BLUE STAR GOLD CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED NOVEMBER 30, 2022

As at March 21, 2023

1. INTRODUCTION

The following management's discussion and analysis ("MD&A") of Blue Star Gold Corp. (the "Company") has been prepared as of March 21, 2023. This MD&A should be read in conjunction with the audited consolidated financial statements ("Financial Statements") of Blue Star Gold Corp. and the notes thereto for the year ended November 30, 2022, which have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The Financial Statements have been prepared using the accrual basis of accounting except for cash flow information. All figures are expressed in Canadian dollars except where otherwise indicated.

Management is responsible for the preparation and integrity of the Financial Statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including the financial statements and MD&A, is complete and reliable.

Description of Business

The Company was incorporated on April 13, 2007 pursuant to the *Business Corporations Act* of British Columbia. The Company's principal business activity is the acquisition and exploration of mineral property interests. The Company is in the exploration stage and substantially all the Company's efforts are devoted to financing and developing these property interests. There has been no determination whether the Company's interests in unproven exploration and evaluation assets contain economically recoverable mineral resources. The Company is listed for trading on the TSX Venture Exchange ("TSX-V") under the symbol "BAU" and on OTCQB under the symbol "BAUFF".

The Company's principal business activity is acquiring, exploring and evaluating mineral properties, and following evaluation, joint venturing or developing these properties further or disposing of them. At November 30, 2022, the Company was in the exploration and evaluation stage of activity on its mineral properties in Nunavut.

2. HIGHLIGHTS & SIGNIFICANT EVENTS

On November 30, 2022, the Company reported total assets of $27,907,078 (November 30, 2021 - $23,751,360), including current assets of $1,238,761 (November 30, 2021 - $2,868,045), and current liabilities of $2,616,263 (November 30, 2021 - $2,752,036).

Corporate Highlights for the Year Ended November 30, 2022 and Subsequent

i) On November 24, 2022, the Company closed a non-brokered private placement by issuing 4,00,000 common shares at $0.25 per share for total proceeds of $1,000,000.

ii) On November 21, 2022, a loan principal and interest totalling $2,537,434 due on this date was extended for one year without interest.

iii) On June 23, 2022, the Company closed its non-brokered private placement by issuing 3,077,000 common shares (each a "Share") at $0.65 per Share, 2,523,289 flow-through shares (each a "FT Share") at a price of $0.73 per FT Share, and 1,340,031 charitable flow-through common shares (each, a "Charitable FT Share") at a price of $0.91 per Charitable FT Share raising total gross proceeds of $5,061,479. The Company paid finder's fees of $134,520 and issued 85,943 finders' shares.

iv) On October 18, 2022, the Company granted to an employee 100,000 stock options, exercisable at $0.40 per share for a term of five years. These options vested on January 17, 2023.

v) On March 30, 2022, the Company granted to directors, officers and consultants 700,000 stock options, exercisable at $0.50 per share for a term of 5 years. These options vested on the date of grant.

vi) On January 20, 2022, the Company granted to a consultant 50,000 stock options, exercisable at $1.10 per share for a term of two years. These options vested on the date of grant.

vii) On January 25, 2022, the Company signed an amended Hood River Mineral Exploration Agreement (MEA) with Nunavut Tunngavik Inc. (NTI). As a result, the Company increased its Hood River Property area by 40% to a total of 11,203 hectares. The expanded Hood River Property now includes the southern extension of the west limb of the Ulu fold that hosts the high-grade Flood Zone gold deposit, adding several highly prospective target areas.

viii) On January 12, 2022, the Company signed an additional Mineral Exploration Agreement (MEA) with Nunavut Tunngavik Inc (NTI) and the staking of additional claims resulting in the continued consolidation of the Roma Project. As a result, the Company increased its Roma Project area by 89% to a total of 14,524 hectares.

3. EXPLORATION AND EVALUATION ASSETS

2022 Exploration Program Summary:

Blue Star conducted its 2022 summer exploration program from June through September 2022. The program entailed a multi-prong exploration effort across the Ulu Gold Project and the Roma Project with two key focuses: infill and expansion drilling, and pipeline target review and development throughout the Company's highly prospective landholdings.

Program Highlights:

- The Company holds the Ulu Gold Project, which encompasses the Ulu Mining Lease and the contiguous Hood River Property, and the Roma Project;
- The Ulu Mining Lease hosts the Flood Zone deposit, where a significant high-grade gold resource has been outlined;
- Excellent resource expansion potential exists in a number of identified targets over the Company's extensive landholdings. The first ever compilation and systematic desktop review of +100 historical exploration targets was recently completed; abundant discovery potential exists in the pipeline of prospects with drill-ready targets;
- The drill program consisted of 25 drillholes totalling 3,700 metres of NQ core across four key target area including the Flood Zone, the Axis Zone, the Gnu Zone and the Central-C Zone.
- 2022 program highlight drill results include:
    - **15.00 g/t gold over 17.65 m**, including a **6.00 m interval of 25.74 g/t gold** from DD22-FLO-002. This represents the highest value (grams gold x width metres) of all intercepts drilled by the Company.
    - 6.52 g/t gold over 17.4 m, including 9.96 g/t over 6.3 m in DD22-FLO-001.
    - DD22-MSK-005 returned 8.18 g/t gold over 4.2 m, including 13.53 g/t over 2.19 m starting at 94.08 m downhole.
    - DD22-MSK-001 returned 8.50 g/t gold over 2.4 m, including 20.10 g/t over 0.60 m starting at 124.24 m downhole.
- The geophysical component of the 2022 program included 1,690 line km at 50 – 100m line spacing flown over the entire Roma landholdings, and 1,365 line kms at 50m line spacing flown over the Ulu Gold Project that was not previously conducted in the 2021 survey.

2021 Exploration Program Summary:

Blue Star initiated its 2021 exploration program at the Ulu Gold and Roma Projects in June with a geophysics campaign. A drill campaign commenced in July; 25 drill holes totalling 5,012 meters were completed. A surface exploration program was conducted in August, and all phases of the program were successfully completed in September.

A key objective of the drill program was to identify economically significant mineralization with resource growth potential proximal to the Flood Zone deposit. Eleven targets in six zones were evaluated. This work included a mix of drill testing previously untested targets, deeper testing on previously shallowly evaluated targets, following up on 2020 intercepts of interest and conducting geological evaluations to assist in defining structural geometries for further drill targeting.

The exploration campaign evaluated several high priority targets in the area of the known high-grade Flood Zone gold deposit, and on high potential targets along the Ulu fold hinge. Numerous priority targets exist along the Ulu anticline which extends from the Flood Zone deposit onto the contiguous Hood River Property.

Regional targets considered high priority on the Hood River Property and Roma Project had basic initial exploration campaigns to better understand host geology, confirm structures and existing anomalous zones and undertake initial geochemical surveys to determine potential to generate additional targets of interest.

Highlights of the 2021 Exploration Program:

- 21BSG001 returned 4.91 m of 19.10 g/t gold & 7.00 m of 6.90 g/t gold in Flood Zone lenses;
- 21BSG002 returned 2.64 m of 13.00 g/t gold in the Flood Zone; expanded high grade core;
- 21BSG006 returned 2.18 m of 11.06 g/t gold following up on drill hole BS2020ULU-007 which returned 2.00 m of 52.7 g/t gold from the Gnu Zone;
- 21BSG007 intersected 8.15 m of 20.80 g/t gold in a new vein system in the Gnu Zone area;
- North Fold Nose (NFN) east limb hole 21BSG017 returned 2.05 m of 10.10 g/t gold (including 1.13 m of 11.35 g/t gold);
- Gnu Zone hole 21BSG020, a follow up hole to 21BSG007, returned 5.34 m of 3.72 g/t gold (including 0.83 m of 12.95 g/t gold);
- 2,495-line kms of airborne magnetometry data was collected;
- The remediation program relocated 5,134 (compacted) cubic metres of historical solid waste to the approved landfill to satisfy the Company's Land Use Permit;
- Satisfactory inspections were conducted by CIRNAC and the Kitikmeot Inuit Association.

2020 Exploration Program Summary:

The Company completed a diamond drilling program at its Ulu Gold Project in September 2020. The program entailed 7,624 metres of diamond drilling in thirty-eight diamond drill holes. Ten holes were drilled at the Flood and Gnu zone deposits in an effort to; provide additional geologic information and confirm certain aspects of the geology models, to improve drill hole density and allow for possible upgrading of the resource category, and to expand the resource base. Twentyeight holes were drilled to test exploration targets on both the Ulu Gold Project, including fourteen in the NFN zone.

Highlight gold composites from the 2020 exploration program are listed in the table below.

Hole ID	Zone or Target	From(m)	To(m)	Width (m)	Au (g/t)
BS2020ULU-002	**Flood**	9	16	**7**	**13.42**
BS2020ULU-003	**Flood**	13	22	9	8.67
"	**Flood**	110	118	8	8.26
BS2020ULU-005	**Flood**	**426.2**	**440**	**13.8**	**14.95**
	Flood	459	465	6	9.65
BS2020ULU-006	**Flood**	407	411	4	12.5
"	**Flood**	432	436	4	9.98
"	**Flood**	487	501	14	4.23
"	**Flood**	504	511	7	12.5
BS2020ULU-007	**Gnu**	25	27	**2**	**52.7**
HR20-013	**NFN**	109	111	2	13.18
HR20-014	**NFN**	118	122	4	7.59
HR20-016	**NFN**	143	145	2	10.85
HR20-017	**NFN**	164	167	3	13.87

2019 Hood River Property Exploration Program Summary:

During 2019, the Company conducted a drilling and prospecting program on the Hood River Property. The diamond drilling focused on the NFN zone and consisted of eleven diamond drill holes for 1,540 metres. The prospecting and sampling program ran in parallel with the drilling, exploring and tracing a series of gold mineralized zones from the NFN south for 2.1 km to the claim boundary with the Ulu mining lease. This series of gold zones can be mapped along the Ulu fold an additional 2.9 km south within the Ulu property to the Gnu and Flood gold zones. This prospecting and sampling program produced 168 channel samples cut with diamond saws.

Sampling of the mineralized rocks found along the Ulu fold trend confirmed zones found by BHP in the 1990's and resulted in the discovery of the INT gold zone. Within the INT, channel samples returned six high-grade results that included 25.20 g/t Au over 1.0m.

Significant results were obtained from the NFN Zone drilling in holes HR-19-009 and 010 with hole 009 intersecting 5.89 g/t Au over 6.0 m (includes 32.5 g/t Au over 1m) while hole HR-19-010 intersected 2.19 g/t Au over 1m.

Ulu Gold Project

The Ulu Gold Project is located approximately 525 km NNE of Yellowknife, NT in the Kitikmeot region of western Nunavut. Kugluktuk is approximately 210 km to the NW. The Ulu Gold Project is comprised of the *Ulu Mining Lease* and *Hood River Property*. A significant high-grade gold resource exists at the Flood Zone deposit (*Ulu Mining Lease*), and numerous high potential exploration target areas occur throughout the Ulu Gold Project, providing Blue Star with excellent resource growth potential.

Ulu Mining Lease

The Ulu Mining Lease consists of a renewable 21-year Mining Lease (No: 3563) with an expiry date of November 18, 2038 and covers an area of approximately 947 ha.

The lease hosts an advanced gold project that between 1989 and 2012 saw significant exploration and development by BHP Minerals and Echo Bay Mines, among others. The past work includes approximately 1.7 km of underground development and 544 diamond drill holes that produced 112,880 metres of core.

Supplementing the high-grade gold resources, the Ulu project includes a substantial inventory of capital equipment, a Weatherhaven camp with shop and a 1,200 metre long airstrip. The site of the future deep-water port at Grays Bay is 100 km to the north of the properties, and the proposed route corridor for the all-weather Grays Bay Road passes in close proximity to the Ulu Property.

The updated Ulu Gold Project mineral resource estimate (MRE), with an effective date of February 8, 2023, was estimated by independent consultants, and is reported in the table below. The Flood Zone contains the bulk of the gold resource and is open for expansion. The deepest significant drill intersection is 14.9 g/t Au over 7.7 metres in BHP's drill hole 90VD-75, at 610 m below surface. In addition to the Flood Zone, inferred mineral resources have been defined at two sateite zones (NFN Zone and Gnu Zone). Preliminary metallurgical testing indicates that all three Zones in the MRE can conceptually be co-mingled with +90% gold recovery by gravity, flotation and cyanidation.

Mineral Resource Estimate, February 8, 2023

	ZONE	COG (g/t)	CLASS	Quantity ('000 tonnes)	Grade Gold (gpt)	Contained Metal Gold (oz '000)
In Pit	Flood	1.5	Measured	678	6.05	132
			Indicated	318	5.14	53
			Inferred	40	5.35	7
	NFN	1.5	Inferred	159	12.66	65
	GNU		Inferred	41	17.85	24
UG	Flood	3.5	Measured	339	9.78	107
			Indicated	1,200	7.29	281
			Inferred	603	5.55	108

	NFN	**3.5**	**Inferred**	**113**	**7.10**	**26**
	GNU		**Inferred**	**327**	**7.02**	**74**
Combined	**All Zones**		**Total M & I**	**2,535**	**7.02**	**572**
			Total Inferred	**1,283**	**7.34**	**303**

- The independent and qualified person for the Mineral Resource Estimate, as defined by NI 43-101, is Chris MacInnis, P.Geo (#2059) from ALS-GoldSpot Ltd.
- Mineral resources, which are not mineral reserves, do not have demonstrated economic viability. There has been insufficient exploration to define inferred resources above as indicated or measured mineral resources however, it is reasonably expected that the majority of the inferred mineral resources could be upgraded to indicated mineral resources with continued exploration. There is no guarantee that all or any part of a mineral resource can or will be converted into a mineral reserve. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.
- The mineral resources in this estimate were calculated using the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council (CIM 2014 and 2019).
- The MRE is underpinned by data from 544 on site diamond drill holes totalling 112,880m of drilling.
- The MRE is reported at a cut off of 1.5 g/t Au for the conceptual open pit and 3.5 g/t Au for the conceptual underground extraction scenarios. The cut-off grades and potential mining scenarios were calculated using the following parameters; mining cost: $110.00/t UG and $4.13/t OP; G&A and site service costs: $44.20/t; processing cost: $36.3/t; recoveries 92%; gold price US$1750.00 per ounce; and minimum mining width of 2.0 metres in order to meet the requirement that the mineral resources show "reasonable prospects for eventual economic extraction."
- Original Au assays were composited to 1m with 4,231 composites generated in the mineralised domains including 3,934 composites generated for the Flood Zone, 81 composites for the NFN Zone and 154 composites for the Gnu (Nutaaq) Zone.
- Grade interpolation was performed by ordinary kriging (OK) for the Flood Zone and inverse power of distance to the third power for all other zones. The informing data was composited to 1.0m for all zones except GNU, which used a 0.75m composite size.
- High grade capping supported by statistical analysis was completed on composite data from each zone and was established at 41 g/t Au for the Flood Zone, 35 g/t for the Gnu(Nutaaq) Zone and 41 g/t Au for the NFN Zone.
- All figures are rounded to reflect the relative accuracy of the estimates. Metal content is presented in troy ounces (tonnes x grade (g/t) / 31.10348).

- The Author is not aware of any known environmental, permitting, legal, title-related, taxation, socio-political or marketing issues or any other relevant issue not reported in the technical report that could materially affect the MRE.
- The effective date of the MRE is 08 February 2023.
- Full results tables and additional maps and geological sections will be made available on the Company's website. The Ulu Gold Project MRE is based on 544 diamond drill holes totalling 112,880 m spanning over thirty years to the present along and adjacent to the Ulu Fold Hinge (Figure 1). The MRE represents a significant adjustment in geological and mineralisation style understanding and confidence in the mineralisation modeling to a historic MRE published by a previous operator in 2015 by: modeling distinct high-grade zones with lower grade zones where they occur, and modeling two distinctive styles of mineralisation separately; addition of new assays from drilling campaigns in 2019 through 2022 totaling 88 drill holes for 15,391 m; and modeling portions of the mineral resources with a conceptual open pit mining scenario versus a solely underground extraction scenario.

<u>Ulu Mining Lease History:</u>

The Ulu Mining Lease consists of a renewable 21-year lease with an area of approximately 947 hectares and an expiry date of November 18, 2038.

On May 30, 2014, the Company entered into an option agreement (the "Option Agreement") with Elgin Mining Inc. and Bonito Capital Corp. (collectively, "Elgin"), to acquire an 80% undivided interest in the Ulu Property. On January 8, 2018, the Company and Mandalay entered into a New Ulu Property Option Agreement. The new option agreement supersedes all prior agreements covering the Ulu Property. On July 19, 2019, the option agreement was further amended (the "Amended Option Agreement"). The TSX-V approved the Amended Option Agreement on November 26, 2019. Pursuant to the terms of the Amended Option Agreement, the Company acquired 100% of Ulu Property on February 10, 2020. The Ulu Property is subject to a 5% net production proceeds royalty payable after 675,000 ounces of gold have been mined and recovered.

As at November 30, 2022, the Company had incurred the following expenditures on the Ulu Mining Lease:

Ulu Property (Nunavut)	***November 30, 2021***	***Additions***	***November 30, 2022***
Acquisition costs	$ 1,295,000	$ -	$ 1,295,000
Exploration			
Amortization	52,975	93,690	146,665
Assay	238,369	257,947	493,316
Camp and supplies	2,783,747	2,072,586	4,856,333
Claim maintenance	29,812	23,758	53,570
Community support	42,158	9,872	52,030
Consulting	624,703	32,600	657,303
Equipment rental	140,461	1,430	141,891
Drilling and geological	2,223,141	1,037,759	3,260,900
General exploration	399,170	763,492	1,162,662
Geological analysis	214,386	-	214,386
Geophysical	112,666	30,100	142,766
Fuel	133,532	-	133,532
Helicopter	772,602	-	772,602
Permits	561,606	-	561,606
Project manager	142,546	131,573	274,119
Remediation	1,354,828	241,952	1,596,780
Site personnel	362,158	-	362,158
Travel	77,976	-	77,976
Reimbursement received from Mandalay	(1,685,542)	-	(1,685,542)
Total	$ 9,876,294	$ 4,696,759	$ 14,573,053

Hood River Property

The Hood River property is surrounds the Ulu Mining Lease on all sides. The property is held through a renewable, 20-year Mineral Exploration Agreement (MEA) with Nunavut Tunngavik Incorporated (NTI). The Company expanded the Hood River MEA with NTI to encompass 112 square kilometres in January 2022.

A series of gold occurrences occur on-strike and north of the Flood Zone and are thought to be related to the ~5 km long Ulu regional fold that extends from the Ulu Mining Lease onto the north Hood River property culminating at the NFN zone. This structure extends from the Flood and Gnu gold zones along the Ulu fold to the north and hosts at least five gold zones in addition to the Flood and Gnu Zones (NFN, INT, Bizen, Apex and Contact zones).

Numerous anomalous historical gold samples occur on Hood River property, many of which have received only limited follow up work. The landholding also includes diamond rights across the MEA which includes the known diamondiferous Tenacity pipe and numerous unsourced anomalous kimberlite indicator samples. All existing infrastructure in the region, including the airstrip, road network and quarries are now encompassed by the Ulu Gold Project.

The primary exploration target for the property is shear-hosted gold mineralization similar to the Flood Zone on the adjacent Ulu Mining Lease. Several high-grade gold occurrences also occur on the east Hood River property, including the Crown and Penthouse zones, where gold trends with similarities to the Ulu fold trend may exist. The large number of high-grade gold showings that occur throughout the properties provide for excellent resource expansion potential at multiple targets.

Hood River Property Ownership History:

The Company, through its subsidiary Inukshuk Exploration Inc. ("Inukshuk"), holds the Hood River Property in Nunavut through a 20-year renewable MEA dated June 1, 2013, issued by NTI.

On February 26, 2018, the Company signed a final Transaction Agreement (the "Definitive Agreement") and NSR Royalty Agreement to acquire 100% of the outstanding shares of Inukshuk, with an effective date as of September 18, 2014.

Under the terms of the Royalty Agreement, the Company will pay the following:

i. Pay a 3% NSR royalty on the disposition of all minerals produced from the Hood River Property;
ii. Make advance royalty payments totalling $500,000 (paid);
iii. Offer the Vendor a right of conveyance if the Company abandons the Hood River Property; and
iv. Maintain the Hood River Property in good standing during the conveyance period.

Prior to the commencement of commercial production on the Hood River Property, the Company has the option to acquire up to 2% of the NSR for up to $8,000,000 under the following terms:

i. Purchase an initial 0.5% of the NSR for $1,000,000;
ii. Purchase an additional 0.5% of the NSR for an additional $1,500,000;
iii. Purchase an additional 0.5% of the NSR for an additional $2,500,000; and
iv. Purchase an additional 0.5% of the NSR for an additional $3,000,000

As at November 30, 2022, the Company had incurred the following expenditures on the Hood River Property:

Hood River Property (Nunavut)	***November 30, 2021***	***Additions***	***November 30, 2022***
Acquisition costs	$ 1,060,000	$ -	$ 1,060,000
Exploration			
Amortization	52,973	93,691	146,664
Assay	179,528	20,540	200,068
Camp and supplies	177,090	-	177,090
Claim maintenance	34,345	15,287	49,632
Community support	33,996	9,872	43,868
Consulting	206,567	12,100	218,667
Drilling and geological	1,945,916	801	1,946,717
Equipment rental	417,868	1,430	419,298
Fuel	133,532	-	133,532
General exploration	93,021	180,943	273,964
Geological analysis	116,828	-	116,828
Geophysical	71,996	75,229	147,225
Helicopter	1,469,207	-	1,469,207
Permits	450,231	33,612	483,843
Project manager	142,546	131,573	274,119
Site personnel	476,232	-	476,232
Travel	80,460	-	80,460
Total	$ 7,142,336	$ 575,078	$ 7,717,414

Roma Project

The Company acquired a 100% interest in the Roma Property in February 2021. The Project lies approximately 30 km north of the Ulu and Hood River Properties and encompasses prospective and underexplored mineral claims within the High Lake Greenstone Belt.

The Company signed an MEA with NTI and staked additional mineral claims in January 2022 resulting in the continued consolidation of the Roma Project. Blue Star increased the Roma Project area by 89% to a total of 145 square kilometres (combined MEA ground and mineral claims).

Multiple significant gold showings are present on the Roma Project within a 6.5 km by 2.4 km area. Numerous high-grade gold showings and zones were discovered in the 1990's with little to no follow-up work conducted since that time, including grab samples up to 126 g/t gold and chip samples up to 24 g/t gold over 1.5 m. Limited shallow drilling (10 holes for 465 m) returned 12.38 g/t Au over 2.31 m and 8.69 g/t Au over 1.87 m. The geologic setting and style of gold mineralization at the Roma Project is similar to that found at the Company's Ulu Project, which is host to the high-grade Flood Zone gold deposit.

Roma Property Ownership History:

On February 17, 2021, the Company entered into a Property Purchase Agreement to acquire 100% interest in 9 mineral claims ("Roma") located in Nunavut. The Company issued 75,000 post-consolidation shares (valued at $67,500) on February 22, 2021 and reimbursed all expenses ($22,230) in connection with staking the claims.

In January 2022, the Company staked additional claims at a cost of $7,885.

Also in January 2022, the Company entered into 20-year renewable MEA with NTI for an exploration area of 4,119 hectares. Upon signing the MEA, the Company paid the first-year lease fee and an administration fee totalling $4,619.

As at November 30, 2022, the Company had incurred the following expenditures on the Roma Property:

Roma Property (Nunavut)	*November 30, 2021*	*Additions*	*November 30, 2022*
Acquisition costs	$ 89,730	$ 7,885	$ 97,615
Exploration			
Camp and supplies	-	16,328	16,328
Claim and land maintenance	-	5,074	5,074
General exploration	62,837	237,917	300,754
Geophysical	61,985	113,879	175,864
Travel	-	8,800	8,800
Total	$ 214,552	$ 389,883	$ 604,435

Darren Lindsay, P.Geo., and VP Exploration of Blue Star Gold Corp., is a Qualified Person within the meaning of National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101") and has reviewed and approved the scientific and technical information in the Exploration and Evaluation Assets descriptions in this Management's Discussion and Analysis.

4. SELECTED ANNUAL INFORMATION

The following table summarizes selected financial information for the Company for each of its most recently completed financial years. The information set forth below should be read in conjunction with the audited financial statements. All information was prepared in accordance with IFRS.

	As at November 30,		
	2022	2021	2020
Current assets	$ 1,238,761	$ 2,868,045	$ 748,781
Non-current assets	26,668,317	20,883,315	14,033,692
Total assets	27,907,078	23,751,360	14,782,473
Current liabilities	2,616,263	2,752,036	2,831,893
Non-current liabilities	240,039	151,637	5,736,185
Shareholders' equity	25,050,776	20,847,687	6,214,395
Total liabilities and shareholders' equity	27,907,078	23,751,360	14,782,473
Working capital (deficiency)	$ (1,377,502)	$ 116,009	$ (2,083,112)

	Year ended November 30,		
	2022	2021	2020
Revenue	$ -	$ -	$ -
Loss and comprehensive loss for the year	$ (1,465,712)	$ (3,678,625)	$ (2,581,193)
Basic and diluted loss per share	$ (0.03)	$ (0.10)	$ (0.17)
Weighted average number of common shares outstanding	56,285,597	37,095,513	14,797,062

5. SUMMARY OF QUARTERLY RESULTS

The table below present's selected financial data for the Company's eight most recently completed quarters, all information was prepared in accordance with IFRS.

	Three month period ended November 30, 2022	Three month period ended August 31, 2022	Three month period ended May 31, 2022	Three month period ended February 28, 2022
Total assets	$ 27,907,078	$ 27,432,239	$ 22,888,384	$ 23,159,943
Exploration and evaluation assets	22,809,902	22,263,014	18,555,062	17,708,034
Shareholders' equity	25,050,776	24,303,629	19,910,807	20,321,589
Net income (loss) and comprehensive income (loss)	(578,475)	244,523	(597,717)	(534,043)
Income (loss) per share	(0.01)	0.00	(0.01)	(0.01)

	Three month period ended November 30, 2021	Three month period ended August 31, 2021	Three month period ended May 31, 2021	Three month period ended February 28, 2021
Total assets	$ 23,751,360	$ 23,675,209	$ 15,531,167	$ 15,922,658
Exploration and evaluation assets	17,233,182	15,523,211	11,536,767	11,198,738
Shareholders' equity	20,847,687	19,637,202	8,304,044	8,887,871
Net loss and comprehensive loss	(626,719)	(657,500)	(583,827)	(1,810,579)
Loss per share	(0.01)	(0.02)	(0.02)	(0.07)

6. DISCUSSION OF OPERATIONS

The following information is accounted for in accordance with IFRS, as issued by IASB. The reader is encouraged to refer to the notes of the Company's audited consolidated financial statements for the year ending November 30, 2022 for the Company's summary of significant accounting policies.

Year Ended November 30, 2022

During the year ended November 30, 2022, the Company had a comprehensive loss of $1,465,712, compared to a comprehensive loss of $3,678,625 in the prior year ended November 30, 2021. Significant comparative variances for the years ended November 30, 2022 and 2021 were:

Accretion of interest $267,313 (2021 - $630,083);
Amortization of $2,760 (2021 - $3,784);
Amortization of ROU assets of $154,155 (2021 - $164,420);
Directors fees $100,000 (2021 - $100,000);
Insurance of $68,162 (2021 - $64,951);
Investor and shareholder relations of $677,951 (2021 - $623,838);
Office services and miscellaneous of $79,730 (2021 - $97,779);
Professional fees of $174,890 (2021 - $118,982);

Regulatory and transfer agent fees of $25,722 (2021 - $63,376);
Salaries of $607,226 (2021 - $578,769);
Share-based compensation of $202,878 (2021 - $550,916);
Loss on debt settlement $Nil (2021 - $681,727); and
Deferred income tax recovery of $895,074 (2021 - $Nil).

Accretion of interest totaling $267,313 (2021 - $630,083) was related to $2,537,434 (2021 - $2,435,542) of loans and $Nil (2021 - $4,100,000) in convertible debentures as at the period end. On January 25, 2021 the Company issued 1,526,533 post-consolidation shares to settle loan principal of $750,000 and accrued interest of $89,593, totalling $839,593 at a deemed price of $0.55 per share. The market price of the shares of the Company at the issuance date was $1.05 per share. As a result, a loss on debt settlement of $681,727 was recorded in the statement of loss and comprehensive loss in the comparative period ended August 31, 2021.

Amortization of ROU assets of $154,156 (2021 - $164,420) is related to the leased office commencing October 1, 2020, and renewed on October 1, 2022 for thirty-six months.

Investor and shareholder relations of $677,951 (2021 - $623,838) consists of expenses related to activities creating awareness for the Company and its projects. The higher expenses in the current nine-month period is due to the Company's listing on the OTCQB and the extension of some marketing contracts from the prior year.

Salaries of $607,226 (2021 - $578,769) relate to fees accrued to officers and employees for management of the Company's operations and projects.

Share-based compensation of $202,878 (2021 - $550,916) is due to amortization of the fair value of 850,000 (2021 – 1,085,000) in stock options granted during the year.

Flow-through tax recovery of $895,074 (2021 - $Nil) is due to the Company incurred $5,029,832 in qualified expenditures during the year, and as a result, the Company recorded a flow-through tax recovery of $895,074.

During the year ended November 30, 2022, the Company used $1,467,896 (2021 - $1,920,622) in cash for operating activities; purchased $79,825 (2021 - $252,506) of equipment, and spent $5,489,818 (2021 - $7,239,491) in cash for exploration and evaluation investments; and received net proceeds of $5,886,235 (2021 - $10,914,272) from private placements and $Nil (2021 - $1,050,000) from exercise of options and warrants. The Company had a net decrease in cash of $1,378,108 (2021 - increase of $2,305,166).

Three Months Ended November 30, 2022

During the three months ended November 30, 2022, the Company had a comprehensive loss of $578,475, compared to a comprehensive loss of $626,719 in the three months ended November 30, 2021. Significant comparative variances for the three-month periods November 30, 2022 and 2021 were:

Accretion and interest of $81,018 (2021 - $61,464);
Amortization of $273 (2021 - $946);
Amortization of ROU assets of $30,842 (2021 - $41,105);
Directors fees of $25,000 (2021 - $25,000);
Insurance of $14,496 (2021 - $16,629);
Investor and shareholder relations of $158,432 (2021 - $223,010);
Office services and miscellaneous of $40,816 (2021 - $32,689);
Professional fees of $87,891 (2021 - $54,585);
Regulatory and transfer agent fees of $3,505 (2021 - $30,835);
Salaries of $132,913 (2021 - $142,173);
Share-based compensation of $7,998 (2021 - $Nil);

Accretion of interest is higher due to the office lease agreement measured with higher effective interest rate.

Amortization of ROU assets of $30,842 (2021 - $41,105) is related to the leased office commencing October 1, 2020, and renewed on October 1, 2022.

Investor and shareholder relations of $158,432 (2021 - $223,010) are lower due to reduced activities in the three month period.

Salaries of $132,913 (2021 - $142,173) are comparable.

7. LIQUIDITY AND CAPITAL RESOURCES

Liquidity

As at November 30, 2022, the Company had $1,055,101 (November 30, 2021 - $2,433,209) in cash. The Company is at the exploration stage and does not have cash flow from operations; therefore, equity or debt financings have been the sole source of funds. At November 30, 2022, the Company had working capital deficiency of $1,377,502 (November 30, 2021 – working capital of $116,009) and an accumulated deficit of $16,377,664 (November 30, 2021 - $15,235,077).

In the opinion of management, the working capital is insufficient to support the Company's near term general administrative and corporate operating requirements on an on-going basis. In order to fund mineral property expenses and fund administrative costs, further financings will be required, and the Company is likely to raise such funds from the issuances of equity.

The Company had the following debt and equity financing activities during the years ended November 30, 2021 and 2022, and the subsequent period:

Loans

- On December 19, 2018, March 10, 2019 and May 7, 2019, the Company entered into three loan agreements with Dr. Georg Pollert, a director of the Company. Each loan had a principal of $250,000, had 7.5% in simple interest per annum, and were repayable on or before December 31, 2020, March 31, 2021 and June 30, 2021 respectively. In addition, the director will receive 100,000 bonus shares on each loan upon approval by the TSX-V.

  On January 25, 2021, the Company issued 1,526,533 post-consolidation shares to settle the three loans with a total principal of $750,000 and accrued interest of $89,593 at a deemed price of $0.55 per share. The Company also issued 100,000 bonus shares (valued at $39,227) in accordance with the loan that matured on December 29, 2020, while the remaining 200,000 bonus shares (valued at $81,539) were not issued.

- On June 19, 2019, a loan agreement was entered into with a third party for $250,000. The loan bears 7.5% simple interest per annum payable on or before the date of repayment of July 30, 2021. In consideration, the lender will receive 100,000 post-consolidation bonus shares.

  In July 2021, the Company fully repaid the loan principal of $250,000 and interest of $38,373, and issued 100,000 post-consolidation bonus shares valued at $41,454.

- On November 21, 2019, the Company entered into a loan agreement with Dr. Georg Pollert. The Loan principal amount is up to $2,435,542 (received in December 2019). The loan has a term of three years and bears interest at 3% per annum. In relation to the loan, during the year ended November 30, 2021, the Company issued 300,000 post consolidation bonus shares valued at $69,505.

  On November 21, 2022, the loan principal of $2,435,542 and unpaid interest balance of $101,892, totalling $2,537,434, was extended for one year bearing Nil interest. The renewed loan is not revalued due to its short-term.

Convertible Debentures – Closed on July 3, 2020

On July 3, 2020, the Company closed a non-brokered private placement of 4,100 units of the Company (the “Units”) at a price of $1,000 per Unit for gross proceeds of up to $4,100,000. Each Unit is comprised of 20,000 unsecured convertible debentures (the “Debentures”) and 20,000 non-transferable common share purchase warrants (“Warrants”) of the Company.

Each Debenture has a maximum term of 3 years (the “Term”) and will bear an annual simple interest rate of 7.5%. During the first year of the Term, the principal amount of each Debenture may be converted by the holder, for no additional consideration, into common shares of the Company at a conversion price of $0.50 per share and $1.00 per share during the second and third years of the Term. Each Warrant entitles the holder to purchase one additional share at an exercise price of $0.75 per share until the expiry date of the Term.

On July 3, 2021, the $4,100,000 convertible debentures were converted into 8,200,000 shares.

Equity Financing – Closed on December 17, 2020

In December 2020, the Company completed a private placement by issuing 2,201,000 post-consolidation units (the "Units") at a price of $0.80 per Unit for gross proceeds of $1,760,800. Each Unit will consist of one common share and one transferable common share purchase warrant with each warrant exercisable into shares of the Company at a price of $1.10 per share until December 16, 2021. In relation to the private placement, the Company paid or accrued $38,328 in finders' fees and issued 47,910 share purchase warrants (valued at $21,321) with each warrant exercisable into shares of the Company at a price of $0.80 per share until December 16, 2022.

Equity Financing – Closed on July 20, 2021

On July 20, 2021, the Company closed a non-brokered private placement by issuing 9,299,049 common shares and 2,738,994 flow-through common shares at a price of $0.70 per share for gross proceeds of $8,426,630. The Company paid corporate finance fees of $8,250, cash finders' fees of $85,453 and issued 229,051 finders' shares valued at $160,336.

Equity Financing – Closed on November 29, 2021

On November 29, 2021, the Company closed a non-brokered private placement by issuing 735,294 common shares at $0.68 per share and 2,213,445 flow-through common shares at a price of $0.72 per share for gross proceeds of $2,093,680. The Company paid cash finders' fees of $84,000 and issued 20,833 finders' shares valued at $13,750.

Equity Financing – Closed on June 23, 2022

On June 23, 2022, the Company closed its non-brokered private placement by issuing 3,077,000 common shares (each a "Share") at $0.65 per Share, 2,523,289 flow-through shares (each a "FT Share") at a price of $0.73 per FT Share, and 1,340,031 charitable flow-through common shares (each, a "Charitable FT Share") at a price of $0.91 per Charitable FT Share raising total gross proceeds of $5,061,479. The Company paid finder's fees of $134,520 and issued 85,943 finders' shares.

Equity Financing – Closed on November 24, 2022

On November 24, 2022, the Company closed a non-brokered private placement by issuing 4,000,000 common shares at $0.25 per share for total proceeds of $1,000,000.

Liquidity Outlook

At present, the Company's operations do not generate cash inflows and its cash position is highly dependent on the ability to raise cash through financings and the timing of expenditures on exploration programs. In order to finance the Company's evaluation and exploration programs and to cover administrative and other expenses, the Company raises money through equity sales, from the exercise of convertible securities and from optioning its exploration and evaluation assets. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and calibre of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities.

Additional funds will be required to fulfil obligations under option agreements and cover general administrative and corporate operating requirements. Given volatility in equity markets, global uncertainty in economic conditions, cost pressures and results of exploration activities there can be no certainty equity funding will be available to the Company or if available funding will be on acceptable terms. Management believes it will be able to raise equity capital as required, but recognizes that there will be risks which may be beyond its control.

Capital Resources

The Company does not have sufficient capital at this time to fulfil its obligations under the current property agreements or to meet its administrative overhead expenses for the next twelve months and does not have any alternative funding arrangements in place. If the Company is unable to raise required capital it will not fulfil obligations under one or more of the property agreements or continue to operate at its current level of activity.

Going Concern

The Financial Statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Several material uncertainties may cast a significant doubt on the entity's ability to continue as a going concern. The Company continues to incur operating losses, has limited financial resources, no source of operating cash flow, and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its exploration and evaluation asset projects. The Company's ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to continue evaluating its mineral projects by the issuance of share capital or through joint ventures, and to realize future profitable production or proceeds from the disposition of its exploration and evaluation assets. As at November 30, 2022, the Company had an accumulated deficit of $16,377,664 and had working capital deficiency of $1,377,502. In the opinion of management, current the working capital is insufficient to support the Company's general administrative and corporate operating requirements on an on-going basis for the next 12 months. Until additional funds are secured, the Company does not have resources to fund further exploration expenditures. Management plans to secure the necessary financing through the issuance of new equity instruments and/or entering into joint venture arrangements. However, there is no assurance that the Company will be successful in these actions.

If the going concern assumption was not appropriate for the Financial Statements, adjustments would be necessary in the carrying values of assets, liabilities, reported income and expenses and the statement of financial position classifications used. Such adjustments could be material to the Financial Statements.

8. TRANSACTIONS WITH RELATED PARTIES

The amounts due to/from related parties are amounts due to the directors and officers. The balances are unsecured, non-interest bearing and have no specific terms for repayment. These transactions are in the normal course of operations and have been valued in these financial statements at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

The Company's related parties consist of officers and directors (and their related companies) as follows:

Name of Related Party	Position	Nature of transaction
Ken Yurichuk	Director	Director fee
Judy Baker	Director	Director fee
Robert Metcalfe	Director	Director fee
Klaus G. Schmid	Director	Director fee
Dr Georg Pollert	Director	Director fee
Grant Ewing	CEO	Salary
Andrea Yuan	CFO	Consulting fee
Kim Ewing	Office Manager	Salary

As at November 30, 2022, $233,168 (2021 - $200,241) was due to directors and officers of the Company:

	November 30, 2022	November 30, 2021
CFO	$ 11,924	$ 13,490
Former CEO*	168,000	168,000
Directors	53,244	18,751
	$ 233,168	$ 200,241

* The Company's CEO was terminated during the year ended November 30, 2020.

During the years ended November 30, 2022 and 2021, the Company entered into the following transactions with related parties:

	Year ended November 30, 2022	Year ended November 30, 2021
Salary – CEO	$ 204,000	$ 204,000
Salary – Spouse of CEO	124,980	123,360
Management fee – CFO	132,000	132,000
Directors fees	100,000	100,000
Share-based compensation (Note 13) - 375,000 (2021 – 490,000) options were granted to directors and officers	100,144	236,896
	$ 661,124	$ 796,256

Loans and convertible debentures with Dr. Pollert

During the years ended November 30, 2022 and 2021, the Company received the following loans from Dr. Georg Pollert, a director of the Company.

	Amount
Year ended November 30, 2022:	
On November 21, 2022, Dr. Georg Pollert renewed a loan principal of $2,435,542 and unpaid interest balance of $101,892, totalling $2,537,434, for one year without interest.	$ 2,537,434
Year ended November 30, 2021:	
On January 25, 2021 the Company issued 1,526,533 post-consolidation shares to settle three loans from Dr. Georg Pollert. The total loan principal of $750,000 and interest of $89,593 totalling $839,593 at a deemed price of $0.055 per share. The Company also issued 100,000 post-consolidation bonus shares (valued at $39,227) in accordance with the loan that matured on December 29, 2020, while the remaining 200,000 post-consolidation bonus shares (valued at $81,539) were not issued.	$ 839,593
On July 3, 2021, the Company issued 6,300,000 post-consolidation shares pursuant to the conversion of $3,175,000 convertible debts issued on July 3, 2020.	$ 3,175,000
Cash interest paid or settled during the year	$ 660,716

9. FINANCIAL INSTRUMENTS AND RELATED RISKS

The Board, through the Audit Committee, is responsible for identifying the principal risks facing the Company and ensuring that appropriate risk management systems are developed and implemented. The Company manages its exposure to financial risks, including liquidity risk, foreign exchange rate risk, interest rate risk and credit risk in accordance with its risk management framework.

Financial Instruments

Fair value measurement disclosure includes classification of financial instrument fair values in a hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

Level 1: Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices such as quoted interest or currency exchange rates; and

Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

The Company's financial instruments as at November 30, 2022 are as follows:

	Level 1	Level 2	Level 3
Financial assets at FVTPL			
Cash	$ 1,055,101	$ -	$ -
Financial liabilities at amortized costs			
Accounts payable and accrued liabilities	$ 107,238	$ -	$ -
Due to related parties	$ 233,168	$ -	$ -
Lease liabilities	$ -	$ 291,586	$ -
Loans payable	$ -	$ 2,214,310	$ -

Related Risks

Liquidity Risk - Liquidity risk is the risk the Company cannot meet its financial obligations. The Company attempts to manage liquidity risk by maintaining sufficient cash balances or through additional financings to ensure there is sufficient capital to meet short term obligations. As at November 30, 2022, the Company had a cash balance of $1,055,101 (November 30, 2021 – $2,433,209) to settle current liabilities of $2,616,263 (November 30, 2021 - $2,752,036). The Company's current working capital is insufficient to support the Company's near term general administrative and corporate operating requirements on an on-going basis.

Interest rate risk – As at November 30, 2022, the Company's loans have fixed interest rate at 3% per annum with additional consideration of bonus shares.

Currency Risk - As at November 30, 2022, all the Company's cash was held in Canadian dollars, the Company's functional and reporting currency.

Credit risk - Concentration of credit risk exists with respect to the Company's cash, as substantially all amounts are held at major financial institutions. The credit risk associated with cash is minimized by ensuring that these financial assets are placed with financial institutions with investment-grade ratings by a primary ratings agency.

Finance Risk - The Company has no source of operating cash flow and no assurance that additional funding will be available to it for further exploration and development of its projects when required. Although the Company has been successful in the past in obtaining financing through the sale of equity and debt securities or joint ventures, there can be no assurance that the Company 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 the delay or indefinite postponement of further exploration and development of the Company's properties.

10. RISKS AND UNCERTAINTIES

The Company's business is the exploration and development of mineral properties. As a result, the Company's operations are speculative. The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks common to such enterprises, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations.

Whether a mineral deposit will be commercially viable depends on a number of factors, which include, receipt of adequate financing; correct interpretation of geological data; feasibility and other studies; the particular nature of the mineral deposit, such as size grade, metallurgy and physical structure; expected and real metal recoveries; proximity to infrastructure and labour; the cost of water and power; climactic conditions; metal prices; fluctuations in currency exchange rates and metal prices; timely granting of necessary permits; government regulations and taxes; and environmental protection and regulations. The effect of these factors cannot accurately be predicted, but in combination these risk factors may adversely affect the Company's business.

The risks and uncertainties described in this section are not inclusive of all risks and uncertainties to which the Company may be subject. Furthermore, the Company may face additional risks and uncertainties not presently known to the Company and its management or risks currently seen as immaterial may impair the Company's business in the future.

Early Stage - Need for Additional Funds - The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks common to such enterprises, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations.

Location - The Company's property interests are located in remote, undeveloped areas and the availability of infrastructure such as surface access, skilled labour, fuel and power at an economic cost, cannot be assured. These are integral requirements for exploration, development and production facilities on exploration and evaluation assets.

Exploration and Development Risks - Resource property acquisition, exploration, development, and operation are a highly speculative business that involves significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. While the discovery of precious metals and other minerals may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses may be required to locate and establish economically viable mineral deposits, to develop metallurgical processes and to construct mining and processing facilities at a particular site. It is impossible to ensure that the acquisition, exploration or development programs planned by the Company will result in a profitable commercial mining operation. The potential for any project to eventually become an economically viable operation depends on numerous factors including: the quantity and quality of the minerals discovered if any, the proximity to infrastructure, metal and mineral prices (which vary considerably over time) and government regulations. The exact effect these factors can have on any given exploration property cannot accurately be predicted but the effect can be materially adverse.

Environmental Risk - Current or future environmental laws and regulations may affect the operations of the Company. These laws and regulations set various standards regulating certain aspects of health and environmental quality. They provide for penalties and other liabilities for the violation of such standards and establish, in certain circumstances, obligations to rehabilitate current and former facilities and locations where operations are or were conducted. Furthermore, the permission to operate could be withdrawn temporarily where there is evidence of serious breaches of health and safety, or even permanently in the case of extreme breaches. Significant liabilities could be imposed on the Company for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damages caused by previous owners of acquired properties or non-compliance with environmental laws or regulations. The Company intends to minimize these risks by taking steps to ensure compliance with environmental, health and safety laws and regulations and operating to international environmental standards.

Commodity Prices - The market price of precious metals and other minerals is volatile and cannot be controlled.

Conflicts - The Company’s directors and officers serve as directors or officers, or may be associated with other reporting companies or have significant shareholdings in other public companies. To the extent that such other companies may participate in business or asset acquisitions, dispositions, or ventures in which the Company may participate, the directors and officers of the Company may have a conflict of interest in negotiating and concluding terms respecting the transaction.

Dependence on Key Personnel - The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

Competition - The mineral industry is intensely competitive in all its phases. The Company competes with many other mineral exploration companies who have greater financial resources and technical capacity.

Political Risk - The Company's operations and investments may be affected by local political and economic developments including: expropriation; nationalization; invalidation of governmental orders; permits or agreements pertaining to property rights; failure to enforce existing laws; failure to uphold property rights; political unrest; labour disputes; inability to obtain or delays in obtaining necessary mining permits; opposition to mining from local, environmental or other non-governmental organizations; government participation; royalties, duties, rates of exchange, high rates of inflation, price controls, exchange controls, currency fluctuations; taxation and changes in laws, regulations or policies; as well as by laws and policies of Canada affecting foreign trade, investment and taxation.

11. OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

12. SUBSEQUENT EVENTS

On December 16, 2022, 2,248,910 warrants expired without being exercised.

13. COMMITMENTS AND LITIGATION

Litigation

On June 13, 2022, Stephen Wilkinson (the "Plaintiff"), the former CEO of the Company, filed a Notice of Civil Claim at the Supreme Court of BC to claim wrongful dismissal and breach of contract. The Plaintiff requested for compensation of 24 months of salary, bonus and other additional loss and damages. The Company has engaged legal counsel to defend itself against the claim. The amount of the claim, if successful against the Company, isn't considered by management to cause a material adverse effect on the Company's operations.

As of November 30, 2022, the Company accrued $168,000 (November 30, 2021 - $168,000) in accounts payable and accrued liabilities, which equals the Plaintiff's salary for 12 months.

14. DISCLOSURE OF OUTSTANDING SHARE DATA

The Company is authorized to issue an unlimited number of shares without par value. The table below presents the Company's common share data as of the date of this report:

	Number of securities
Common shares	64,166,101
Stock options	2,640,000
Warrants	550,000

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

15. DIVIDENDS

The Company has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and. Any future determination to pay dividends will be at the discretion of the Board of Directors of the Company, and will depend on Company's financial condition, results of operations, capital requirements and such other factors as the Board of Directors deem relevant.

16. ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS

Additional disclosure concerning the Company's general and administrative expenses and exploration and evaluation assets expenditures is provided in the Company's Financial Statements as at and for the year ended November 30, 2022. These Financial Statements are available on SEDAR at www.sedar.com.

17. APPROVAL

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of the Company has approved the financial statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

18. FORWARD LOOKING STATEMENTS

Forward-looking statements relate to future events or future performance and reflect management's expectations or beliefs regarding future events and include, but are not limited to, statements with respect to the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, success of operations, environmental risks, permitting risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative of these terms or comparable terminology. By their very nature forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to actual results of current exploration activities; changes in project parameters as plans continue to be refined; future prices of resources; possible variations in mineral resources, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; as well as those factors detailed from time to time in the Company's interim and annual financial statements which are filed and available for review on SEDAR at www.sedar.com. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.