

VIZSLA RESOURCES CORP. (formerly Vizsla Capital Corp.)
Management Discussion and Analysis
For the three and six months ended October 31, 2019 and 2018

DISCLAIMER FOR FORWARD-LOOKING INFORMATION

Certain statements in this report are forward-looking statements, which reflect our management's expectations regarding our future growth, results of operations, performance and business prospects and opportunities. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits we will obtain from them. These forward-looking statements reflect management's current views and are based on certain assumptions and speak only as of October 31, 2019. These assumptions, which include, management's current expectations, estimates and assumptions about the global economic environment may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions, (2) inability to locate and identify potential business acquisitions, (3) potential negative financial impact from regulatory investigations, claims, lawsuits and other legal proceedings and challenges, and (4) other factors beyond our control. There is a significant risk that such forward-looking statements will not prove to be accurate. Investors are cautioned not to place undue reliance on these forward-looking statements. No forward-looking statement is a guarantee of future results. Unless otherwise required by applicable securities laws, the Issuer disclaims any obligation to update any forward-looking statements, whether as a result of new events, circumstances and information, future events or results or otherwise. Additional information about these and other assumptions, risks and uncertainties are set out in the section entitled "Risk Factors" below.

Date and Basis of Discussion & Analysis

This Management Discussion and Analysis ("MD&A") is dated as of October 31, 2019 and should be read in conjunction with the unaudited condensed consolidated interim financial statements of Vizsla Resources Corp. for the three and six months ended October 31, 2019 and 2018. The October 31, 2019 condensed consolidated interim financial statements are prepared in compliance with International Financial Reporting Standards as issued by the International Accounting Standards Board. Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), have been omitted or condensed. Unless expressly stated otherwise, all financial information is presented in Canadian dollars.

The financial statements were approved by the Board of Directors of the Company on December 27, 2019.

Overall Performance

Nature of Business

Vizsla Resources Corp. ("Vizsla Resources" or the "Company") was incorporated as Vizsla Capital Corp. under the Business Corporations Act (British Columbia) on September 26, 2017. On March 8, 2018, the Company changed its name to Vizsla Resources Corp. The Company's principal business activity is the exploration of mineral properties. The Company currently conducts substantially all of its operations in Canada and Mexico in one business segment.

The head office and principal address of the Company is located at #1001-1030 West Georgia Street, Vancouver, B.C. V6E 3B9.

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On October 24, 2017, the Company entered into an Option Agreement to acquire a 100% interest in 4 mineral claims comprising the Kathleen Mountain Property located in the Princeton Mining Division in the Province of British Columbia. The Kathleen Mountain Property is the sole property of the Company. During the year-ended April 30, 2019, management determined that the property was not viable and terminated the Option Agreement and, as a result, the acquisitions costs and exploration costs in the amount of \$435,378 were written off.

On January 16, 2019, pursuant to a definitive share exchange agreement dated December 17, 2018, the Company acquired all of the issued and outstanding common shares of NorthBase Resources Inc. a private British Columbia company which controls a district-scale (20,265 hectare) land package known as the Blueberry Property in the Babine porphyry copper district in central British Columbia. Under the terms of the acquisition, the holders of NorthBase shares received one common share of the Company in exchange for each NorthBase share held. The Company issued an aggregate 9,100,001 common shares in connection with the acquisition at a fair value of \$0.15 per common share.

On November 5, 2019, the Company closed a share purchase agreement to acquire the options to consolidated mineral rights, infrastructure and processing facilities in the Panuco- Copala property via the acquisition of 100% of the issued and outstanding shares of Canam Alpine Ventures Ltd. ("Canam").

The Company has never generated revenue or positive cash flows from operations. For the three and six months ended October 31, 2019, the Company reported a net loss of \$439,621 and \$916,677 (2018: \$5,386 and \$17,730), cash deficiency from operating activities of \$746,359 (2018: cash provided by operating activities of \$22,235) and has an accumulated deficit of \$1,850,870 (April 30, 2019: \$934,193). This raises significant doubt about the Company's ability to continue as a going concern. The Company's ability to continue its operations as intended are dependent on its ability to obtain necessary financing and raise capital sufficient to cover its operating costs.

Operations during the six months ended October 31, 2019 were primarily related to negotiations in relation to the acquisition of the Company's interest in Canam Alpine Ventures Ltd. and exploration work in anticipation of closing the transaction.

Financing

During the period from Incorporation on September 26, 2017 to April 30, 2018 the Company issued 5,750,001 common shares for net proceeds in the amount of \$299,000. See "Share Capital".

During the year-ended April 30, 2019, the Company issued 5,083,333 common shares pursuant to its initial public offering, 200,000 common shares as per the Kathleen Mountain Property agreement and 9,100,001 common shares as per the Northbase acquisition agreement.

During the six months ended October 31, 2019, the Company issued 13,192,829 common shares pursuant to a private placement and issued 338,654 common shares pursuant to the exercise of warrants.

Kathleen Mountain Property, Princeton Mining Division, British Columbia

On October 24, 2017, the Company entered into an option agreement to acquire a 100% interest in 4 mining claims located in the Princeton Mining District of British Columbia. To acquire the 100% interest, the Company was required to make cash payments of \$105,000 and issue 200,000 of the Company's common shares, of which the Company paid \$35,000 and issued 200,000 commons shares. During the term of the option, the Company was required to keep the claims in good standing, and to incur minimum Exploration Expenditures on the Properties of not less than an aggregate of \$300,000 as follows:

1. \$100,000 by the first anniversary of the Effective Date (incurred); and
2. an additional \$200,000 by the second anniversary of the Effective Date.

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These claims are also subject to a 2% Net Smelter Return Royalty payable commencing from the date upon which the Property is put into commercial production. One-half (50%) of which can be acquired at a purchase price of \$500,000, leaving the optionor with a 1.0% remaining Net Smelter Royalty.

During the year-ended April 30, 2019, the Company abandoned the properties and incurred a write-off of \$435,378.

Northbase Resources Inc.

On January 16, 2019, pursuant to a definitive share exchange agreement dated December 17, 2018, the Company acquired all of the issued and outstanding common shares of NorthBase Resources Inc. (“Northbase”) a private British Columbia company which controls a district-scale (20,265 hectare) land package known as the Blueberry Property in the Babine porphyry copper district in central British Columbia. Under the terms of the acquisition, the holders of NorthBase shares received one common share of the Company in exchange for each NorthBase share held.

The Company issued an aggregate 9,100,001 common shares in connection with the acquisition at a fair value of \$0.15 per common share. The shares are subject to a four month hold period.

The transaction was accounted for as an asset acquisition. The purchase consideration was as follows:

Share consideration	\$ 1,365,000
Transaction costs	15,612
Consideration given	\$ 1,380,612

The allocation of the purchase price to the assets acquired and liabilities assumed was based upon estimated fair value at the date of acquisition as below:

Cash	\$ 44,630
Accounts payable and accrued liabilities	(21,485)
Exploration and evaluation asset	1,357,467
Net assets acquired	\$ 1,380,612

Canam Alpine Ventures Ltd.

Under the definitive share purchase agreement dated September 13, 2019, the Company has agreed to acquire all of the outstanding shares of Canam Alpine Ventures Ltd. (“Canam”). Canam holds options (the “Options”) to acquire a 100% interest in the Panuco mining concessions and related infrastructure and processing facilities. Title to the property is currently held by the optionees.

On November 6, 2019, the Company acquired CanAm for \$45,000 and staged consideration of 18,000,000 common shares whereby 6,000,000 common shares are issuable upon closing, 6,500,000 common shares are issuable upon definition of a resource greater than 200,000 gold equivalent ounces, and 5,500,000 common shares will be issued upon exercise of the option. In addition, the Company issued 250,000 common shares as a finders’ fee.

Following is a summary of the terms of exercising the Options:

Milestone	Work Commitment (USD)	Payment (USD)	
On signing		\$ 700,000	Paid
12 month anniversary of signing		\$ 450,000	
24 month anniversary of signing	\$3,423,000	\$ 5,184,500	
36 month anniversary of signing		\$ 6,846,000	
48 month anniversary of signing		\$ 8,557,500	
60 month anniversary of signing		\$ 9,269,000	
72 month anniversary of signing		\$ 11,907,425	
Total	\$3,423,000	\$ 43,000,000	

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Results of Operations for the Three Months Ended October 31, 2019

	Three Months Ended October 31, 2019	Three Months Ended October 31, 2018
	\$	\$
General and administrative expenses		
Amortization	237	197
Consulting fees	103,800	10,000
Insurance	5,632	-
Exploration	90,328	-
Investor relations	8,435	7,500
Office and miscellaneous	47,304	2,387
Professional fees	136,902	369
Share based compensation	-	-
Transfer agent and filing	25,531	1,300
Travel and promotion	21,452	4,113
Income tax recovery	-	(20,500)
Net loss and comprehensive loss for the period	439,621	5,386

Operations during the three months ended October 31, 2019, increased generally from the comparative period as the Company listed on the TSX-V and increased operations through its generative exploration program and overall increase in activity as the Company continued to identify and evaluate additional projects to supplement the Company's portfolio.

Results of Operations for the Six Months Ended October 31, 2019

	Six Months Ended October 31, 2019	Six Months Ended October 31, 2018
	\$	\$
General and administrative expenses		
Amortization	474	433
Consulting fees	177,443	10,000
Insurance	9,330	-
Exploration	137,240	-
Investor relations	28,157	7,500
Office and miscellaneous	80,325	2,466
Professional fees	204,850	12,418
Share based compensation	189,525	-
Transfer agent and filing	39,702	1,300
Travel and promotion	49,631	4,113
Income tax recovery	-	(20,500)
Net loss and comprehensive loss for the period	916,677	17,730

Operations during the six months ended October 31, 2019, increased generally from the comparative period as the Company listed on the TSX-V and increased operations through its generative exploration program, issuance of stock options and overall increase in activity as the Company continued to identify and evaluate additional projects to supplement the Company's portfolio.

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Summary of Quarterly Results (Unaudited)

The following table provides information on the eight most recently completed quarters:

Fiscal quarters ended	October 31, 2019	July 31, 2019	April 30, 2019	January 31, 2019	October 31, 2018	July 31, 2018	April 30, 2018	January 31, 2018
	\$	\$	\$	\$	\$	\$	\$	\$
Sales or Revenue			-	-	-	-	-	-
Net loss	(439,621)	(477,056)	(399,971)	(472,032)	(5,386)	(12,343)	(44,382)	(50)
Loss per common share	(0.01)	(0.01)	(0.01)	(0.01)	(0.00)	(0.00)	(0.00)	(0.00)

Generally, since the Company has obtained its public listing, the net loss has remained relatively consistent from quarter to quarter with fluctuations occurring depending on the level and nature of activity that the Company has undertaken.

Liquidity and Capital Resources

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at October 31, 2019 the Company had a cash balance of \$125,101 (April 30, 2019: \$150,222) to settle accounts payable and accrued liabilities of \$90,427 (April 30, 2019: \$62,721). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

During the six months ended October 31, 2019, the Company used \$746,359 in operating activities (2018: \$22,235), used \$1,148,354 in investing activities (2018: \$188,187), and the amount provided by financing activities was \$1,869,592 (2018: provided by financing activities of \$631,729).

Shareholder's equity as at October 31, 2019 was \$2,753,674 (April 30, 2019: \$1,538,234). During the six months ended October 31, 2019, the Company raised net proceeds of \$1,942,952 through the issuance of common stock.

The capital resources of the Company as at October 31, 2019 are primarily its cash of \$125,101. The Company may require additional financing to fund any anticipated operating expenses, to conduct exploration programs or for future acquisitions. The Company anticipates funding future expenditures through equity subscriptions, such as private placements or through the exercise of warrants and options. In light of the continually changing financial markets, there is no assurance that funding by equity subscriptions will be possible at the times required or for the amounts desired or that it can be obtained on terms acceptable to the Company and its shareholders.

If additional funds are raised through the issuance of equity securities, the percentage ownership of current shareholders will be reduced, and such equity securities may have rights, preferences, or privileges senior to those of the holders of the Company's common stock.

Off-Balance Sheet Arrangements

As at October 31, 2019, there were no off-balance sheet arrangements to which the Company was committed.

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Transactions with Related Parties

During the three and six months ended October 31, 2019 and 2018, the Company has the following related party transactions:

- (a) The Company has incurred \$78,000 and \$108,000 (2018: \$10,000 and \$17,500) to the Company's Officers as compensation.
- (b) The Company has granted 1,223,000 (2018: \$Nil) stock options in total to directors, officers and consultants of the Company (Note 7f).

These transactions are in the normal course of operations and have been valued in these condensed consolidated interim financial statements at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Proposed Transactions

None.

Critical Accounting Estimates

The Company has outlined the basis of its critical accounting estimates in Note 4 of the April 30, 2019 Financial Statements.

Changes in Accounting Policies – International Financial Reporting Standards (“IFRS”)

The Company adopted the following new accounting standard and interpretation:

IFRS 16, Leases (effective January 1, 2019) introduced new requirements for the classification and measurement of leases. Under IFRS 16, a lessee no longer classifies leases as operating or financing and records all leases on the condensed consolidated statement of financial position, unless the lease term is 12 months or less or the underlying asset has a low value. The Company has applied a modified retrospective transition approach. The Company does not have any leases, and as a result, this standard had no impact on the Company's condensed consolidated interim financial statements on adoption.

IFRIC 23, Uncertainty over Income Tax Treatments (effective January 1, 2019) provides guidance when there is uncertainty over income tax treatments including, but not limited to, whether uncertain tax treatments should be considered separately; assumptions made about the examination of tax treatments by tax authorities; the determination of taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates; and, the impact of changes in facts and circumstances. This interpretation did not have an impact on the Company's condensed consolidated interim financial statements.

The Company has not applied the following amendment that has been issued but is not yet effective:

Amendments to IFRS 3, Business Combinations (effective January 1, 2020) assist in determining whether a transaction should be accounted for as a business combination or an asset acquisition. It amends the definition of a business to include an input and a substantive process that together significantly contribute to the ability to create goods and services provided to customers, generating investment and other income, and it excludes returns in the form of lower costs and other economic benefits. The Company has not elected to apply this amendment early.

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Financial Instruments and Other Instruments

Fair value of financial instruments

The Company applied the following fair value hierarchy which prioritizes the inputs used in the valuation methodologies in measuring fair value into three levels:

The three levels are defined as follows:

- Level 1 – inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 – inputs to valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.
- Level 3 – inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The Company's financial instruments are cash, due from related parties, loan receivable, due to related parties and accounts payable and accrued liabilities. All these financial instruments are carried on the consolidated statements of financial position at amortized cost. The fair values of these financial instruments approximate their carrying value due to their short-term nature.

The Company's financial instruments are exposed to certain financial risks, including liquidity risk, credit risk and interest rate risk.

Liquidity risk

Liquidity risk is the risk that the Company will not meet its financial obligations as they become due. Refer to Note 1 for further details related to the ability of the Company to continue as a going concern.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Company. The Company is exposed to credit-related losses in the event of non-performance by the counterparties. The carrying amounts of financial assets best represent the maximum credit risk exposure at the reporting date.

Cash is held with reputable banks in Canada. The long-term credit rating of these banks, as determined by Standard and Poor's, was A+.

Loan receivable is secured through a general security agreement with the borrower. There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance for loan receivable.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market interest rates. An immaterial amount of interest rate exposure exists in respect of cash balances on the statement of financial position. As a result, the Company is not exposed to material cash flow interest rate risk on its cash balances.

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Other MD&A Requirements

Summary of Outstanding Securities as at December 27, 2019

Authorized: Unlimited number of common shares without par value.

Issued and outstanding: 55,612,212 Shares (including 5,880,000 Shares held in escrow)

Warrants: 355,833 @ \$0.15 per share.
 888,200 @ \$0.40 per share.
 13,365,595 @ \$0.25 per share.

Stock options: 1,980,000 @ \$0.15 per share.
 1,318,000 @ \$0.17 per share.

RISK FACTORS AND UNCERTAINTIES

The Company is in the business of acquiring, exploring and, if warranted, developing and exploiting natural resource properties, currently in Canada and Mexico. Due to the nature of the Company's business and the present stage of exploration of its mineral properties (which are primarily early stage exploration properties with no known resources or reserves), many risk factors will apply. The risks described below are not the only ones facing the Company. Additional risks not presently known to the Company may also impair the business operations.

Going Concern and Financing Risks

The Company has limited financial resources, has no source of operating cash flow and has no assurance that additional funding will be available to it for further exploration and development of its projects or to fulfill its obligations under any applicable agreements. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that it will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and development of its projects with the possible loss of such properties.

Insufficient Financial Resources

The Company does not presently have sufficient financial resources to meet obligations when they become due, undertake by itself the acquisition, exploration and development of all of its planned acquisition, exploration and development programs. Future property acquisitions and the development of the Company's properties will therefore depend upon the Company's ability to obtain financing through the joint venturing of projects, private placement financing, public financing, short or long term borrowings or other means. There is no assurance that the Company will be successful in obtaining the required financing. Failure to raise the required funds could result in the Company losing, or being required to dispose of, its interest in its properties.

General Economic Conditions

The recent events in global financial markets have had a profound impact on the global economy. A continued or worsened slowdown in the financial markets or other economic conditions, including but not limited to, consumer spending, employment rates, business conditions, inflation, fuel and energy costs, consumer debt levels, lack of available credit, the state of the financial markets, interest rates, and tax rates may adversely affect the Company's growth and profitability. These factors could have a material adverse effect on the Company's financial condition and results of operations.

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Share Price Volatility

There can be no assurance that an active trading market in our securities will be established and sustained. The market price for our securities could be subject to wide fluctuations. Factors such as commodity prices, government regulation, interest rates, share price movements of our peer companies and competitors, as well as overall market movements, may have a significant impact on the market price of the securities of our Company. The stock market has from time to time experienced extreme price and volume fluctuations, particularly in the mining sector, which have often been unrelated to the operating performance of particular companies.

Dependence on Others and Key Personnel

The success of the Company's operations will depend upon numerous factors, many of which are beyond the Company's control, including (i) the ability to design and carry out appropriate exploration programs on its mineral properties; (ii) the ability to produce minerals from any mineral deposits that may be located; (iii) the ability to attract and retain additional key personnel in exploration, marketing, mine development and finance; and (iv) the ability and the operating resources to develop and maintain the properties held by the Company. There can be no assurance of success with any or all of these factors on which the Company's operations will depend, or that the Company will be successful in finding and retaining the necessary employees, personnel and/or consultants in order to be able to successfully carry out such activities.

Government Regulation

The Company is subject to the laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to prospecting, development, production, environmental protection, mining taxes, labor standards, property reclamation, discharge of hazardous material and other matters. The Company may also be held liable should environmental problems be discovered that were caused by former owners and operators of its properties and properties in which it has previously had an interest. The Company conducts its mineral exploration activities in compliance with applicable environmental protection legislation. The Company is not aware of any existing environmental problems related to any of its current or former properties that may result in material liability to the Company.

Competition

The Company's business of the acquisition, exploration and development of mineral properties is intensely competitive. The Company may be at a competitive disadvantage in acquiring additional mining properties because it must compete with other individuals and companies, many of which have greater financial resources, operational experience and technical capabilities than the Company. Increased competition could adversely affect the Company's ability to attract necessary capital funding or acquire suitable producing properties or prospects for mineral exploration in the future.

Fluctuation of Metal Prices

Even if commercial quantities of mineral deposits are discovered by the Company, there is no guarantee that a profitable market will exist for the sale of the metals produced. There can be no assurance that the price of any commodities will be such that any of the properties in which the Company has, or has the right to acquire, an interest may be mined at a profit.

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Title Matters

Although the Company has taken steps to verify the title to the mineral properties in which it has or has a right to acquire an interest in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee title (whether of the Company or of any underlying vendor(s) from whom the Company may be acquiring its interest). Title to mineral properties may be subject to unregistered prior agreements or transfers and may also be affected by undetected defects or the rights of indigenous peoples. Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties for which titles have been issued are in good standing.

Uncertainty of Resource Estimates/Reserve

Unless otherwise indicated, mineralization figures presented in the Company's filings with securities regulatory authorities, press releases and other public statements that may be made from time to time are based upon estimates made by Company personnel and independent geologists. These estimates are imprecise and depend upon geological interpretation and statistical inferences drawn from drilling and sampling analysis, which may prove to be unreliable.

Limited Experience

The Company has very limited experience in placing mineral resource properties into production, and its ability to do so will be dependent upon using the services of appropriately experienced personnel or entering into agreements with other major resource companies that can provide such expertise. There can be no assurance that the Company will have available to it the necessary expertise when and if it places its resource properties into production.

Speculative Business

Resource exploration and development is a speculative business and involves a high degree of risk, including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but from finding mineral deposits which, though present, are insufficient in size to return a profit from production. The marketability of natural resources that may be acquired or discovered by the Company will be affected by numerous factors beyond the control of the Company. These factors include market fluctuations, the proximity and capacity of natural resource markets, government regulations, including regulations relating to prices, taxes, royalties, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital. There is no known resource, and there are no known reserves, on any of the Company's properties.

Permits and Licenses

The operations of the Company will require licenses and permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out its projects, on reasonable terms or at all. Delays, or a failure to obtain such licenses and permits, or a failure to comply with the terms of any such licenses and permits that the Company does obtain, could have a material adverse effect on the Company.

Dilution to the Company's Existing Shareholders

The Company will require additional equity financing to be raised in the future. The Company may issue securities at less than favorable terms to raise sufficient capital to fund its business plan. Any transaction involving the issuance of equity securities or securities convertible into common shares would result in dilution, possibly substantial, to present and prospective holders of common shares.