epizonal orogenic gold system.

Mineralization at Jupiter is hosted in mudstones of the Narchilla formation, within quartz-carbonate veins that both crosscut and follow bedding, and within surrounding mudstones. Arsenopyrite is a common accessory mineral to gold, but it is not ubiquitous. Trace amounts of visible gold were observed in J-21-020, which returned 8.3 g/t Au over 4.7 m, including 22.1 g/t Au over 1.1 m. Mineralized zones generally

occur within a broader halo of clay alteration and disseminated pyrite. Structures and mineralized textures in core suggest that multiple fluid phases have affected mineralization.

Additional surface work including geological mapping, drone surveying for orthophotography and digital elevation model (DEM) generation, and infill soil sampling (~594 samples) was completed during the June to September 2021 window at Jupiter. Other targets also saw significant surface work during this time. Odd, Mars and Misty saw regional prospecting, sampling and mapping, with extensive soil sampling (~712 samples) along the Misty trend. High resolution orthophotos and DEMs were generated for target areas at Mars and Avalanche Creek.

The 20 “OB” claims, which were acquired as part of the September 1, 2021 option agreement with Epica Gold Inc., have been grouped in with the Einarson project given their relative proximity and their perceived prospectivity for Carlin-style gold mineralization. A single-day prospecting program conducted by Snowline in 2021 visited the claims and collected 5 rock samples but did not offer further insight into the origin of the anomaly. The claims have not been drilled.

Drillhole ID	Coordinates (NAD83 Zn9)		Orientation (True)		Interval* (metres)			Grade (Au g/t)	
	Easting	Northing	Azimuth	Dip	From	To	Width		
J-21-010	381905	7089136	300	-50	57.0	62.5	5.5	5.15	
					69.0	73.5	4.5	1.31	
					97.0	101.0	4.0	1.26	
					108.5	121.5	13.0	3.45	
					<i>including</i>	112.5	115.0	2.5	9.57
					<i>remainder</i>		10.5	2.00	
					136.0	137.5	1.5	6.96	
					166.6	176.1	9.5	5.01	
					<i>including</i>	170.1	171.6	1.5	17.67
					<i>remainder</i>		8.0	2.64	
				179.0	185.0	6.0	10.64		
				<i>including</i>	183.5	185.0	1.5	31.10	
				<i>remainder</i>		4.5	3.82		
				From surface:	0.0	185.0	185.0	1.17	
J-21-011	381905	7089136	300	-80	51.50	64.00	12.50	5.35	
					<i>including</i>	56.00	61.00	5.00	10.43
					<i>remainder</i>		7.50	1.96	
					92.5	97.5	5.00	1.51	
					103.5	114	10.50	1.76	
					148.5	163.5	15.00	5.97	
					<i>including</i>	155.5	162	6.50	13.21
					<i>including</i>	159.5	160.80	1.30	43.48
				<i>remainder</i>		8.50	0.42		
				From surface:	0	163.5	163.5	1.14	
J-21-012	381906	7089138	230	-50	21.0	24.0	3.0	1.16	
					50.0	56.0	6.0	13.90	
					<i>including</i>	54.5	56.0	1.5	45.00
					<i>remainder</i>		4.5	3.53	
J-21-013	381908	7089135	90	-70	80.5	107.5	27.0	2.59	
					<i>including</i>	85.0	86.0	1.0	11.10
					<i>and</i>	94.0	96.0	2.0	11.20
					<i>remainder</i>		24.0	1.52	
						123.4	134.0	10.6	4.02
	<i>including</i>	128.5	131.0	2.5	13.78				
				From surface:	0.0	134.0	134.0	0.86	

*Select geochemical highlights from 2021 drilling at the Jupiter target, released on August 25, 2021 and October 13, 2021. \*Widths given are down-hole intercepts and are estimated to be between 50% and 100% of true widths based on intersection angles.*

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. 2021 surface work by Snowline at Einarson saw roughly 1,300 soil samples and 228 rock samples added to these figures.

In addition to exploration work, Snowline contracted First Nation of Na-Cho Nyak Dun owned Yukon Seed and Restoration to conduct a botanical survey of the Jupiter zone and to collect and establish a seed bank in support of progressive reclamation efforts on the project.

Snowline holds a majority 70% interest in 3,016 of 3,067 claims comprising the Einarson project. The remaining non-carried 30% interest is held by Anthill Resources, a private Vancouver, BC based company. 20 of the remaining 51 claims are held under option from Epica Gold Corp., while other claims are owned 100% by Snowline through its Yukon-based private subsidiary, Senoa Gold Corp.

Preliminary approval for a Class 3 quartz mining land use permit for Einarson has been received by the company. This permit replaces LQ00363, issued to Anthill Resources in 2017, under which the Company operated in the Jupiter area in 2021.

### ***Rogue Gold Project, Yukon Territory***

The 22,045-hectare Rogue project comprises 1,081 mineral claims, all 100% owned by Snowline. Two primary targets within a 9-kilometre trend of hornfels alteration complemented by anomalous gold in rocks, soils and stream sediment samples. These targets cover 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.

The Valley target covers a newly discovered intrusion, and was the primary focus of exploration efforts in 2021. An 800 m drill program comprising four holes from three pads was conducted from August 31 to September 14, 2021. All holes intersected sheeted quartz veins accompanied by trace amounts of visible gold. Broad zones of mineralization were encountered, with results of up to 1.25 g/t Au over 168.7 m from surface. Drilling at Valley was preceded by surface work including prospecting and mapping, high resolution orthophotography and DEM generation, drone magnetic surveying and grid soil sampling (577 samples). This work revealed mineralized sheeted quartz veining and a 900x150m soil anomaly with gold-in-soil values of up to 3.36 g/t Au, along with distinct magnetic features associated with the Valley intrusion, its hornfelsed rim and possible crosscutting structures.

Drillhole ID	Interval* (metres)		Width*	Grade (Au g/t)
	From	To		
<b>V-21-001</b>	5.0	140.0	<b>135.00</b>	<b>1.09</b>
<i>including</i>	19.5	127.5	<b>108.00</b>	<b>1.27</b>
<b>V-21-002</b>	35.3	172.0	<b>136.75</b>	<b>1.01</b>
<b>V-21-003</b>	1.0	169.7	<b>168.65</b>	<b>1.25</b>
<i>including</i>	1.0	126.0	<b>125.00</b>	<b>1.56</b>
<i>including</i>	12.5	71.0	<b>58.55</b>	<b>2.14</b>
<b>V-21-004</b>	46.5	140.3	<b>93.80</b>	<b>0.77</b>

*Geochemical highlights from 2021 drilling at the Valley target, received and released in Q1 2022. \*Widths given are down-hole intercepts. True widths of the zone have not yet been established.*

The Gracie target is located roughly 4 km east of Valley and covers anomalous surface geochemistry associated with an unexposed intrusion. A 5 km NE-SW trend of elevated to anomalous gold, bismuth and tellurium in soils and talus fines complement a kilometer-scale conductivity low in regional ZTEM geophysical data. The scale, strength and geochemical signature of this anomaly, combined with the drill results from nearby Valley, recommend it as a high priority exploration target.

A broader program of prospecting and contour soil sampling was conducted on the rest of the claim block, yielding 941 soil samples and 173 rock samples. These results highlighted additional zones of interest. Drone supported orthophotography and DEM generation was completed on the Gracie and Old Cabin targets.

Although RIRGS deposits typically represent large, bulk-tonnage systems, there is early evidence for high-grade zones within both target areas at Rogue. 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.

### ***Ursa Base Metal Project, Yukon Territory***

The 20,182 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.

In September 2021, Snowline employed Geotech Ltd. to conduct a 439 line-kilometre versatile time domain electromagnetic survey over most of the claim block at Ursa, targeting the base metals trend as well as a zone of anomalous gold soil and silt geochemistry on the eastern corner of the survey. The survey identified multiple large conductive features oriented parallel to bedding. Further work is planned in 2022 to determine the significance of these features.

### ***Tosh Gold Project, Yukon Territory***

Precious metal mineralization at the 3,731-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.

Snowline conducted a small program of stream sediment sampling at Tosh in late September 2021, aimed at vectoring in towards any additional zones of mineralization on or around the current property. The program was cut short by early winter conditions. No obvious additional targets were located, but the results highlighted the anomalism of the Peska trend. A continuation of the sampling program is anticipated in 2022.

### ***Cliff Gold Project, Yukon Territory***

The 2,739 ha 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. High-resolution drone imagery suggests the presence of parallel northwest-trending structures that may control gold mineralization. No work was performed on the Cliff project in 2021.

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.

### ***Rainbow Gold Project, Yukon Territory***

The 1,129 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.

A drone orthophotography and elevation survey was completed over the main Rainbow Canyon part of the project area in 2021, identifying several prominent linear features and providing a baseline for future work planning and interpretation.

### ***Cynthia Gold Project, Yukon Territory***

The 14,326 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 Canal 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.

## SELECTED QUARTERLY INFORMATION

The following table provides information for the three months ended March 31, 2022 and February 28, 2021

	For the three months ended March 31, 2022 \$	For the three months ended February 28, 2021 \$
<b>Revenues</b>	-	-
<b>Cost of sales</b>	-	(2,500)
<b>Gross loss</b>	-	(2,500)
<b>Expenses</b>		
Exploration expenditures	571,989	-
Depreciation	-	4,395
Office and miscellaneous	23,407	40,182
Consulting	941	23,980
Marketing	82,006	16,045
Professional fees	23,968	20,839
Share-based payment expense	145,507	5,124
Wages and salaries	87,404	65,431
Transfer agent and regulatory fees	12,821	-
Total expenses	(948,043)	(175,996)
<b>Loss before other expenses</b>	(948,043)	(178,496)
<b>Other income (expenses)</b>		
Accretion expense	(25,078)	(834)
Foreign exchange (loss) gain	(32)	56
Finance cost	(935)	224
Recovery on flow through share premium	105,872	-
Other expenses	(804)	-
Total other income (expenses)	79,023	(554)
<b>Net loss</b>	(869,020)	(179,050)
<b>Other comprehensive income (loss)</b>		
Items that will not be reclassified to net loss		
Unrealized gain on change in fair value of digital currency	-	9,164
<b>Comprehensive loss</b>	(869,020)	(169,886)
<b>Loss per share – basic and diluted</b>	(0.01)	(0.01)
<b>Weighted average number of shares outstanding – basic and diluted</b>	103,436,180	35,474,735

### Three months ended March 31, 2022 vs. February 28, 2021

The Company had a net loss of \$869K for the period ended March 31, 2022 compared to a net loss of \$179K in the comparative period. The increased net loss for the current period net result of a number of differences in various line items, predominantly the following:

- Exploration expenses of \$572K (Feb 2021 - \$nil). The exploration expenses for the period ended March 31, 2022 were the result of the company switching its principal business activities to focus on the acquisition and exploration of mineral properties, therefore there were no exploration expenses incurred for the comparative period.
- Operating expenses other than exploration expenses of \$297K (Feb 2021 – \$166K). The increase in G&A expenses was the result of the company shifting its focus to mineral exploration and increased spending in marketing, professional fees, share based payments, and wages.
- Other income increased significantly in the current quarter as a result of the recovery of the flow through share premium.

The company had total assets of \$14.5M as at March 31, 2022, compared to \$14.9M at December 2021. The decrease over the period is the result of the company spending cash on exploration activities in the current quarter.

### SUMMARY OF QUARTERLY RESULTS

#### Quarterly Financial Information

For the three months ended (\$)	March 31, 2022	December 31, 2021*	August 31, 2021	May 31, 2021
Total revenue	-	-	-	-
Exploration expenses	(571,989)	(1,128,617)	(2,750,681)	(429,037)
Net loss	(869,020)	(1,648,822)	(3,519,431)	(959,949)
Basic and diluted loss per share	(0.01)	(0.02)	(0.06)	(0.01)
Total assets	14,478,899	14,934,168	10,035,156	11,461,009
Shareholders' equity (deficit)	11,609,449	11,731,379	8,191,822	10,564,113

For the three months ended (\$)	February 28, 2021	November 30, 2020	August 31, 2020	May 31, 2020
Total revenue	-	-	660	2,646
Exploration expenses	-	-	-	-
Net loss	(179,050)	(37,547)	(76,600)	(83,274)
Basic and diluted loss per share	(0.01)	(0.00)	(0.00)	(0.00)
Total assets	12,387,332	61,104	112,315	115,853
Shareholders' equity (deficit)	11,323,574	(24,142)	(3,585)	65,034

\*The period ended December 31, 2021 is a four month period as a result of the transition year.

### Period ended March 31, 2022 vs. December 31, 2021, August 31, 2021, May 31, 2021, and February 28 2021

On December 1, 2020, the Company acquired Senoa Gold Corp. and shifted its principal business to the acquisition and exploration of mineral properties. The companies mining assets are located in the Yukon, and due to weather conditions are limited to mineral exploration mainly during the period of May to September. The decrease in exploration expenses and net loss in the current period in comparison to the periods ended in December and August is solely due to the limited exploration work that can be done from

October to March. The current quarters results were comparable to the period ended May 2021 due to the limited exploration work done during each period.

Total assets and shareholders' equity have continued to increase over the comparative quarters as the Company completed multiple private placements as well as acquired Senoa Gold Corp.

***Period ended March 31, 2022 vs. November 30, 2020 and all prior historic quarters***

The Company suspended its cryptocurrency mining operation in May 2020 and therefore had no revenue for the three months ended March 31, 2022. 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 period ended March 31, 2022, the company had incurred exploration expenses on its properties in the Yukon. Net loss was significantly higher than the comparative quarters as the Company incurred 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 current quarter are significantly higher than previous quarters as the Company completed multiple private placements as well as acquired Senoa Gold Corp.

**LIQUIDITY AND CAPITAL RESOURCES**

	<b>For the period ended March 31, 2022</b>	For the period ended February 28, 2021
<b>Net cash used in operating activities</b>	<b>(1,182,855)</b>	<b>87,875</b>
<b>Net cash provided by financing activities</b>	<b>601,583</b>	<b>7,669,978</b>
<b>Net cash used in investing activities</b>	<b>(273,832)</b>	<b>(1,360,287)</b>
<b>Net change</b>	<b>(855,104)</b>	<b>6,397,566</b>
<b>Cash, end of period</b>	<b>\$ 7,886,058</b>	<b>6,410,861</b>

Cash used in operating activities for the period ended March 31, 2022 was \$1.12M, compared to \$88K for the period ended February 28, 2021. The increase in cash used in operations in the current period was the result of the company shifting its principal business to the acquisition and exploration of mineral properties. As a result the company increased spending exploration, marketing, professional fees, and wages.

Cash provided by financing activities during the period ended March 31, 2022 was the result of warrant and options being exercised. The cash provided by financing activities in the comparative period was the result of an equity financing.

Cash used in investing activities during the period ended March 31, 2022 was mainly the result of the payment due as part of the deferred payment schedule with 18526 Yukon Inc. The comparative period was the result of the cash component of the acquisition of the minerals properties from 18526 Yukon Inc.

**TRANSACTIONS WITH RELATED PARTIES**

During the three months ended March 31, 2022 and February 28, 2021, 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:

	<b>Three months ended March 31, 2022 \$</b>	Three months ended February 28, 2021 \$
Accounting fees	24,375	18,009
Share-based payment expense	43,209	3,243
	<b>67,584</b>	<b>21,252</b>

At March 31, 2022, accounts payable and accrued liabilities included \$nil (December 31, 2021 - \$nil) owing to directors and officers of the Company or companies controlled or significantly influenced by directors and officers.

### **OFF BALANCE SHEET ARRANGEMENTS**

The Company does not utilize off-balance sheet arrangements.

### **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**

The authorized capital stock consists of an unlimited number of common shares without par value:

	<b>Stock Options</b>	<b>Share Purchase Warrants</b>	<b>Common Shares</b>
As at March 31, 2022	4,840,000	15,697,428	104,198,133
Warrants exercised	-	(1,390,300)	1,390,300
As at date of report	4,840,000	14,307,128	105,588,433

- i) In April 2022, there were 1,190,300 warrants exercised with an exercise price of \$0.50 for total gross proceeds of \$595,150.
- ii) In May 2022, there were 50,000 warrants exercised with an exercise price of \$0.50 for total gross proceeds of \$25,000.
- iii) In May 2022, there were 150,000 warrants exercised with an exercise price of \$0.75 for total gross proceeds of \$75,000.

## **RISK AND UNCERTAINTIES**

The Company's operations and results are subject to a number of different risks at any given time. These factors, include but are not limited to disclosure regarding exploration, additional financing, project delay, titles to properties, price fluctuations and share price volatility, operating hazards, insurable risks and limitations of insurance, management, regulatory requirements, currency fluctuations and environmental regulations risks. Exploration for mineral resources involves a high degree of risk. The cost of conducting programs may be substantial and the likelihood of success is difficult to assess.

A number of the risks and uncertainties are discussed below:

### ***History of losses***

The Company has historically incurred losses as evidenced by its consolidated financial statements for the period ended March 31, 2022 and February 28, 2021. The Company has financed its operations principally through the sale of its equity securities. The Company does not anticipate that it will earn any revenue from its operations until its properties are placed into production, if ever. If the Company is unable to place its properties into production, the Company may never realize revenues from operations, will continue to incur losses and you may lose the value of your investment.

### ***Joint ventures and other partnerships***

The Company may seek joint venture partners to provide funding for further work on any or all of its other properties. Joint ventures may involve significant risks and the Company may lose any investment it makes in a joint venture. Any investments, strategic alliances or related efforts are accompanied by risks such as:

1. the difficulty of identifying appropriate joint venture partners or opportunities;
2. the time the Company's senior management must spend negotiating agreements, and monitoring joint venture activities;
3. the possibility that the Company may not be able to reach agreement on definitive agreements, with potential joint venture partners;
4. potential regulatory issues applicable to the mineral exploration business;
5. the investment of the Company's capital or properties and the loss of control over the return of the Company's capital or assets;
6. the inability of management to capitalize on the growth opportunities presented by joint ventures; and
7. the insolvency of any joint venture partner.

There are no assurances that the Company would be successful in overcoming these risks or any other problems encountered with joint ventures, strategic alliances or related efforts.

### ***Unexpected delays***

The Company's minerals business will be subject to the risk of unanticipated delays including permitting its contemplated projects. Such delays may be caused by fluctuations in commodity prices, mining risks,

difficulty in arranging needed financing, unanticipated permitting requirements or legal obstruction in the permitting process by project opponents. In addition to adding to project capital costs (and possibly operating costs), such delays, if protracted, could result in a write-off of all or a portion of the carrying value of the delayed project.

### ***Potential conflicts of interest***

Several of the Company's directors are also directors, officers or shareholders of other companies. Such associations may give rise to conflicts of interest from time to time. Such a conflict poses the risk that the Company may enter into a transaction on terms which could place the Company in a worse position than if no conflict existed. The directors of the Company are required by law to act honestly and in good faith with a view to the best interest of the Company and to disclose any interest which they may have in any project or opportunity of the Company. However, each director has a similar obligation to other companies for which such director serves as an officer or director. The Company has no specific internal policy governing conflicts of interest.

### ***Competition***

The mining industry is competitive in all of its phases. The Company faces strong competition from other mining companies in connection with the acquisition of properties producing, or capable of producing, base and precious metals. Many of these companies have greater financial resources, operational experience and technical capabilities than the Company. As a result of this competition, the Company may be unable to maintain or acquire attractive mining properties on terms it considers acceptable or at all. Consequently, the Company's revenues, operations and financial condition could be materially adversely affected.

### ***Dividends***

The Company has not paid out any cash dividends to date and has no plans to do so in the immediate future. As a result, an investor's return on investment will be solely determined by his or her ability to sell common shares in the secondary market.

### ***Title Risk***

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

### ***Price Risk***

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company's property has exposure to predominantly iron. The prices of this metal greatly affect the value of the Company and the potential value of its property and investments.

### ***Financial Markets***

The Company is dependent on the equity markets as its sole source of operating working capital and the Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for the investor support of its projects. The coronavirus outbreak has caused economic disruption worldwide and the resulting impact may affect the Company's ability to raise equity financing.

***Credit Risk***

Credit risk is the risk of an unexpected loss of a third party to a financial instrument fails to meet its contractual obligations. The Company is subject to credit risk on cash. The Company limits its exposure to credit loss by placing its cash with major financial institutions.

***Liquidity Risk***

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they are due. The Company ensures that there is sufficient capital in order to meet short-term business requirements, after taking into account the Company's holdings of cash. The Company raises capital through equity issues and its ability to do so is dependent on a number of factors including market acceptance, stock price and exploration results. The Company's cash is invested in bank accounts.

***Interest Risk***

The Company's bank accounts do not bear interest income. The fair value of cash approximates its carrying value due to the immediate or short-term maturity of this financial instrument.

***Currency Risk***

Business is transacted by the Company in multiple currencies. Fluctuations in exchange rates may have a significant effect on the cash flows of the Company. Future changes in exchange rates could materially affect the Company's results in either a positive or negative direction.

***Community Risk***

The Company has negotiated with the local communities on its mineral property concessions for access to facilitate the completion of geological studies and exploration work programs. The Company's operations could be significantly disrupted or suspended by activities such as protests or blockades that may be undertaken by such certain groups or individuals within the community.

***Environmental Risk***

The Company seeks to operate within environmental protection standards that meet or exceed existing requirements in the countries in which the Company operates. Present or future laws and regulations, however, may affect the Company's operations. Future environmental costs may increase due to changing requirements or costs associated with exploration and the developing, operating and closing of mines. Programs may also be delayed or prohibited in some areas. Although minimal at this time, site restoration costs are a component of exploration expenses.

***Critical Estimates and Judgments***

The Company's critical estimates and judgments are outlined in note 4 of the annual financial statements for the year ended December 31, 2021.

***New Accounting Policies and Judgments***

The Company's new accounting policies and judgments are outlined in note 3 of the annual financial statements for the year ended December 31, 2021.

***COVID 19***

The outbreak of the novel coronavirus COVID-19, which was declared a pandemic by the World Health Organization on March 11, 2020, has led to adverse impacts on the Canadian and global economies, disruptions of financial markets, and created uncertainty regarding potential impacts to the Corporation. The extent to which the COVID-19 pandemic impacts the Corporation's business, results of operations and financial condition will depend on future developments, which are highly uncertain and cannot be predicted,

including, but not limited to the duration, spread, severity, and impact of the COVID-19 pandemic, the effects of the COVID-19 pandemic on the Corporation's suppliers and vendors and the remedial actions and stimulus measures adopted by local and federal governments, and to what extent normal economic and operating conditions can resume. The management team is closely following the progression of COVID-19 and its potential impact on the Corporation. Even after the COVID-19 pandemic has subsided, the Corporation may experience adverse impacts to its business as a result of any economic recession or depression that has occurred or may occur in the future. Therefore, the Corporation cannot reasonably estimate the impact at this time on our business, liquidity, capital resources and financial results.

### ***War in Ukraine***

The Company's business financial condition and results of operations may be further negatively affected by economic and other consequences from Russia's military action against Ukraine and the sanctions imposed in response to that action in late February 2022. While the Company expects any direct impacts, of the pandemic and the war in the Ukraine, to the business to be limited, the indirect impacts on the economy and on the mining industry and other industries in general could negatively affect the business and may make it more difficult for it to raise equity or debt financing. There can be no assurance that the Company will not be impacted by adverse consequences that may be brought about on its business, results of operations, financial position and cash flows in the future.

### **FORWARD LOOKING STATEMENTS**

This MD&A may contain "forward-looking statements" that reflect the Company's current expectations and projections about its future results. When used in this MD&A, words such as "will", "may", "should", "estimate", "intend", "expect", "anticipate" and similar expressions are intended to identify forward-looking statements, which, by their very nature, are not guarantees of the Company's future operational or financial performance.

Forward-looking statements are not historical facts, and include but are not limited to:

- a) Estimates and their underlying assumptions;
- b) Statements regarding plans, objectives and expectations with respect to the effectiveness of the Company's business model, future operations, the impact of regulatory initiatives on the Company's operations, and market opportunities;
- c) General industry and macroeconomic growth rates;
- d) Uncertainty on success of corporate development initiatives; and
- e) Statements regarding future performance.

Although forward-looking statements and information contained in this MD&A are based on the beliefs of management, which we consider to be reasonable, as well as assumptions made by information currently available by management, there is no assurance that the forward-looking statements or information will prove to be accurate.

Forward-looking statements used in this MD&A are subject to various known and unknown risks, uncertainties and other factors, most of which are difficult to predict and generally beyond the control of the Company. These risks, uncertainties and other factors may include, but are not limited to unavailability of financing, failure to identify commercially viable mineral reserves, fluctuations in the market valuation for commodities, difficulties in obtaining required approvals for the development of a mineral project, failure to obtain licenses that are expected to be issued (or issued in a timely manner), impact resulting from lack of community support, impact resulted from lack of governmental and regulatory support, and other factors. This list is not exhaustive and these and other factors should be considered carefully.

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this MD&A or as of the date otherwise specifically indicated herein. Due to risks, uncertainties and other factors, including the risks, uncertainties and other factors identified above and

elsewhere in this MD&A, actual events may differ materially from current expectations. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise except as required by securities law.

#### **QUALIFIED PERSON**

Geological and mining technical information presented in this MD&A above has been approved by the CEO, Mr. Scott Berdahl, a qualified person who by reason of education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, fulfills the requirements of a Qualified Person as defined in NI 43-101.