



SNOWLINE
GOLD CORP

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Management Discussion and Analysis

For the nine-month period ended September 30, 2023

INTRODUCTION

The following Management Discussion and Analysis (“MD&A”) of Snowline Gold Corp. (“Snowline” or the “Company”) was prepared as of November 28, 2023 and should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three and nine months ended September 30, 2023, and the annual audited consolidated financial statements ended December 31, 2022. 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.sedarplus.ca.

CORPORATE OVERVIEW

Snowline Gold Corp. (the “Company” or “Snowline”) was incorporated pursuant to the provisions of the Business Corporations Act (British Columbia) on November 29, 2017. The Company’s corporate head office is located at 1012 – 1030 West Georgia Street, Vancouver, British Columbia, Canada.

On February 25, 2021, the Company changed its name from Skyledger Tech Corp. to Snowline Gold Corp., and the Company’s principal business has now become the acquisition and exploration of mineral properties. The Company’s common shares are listed on the TSX Venture Exchange under the symbol “SGD”.

HIGHLIGHTS AND ACTIVITIES

Valley target drilling, Rogue Project

A Phase III drill program commenced on the Rogue Project’s Valley target in May 2023 and was completed in early October. The aim of the program was to better define the internal continuity and the outer extents of the high-grade, near-surface corridor of gold mineralization present at Valley, as well as to test for additional zones of mineralization within and near the Valley intrusion. Thirty eight holes were completed, including one PQ diameter hole that will be used for metallurgical test work.. Three drill rigs were winterized on site and a contract has been signed with the drill contractor for the 2024 field season, which is anticipated to commence in May 2024.

At the time of writing, results have been reported for 25 holes. These holes have shown i) strong gold grade continuity between previous widely spaced holes, including sustained gold grades higher than any previous results from the target, ii) a wider footprint of >1 g/t average Au and a longer strike of near surface, >2 g/t average Au mineralization than previously understood from 2022 drilling, and iii) the presence of sustained higher grades (>2 g/t Au average) at depth along the western boundary of the Valley intrusion, representing a prospective new zone within the Valley intrusion. Highlights of the Phase III drill program to date include V-23-039, which averaged **2.48 g/t Au over 553.8 m from surface, including 4.98 g/t Au over 132.0 m from 6.0 m downhole**, and demonstrated the presence of strong gold mineralization at depth with a zone of 2.03 g/t Au over 233.0 m from 287.0 m to 520.0 m downhole.

Satellite target drilling, Rogue Project

Phase II drilling was completed at Gracie, with four holes drilled. The program aimed to build on results of the 2022 program, vectoring towards the intrusive source to hornfels alteration prevalent at the target and suspected gold mineralization within the causative intrusion. Part of this program was intended to be drilled from a glacial cirque to the northwest of the 2022 collar sites, but an unstable rock glacier covering the floor of this cirque led to a pivot in plans and cancellation of the first hole at 276.0 m depth. A total of 2,068.5 m was drilled. Results from two holes have been received to date, with the holes encountering sedimentary rocks with varying degrees of hornfels alteration, indicating proximity to an intrusion, and low-density

sheeted quartz veins bearing rare instances of trace visible gold. Assays for G-23-006, which was aborted due to pad stability issues short of reaching its target, returned localized intervals of anomalous gold mineralization. G-23-007 was drilled away from the primary anomaly, targeting mineralized dikes observed on surface. The dikes were not encountered in the drill hole, and no gold values >1 g/t Au were returned from the hole, with elevated gold results occurring as rare, isolated instances. Higher bismuth values—an important pathfinder element for Valley-like intrusion-related gold systems—are present in this hole than in any of the 6 holes previously drilled at Gracie.

At the Reid (a.k.a. “LM”) target, a single hole was drilled, totalling 623.0 m depth. The hole intersected dykes of a biotite-rich feldspar porphyry as well as a coarse-grained granodiorite, both reminiscent of phases of the intrusion observed at Valley. Moderate to low quartz vein frequencies were observed, with minor bismuthinite and trace amounts of visible gold observed locally. The hole yielded a mineralized downhole interval of 174.5 m averaging 0.27 g/t Au, from 303.5 m. The true width of the intersection has not been determined.

Drilling on additional projects

Outside of Rogue, a fourth drill was active on additional phase I drill programs representing the first ever drill-testing of multiple targets. A phase I drill program comprising 1,283 m of diamond drilling in 5 holes was completed on the Cliff Project, an orogenic gold target in the southwest Yukon. Analytical results have been received for the first three drill holes. Gold bearing quartz veins were encountered in all three holes, with localized results of up to 6.64 g/t Au over 1.9 m drilled width (true width unknown).

Additionally, a phase I drill program was completed on the Tosh Project’s “Yarrow” target, another orogenic gold target in the southwestern Yukon. The program consisted of 6 holes totalling 1,715.9 m. Results from two of six holes have been received as of late November, 2023. Localized, elevated gold values (0.10 to 0.46 g/t Au) were present as rare, discrete intervals in both holes, variously associated with faulting, brecciation and, in T-23-005, lenses of semi-massive sulphides in metamorphosed sedimentary host rocks. Three semi-massive sulphide zones, up to 0.2 m in thickness, carried anomalous silver (9.50 to 48.4 g/t Ag), copper (165 ppm to 0.27% Cu) and zinc (>1% detection limit) across broader downhole sample interval widths (0.7 m to 0.9 m). Dominant minerals are pyrite and pyrrhotite.

MINERAL PROJECTS

Rogue Gold Project, Yukon Territory

The 94,397-hectare Rogue project comprises 4,580 mineral claims, all 100% owned by Snowline. Three primary targets, Valley, Gracie and LM/Reid, located within a 9-kilometre trend of hornfels alteration, are complemented by anomalous gold in rocks, soils and stream sediment samples. These targets cover three suspected Mayo series intrusions, the same series of Cretaceous intrusions elsewhere responsible for multi-million-ounce reduced intrusion-related gold systems (RIRGS), particularly Kinross’s Fort Knox mine, Alaska and Victoria Gold’s Eagle Mine, Yukon. Additional intrusions across the district-scale Rogue Project appear to have potential to host substantial RIRGS.

The Valley target covers a recently (2012) discovered intrusion that was the primary focus of the Company’s exploration efforts in 2023. Since initial drilling of the target in September 2021, , 27,939 m have been drilled at Valley to date, with 15,917 m of that drilling completed in 2023. Results received to date demonstrate the presence of a sizable and consistently mineralized RIRGS with a zone of notably high gold grades for this type of system. The best drill results correspond to an area of increased quartz vein density within the intrusion and an increased frequency of instances of trace visible gold. Of note are >1 g/t Au to multiple-gram-per-tonne Au drill intervals across hundreds of metres, with a high degree of continuity within and between holes, and some of the highest grades encountered in broad intervals beginning at surface. Highlights of 2022-23 Valley drilling are summarized below:

Drillhole ID	Interval* (metres)		Width* (Au g/t)	Grade (Au g/t)
	From	To		
V-23-056	2.6	375.5	372.9	1.45
<i>including</i>	2.6	215.0	212.4	2.07
V-23-055	3.1	362.5	359.4	1.34
<i>including</i>	89.0	221.5	132.5	1.71
V-23-054	23.5	447.5	424.0	1.43
<i>including</i>	66.0	252.5	186.5	1.85
V-23-053	84.0	471.0	387.0	1.04
<i>including</i>	172.0	325.0	153.0	1.61
V-23-050	5.8	429.0	423.3	1.08
<i>including</i>	93.0	345.0	252.0	1.45
V-23-049	6.3	545.7	539.4	1.20
<i>including</i>	142.0	293.5	151.5	2.41
V-23-048	8.8	265.0	256.2	2.20
<i>including</i>	8.8	109.0	100.2	3.28
V-23-047	3.5	232.0	228.5	1.62
<i>including</i>	9.0	109.5	100.5	2.56
V-23-045	3.1	521.0	517.9	1.14
<i>including</i>	196.5	322.0	125.5	1.75
V-23-044	6.1	302.0	295.9	1.32
<i>including</i>	13.0	170.0	157.0	2.03
V-23-039	2.7	556.5	553.8	2.48
<i>including</i>	2.7	186.0	183.3	4.34
V-23-037	6.2	390.0	383.8	2.47
<i>including</i>	135.0	255.0	120.0	4.06
V-23-036	4.0	418.5	414.5	1.53
<i>including</i>	23.5	167.0	143.5	2.92
V-23-035	20.0	416.5	396.5	1.01
V-23-034	5.7	424.0	418.3	1.88
<i>including</i>	109.0	325.0	216.0	3.08
V-22-032	91.6	429.5	338.0	1.32
<i>including</i>	126.0	333.0	207.0	1.76
V-22-029	4.4	563.0	558.7	1.26
<i>including</i>	90.0	292.0	202.0	2.04
V-22-028	17.0	380.5	363.5	1.40
<i>including</i>	141.3	271.2	129.9	2.03
V-22-014	2.9	288.0	285.1	1.45
<i>including</i>	2.9	131.0	128.1	2.48
V-22-010	3.0	321.8	318.8	2.55
<i>including</i>	3.0	111.0	108.0	4.14
V-22-007	5.1	415.1	410.0	1.89
<i>including</i>	56.0	202.0	146.0	3.24
V-22-005	7.7	339.0	331.3	1.03
<i>including</i>	132.0	324.0	192.0	1.52

Highlight drill hole assay results from the Valley Zone in 2022 and 2023 to date. *Interval widths reported; true widths of the system are not yet known.

Phase III drilling commenced at Valley in late May 2023 with three drills in operation from early June, with the objectives of testing continuity of and expanding on the 2022 results. A total of 38 holes for 15,917 m have been drilled at Valley with assay results received for 13 of these holes (12 NQ2-sized holes plus one larger PQ-sized hole for metallurgical testing). All three drills are winterized on site to recommence drilling in May 2024.

In addition to drilling at Valley, the Company contracted First Nation of Na-Cho Nyak Dun-owned (through the Na-Cho Nyak Dun Development Corporation) Yukon Seed and Restoration (YSR) to conduct a botanical survey of the Valley Zone and to collect a seed bank in support of progressive reclamation efforts on the project. YSR also assisted with the progressive reclamation of drill pad sites. The Company contracted Ensero Solutions to begin environmental baseline monitoring at Valley. In October 2022, Ensero established 11 water level monitoring stations and five hydrologic meters within and around the Valley Zone and commenced a program of monthly data collection. Monitoring is ongoing.

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 (a geochemical fingerprint of RIRGS) in soils and talus fines complement a 1 kilometer-scale conductivity low in regional ZTEM geophysical data, thought to be caused by an intrusion below surface. Geological mapping of the prospect in 2022 identified multiple orientations of fractures and mineralized veins, including a prominent set of jointing and quartz veins with a steeply dipping, 320-degree NW orientation, similar to the dominant direction of mineralized sheeted veins at Valley.

Five drill holes were completed at Gracie in 2022, for a total of 2,152 m. These holes hit varying degrees of hornfels in sedimentary rocks, with light quartz veining including minor bismuthinite. The drilling did not intersect the intrusion, where dense RIRGS mineralization is considered most likely, but geochemical results alongside alteration logs may prove useful in vectoring towards it. Rare, trace instances of visible gold in quartz veins were identified in 4 of the 5 drill holes. Geochemical results revealed multiple isolated zones of gold mineralization (up to 19.45 g/t Au over 0.9 m), with elemental associations confirming the presence of an RIRGS nearby at Gracie.

A Phase II drill program following up on the 2022 results was completed with total of 2,068.5 m was drilled in four holes. The first hole of the 2023 field season at Gracie, drilled from the NW of the main target area, encountered hornfels mineralization and low densities of sheeted quartz veins. The hole was called short of its target due to an unstable pad location. Results from the first two holes have been received to date, with the holes encountering sedimentary rocks with varying degrees of hornfels alteration, indicating proximity to an intrusion, and low-density sheeted quartz veins bearing rare instances of trace visible gold. Assays for G-23-006, which was aborted due to pad stability issues short of reaching its target, returned localized intervals of anomalous gold mineralization. G-23-007 was drilled away from the primary anomaly, targeting mineralized dikes observed on surface. The dikes were not encountered in the drill hole, and no gold values >1 g/t Au were returned from the hole, with elevated gold results occurring as rare, isolated instances. Higher bismuth values—an important pathfinder element for Valley-like intrusion-related gold systems—are present in this hole than in any of the 6 holes previously drilled at Gracie. Results from G-23-008 and G-23-009 are pending.

A single drill hole was also completed at the Reid target, collared near the site of the 1996 drill hole AS-96-03, which is reported to have run 2.1 g/t Au over 96.0 m, influenced by two high grade intervals of 26.0 g/t Au and 76.0 g/t Au, each over 1.5 m (5 ft). Snowline relocated and resampled core from the 1996 drilling, but these and other high gold results within the hole were not replicated. The current hole nonetheless encountered encouraging signs of mineralization, including moderate quartz vein densities within a coarse-grained granodiorite bearing multiple instances of trace visible gold, and dykes of a fine-grained biotite rich feldspar porphyritic granodiorite that at Valley are spatially and potentially genetically associated with the highest-grade zones. Moderate to low quartz vein frequencies were observed, with minor bismuthinite and trace amounts of visible gold observed locally and yielded a mineralized downhole interval of 174.5 m averaging 0.27 g/t Au, from 303.5 m.

A broader program of surface work complements exploration efforts at Rogue, with an aggressive surface campaign in 2023. Geological mapping and prospecting was carried out on the Gracie, Reid, JP (formerly known as Scronk), Cujo, Ramsey, Aspire East and Old Cabin targets, in addition to others. Localized soil lines and infill stream silt sampling have been performed on various targets. An extensive helicopter-borne ZTEM survey was initiated to both infill and expand upon historical regional data collected in 2008, however technical difficulties prevented the survey from being completed – 20% of the planned ~2,500 line-km survey was completed; the remainder of the survey is planned to be completed early in the 2024 field

season. Additional drone surveying was planned to collect both magnetic and orthophotography/accurate elevation data for certain target areas, however external factors delayed the crew from arriving to the project and preliminary drone flights were carried out in preparation for the surveys to be completed early in the 2024 field season.

Rogue was expanded by 80% through staking during a 2023 spring staking program to a current size of 94,397 ha.

In addition, in May 2023, the Company acquired 92 claims prospective for RIRGS from an arm's length third party. 62 of these claims fall within the boundaries of the Rogue Project and now form a part of the project. The acquisition consolidates ownership of several RIRGS targets within the Rogue Plutonic Complex.

Supporting the Rogue, Einarson, Ursa and Cynthia projects, the Company operates a 49-person exploration camp at the Forks airstrip under Class 3 MLUA permit LQ00561a. This camp now serves as a base for its operations in the area, and is permitted through to 2026. The Forks airstrip has been upgraded and extended to 3,000' to accommodate larger aircraft. The Company installed a 27-kW solar generator facility at the Forks camp in June and July 2022, under a 5-year lease from the Nacho Nyak Dun Development Corporation. The facility provides a majority of camp's electrical power during the summer exploration season, cutting down on fuel consumption, carbon emissions, total support flights needed and general background noise in camp.



Solar panels in position at Snowline's newly built Forks Camp. Designed by Solvest Inc. the 27-kW hybrid-solar generator system is among the first of its kind to be used to power a remote exploration camp in Canada.

Einarson Gold Project, Yukon Territory

The 91,696-hectare Einarson project is located in the Yukon's metal-endowed Selwyn Basin. 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 in 2021 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. Gold is associated with quartz carbonate veins and breccias and disseminated in surrounding mudstones. Two instances of trace visible gold were observed in V-21-020.
- 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.
- Neptune (formerly "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.

Fieldwork in 2023 at Einarson was focused on the Pluto target, on which most claims are owned 100% by the Company (through its subsidiary Senoa Gold Corp). A 1,051 sample (including QAQC samples) soil sampling program at Pluto was completed, along with general mapping and prospecting. This work was largely carried out by Archer, Cathro and Associates.

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
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. These groups initially secured much of 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. Surface work by Snowline at Einarson in 2021 through 2023 has added to these figures.

Snowline holds a majority 70% interest in 3,016 of 4,536 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 1,228 claims are pending transfer from Epica Gold Corp. following completion of a 2021

option deal, while other 1,500 claims are owned 100% by Snowline through its Yukon-based private subsidiary, Senoa Gold Corp. Claim staking by Snowline prior to the 2023 field season brought the total area of the Einarson project to 91,696 ha.

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.

Ursa Base Metal Project, Yukon Territory

The 22,924 ha Ursa project covers anomalous silver, zinc, nickel, vanadium, copper and molybdenum mineralization associated with Paleozoic 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.

Exploration at Ursa in 2023 has comprised light surface work – mapping and rock sampling – in and around select target areas across the project. A student of the Colorado School of Mines completed fieldwork for an MSc thesis focused on Ursa, as part of a two-year research agreement between Snowline and the Colorado School of Mines.

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.

Historical 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.

In June 2023, fieldwork was carried out following up on 2022 surface and geophysical work, with the aim of identifying drill targets at the Yarrow Zone. A Phase I drill program comprising six holes totalling 1,715.9 m was completed at Yarrow, the first ever drill testing of any target on the property itself. Results from two of the six holes have been received to date, with the results of four holes pending. Localized, elevated gold values (0.10 to 0.46 g/t Au) were present as rare, discrete intervals in both holes (T-23-001 and T-23-005), variously associated with faulting, brecciation and, in T-23-005, lenses of semi-massive sulphides in metamorphosed sedimentary host rocks. Three semi-massive sulphide zones, up to 0.2 m in thickness, carried anomalous silver (9.50 to 48.4 g/t Ag), copper (165 ppm to 0.27% Cu) and zinc (>1% detection limit) across broader downhole sample interval widths (0.7 m to 0.9 m). Dominant minerals are pyrite and pyrrhotite.

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 historical geochemical and geological exploration program throughout the Ruby Range vectoring to the most prospective areas. The Project is underlain by Klwane 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 m by 300 m, 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.

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.

In July, fieldwork was carried out with the aim of identifying drill targets at main Cliff Zone. A total of 5 holes for 1,283 m has been completed from two pad locations.

Analytical results have been received for the first three drill holes. Gold bearing quartz veins were encountered in all three holes, with localized results of up to 6.64 g/t Au over 1.9 m drilled width (true width unknown). Assays for the final two holes are pending.

Rainbow Gold Project, Yukon Territory

The 2,842-hectare 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 Mayo series. Other Mayo series-related gold deposits within the Tintina Gold Belt include Kinross's Fort Knox Mine in Alaska and Victoria Gold's Eagle Mine in the Yukon.

Historical 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. Historical 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.

In July 2023, a soil grid was established, and 398 samples were collected on the East Rainbow Zone. This work was carried out by Archer, Cathro and Associates.

Cynthia Gold Project, Yukon Territory

The 16,298-hectare Cynthia Gold Project is located in the Selwyn Basin, eastern Yukon Territory. Among other targets, 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.

Exploration work at Cynthia in 2022 consisted primarily of rock sampling and geological investigation. Drone orthophoto surveys were flown in the Cynthia target areas, producing detailed imagery and digital surface models. Cynthia was expanded 13.8% through staking during the 2022 field program to a current size of 16,298 ha.

In September 2023, the September 2021 Option Agreement with Epica Gold Corp was completed, securing purchase of various claim blocks that have been added to the Cynthia, Ursa and Einarson projects.

Surface work at Cynthia in 2023 consisted of geological mapping, prospecting and soil sampling, with a newly identified target, Sydney, consisting of at least two orientations of sheeted arsenopyrite-rich veinlets covering an area of approximately 180 m by 400 m hosted in an approximately 3 km by 3 km granodiorite intrusion.

Olympus Gold Project (formerly “Golden Oly” & others within Strikepoint Portfolio), Yukon Territory

In October 2022, Snowline completed the acquisition of a portfolio of exploration assets from Strikepoint Gold, comprising ten mineral properties covering a total of 94,286 ha in the eastern and central Yukon. The largest and at this point most notable property included in the acquisition is the Golden Oly or Olympus project, which covers at least seven suspected members of the Mayo-series plutonic suite, and thus could host mineralization similar to that observed at Snowline’s Valley discovery on the Rogue project, roughly 68 km to the north. Historical data from previous operators are being compiled, assessed, and incorporated into Snowline’s exploration database.

Work in 2023 on the Olympus property consisted of a small, fly-camp based field program of prospecting and surface sampling on the Colossus and Babylon targets to verify past results and orient the company on the target. Results from this work are pending.

SELECTED QUARTERLY INFORMATION

Three months ended September 30, 2023 vs. September 30, 2022

The following table provides information for the three-month periods ended September 30, 2023 and 2022:

	For the three months ended September 30, 2023 \$	For the three months ended September 30, 2022 \$
Operating expenses		
Exploration expenditures	12,873,596	8,489,932
Share-based payment expense	1,130,783	373,184
Wages and salaries	314,304	88,322
Professional fees	121,572	118,845
Investor relations	360,553	87,397
Office and miscellaneous	102,384	47,747
Depreciation	53,044	40,359
Transfer agent and regulatory fees	39,528	17,744
Consulting	8,275	8,138
Lease interest	4,717	-
Total operating expenses	15,008,756	9,271,668
Loss before other expenses	(15,008,756)	(9,271,668)
Other income (expenses)		
Accretion expense	(15,280)	(26,324)
Foreign exchange (loss) gain	(3,192)	(738)
Finance income (cost)	380,073	2,341
Recovery on flow-through share premium	3,756,566	2,403,508
Total other income	4,118,167	2,378,787
Net loss & comprehensive loss	(10,890,589)	(6,892,881)
Loss per share – basic and diluted	(0.08)	(0.06)
Weighted average number of shares outstanding – basic and diluted	142,373,905	112,666,601

The Company had a net loss of \$10.9M for the three-month period ended September 30, 2023, compared to a net loss of \$6.9M for the comparative period. The increased net loss for the current period was predominantly the result of:

- Exploration expenses of \$12.9M (Sept 30, 2022 - \$8.5M). The increased exploration expenses for the current period were the result of the company raising approx. \$19M in the first quarter of 2023 and \$16.5M in September 2023, which allowed for ramping up its exploration efforts building off of the results it had achieved in the prior exploration season. The Company has added additional drill rigs and increased the number of human resources in the field. This also resulted in an increase in helicopter, field equipment and field supplies expense.

- Operating expenses other than exploration expenses of \$2.1M (Sept 30, 2022 – \$0.8M). One of the main reasons for the increase in operating expenses was the increase in stock-based compensation from \$0.4M in 2022 to \$1.1M in 2023. Stock based compensation was higher in the current period due to additional grants that took place as well as vesting of prior period option grants as well as higher value of the options granted in the 2023 period. Wages and salaries were also higher in the current period due to additional staff that have been hired to support the increase in exploration activities. Investor relations, professional fees and office and miscellaneous expenses increased in 2023 compared to the three months ended Sept 30, 2022, due to increased activities of the Company. The remaining expenses were comparable in the current year to the previous period.
- Other income increased in the current period to \$4.1M from \$2.4M as a result of the increase in the recovery of the flow-through share premium (\$3.7M in 2023 compared to \$2.4M in 2022) as well as finance income earned on cash invested in GIC's of \$0.4M. Interest income earned in the same period of 2022 was negligible.

Nine months ended September 30, 2023 vs. September 30, 2022

The following table provides information for the nine-month periods ended September 30, 2023 and 2022:

	For the nine months ended September 30, 2023 \$	For the nine months ended September 30, 2022 \$
Operating expenses		
Exploration expenditures	20,254,445	11,710,012
Share-based payment expense	4,357,713	741,919
Wages and salaries	768,809	267,308
Professional fees	399,326	208,520
Investor relations	604,460	237,294
Office and miscellaneous	230,049	168,312
Depreciation	160,727	81,055
Transfer agent and regulatory fees	142,108	58,327
Consulting	70,505	22,543
Lease interest	13,377	-
Total operating expenses	27,001,519	13,495,290
Loss before other expenses	(27,001,519)	(13,495,290)
Other income (expenses)		
Accretion expense	(49,272)	(71,899)
Foreign exchange (loss) gain	(6,356)	(792)
Finance income (cost)	920,368	6
Recovery on flow through share premium	5,516,022	3,213,274
Total other income	6,380,762	3,140,589
Net loss & comprehensive loss	(20,620,757)	(10,354,701)
Loss per share – basic and diluted	(0.15)	(0.08)
Weighted average number of shares outstanding – basic and diluted	138,643,333	122,584,385

The Company had a net loss of \$20.6M for the nine-month period ended September 30, 2023 compared to a net loss of \$10.4M for the comparative period. The increased net loss for the current period was predominantly the result of:

- Exploration expenses of \$20.3M (September 30, 2022 - \$11.7M). The increased exploration expenses for the current period were the result of the company ramping up its exploration efforts building off of the results it had achieved in the prior exploration season. The Company has added additional drill rigs and increased the number of human resources in the field, which also resulted in an increase in field equipment and supplies expense.
- Operating expenses other than exploration expenses of \$6.7M (September 30, 2022 – \$1.7M). Stock based compensation was higher in the current period due to additional grants that took place as well as vesting of prior period option grants and higher value of the options granted in 2023.

Wages and salaries were also higher in the current period due to additional staff that have been hired to support the increase in exploration activities. Increase in professional and investor relations fees is due to increase in the Company's operations. The remaining expenses were comparable in the current year to the previous period.

- Other income increased in the current period to \$6.4M from \$3.1M as a result of the increase in the recovery of the flow through share premium from \$3.2M to \$5.5M in 2023 as well as finance income earned on cash invested in GIC's of \$0.9M.

SUMMARY OF QUARTERLY RESULTS

Quarterly Financial Information

For the three months ended (\$)	September 30, 2023	June 30, 2023	March 31, 2023	December 31, 2022
Total revenue	-	-	-	-
Exploration expenses	(12,873,596)	(6,216,728)	(1,164,121)	(1,821,061)
Net loss	(10,890,589)	(6,843,197)	(2,883,027)	(2,463,465)
Basic and diluted loss per share	(0.08)	(0.05)	(0.02)	(0.02)
Total assets	53,128,659	47,639,826	51,208,310	31,982,997
Shareholders' equity	40,067,730	38,765,751	40,172,901	29,343,204

For the three months ended (\$)	September 30, 2022	June 30, 2022	March 31, 2022	December 31, 2021*
Total revenue	-	-	-	-
Exploration expenses	(8,489,932)	(2,648,091)	(571,989)	(1,128,617)
Net loss	(6,892,881)	(2,592,800)	(869,020)	(1,648,822)
Basic and diluted loss per share	(0.06)	(0.02)	(0.01)	(0.02)
Total assets	33,796,527	13,263,962	14,478,899	14,934,168
Shareholders' equity	28,894,338	9,960,027	11,609,449	11,731,379

*The period ended December 31, 2021 is a four month period as a result of the change in year-end transition period.

Period ended September 30, 2023 vs. June 30, 2023, March 31, 2023 and December 31, 2022

For the periods noted, the Company continues to run a net loss as its focus is on exploration activities. The period ended September 30, 2023 had the largest loss and spend on exploration due to the seasonality of the field season. The Company started to ramp up operations for the season in June 2023, which resulted in an increase in exploration expenses to \$13M during the three months ended September 30, 2023 compared to \$6.2M in the period ended June 30, 2023.

Total assets and shareholders equity increased in the period ended September 30, 2023 mainly due to equity financings and the exercise of convertible securities, offset by the net loss in the period. The Company raised \$16.5M in flow-through funds in September 2023 and issued shares with a fair value of approx. \$1.5M in connection with a property option agreement, which resulted in the increase in total assets and shareholders' equity compared to the period ended June 30, 2023.

Period ended September 30, 2023 vs. September 30, 2022, June 30, 2022, March 31, 2022 and December 31, 2021

For the periods noted, the Company continues to run a net loss as its focus is on exploration activities. The company has continued to raise capital and deploy that capital on exploration. Building off of prior success, the company has ramped up the spend on exploration in the current year in comparison to the previous periods. There is seasonality to the exploration season, given our properties are located in the Yukon. Our

typical exploration season runs from May to October, which is why there are fluctuations in both net loss and exploration expenses.

Total assets and shareholders equity increased in the current period mainly due to the Company raising a total of \$35.7M in flow-through funds in fiscal 2023, offset by exploration expenses in the period.

LIQUIDITY AND CAPITAL RESOURCES

	September 30, 2023		September 30, 2022	
Net cash used in operating activities	\$	(18,529,314)	\$	(11,175,498)
Net cash provided by financing activities		38,091,670		29,519,739
Net cash used in investing activities		(1,606,252)		(753,733)
Net change		17,956,104		17,590,509
Cash, end of period	\$	39,851,404	\$	26,331,670

Cash used in operating activities was higher in the current period driven mainly by cash spent on exploration activities.

Cash provided by financing activities during the current period was significantly higher than the comparative periods as a result of the large equity financing, as well as warrants and options being exercised.

Cash used in investing activities was higher in the current period due to the acquisition of exploration assets, and the annual promissory note payment to 18526 Inc. related to the Senoa Gold acquisition.

TRANSACTIONS WITH RELATED PARTIES

During the three and nine months ended September 30, 2023 and 2022, 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 ended September 30,		Nine months ended September 30	
	2023	2022	2023	2022
	\$	\$	\$	\$
Wages and salaries	111,214	66,250	333,643	197,250
Office and miscellaneous (rent)	8,102	-	22,956	-
Professional fees	43,749	24,375	131,247	73,125
Share-based payment expense	546,665	135,914	2,167,621	321,846
	709,730	226,539	2,655,467	592,221

At September 30, 2023, accounts payable and accrued liabilities included \$nil (December 31, 2022 - \$12,326) owing to directors and officers of the Company or companies controlled or significantly influenced by directors and officers. The amounts owing include amounts related to expenditures charged to the Company. The amounts are unsecured, non-interest bearing and are due on demand. The amounts have been recorded at their exchange amount, being the amount agreed to by the parties.

During the period ended September 30, 2023, the Company amended change of control clauses of its agreements with the CEO and CFO, whereby under the amended terms, CEO and CFO of the Company are entitled to 12 months payment in the event of a change of control.

Except as disclosed elsewhere, the Company incurred the following with companies controlled by officers of the Company for the three and nine-month periods ended September 30, 2023 and 2022:

Related party	Nature of transactions
Roma Capital Corp. (Matthew Roma, Officer)	Professional fees & rent

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 and cash equivalents are 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 deposits its cash into demand accounts held with large Canadian financial institutions where interest rate risk is not significant.

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:

	Stock Options	Share Purchase Warrants	Common Shares
As at September 30, 2023	8,252,050	8,739,169	144,577,547
Warrants exercised	-	(150,000)	150,000
Stock options exercised	-	-	-
As at the date of the report	8,252,050	8,589,169	144,757,547

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. 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.

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.

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 and cash equivalents. The Company limits its exposure to credit loss by placing its cash and cash equivalents 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 fair value of cash and cash equivalents 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.

New Accounting Policies and Critical Estimates and Judgments

The Company's new accounting policies and judgments are outlined in note 4 of the annual consolidated financial statements for the year ended December 31, 2022. The IASB issued certain new accounting standards or amendments that are mandatory for accounting periods on or after January 1, 2023, that had no material effect on the Company's consolidated financial statements.

Regional Conflicts

The Company's business may be affected by changes in political and market conditions, such as interest rates, availability of credit, inflation rates, changes in laws, and national and international circumstances. Recent geopolitical events and potential economic global challenges such as the risk of the higher

inflation and energy crises, may create further uncertainty and risk with respect to the prospects of the Company's business.

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, P.Ge., 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.