BRAVADA
GOLD CORPORATION

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Management's Discussion and Analysis
For the Six Months Ended January 31, 2024
Dated: March 26, 2024

A. Introduction

The following Management's Discussion and Analysis ("MD&A") of the consolidated operating results and financial condition of Bravada Gold Corporation (the "Company") is for the six months ended January 31, 2024, and is dated March 26, 2024. This MD&A was prepared to conform to National Instrument 51-102F1 and was approved by the Board of Directors prior to its release.

This analysis should be read in conjunction with the Company's unaudited condensed consolidated interim financial statements for the six months ended January 31, 2024, and the Company's audited consolidated financial statements for the year ended July 31, 2023, and the accompanying notes, which have been prepared in accordance with International Financial Reporting Standards ("IFRS").

The Company's shares trade on the TSX Venture Exchange ("BVA"), on the OTCQB Marketplace ("BGAVF") and on the Stuttgart Exchange ("BRTN").

The Company's functional and reporting currency is the Canadian dollar and all dollar amounts included herein are in Canadian dollars, unless otherwise indicated.

Additional information relating to the Company is available on the Company's website at www.bravadagold.com and on SEDAR+ at www.sedarplus.ca

B. Qualified Person

Joseph A. Kizis, Jr., AIPG Certified Professional Geologist No. CPG-11513, is the qualified person under National Instrument 43-101 ("NI 43-101") responsible for the technical information included in this MD&A. Mr. Kizis graduated from University of Colorado (M.S. in Geology) and Kent State University (B.S. in Geology) and has many years of experience in minerals exploration both with major mining and junior exploration companies.

C. Foreign Exchange Information and Conversion Tables

For ease of reference, the following information is provided:

Canadian Dollars per US Dollar	**Six Months Ended January 31, 2024**	**2023**
Rate at end of period	1.3388	1.3335
Average rate for period	1.3550	1.3395

Conversion Table

Imperial		**Metric**	
1 Acre	=	0.404686	Hectares
1 Foot	=	0.304800	Meters
1 Mile	=	1.609344	Kilometres
1 Ton	=	0.907185	Tonnes
1 Ounce (troy)/ton	=	34.285700	Grams/Tonne

C. Foreign Exchange Information and Conversion Tables, continued

Precious metal units and conversion factors

ppb	- Part per billion	1	ppb	=	0.0010	ppm	=	0.000030	oz/t
ppm	- Part per million	100	ppb	=	0.1000	ppm	=	0.002920	oz/t
oz	- Ounce (troy)	10,000	ppb	=	10.0000	ppm	=	0.291670	oz/t
oz/t	- Ounce per ton (avdp.)	1	ppm	=	1.0000	ug/g	=	1.000000	g/tonne
g	- Gram								
g/tonne	- gram per metric ton	1	oz/t	=	34.2857	ppm			
mg	- milligram	1	Carat	=	41.6660	mg/g			
kg	- kilogram	1	ton (avdp.)	=	907.1848	kg			
ug	- microgram	1	oz (troy)	=	31.1035	g			

D. Summary of Mineral Properties

The Company's principal business activities include the acquisition, exploration, and development of natural resource properties for enhancement of value and disposition pursuant to sales agreements or development by way of third-party option and/or joint venture agreements.

The Company's primary focus has been the exploration for precious metals in Nevada where it currently holds ten exploration and development properties, a strong presence with 810 claims for a total of approximately 6,500 hectares (16,200 acres). The Company also owns a retained royalty in the Drayton project, an Archaean gold property located in Ontario, Canada.

Wind Mountain

Wind Mountain is a low-sulphidation-type gold and silver property consisting of 124 claims (approximately 1,000 hectares) located within the highly prospective Walker Lane Gold trend approximately 160 kilometres northeast of Reno, Nevada with good road access and power.

Disseminated gold and silver mineralization occurs in multiple, gently south-dipping mineralized horizons with higher grades occurring within the disseminated horizons along several northeast, north, and northwest fracture zones. Within these fracture zones are narrow intercepts of much higher grades of gold and silver mineralization, often with 1.5m and longer drilled intervals returning 1 to +10 grams gold per tonne (g/t) and 50 to +300g/t silver.

The 2012 independent resource estimate (not constrained by a pit design) and PEA reported:

- 570,000 ounces of gold and 14.7 million ounces of silver in the Indicated category, and
- 354,000 ounces of gold and 10.1 million ounces of silver in the Inferred category.

The positive 2012 PEA utilized a gold price of US$1,300 per ounce of gold and US$24.42 per ounce of silver (being the three-year trailing average prices at the time of the study).

In December 2022, the Company reported the results of an updated Pit-constrained Resource using a gold price of US$1,750 per ounce of gold and US$21 per ounce of silver, as well as a Phase I PEA that considers a portion of the Pit-constrained Resource that will fit onto a heap-leach site that is immediately downhill from the modeled pit.

In spite of increased capital and operating costs, the Phase I PEA estimates significant economic improvement compared to the 2012 study with an IRR of 38% and an after-tax NPV @5% of US$46.1million (see NR-07-22 for details).

D. Summary of Mineral Properties, continued

A Phase II leach-pad site was then evaluated and confirmed to be able to process the additional Pit-constrained mineralization post-Phase I, potentially adding 2 additional years of production. The Pad II leach-pad site should be able to contain additional mineralization that has not been fully evaluated by drilling at North Hill and other nearby targets.

The Company completed an inspection of reclaimed drill sites with the Bureau of Land Management that reduced the amount of disturbance acreage, which will allow modification of the existing drill permit to add new drill sites. Those sites will test shallow, leach-grade mineralization that is not drilled sufficiently to include in a resource category, but which could provide additional years of production to a Phase II leach pad.

Highland

Highland consists of 192 claims (approximately 1,550 hectares) located along the Walker Lane Gold trend, south of the Desatoya Mountains caldera and north of the Bruner Gold district.

Previous drilling intersected significant gold and silver values in this gravel-covered, low-sulphidation gold and silver vein system. Field work during 2020 refined several targets in the eastern portion of the property and twelve drill sites were permitted to test two of those targets; however, only the Big Hammer target was funded for drilling. Two core holes were completed on the Big Hammer target, which tested three faults interpreted on CSAMT geophysics as potential hosts to gold mineralization. Assay geochemistry and alteration from the "F3" fault is consistent with shallow levels of low-sulfidation gold mineralization and the Company believes deeper drilling in this area is warranted.

Additional drilling is planned at the Big Hammer and Geyser targets, subject to funding. A drill permit for fifteen drill sites has been approved by the Bureau of Land Management, subject to posting of a bond. Both target areas have geologic features that typically develop 100-200 metres above gold and silver mineralization, and both targets have "leakage" of locally strong gold in surface samples, suggesting economic mineralization may lie at depth.

Baxter

Baxter consists of 114 claims (approximately 920 hectares) located in the Walker Lane Gold trend of Nevada and is approximately 5 kilometres southwest of the Company's Highland Property and northwest of the Bruner Gold district. Bruner was purchased by Endeavour Silver Corp. ("Endeavour") in July 2021 for US$10million in cash.

Geochemical and geological characteristics suggest the property is prospective for low-sulphidation gold and silver mineralization. The latest drilling in 2016 resulted in a new zone of gold mineralization being discovered at the Sinter target. Hole BAX16-13 intersected 6.1 metres averaging 2.199 g/t Au beginning at 32 metres depth within a thicker interval of 32.0 metres averaging 0.880 g/t Au. Other holes in the target area intersected lower grades of gold mineralization at approximately the same horizon. For example, Hole BAX-17-07 intersected 3.05 metres averaging 3.7 g/t Au beginning at 198.6 metre depth within a 9.14 metre interval of 1.38 g/t Au and is approximately five hundred metres northwest of the Sinter zone. Geophysical evidence suggests this hole may overlie a mineralized intrusion and more work is planned to further develop this prospective portion of the property.

On July 18, 2023, Company entered into a Definitive Agreement (the "Agreement") with Endeavour granting Endeavour the option to earn an 85% interest in the property by incurring US$4,000,000 in exploration and development expenditures over a period of five years. The Agreement also provides that Endeavour shall make annual cash option payments of US$100,000 to the Company, 50% of which may be paid in common shares of Endeavour at its sole discretion.

D. Summary of Mineral Properties, continued

Endeavour shall be entitled, in its sole discretion, to accelerate any time period for incurring the expenditures or to elect to satisfy any of the expenditures by cash payment to the Company and upon completion of the above and payment of all option payments, Endeavour and the Company will form an 85/15 joint venture, with the Company carried to production with payback of the Company's carried portion from the Company's share of net income from the sale of all minerals produced.

Battle Mountain - SF / HC

SF consists of 66 claims (approximately 530 hectares) located in Eureka County, Nevada in the heart of the Battle Mountain – Eureka Gold trend, approximately ten kilometres east of the large, high-grade discovery by Barrick Gold Corporation at Goldrush/Fourmile. The Company acquired thirty-seven additional claims (approximately three hundred hectares) from a private vendor and staked nine additional HC claims within that claim group. These HC claims are adjacent to the SF claims and now allow for a more effective exploration program on the combined property position. Soil sampling and possibly IP are planned to refine drill targets.

Battle Mountain - Shoshone Pediment

Shoshone Pediment consists of fifty-four claims (approximately 430 hectares) located in Lander County, Nevada. The property is located along the Battle Mountain-Eureka Gold trend, which, in the project area, overlaps one of Nevada's most important regions for barite production.

During 2014, rights to barite at the property were sold to a barite producer under a lease with option to purchase agreement whereby the Company will be entitled to receive a royalty of US $1.00 per ton of barite ore mined in excess of 150,000 tons.

To date, the purchaser has conducted engineering, environmental, core drilling, and other studies necessary for mine permitting, which was submitted to the Bureau of Land Management. In May 2022, the Company's rights were sold by the barite producer to another mining company making mine construction uncertain at this time.

The Company reserves the rights to explore for and mine gold and other metals on the Shoshone Pediment claim group and believes that the best potential lies in the more prospective Lower Plate rocks at depth. Gold and pathfinder geochemistry on samples drilled by the lessee in Upper Plate rocks may provide vectors that will allow targeting for gold in Lower Plate rocks.

Battle Mountain - Pete Hanson

Pete Hanson consists of thirty claims (approximately 240 hectares) and is situated approximately fifty-six kilometres northwest of Eureka, Nevada in the heart of the Battle Mountain – Eureka Gold trend.

Silicification and widespread anomalous gold and pathfinder geochemistry establish the presence of a Carlin-type gold system hosted by Lower Plate carbonate rocks. Previous drilling intersected the highly favorable Roberts Mountain formation with anomalous gold concentrations at moderate depth. Several prominent faults host strong gold anomalies, ranging from 1g/t to 3.39g/t Au, and associated alteration consisting of strong hematite staining and silicification. Several favorable targets have yet to be drill tested.

D. Summary of Mineral Properties, continued

Battle Mountain - South Lone Mountain ("SoLM")

The property consists of twenty-eight claims (approximately 227 hectares) and is a gravel-covered project located along a regionally significant geophysical "gravity break" underlain by favorable Lower Plate Paleozoic host rocks. The claims cover projections of Mississippi-Valley-type zinc/lead/silver mineralization that is exposed on an adjacent property in historic mine workings.

Battle Mountain - North Lone Mountain ("NoLM")

The property consists of fifty-six claims (approximately six hundred hectares).

A soil survey conducted over the property, completed in 2015, resulted in two distinct anomalies, one a gold and arsenic anomaly and one a zinc anomaly. These anomalies have not been evaluated with drilling. The property is completely covered by gravel to approximately 100m depth, but it is on-trend with the Gold Bar gold deposit. Historic drilling near the property boundaries demonstrate that attractive Lower Plate carbonate host rocks exist beneath the gravel cover.

Battle Mountain – Gabel

Gabel consists of sixteen claims (approximately 130 hectares) located along the northern portion of the Roberts Mountains in Eureka County, Nevada.

Alteration and geochemistry of Lower Plate carbonates are suggestive of Carlin-style gold mineralization in a karst environment. A small historic gold resource has been reported within Upper Plate units several kilometres to the south of the property, and recent drilling on a competitor's claims immediately adjacent to the property's eastern boundary intersected Carlin-type alteration and thick zones of anomalous gold with higher, potentially economic grade zones along structures that project onto the Gabel property. Two major structures that contain Carlin-style gold mineralization nearby project under gravel cover at Gabel and soil samples have been collected recently as an initial test for covered mineralization.

East Manhattan

East Manhattan consists of 84 claims (approximately 680 hectares) located in Nye County, Nevada at the eastern edge of the Manhattan Mining district.

Surface sampling, limited drilling, and a detailed ground magnetics survey have identified covered targets in this low-sulphidation, high-grade gold system. A drill permit has been approved, subject to posting of a bond.

Millie

Millie consists of one parcel of private land located approximately forty kilometres southwest of Winnemucca in Pershing County, Nevada.

Drayton

Drayton consists of 1,983 hectares located in the Patricia Mining Division of Ontario, near Sioux Lookout. Geochemical and geological characteristics suggest the property is prospective for Archean gold vein and other styles of mineralization. Pursuant to an option agreement with Stillwater Critical Minerals Corp. ("Stillwater"), Stillwater acquired the property. The Company retains a 1% NSR.

D. Summary of Mineral Properties, continued

Acquisition and Exploration and Evaluation

Mineral property acquisition costs as of January 31, 2024 were:

	Wind Mountain	Baxter	SF	Highland	Other	Total
	$	$	$	$	$	$
Balance, July 31, 2022	183,764	-	-	-	-	183,764
Additions	62,933	27,063	26,424	45,286	50,537	212,243
Impairments	-	-	(26,424)	(45,286)	(50,537)	(122,247)
Balance, July 31, 2023	246,697	27,063	-	-	-	273,760
Additions (Recoveries)	29,834	(102,028)	26,941	46,173	51,528	52,449
Impairments (Recoveries)	-	74,965	(26,941)	(46,173)	(51,528)	(49,678)
Balance, January 31, 2024	**276,531**	**-**	**-**	**-**	**-**	**276,531**

Exploration and evaluation expenditures for the six months ended January 31, 2024 and 2023 were:

	Wind Mountain		Baxter		SF		Highland		Other		Total	Total
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
	$		$		$		$		$		$	$
Assays and analysis	11,170	36,669	-	-	-	-	-	-	-	-	11,170	36,669
Drilling	1,581	15,427	-	-	-	-	-	-	-	-	1,581	15,427
Equipment, rentals, and supplies	-	343	(50)	-	1,442	1,437	361	361	460	-	2,213	2,141
Geological services	-	133,046	120	-	-	-	-	-	-	-	120	133,046
Project supervision	1,511	28,289	1,858	295	-	-	1,393	1,393	5,074	1,070	9,836	31,047
Other	-	1,620	-	-	-	-	-	-	-	-	-	1,620
	14,262	215,394	1,928	295	1,442	1,437	1,754	1,754	5,534	1,070	24,920	219,950
General exploration											42,762	22,656
											67,682	**242,606**

E. Results of Operations

The Company incurred a net loss of $361,638 for the six months ended January 31, 2024 (2023 - $639,788).

Subject to available resources, the Company's mandate is to acquire, explore, and develop mineral resource properties. During the current period, the Company maintained its interest in its mineral properties (*D - Summary of Mineral Properties)* in preparation for future permitting, bonding and exploration. Administration costs decreased because of a credit received. Other overhead increased generally as a result of the financing undertaken and associated promotional and other initiatives.

Foreign exchange gains and losses fluctuate based on the US and Canadian dollar exchange rate and the extent of transactions and balances denominated in US dollars. The Company continues to consider the ability of the Company to raise sufficient financing to be an indicator of impairment and recorded an impairment provision against capitalized costs relating to certain mineral properties, net of recoveries. The Company was charged interest on certain overdue accounts originally incurred in prior periods. The Company is entitled to charge overhead fees with respect to managing exploration programs on behalf of third parties.

E. Results of Operations

A summary of variances is as follows:

	2024 $	2023 $
Expenses		
Administration	30,000	20,000
Consulting	63,686	55,181
Exploration and evaluation	67,682	242,606
Investor relations and corporate development	23,068	50,495
Office and general	27,852	27,551
Professional fees	59,637	52,342
Regulatory fees and taxes	15,807	12,325
Shareholders' communication	7,822	6,945
Transfer agent	6,842	3,223
Foreign exchange	5,616	(636)
Impairment of mineral properties	49,516	149,310
Interest on overdue debt	5,055	20,446
Other income	(945)	-
Net loss and total comprehensive loss for the period	361,638	639,788

F. Summary of Quarterly Results

The following financial data was derived from the Company's consolidated financial statements for the eight previous quarters:

Three months ended	Apr 30, 2022	Jul 31, 2022	Oct 31, 2022	Jan 31, 2023	Apr 30, 2023	Jul 31, 2023	Oct 31, 2023	Jan 31, 2024
	$	$	$	$	$	$	$	$
Total revenues	nil	nil	nil	nil	nil	nil	nil	nil
Net loss	320,211	550,841	386,923	252,865	158,004	104,501	163,615	198,023
Net loss per share	-	-	-	-	-	-	-	-

Due to the nature of its current operations, the Company earned no revenue during the periods presented. Quarterly fluctuations relate to the recognition of share-based payments which occur as stock options are granted and vest, foreign exchange gains and losses which vary with market rates and mineral property exploration recoveries, expenses or impairments which occur as projects are identified and drilling results are analyzed, or other indicators arise.

Significant impairment charges were recognized in the three months ended October 2022 and 2023. Significant share-based payments expense was recognized in the three months ended July 31, 2022 and April 30, 2022.

G. Related Party Transactions

Except as disclosed elsewhere, the Company entered into the following related party transactions:

(a) Fees relating to consulting services of $40,500 (2023 - $40,500) were charged by Advocate Services Limited, a company controlled by Lawrence Page, a director and officer of the Company. Amounts payable as of January 31, 2024 were $77,962 (July 31, 2023 - $49,613).

G. Related Party Transactions, continued

(b) Fees relating to management, geological, and mining consulting services of US$37,500 (2023 - US$37,500) were charged by Joseph A. Kizis, Jr., a director, and officer of the Company. Amounts payable as of January 31, 2024 were $316,771 (US$236,608) (July 31, 2023 - $281,051 (US$213,467)).

(c) Fees relating to consulting services of $9,000 (2023 - $9,000) were charged by Graham Thatcher, an officer of the Company. Amounts payable as of January 31, 2024 were $7,875 (July 31, 2023 - $1,575).

(d) Fees relating to legal services of $6,640 (2023 - $4,180) were charged by Page Law Corporation, a company controlled by Arie Page, an officer of the Company. Amounts payable as of January 31, 2024 were $10,259 (July 31, 2023 - $6,921).

(e) Amounts payable relating to prior period legal services charged by Page Law Corporation, a company formerly controlled by Lawrence Page, a director and officer of the Company, as of January 31, 2024 were $2,688 (July 31, 2023 - $2,688).

(f) Amounts payable relating to prior period consulting services charged by Lawrence Page, a director and officer of the Company, as of January 31, 2024 were $16,663 (July 31, 2023 - $16,663).

These transactions were in the normal course of operation and were measured at the fair value of the services rendered. Amounts due to related parties are unsecured, non-interest-bearing and have no formal terms of repayment. The Company has no long-term employee or post-employment benefits. Compensation awarded to key management, including amounts noted in (a), (b) and (c) above, was as follows:

	January 31, 2024 $	January 31, 2023 $
Short-term benefits	100,311	99,731
	100,311	**99,731**

Two executive officers, Lawrence Page and Joseph A. Kizis, Jr., are entitled to termination benefits in the event of a change of control equal to thirty months' compensation. Upon a change of control, and assuming the triggering event took place on the period-end date, respective payments would be $202,500 and US$187,500.

H. Financial Condition, Liquidity and Capital Resources

As of January 31, 2024, the Company had a working capital deficit of $525,431 (July 31, 2023 - $722,304).

On November 8, 2023, the Company closed the first tranche of a non-brokered private placement and issued 4,057,143 units for gross proceeds of $142,000. On December 18, 2023, the Company closed the second tranche of this private placement and issued 12,441,000 units for gross proceeds of $435,435 for a total of 16,498,143 units for total gross proceeds of $577,435.

Proceeds have been allocated towards estimated closing costs – CDN$10,000; property permitting / bonding / contingency – US$33,300; Annual Minium Royalty payments – US$50,000; average monthly G&A – CDN$39,050 and US$8,836 and accounts payable – CDN$36,999 and US$35,714.

H. Financial Condition, Liquidity and Capital Resources, continued

Where possible, the Company has been negotiating settlement of or extending payment terms of its payables and reviewing its capital expenditure plan and future commitments to identify opportunities to reduce or delay spending and payments. However, the Company does not generate any revenue from operations and, without further financing, does not have sufficient capital to meet requirements for administrative overhead, maintaining its mineral interests and continuing with its exploration program in the following twelve months. For the near future, the Company will need to rely on raising capital in the equity markets and/or enter into joint venture agreements with third parties to provide working capital and to finance its mineral property acquisition and exploration activities.

Although the Company has been successful in obtaining financing through the sale of its securities, there can be no assurance that the Company will be able to obtain adequate financing in the future. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and development of its projects with a loss of some properties and reduction or termination of operations.

I. Financial Instruments

The Company's financial instruments include cash and reclamation bonds which are classified as financial assets at amortized cost, marketable securities which are classified as financial assets measured at fair value through profit or loss, and accounts payable and accrued liabilities and due to related parties, which are classified as financial liabilities at amortized cost. Marketable securities were categorized as Level 3 within the fair value hierarchy and all other instruments approximate their fair values due to the short period to maturity.

The main risks these financial instruments are exposed to are credit risk and foreign currency risk with to respect to assets and liabilities denominated in US dollars. The Company's risk management policies require significant cash deposits, or any short-term investments be invested with Canadian chartered banks rated BBB or better. All investments must be less than one year in duration. Based on stable historical and forecast exchange rates, the Company does not manage currency risks through hedging or other currency management tools. The Company does not believe any of these risks to be material.

J. Outstanding Equity and Convertible Securities

The Company has authorized share capital consisting of common shares without par value. The number of shares authorized is unlimited. The Company has a stock option plan and has issued warrants for the purchase of common shares. The table below summarizes the Company's common shares, stock options and warrants that are convertible into common shares as of March 26, 2024:

Issued and outstanding common shares	148,136,645
Share options with a weighted average exercise price of $0.07	11,300,000
Share purchase warrants with a weighted average exercise price of $0.10	78,692,428
Fully Diluted	**238,129,073**

K. Events After the Reporting Period and Outlook

There are no other material events subsequent to the date of this document. The Company is confident that its existing group of properties has potential warranting continued exploration and activities over the ensuing year will focus on these assets. The Company expects to continue its strategy of collaborating with experienced mining companies to develop its properties and to advance them to production.

L. Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements and does not contemplate entering into any such arrangements in the near future.

M. Disclosure Controls and Procedures

The Board of Directors, through its Audit Committee, is responsible for ensuring that management fulfills its responsibilities for financial reporting and internal control. The Audit Committee is composed of three independent directors who meet at least quarterly with management, and at least annually with the external auditors, to review accounting, internal control, financial reporting, and audit matters.

There have been no significant changes to the Company's internal control over financial reporting that occurred during the period that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

The Audit Committee has established procedures for complaints received regarding accounting, internal controls, or auditing matters, and for a confidential, anonymous submission procedure for employees who have concerns regarding questionable accounting or auditing matters. The whistleblower policy is in accordance with National Instrument 52-110 Audit Committees, National Policy 58-201 Corporate Governance Guidelines and National Instrument 58-101 Disclosure of Corporate Governance Practice.

As a venture issuer, the Company is exempt from the certification on Disclosure Controls and Procedures and Internal Control Over Financial Reporting. The Company is required to file Form 52-109FV1 for annual reporting and Form 52-109FV2 for interim reporting.

N. Risks and Uncertainties

The principal business of the Company is the exploration and development of mineral properties. Given the nature of the mining business, the limited extent of the Company's assets and the present stage of development, the following risk factors, among others, should be considered:

Exploration Stage Company

The Company has not established a mineral reserve on any of its properties and does not generate any revenue from production. The Company's success will depend upon its ability to locate commercially productive mineral reserves. Mineral exploration is highly speculative in nature, involves many risks, and frequently is non-productive. There is no assurance that exploration efforts will be successful.

Success in establishing reserves is a result of a number of factors, including the quality of management, the level of geological and technical expertise, and the quality of property available for exploration. Once mineralization is discovered, it may take several years in the initial phases of drilling until production is possible, during which time the economic feasibility of production may change.

Substantial expenditures are required to establish proven and probable reserves through drilling and bulk sampling, to determine the optimal metallurgical process to extract the metals from the ore and, in the case of new properties, to construct mining and processing facilities.

Because of these uncertainties, no assurance can be given that exploration programs will result in the establishment or expansion of resources or reserves.

N. Risks and Uncertainties, continued

No Operating History and Availability of Financial Resources

The Company does not have an operating history and does not generate significant revenues and is unlikely to do so in the near future. Hence, it may not have sufficient financial resources to undertake by itself all of its planned mineral property acquisition and exploration activities. Operations will continue to be financed primarily through the sale of securities and such reliance on the sale of securities for future financing may result in dilution to existing shareholders.

Furthermore, the amount of additional funds required may not be available under favorable terms, if at all. Failure to obtain additional funding on a timely basis could result in delay or indefinite postponement of further exploration and development and could cause the Company to forfeit its interests in some or all of its properties or to reduce or discontinue its operations.

Price Volatility and Lack of Active Market

For some time, the securities markets in Canada and elsewhere have experienced an elevated level of price and volume volatility, and the market prices of securities of many public companies have experienced significant fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. It may be anticipated that any quoted market for the Company's securities will be subject to such market trends and that the value of such securities may be affected accordingly. If an active market does not develop, the liquidity of the investment may be limited, and the market price of such securities may decline below the subscription price.

Competition

The resource industry is intensively competitive in all of its phases, particularly with respect to the acquisition of desirable undeveloped properties, and the Company competes with many other companies possessing much greater financial and technical resources. The principal competitive factors in the acquisition of prospective properties include the staff and data necessary to identify and investigate such properties, and the financial resources necessary to acquire and develop the projects. Competition could adversely affect the Company's ability to acquire suitable prospects for exploration.

Title to Property

Although the Company has exercised the usual due diligence with respect to title to properties in which it has a material interest, there is no guarantee that title to the properties will not be challenged or impugned.

The Company's mineral property interest may be subject to prior unregistered agreements or transfers, Aboriginal land claims, government expropriation and title may be affected by undetected defects. In addition, certain mining claims in which the Company has an interest are not recorded in the name of the Company and cannot be recorded until certain steps are taken by other parties.

Government Regulations and Environmental Risks and Hazards

The Company conducts exploration activities in the United States and Canada, and is subject to various federal, provincial, state laws, rules, and regulations. The Company has adopted environmental practices designed to ensure that it continues to comply with environmental regulations currently applicable to it. All of the Company's activities comply in all material respects with applicable environmental legislation.

N. Risks and Uncertainties, continued

Environmental hazards may exist on the Company's properties, which are unknown to the Company at present, which have been caused by previous or existing owners or operators of the properties. The Company is not aware of any existing environmental hazards related to any of its current or former property interests that may result in material liability to the Company.

Environmental legislation is becoming increasingly stringent, and costs and expenses of regulatory compliance are increasing. The impact of new and future environmental legislation on the Company's operations may cause additional expenses and restrictions. If the restrictions adversely affect the scope of exploration and development on the resource property interests, the potential for production on the property may be diminished or negated.

Licenses and Permits

The operations of the Company require licenses and permits from various government authorities. The Company believes that it holds all necessary licenses and permits under applicable laws and regulations for work in progress and believes it is presently complying in all material respects with the terms of such licenses and permits. However, such licenses and permits are subject to change in various circumstances. There can be no guarantee that the Company will be able to obtain or maintain all necessary licenses and permits that may be required to explore and develop its properties, commence construction or operation of mining facilities or to maintain continued operations that economically justify the cost.

Dependence on Key Personnel

The Company is dependent on a small number of key directors, officers, and senior personnel. The loss of any one of those people could have an adverse effect on the Company. The Company does not currently maintain "key-man" insurance in respect of any of its management.

Other

The economic uncertainties around persistent inflation pressure, geopolitical and other global factors have the potential to slow growth in the global economy. Future developments in these challenging areas could impact on the Company's results and financial condition and the full extent of that impact remains unknown.

O. Proposed Transactions

Other than normal course review of monthly submittals and on-going plans to raise equity finance, there are no other new acquisitions or proposed transactions pending as at the date of this report.

P. Forward-Looking Statements

Some of the statements contained in this MD&A may be deemed "forward-looking statements." These include estimates and statements that describe the Company's future plans, objectives or goals, and expectations of a stated condition or occurrence.

Forward-looking statements may be identified by the use of words such as "believes," "anticipates," "expects," "estimates," "may," "could," "would," "will," or "plan." Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties.

P. Forward-Looking Statements, continued

Actual results relating to, among other things, results of exploration, reclamation, capital costs, and the Company's financial condition and prospects, could differ materially from those currently anticipated in such statements for many reasons such as but not limited to; changes in general economic conditions and conditions in the financial markets; changes in demand and prices for the minerals the Company expects to produce; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; technological and operational difficulties encountered in connection with the Company's activities; changing foreign exchange rates and other matters discussed in this MD&A.

Readers should not place undue reliance on the Company's forward-looking statements. Further information regarding these and other factors, which may cause results to differ materially from those projected in forward-looking statements, is included in the filings by the Company with securities regulatory authorities. The Company does not assume any obligation to update or revise any forward-looking statement that may be made from time to time by the Company or on its behalf, except in accordance with applicable securities laws, whether as a result of added information, future events or otherwise.