GRANDE PORTAGE RESOURCES LTD.

MANAGEMENT DISCUSSION & ANALYSIS OF

RESULTS OF OPERATIONS AND FINANCIAL CONDITION

For the Nine Months Ended July 31, 2019 and 2018

MANAGEMENT DISCUSSION AND ANYLYSIS
(Dated September 30, 2019)

This Management Discussion and Analysis ("MD&A") of Grande Portage Resources Ltd. (the "Company" or "Grande Portage") provides analysis of the Company's financial results for the nine months ended July 31, 2019 and should be read in conjunction with the accompanying unaudited condensed consolidated interim financial statements and the notes thereto for the nine months ended July 31, 2019 and the audited consolidated financial statements and notes thereto for the year ended October 31, 2018, which are available on SEDAR at www.sedar.com.

The July 31, 2019 condensed interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements. The Company's significant accounting policies are the same as those applied in the Company's annual financial statements as at and for the year ended October 31, 2018. All amounts are expressed in Canadian dollars, unless otherwise stated.

This MD&A is current as at September 30, 2019, the date of preparation, and includes certain statements that may be deemed "forward-looking statements". We direct investors to the sections "Forward-Looking Information" and "Risk and Uncertainties" included within this MD&A.

Additional information relating to Grande Portage is available on the SEDAR website at www.sedar.com and on the Company's website at www.grandeportage.com.

DESCRIPTION OF BUSINESS

The Company is an exploration stage company whose shares trade on Tier II (effective June 16, 2016) of the TSX Venture Exchange. The Company holds a 100% leasehold interest in the Herbert Gold Project, consisting of 91 mining claims located 20 miles north of Juneau, Alaska, subject to minimum annual advance royalties of US$30,000 and a 5.0% net smelter returns royalty.

The Company is in the process of exploring its principal mineral property and has not yet determined whether the property contains ore reserves that are economically recoverable. The recoverability of amounts shown for mineral properties and related deferred exploration costs is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production or proceeds from the disposition thereof.

The Company incurred a net loss of $727,635 (2018 - $597,677) for the nine months ended July 31, 2019 and had an accumulated deficit of $18,545,690 (October 31, 2018 - $17,818,055) which has been funded primarily by the issuance of equity. The Company's ability to continue as a going concern is uncertain and is dependent upon the generation of profits from mineral properties, obtaining additional financing or maintaining continued support from its shareholders and creditors. In the event that additional financial support is not received or operating profits are not generated, the carrying values of the Company's assets may be adversely affected.

FORWARD LOOKING STATEMENTS

This MD&A contains "forward-looking information" (also referred to as "forward-looking statements") within the meaning of applicable Canadian securities legislation. Forward-looking statements are provided for the purpose of providing information about management's current expectations and plans and allowing investors and others to get a better understanding of the Company's operating environment. All statements, other than statements of historical fact, are forward-looking statements.

In this MD&A, forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company at this time, are inherently subject to significant business, economic and competitive uncertainties and contingencies that may cause the Company's actual financial results, performance, or achievements to be materially different from those expressed or implied herein. Some of the material factors or assumptions used to develop forward-looking statements include, without limitation, the uncertainties associated with: regulatory and permitting considerations, financing of the Company's acquisitions and other activities, exploration, development and operation of mining properties and the overall impact of misjudgments made in good faith in the course of preparing forward-looking information as well as other risks and uncertainties referenced under "Risks and Uncertainties" in this MD&A.

Forward-looking statements involve risks, uncertainties, assumptions, and other factors including those set out below and including those referenced in the "Risks and Uncertainties" section of this MD&A, and, as a result they may never materialize, prove incorrect or materialize other than as currently contemplated which could cause the Company's results to differ materially from those expressed or implied by such forward-looking statements. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, identified by words or phrases such as "expects", "is expected", "anticipates", "believes", "plans", "projects", "estimates", "assumes", "intends", "strategy", "goals", "objectives", "potential", "possible" or variations thereof or stating that certain actions, events, conditions or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms and similar expressions) are not statements of fact and may be forward-looking statements.

Selected Annual Financial Information:

For the year ended	**October 31, 2018**	**October 31, 2017**	**October 31, 2016**
Total revenues	$ -	$ -	$ -
Net Loss			
Total for the year	(1,297,135)	(517,521)	(386,386)
Per share (basic and diluted)	(0.04)	(0.03)	(0.04)
Working capital (deficit)	128,054	70,981	(181,061)
Total assets	8,019,482	6,466,567	4,553,069
Exploration & Evaluation Assets	7,488,138	5,830,763	4,326,701
Total long-term financial liabilities	-	-	-

No cash dividends have been declared or paid since the date of incorporation and the Company has no present intention of paying dividends on its common shares. The Company anticipates that all available funds will be invested to finance the growth of its business.

The Company's recorded loss for the financial years ended October 31, 2018, 2017 and 2016 is comprised mainly of general and administrative expenses. The reported net loss for 2018, 2017 and 2016 includes share-based compensation expense of $476,400, $89,533 and $94,000, respectively.

Results of Operations for the three months ended July 31, 2019 and 2018

During the three-month period, the Company incurred $290,267 (2018 - $127,620) in operating costs which included share-based compensation of $107,800 (2018 - $Nil), recorded interest income of $76 (2018 - $68), recorded an unrealized loss on investments of $1,177 (2018 – Gain of $214), and a loss on foreign exchange of $548 (2018 – $307) for a net loss of $290,820 (2018 - $127,031). The Company recorded $13,750 (2018 - $5,000) in consulting fees during the current period. The Company also recorded $80,944 (2018 - $36,854) in investor and shareholder relations during the current period due to marketing efforts paid for during the last quarter of the 2018 year-end.

During the three-month period, there was a total of $27,504 (2018 - $485,951) incurred for exploration expenditures on the Company's Herbert Gold Project in Alaska. The majority of the costs were for geological consulting, assaying, field expenses, and legal fees.

Results of Operations for the nine months ended July 31, 2019 and 2018

During the nine-month period, the Company incurred $727,102 (2018 - $598,527) in operating costs which included share-based compensation expense of $155,200 (2018 - $259,600), recorded interest income of $76 (2018 - $68), recorded an unrealized loss on investments of $1,545 (2018 – Gain of $473), and a loss on foreign exchange of $936 (2018 – $309) for a net loss of $727,635 (2018 - $597,677). The Company recorded $47,400 (2018 – $259,600) in share-based compensation and $52,500 (2018 - $5,000) in consulting fees during the current period. The Company also recorded $169,217 (2018 - $24,948) in investor and shareholder relations during the current period due to marketing efforts paid for during the last quarter of the 2018 year-end.

During the nine-month period, there was a total of $134,082 (2018 - $590,004) incurred for exploration expenditures on the Company's Herbert Gold Project in Alaska. The majority of the costs were for the annual royalty payment, geological consulting, assaying, field expenses, and legal fees.

The Company granted incentive stock options to a consultant of the Company to purchase up to 500,000 common shares exercisable on or before December 13, 2023 at a price of $0.13 per share and 900,000 to directors and officers at an exercise price of $0.15 for a period of five years.

The Company received gross proceeds of $63,938 for the exercise of 232,500 warrants which were exercisable at a price of $0.275 per warrant. The Company closed a non-brokered private placement with the issuance of 8,181,818 common shares for gross proceeds of $900,000, issued 8,181,818 warrants at an exercise price of $0.16 for a period two years, and paid $1,540 in cash and issued an additional 14,000 Agent's warrants as finders' fees.

Selected Quarterly Financial Information:

	3rd Quarter Ended July 31, 2019	2nd Quarter Ended April 30, 2019	1st Quarter Ended January 31, 2019	4th Quarter Ended October 31, 2018
Revenue	Nil	Nil	Nil	Nil
Loss (gain) for period	$290,820	$179,019	$257,795	$699,458
Loss (gain) per share	$0.00	$0.00	$0.00	$0.02

	3rd Quarter Ended July 31, 2018	2nd Quarter Ended April 30, 2018	1st Quarter Ended January 31, 2018	4th Quarter Ended October 31, 2017
Revenue	Nil	Nil	Nil	Nil
Loss (gain) for period	$127,031	$377,406	$93,240	$234,653
Loss (gain) per share	$0.00	$0.01	$0.00	$0.01

LIQUIDITY AND CAPITAL RESOURCES

At July 31, 2019, the Company's primary asset was its investment in exploration and evaluation assets of $7,622,220 (October 31, 2018 - $7,488,138).

During the nine months ended July 31, 2019, the Company experienced cash outflows of $570,890 (2018 – $338,550) from operating activities. Investing activities used cash of $134,082 (2018 - $590,004) which was spent on the Company's Alaskan property. The Company realized cash inflows of $962,398 (2018 - $150,788) from financing activities.

At July 31, 2019, the Company held cash and cash equivalents of $732,493, had working capital of $383,935, has not yet achieved profitable operations, has commitments due in the coming fiscal year, and had an accumulated deficit of $18,545,690 since inception and expects to incur further losses in the development of its business, all of which indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern and, therefore, that it may be unable to realize its assets and discharge its liabilities in the normal course of business.

The Company's ability to continue as a going concern is dependent upon its ability to obtain the necessary financing to advance its mineral property interests, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due.

Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

The Company does not derive any revenues from operations and does not expect to generate any revenues from operations in the foreseeable future. The Company has no material income from operations.

The Company's mineral exploration activities have provided the Company with no sources of income and a history of losses and deficit positions. However, given the nature of its business, the results of operations as reflected in the net losses and losses per share do not provide meaningful interpretation of the Company's performance and valuation.

The Company is dependent on raising funds through the issuance of shares and/or debt instruments or disposing of interests it has in exploration and evaluation assets in order to finance further acquisitions, undertake exploration and development activities on exploration and evaluation assets and meet general and administrative expenses in the long term.
There is no assurance that additional funding will be available to allow the Company to fully explore its exploration and evaluation assets. Failure to obtain financing could result in the delay or indefinite postponement of further exploration and the possible partial or total loss of the Company's interest in certain properties. The Company may be unable to meet its obligations under agreements to which it is a party and the Company may consequently have its interest in the properties subject to such agreements jeopardized.

RECLAMATION BONDS

The Company placed Guaranteed Interest Certificates ("GICs") in trust as reclamation deposits pursuant to a condition of receiving consent from a government agency to explore its resource property interests. As at July 31, 2019, the Company held GICs totaling $54,759 (US $42,472) (2018 – $54,759 (US$42,472)).

STATEMENT OF EXPLORATION AND EVALUATION ASSETS

	Herbert Gold
Balance, October 31, 2018	**$7,488,138**
Acquisition costs:	
Shares issued	-
Cash payments and other	39,390
	39,390
Deferred exploration costs:	
Assaying	20,809
Consulting	1,382
Field expenses	19,881
Food and lodging	10,380
Geological consulting	25,869
Legal fees	15,477
Travel costs	894
Total additions	94,692
Balance, July 31, 2019	**$7,622,220**

RESOURCE PROPERTIES

Herbert Gold Project

Pursuant to an agreement dated June 16, 2010, as amended on June 12, 2012, (the "Option Agreement") with Quaterra Alaska, Inc. ("Quaterra"), the Company was granted and has exercised an option to acquire a 65% interest in a mining lease dated November 1, 2007 (the "Mining Lease") for the Herbert Gold Project, consisting of 84 unpatented mining claims (now 91 unpatented mining claims pursuant to the area of interest provisions of the Mining Lease), located 20 miles north of Juneau, Alaska. The Company was required to incur at least USD$1,250,000 (incurred) under the Option Agreement in exploration expenditures on the property to acquire its 65% interest.
On October 24, 2011, the Company entered into a joint operation with Quaterra (the "JVA") with their initial joint interests being Quaterra 35% and the Company 65%. Under the JVA, the Company's subsidiary was appointed as operator of the project. Pursuant to the JVA, Quaterra and the Company's subsidiary were deemed to have contributed a value of $673,077 and $1,250,000, respectively, as Initial Contributions. These initial values were deemed contributed in full by both parties as at October 31, 2012. Each party was also required to contribute its proportionate share of costs for all future exploration and development work. During the year ended October 31, 2015, Quaterra gave the Company a notification of its election not to participate in future programs on the property. This notice did not cancel the JVA between the Company and Quaterra, according to which Quaterra continued to be responsible for 35% claim maintenance fee.

During the year ended October 31, 2016, the Company entered into a purchase agreement with Quaterra to acquire Quaterra's remaining 35% interest in the Mining Lease in exchange for the issuance of 1,182,331 common shares (issued) on a non-diluted basis, equal to 9.0% of the Company's outstanding common shares, and a cash payment of $250,000 USD (due within 90 days of the earlier of: (i) the delivery of a favorable feasibility report on the Herbert Gold Project; or (ii) change of control of the Company; or (iii) sale of the Herbert Gold Project). The Company issued the 1,182,331 common shares during the year ended October 31, 2016 upon completion of the assignment of the remaining 35% interest to the Company. Quaterra was also granted a limited right to participate in any future equity financings of the Company over the first $1.0 million raised, in order to maintain its equity interest in the Company at its then current equity interest in the Company on a non-diluted basis. The opportunity to participate has now expired.

An additional 760,464 common shares of the Company were issued to Quaterra during the period with respect to the private placement completed in June 2017, pursuant to Quaterra's anti-dilution rights (which are now fulfilled).

Property Highlights

On July 29, 2019, the Company announced that it had commenced a summer field program on the Herbert Gold property. The program will include trenching and channel sampling on numerous locations on the Deep Trench Vein and other locations on the Main Vein.

Trenching on the Deep Trench Vein will be conducted near the central portion of the vein and near the eastern limit of past successful drilling which focused on an outcrop where chip sampling of the vein assayed 14.1 g/t Au. Another location for trenching has been chosen near the eastern end of the vein where it has split into two strands. The north strand was intersected by DDH 10B-1 and returned 0.52 m of 9.40 g/t Au and crops out just west of the drill station in a steep, rugged gully where the trench will be located.

Additional fieldwork will include geological mapping, metallurgical sampling and new prospecting on the property as a follow up to the Company's 2018 LiDAR survey. The survey accurately identified all of the known mineralized quartz veins, as well as a minimum seventeen additional structures that are similar in geometry and appearance within the same quartz diorite host.

To date, prospecting, mapping and drilling has tested less than 1,000m of the 4,600m gold trend, and this survey clearly extends the prospective structures for another >1,400 m to the southeast and 400 m to the northwest. These new structures will be prospected, mapped, and sampled to assess each one. All targets are located within the Company's current claim portfolio.

On June 11, 2019, the Company announced that it had filed an updated technical report on the Herbert Gold Project located near Juneau, Alaska. The updated report can be viewed on SEDAR and on the Company's website.

The majority of the Company's drilling in the 2018 season was focused on the Goat Vein structure from the M Pad. Diamond drill hole 18M-12 was drilled from the north side of the Goat Vein toward the southwest and intersected the main structure at an approximate depth of 230 meters. The main Goat Vein structure at this location is 9.9 meters wide and contains an interval of 6.37 meters (20.9 feet) (4.97 m true width) just above the footwall which returned a weighted average of 24.39 grams per ton gold (0.712 ounces per ton). Contained within this interval was a 0.8-meter sample showing 193 gpt (5.64 opt) gold. The vein consists of highly sheared and fractured and hydrothermally altered quartz diorite and disseminated arsenopyrite with local broken quartz and very fine-grained galena, pyrite and sphalerite with visible gold grains. This intercept occurs approximately 100 meters east of the projected western boundary of the Goat structure which is a major lithologic and structural contact with a younger metasedimentary and volcanic rock unit.

Drilling in 2018 confirmed the existence of the structure at a depth of 100 meters below surface and combined with surface exposures, indicates a strike length of at least 260 meters for the vein. Hole 18M-1 (aimed N 25º W at -45º) hit several strands of the fault in a zone about 8 meters true width. The two best intercepts have about 5 meters separation with the footwall strand returning a 0.41-meter intercept with 27.8 gpt/gold and had visible gold in the core. The hanging wall strand returned a 0.37 m intercept containing 8.33 gpt/gold. Hole 18M-2, aimed N 21º E at -45º, hit weak faulting and alteration in the projected location of the vein with the best intercept showing 0.64 m of 0.304 gpt/gold.

On January 3, 2019, the Company announced the assay results from drill holes 18M-1 and 18M-2. These two holes are the first ever core holes testing the North Vein which can be seen in outcrop locally and is situated about 300 meters north of the gold bearing Goat Vein structure. The North Vein occupies an East-West trending fault which dips very steeply to the north and is similar in attitude to the Goat, Main Vein, Deep Trench and the Floyd Veins. Two reconnaissance samples taken in 2007 showed that strong gold values and free gold can be found locally in outcrop. One of the samples was a grab of mineralized quartz from the vein just north of Pad 18M and contained 11.6 gpt/gold. The other sample was a four-foot chip sample taken across a hydrothermally altered shear zone containing variable quartz near the east end of the vein and assayed 3.57 gpt/gold.

On January 8, 2019, the Company announced the discovery of a new mineralized zone directly underneath its 2018 M Pad location. Drill pad M18 was constructed in an area of low topographic expression and was situated on overburden consisting of talus mixed with glacial outwash and alluvium. There was no outcropping bedrock near the drill pad so the discovery of near-surface mineralization under the pad was somewhat of a surprise.

Seven of the eleven holes drilled from M Pad in southerly directions at various azimuths hit shallow mineralization. The character of the mineralization is a series of fractures with pervasive alteration of the quartz diorite host rock. Alteration consists of chlorite and sericite replacement of original mafic minerals along with iron carbonate and arsenopyrite enrichment with minimal quartz. Arsenopyrite is strongly associated with gold in the Herbert vein system.

Hole 18M-10 encountered 8.4 meters of 1.65 gpt Au weighted average between 14.0- and 22.7-meters depth with the strongest being 0.94 meters of 3.94 gpt Au. Hole 18M-13 intersected 4.62 meters of 3.77 gpt Au weighted average between 9.1 to 13.72 meters depth with the strongest being 1.14 meters of 9.33 gpt Au.

The location of Pad 18M relative to the local topography suggests this new discovery is similar to structure discovered under Pad F in 2012. That discovery was also a surprise and occurs as a NE-trending structure occupying a topographic trench which intersects with the Deep Trench vein near its west end. Several holes drilled from F Pad intersected strong shallow mineralization in this structure and holes drilled from Pad 315 (315D and 315E) just east of the structure returned up to 1.73 meters of 23.23 gpt Au containing an assay of 0.36 m of 97.2 gpt Au with visible gold in the core. This structure under Pad F, termed the F Vein, could connect the Deep Trench with the Main Vein if it is continuous along its projection, giving it a possible strike length of nearly 200 meters. The new discovery under Pad M could be a similar structure extending between the Goat Vein and the North Vein, a distance of about 250 meters.

This new discovery of gold mineralization beneath Pad M in 2018 demonstrates the potential for other new discoveries in areas covered by overburden on the Herbert property which have been subjected to more rapid erosion due to their softer and weaker nature caused by structural fracturing and shearing and subsequent hydrothermal alteration and mineralization. Additional drilling will be forthcoming to assess the extent and size of the F Vein and this new discovery and its relation to the known mineralized structures, especially the Goat Vein.

OFF-BALANCE SHEET ARRANGEMENTS

As of the date of this filing, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company including, without limitation, such considerations as liquidity and capital resources that have not previously been discussed.

COMMITMENTS

The Company entered into management fee agreements with a Director, the President, and the CFO of the Company (see Note 6). The agreements can be terminated by the Company upon providing twelve months of notice, based on the mutual agreement or with no notice for just cause. In case of the absence of just cause of or the mutual agreement, the Company is required to pay a full twelve months of additional compensation upon termination. The agreements expire on October 31, 2020 and the Company is committed to make monthly payments of $16,550.

INVESTMENTS

As at July 31, 2019, the Company had available for sale 3,000 common shares Quaterra Resources Inc. with a market value of $180, (cost - $2,118). The Company also holds 3,750 common shares of Aleafia Health Inc (formerly Canabo Medical Inc) having a market value of $2,475 (cost - $22,500).

RELATED PARTY TRANSACTIONS AND BALANCES

Included in accounts payable at July 31, 2019 is $204,558 (2018 - $272,344) owing for services to companies controlled by directors and officers of the Company. These amounts are unsecured, non-interest bearing, and are due on demand.

During the nine months ended July 31, 2019, the Company incurred the following related party transactions:

(a) $14,196 (2018 - $3,410) in legal fees to a law firm of which a principal shareholder was formerly a director of the Company;

b) $74,700 (2018 - $74,700) in management fees to a company controlled by the President and CEO of the Company;

c) $51,750 (2018 - $51,750) in management fees to a company controlled by a Director of the Company;

d) $22,500 (2018 - $22,500) in accounting fees to a company controlled by the CFO of the Company.

The Company has identified its directors and senior officers as its key management personnel. No post-employment benefits, other long-terms benefits and termination benefits were made during the nine months ended July 31, 2019 and 2018. Short-term key management compensation consists of the following for the nine months ended July 31, 2019 and 2018:

	2019	**2018**
Accounting fees	$ 22,500	$ 22,500
Management fees	126,450	126,450
Share-based compensation	60,900	173,200

During the nine months ended July 31, 2019, the Company entered into management fee agreements for the term of two years with a Director, the President, and the CFO of the Company (“Contractors”) in the amounts of annual compensation of $69,900 per annum and $99,900, and $30,000 per annum, respectively (see Note 10).

SHARE CAPITAL

Issued and Outstanding:	Balance outstanding as at September 30, 2019 is 53,607,683.
Stock Options outstanding:	Balance outstanding as at September 30, 2019 is 4,825,000.
Share Purchase Warrants:	Balance outstanding as at September 30, 2019 is 13,763,318.

RISK FACTORS

The following is a brief description of some of the risks that investors should be aware of. This discussion should not be considered complete and therefore, the Company, its Directors and officers would like to recommend shareholders, lenders, investors and readers of the Management Discussion and Analysis and other documents that the Company may disseminate to review their investments directly with their financial advisors.

a) the Company has not yet commenced commercial operations and has no history of earnings;
b) there can be no assurance that an active and liquid market for the Company's common shares will develop and an investor may find it difficult to resell its common shares.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial Instruments measured at fair value are classified into one of three levels using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Fair value

The Company's financial instruments include cash and cash equivalents, receivables, accounts payable, and the Gold Streaming Arrangement liability. The carrying values of cash, receivables and payables approximate fair value because of the short-term nature of these instruments.

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations.

Concentration of credit risk exists with respect to the Company's cash and cash equivalents and marketable securities as all are placed with two major Canadian financial institutions. The Company is not exposed to significant credit risk on its cash and cash equivalents and marketable securities as all have been placed with major financial institutions.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. At July 31, 2019, the Company had working capital of $383,935 (October 31, 2018 – $128,054). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. Although the Company has adequate working capital as at July 31, 2019 to discharge its existing financial obligations, it will need to acquire additional funding in order to continue as a going concern. There is no assurance that financing of sufficient amounts or on terms acceptable to the Company will be available.

Market Risk

The Company's financial instruments include marketable securities which are publicly traded and therefore subject to the risks related to the fluctuation in market prices of publicly traded securities. The Company closely monitors market values to determine the most appropriate course of action.

Interest Rate Risk

The Company is not subject to any significant interest rate risk. In management's opinion, the Company's interest rate risk is minimal as its cash equivalents may be redeemed upon demand without significant penalty.

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in foreign exchange rates. The Company is not subject to any significant foreign currency risk as it does not have a significant amount of financial instruments denominated in foreign currencies. The Company does not engage in any hedging activity.

Commodity Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities may be subject to risks associated with fluctuations in the market price of commodities. Management closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

SUBSEQUENT EVENTS

There are no subsequent events to report.

DISCLAIMER

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. The users of this information, including but not limited to investors and prospective investors, should read it in conjunction with all other disclosure documents provided including but not limited to all documents filed on SEDAR (www.SEDAR.com). No securities commission or regulatory authority has reviewed the accuracy of the information presented herein. The Company maintains a system of internal controls to provide reasonable assurance that assets are safeguarded and financial information is accurate and reliable. The Board of Directors has responsibility for developing and implementing the Company's approach to governance issues. Committees of the Board presently consist of an Audit Committee.

CAUTIONARY STATEMENT RISKS AND UNCERTAINTIES

This MD&A may contain "forward looking statement" that reflect the Company's current expectations and projections about its future results. When used in this MD&A, words such as "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, and are subject to risks and uncertainties and other factors that could cause the Company's actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied, by these forward-looking statements. These risks, uncertainties and factors may include, but are not limited to: unavailability of financing, unfavorable feasibility studies, fluctuations in the market valuation for the minerals, difficulties in obtaining required approvals for the development of a mine and other factors.

Readers are cautioned not to place undue reliance on these forward-looking statements which speak only as at the date of this MD&A or as of the date otherwise specifically indicated herein. Due to risks and uncertainties, including the risks and uncertainties identified above and elsewhere in this MD&A, actual events may differ materially from current expectations. The Company does not intend, and does not assume any obligation to update these forward-looking statements.