GOLDSOURCE MINES INC.

MANAGEMENT'S DISCUSSION & ANALYSIS

QUARTERLY HIGHLIGHTS

MARCH 31, 2019

1. OVERVIEW

Goldsource Mines Inc. (the "Company" or "Goldsource") is headquartered in Vancouver, BC and its common shares trade on the TSX Venture Exchange ("TSX-V") under the symbol GXS. This Interim Management's Discussion and Analysis – Quarterly Highlights ("Interim MD&A") is an overview of all material information about the Company's operations, liquidity and capital resources for the three months ended March 31, 2019. The Interim MD&A should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three months ended March 31, 2019 and 2018 and the related notes contained therein which have been prepared under International Accounting Standard 34 – Interim Financial Reporting as issued by the International Accounting Standards Board. The following should also be read in conjunction with the audited consolidated financial statements for the years ended December 31, 2018 and 2017, and the related notes contained therein. All amounts are stated in Canadian dollars unless otherwise indicated. Additional information related to the Company is available for view on SEDAR at www.sedar.com and on the Company's website www.goldsourcemines.com.

The first, second, third, and fourth quarters of the Company's fiscal years are referred to as "Q1", "Q2", "Q3", and "Q4", respectively. All amounts are stated in Canadian dollars unless otherwise indicated.

The effective date of this Interim MD&A is May 24, 2019. This Interim MD&A contains forward looking information. Reference to "7. Cautionary Statements and Disclaimers" is advised.

2. HIGHLIGHTS

The Company's key events and highlights during Q1, 2019 and to date include the following:

a. Eagle Mountain Gold Project

Overview

The Company's main focus is its Eagle Mountain Gold Project ("Eagle Mountain"). Its 100% interest in the Eagle Mountain Property (the "Property") consists of an area of approximately 5,050 hectares (12,480 acres) in central Guyana, South America.

Goldsource's current objective is to increase saprolite resources to a minimum of 600,000 ounces grading 1.0 to 1.5 grams per tonne ("gpt") gold ("Au") with a strip ratio of less than 1:1 (waste:ore). The Company believes that this will support the completion of a Pre-Feasibility Study ("PFS") on a low cost large-scale, 4,000 to 5,000 tpd, open pit gravity-cyanidation operation.

Currently, the Company's resources[1] at Eagle Mountain are as follows:

Category	Tonnes	Gold Grade (gpt)*	Contained Ounces Gold
Indicated	**3,921,000**	**1.49**	**188,000**
Inferred	**20,635,000**	**1.19**	**792,000**

The following table shows only saprolite resources:

Category	Tonnes	Gold Grade (gpt)*	Contained Ounces Gold
Indicated	**1,590,000**	**1.45**	**74,100**
Inferred	**7,202,000**	**1.32**	**305,600**

*Estimated at 0.5 gpt cut-off for gold.

To expand total saprolite resources as per above and re-categorize current saprolite resources from the Inferred category to the Indicated category, Goldsource has defined exploration targets within the Property and commenced a drill program in May 2017.

[1] Refer to Technical Report titled "Preliminary Economic Assessment of the Eagle Mountain Saprolite Gold Project, Guyana", effective June 14, 2014 and dated September 12, 2014 ("PEA"). The Company cautions that the PEA is preliminary in nature in that it is based on inferred mineral resources which are considered too speculative geologically to have the economic considerations applied to them that would enable them to be characterized as mineral reserves, and there is no certainty that the results or recommendation of the PEA will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

2019 Eagle Mountain Activities

- During April 2019, the Company amended the payment terms of an option agreement to acquire a 100% interest in the Bishop Growler Property. The remaining payments are scheduled as follows:
  - US$25,000 in April 2019 (paid);
  - US$150,000 in January 2020;
  - US$150,000 in January 2021; and
  - US$625,000 upon the exercise of the option.

- To date, Goldsource has completed 12 diamond core holes (1,598 metres), 14 sonic shallow core holes (161 metres), 113 shallow auger drill holes (436 metres) and 11 horizontal and vertical trenches (928 metres) at Salbora. Please refer to the Company's 2018 news releases dated May 24, July 12, October 25 and the 2019 news releases dated January 23, and March 6, for previous results on Salbora, including the first six diamond drill holes. All results with gold mineralization are considered near surface and several drill holes ended in gold mineralization. Except for Salbora results below, the remaining assays were not available for these holes or trenches as at the date of this MD&A.

- Salbora exploration results, as announced January 23, 2019 and March 6, 2019, have initially drill-tested a gold mineralized footprint of approximately 150 metres long by 100 metres wide by 30 to 60 metres deep, and is open to depth and along strike. The weighted average grade of the drill intercepts from diamond core drilling in this initial footprint is 3.30 g/t Au. The drill-tested area is inclusive of a larger, more regional, and potentially mineralized surface footprint of 500 to 1000 metres long, 50 to 100 metres wide, and open to depth. The most significant results from the inclined diamond drilling at Salbora announced to date are:
  - Hole EMD18-052, with 44.7 metres (17 metres of true width), grading 2.82 gpt gold;
  - Hole EMD18-053, with 69.0 metres (40 metres of true width), grading 6.52 gpt gold;
  - Hole EMD18-054, with 39.0 metres (25 metres of true width), grading 2.78 gpt gold;
  - Hole EMD18-055, with 49.5 metres (32 metres of true width), grading 2.90 gpt gold;
  - Hole EMD18-057, with 49.5 metres (32 metres of true width), grading 2.36 gpt gold

- Previously planned diamond core drilling at Salbora (approximately 2,000 metres) has now been increased to between 4,000 and 5,000 metres (25 to 35 additional holes) of drilling over the next four months. The Company has engaged Orbit Garant Drilling Inc., a Canadian mining drilling company with extensive experience in Guyana, to assist with the increased drilling that is planned for the Company.

- Subsequent to completion of this drilling program, the Company plans to release an updated resource estimate in H2, 2019 and determine the next drilling / exploration program, as well as other activities in order to conclude the PFS in H1 2020.

- In April 2019, the Company completed a re-interpretation of a 2007 airborne magnetic and radiometric geophysical survey completed by IAMGOLD Corporation, previous owner of Eagle Mountain. Geophysics One Inc. of Ontario performed this work using the data package and the Company's current in-house geology, to determine regional and local structures and lithologies for exploration targeting.

  Key exploration information from this re-interpretation study are as follows:

  - Steeply dipping non-mineralized dolerite dykes appear to be associated with strong linear magnetic responses, trending mostly North-East.

  - A distinct NW-SE trend consisting of multiple subparallel lineaments effectively crosscuts the dolerite dykes. The Salbora discovery is located within this zone. This suggests the presence of a 400 to 500 metre wide by 3 kiliometre long structurally controlled zone oriented approximately 110 degrees. 3D magnetic modelling suggests that an intrusion is present at a depth of several hundred meters beneath the northern part of this zone.

  - Various granitoid and mafic volcanic intrusions appear to be associated with most of the radiometric anomalies. Several are known and appear on the Company's geological maps. At least two new intrusives have been identified in the Salbora area, which may be related to gold mineralization.

  The Company plans to follow up on priority geophysical anomalies with ground IP and high resolution ground magnetics in Q2, 2019.

  The proposed surveys will be completed by Matrix Geotechnologies Inc. of Ontario and will cover approximately five (5) square kilometres over the Salbora area (see survey area on Figure 1). The geophysical survey will consist of:

  - Approximately 45-line kilometres of Gradient Time Domain Induced Polarization ("TDIP")/ Resistivity survey, at 100 metres line spacing, and focus to explore the top 250-300 metres of ground.

- Approximately 55-line kilometres, including baselines and tie-lines of high-resolution ground magnetic survey over the same grid at 12.5 metres spacing.
- Approximately 30% of the entire grid and based on identified targets/anomalies by the TDIP and ground magnetics, will be covered by detailed IP profiles in the form of Pole-Dipole and Dipole-Dipole IP techniques.

The data will be compiled and used to determine drill hole targets during the remainder of Q2, 2019.

- The Company is in the process of renewing its Eagle Mountain prospecting license, which is due to expire in October 2019.

b. Corporate

The Company's Q1, 2019 corporate highlights since January 1, 2019, are as follows:

- the Company completed a private placement of 26,000,000 units at a price of $0.05 per unit for gross proceeds of $1,300,000, of which $438,404 was received prior to December 31, 2018. Each unit consisted of one common share and one warrant. Each warrant entitles the holder to purchase one common share at a price of $0.09 until January 17, 2021. Cash finder's fees totalling $28,500 were paid in connection with the private placement. As planned, the Company used the proceeds of the private placement for the Eagle Mountain resource expansion, PFS costs and general corporate purposes.
- the Company granted 3,400,000 stock options to directors, officers, employees, and consultants that can be exercised at a price of $0.13 per share until January 25, 2024. These stock options vest immediately except for 150,000, which vest over a one-year period with 25% vesting after each of three months, six months, nine months, and twelve months after the grant date, respectively.
- the Company issued 1,365,400 common shares at $0.10 per common share for proceeds of $136,540 on the exercise of warrants.
- the Company's AGM will be held on May 30, 2019 and items of business to be voted on, which are similar to the 2018 AGM, are available on the Goldsource website www.goldsourcemines.com, or under the Company's SEDAR profile on www.sedar.com.
- 25,000 stock options with an exercise price of $0.28 were forfeited.

c. Subsequent Events

Subsequent to March 31, 2019,

- the Company completed a private placement of 62,330,000 units at a price of $0.12 per unit for gross proceeds of $7,479,600. Each unit consisted of one common share and one-half warrant. Each whole warrant entitles the holder to purchase one common share at a price of $0.20 until April 11, 2021. Cash commissions and issuance costs of $503,756 were paid in connection with this private placement. The Company also issued 3,739,800 agent options that can be exercised at a price of $0.12 until April 11, 2021. Proceeds from the private placement will be used to drill-test extensions of the recent high-grade Salbora discovery at Eagle Mountain, complete an updated resource, continue its PFS, inclusive of the Salbora discovery, and for general corporate purposes. At April 24, 2019, the Company had cash of $7,315,258.
- 1,400,000 stock options with an exercise price of $0.24 expired unexercised.
- the Company issued 2,335,000 common shares at $0.10 per common share for proceeds of $233,500 on the exercise of warrants and 300,000 common shares at $0.10 per common share for proceeds of $30,000 on the exercise of options.

3. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

The net loss and comprehensive loss was $1,190,943 for Q1, 2019, compared to $978,322 for the same period in 2018. The principal differences and significant amounts to note are as follows:

- Exploration and evaluation expenditures slightly decreased to $641,666 (Q1, 2018 – $655,178) for Q1, 2019. During Q1, 2019, when compared to the same period in 2018, the Company had decreased depreciation of $87,410 due to a change in the estimated useful life of the processing plant (see below: "4. Liquidity and Capital Resources, a. Assets"). Technical services also decreased by $32,984.
- Remuneration expense increased to $118,726 (Q1, 2018 – $92,939) in Q1, 2019. The change was primarily from the increase in allocation of corporate staff time that was shared between the Company and SilverCrest Metals Inc. ("SilverCrest") in Q1, 2019.
- Share-based compensation increased to $291,514 (Q1, 2018 – $112,049) for Q1, 2019. The Company granted 3,400,000 (Q1, 2018 – 1,800,000) incentive stock options during Q1, 2019, with a weighted average fair value per option granted of $0.10 (Q1, 2018 – $0.07) for total value of $346,087 (Q1, 2018 – $131,675).

- Shareholder and investor relations increased to $33,665 (Q1, 2018 – $23,966) for Q1, 2019 as the Company engaged in a larger amount of marketing activity and contracted additional investor relations consultants, as compared to Q1, 2018.

4. LIQUIDITY AND CAPITAL RESOURCES

a. Assets

At March 31, 2019, Goldsource held cash and cash equivalents of $520,298 (December 31, 2018 – $398,144). Goldsource continues to monitor cash resources against anticipated expenditures associated with advancing Eagle Mountain. Other current assets totalling $139,321 consist primarily of prepaid expenses of $97,551 (December 31, 2018 – $69,293).

The Company has a deposit of $260,093 (US$194,540) which is pledged as a reclamation site bond in the form of a non-interest-bearing bank guarantee deposit to the Guyana Geology and Mines Commission for exploration permits on the Property.

Property, plant and equipment increased to $3,492,110 (December 31, 2018 – $3,464,341), primarily due to the purchase of other equipment of $32,198, the recognition of a right of use asset upon initial adoption of IFRS 16 of $173,493, and offset by depreciation expense of $133,670. During the three months ended March 31, 2019, the Company changed its estimate for the remaining useful life for the processing plant. The Company now estimates that the processing plant's useful life will end in 2027. The effect of these changes on actual and expected deprecation expense, included in exploration and evaluation expenditures, is as follows:

	2019	2020	2021	2022	2023	Later
(Decrease) increase in depreciation expense	(201,565)	(201,565)	(201,565)	(201,565)	1,316	804,946

b. Liabilities

At March 31, 2019, current liabilities include accounts payable and accrued liabilities of $346,838 (December 31, 2018 – $327,600), which relate to various contractual commitments in the normal course of business. In addition, for the adoption of IFRS 16 effective January 1, 2019, lease liabilities amounted to $165,863 as at March 31, 2019.

As at March 31, 2019, the Company recorded rehabilitation provision of $370,965 (December 31, 2018 – $410,709), which was also included in property, plant and equipment. During the three months ended March 31, 2019, the Company changed its estimate for when rehabilitation costs would be realized. The Company now estimates that rehabilitation costs will be incurred in 2027. As a result, the Company recorded a reduction of the rehabilitation provision, and a corresponding reduction of the related asset, of $46,156. The present value of the rehabilitation provision was calculated using an effective discount rate of 5% (December 31, 2018 – 5%) and reflects anticipated cash flows to be incurred over approximately the next nine years (December 31, 2018 – four years). The undiscounted value of these obligations is $422,225 (US$326,750) (December 31, 2018 – $419,899 (US$325,000)), calculated using a long-term inflation rate assumption of 2.4% (December 31, 2018 – 2.2%).

c. Liquidity Outlook and Risks

As at March 31, 2019, the Company had cash and cash equivalents of $520,298 (December 31, 2018 – $398,144), accumulated losses of $52.6 million (December 31, 2018 – $51.4 million) and working capital of $257,061 (December 31, 2018 – $172,060). During Q1, 2019, the Company received gross proceeds of $1.3 million upon the closing of a private placement. Subsequent to March 31, 2019, the Company received gross proceeds of $7.5 million upon the closing of a private placement and plans to use the proceeds from the private placements as outlined in "2. Highlights – Financing". The Company will not require additional funds to maintain its operations and meet its working capital requirements for the next twelve months.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets which are revised periodically based on the results of its exploration and development programs, availability of financing, and industry conditions. The Company's ability to continue as a going concern is dependent on its ability to raise debt or equity financing, profitably operate Eagle Mountain, and discover additional economically viable mineral deposits. Ongoing exploration work at Eagle Mountain may be delayed or disrupted, will require substantial additional financing, and is subject to a number of factors many of which are beyond the Company's control. Although the Company has been successful in raising funds to date, there is no assurance that future equity capital or debt facilities will be available to the Company in the amounts or at the times desired by the Company or on terms that are acceptable to it, if at all.

5. COMMITMENT, EVENTS AND UNCERTAINTIES

Other than disclosed below, there was no commitment, event or uncertainty which materially affected the Company's operations, liquidity and capital resources during Q1, 2019, or which may have a material effect going forward.

On October 1, 2015, as amended May 7, 2018, the Company entered into a lease agreement for office space which requires the Company to make the following lease payments:

Undiscounted lease payments		March 31, 2019
Not later than 1 year	$	60,395
Later than 1 year and not later than 5 years		165,262
	$	225,657

6. RELATED PARTY TRANSACTIONS

Key management compensation

The Company's key management personnel have the authority and responsibility for planning, directing, and controlling the activities of the Company and include the Company's President, COO, and Chief Financial Officer ("CFO"). Key management personnel compensation is summarized as follows:

		Three months ended March 31, 2019		Three months ended March 31, 2018
Management remuneration [(1)]	$	73,125	$	55,875
Share-based compensation [(2)]		258,562		92,778
	$	331,687	$	148,653

(1) The Company paid management fees to companies controlled by the COO and the President, and paid remuneration and short-term benefits to the CFO. At March 31, 2019, $Nil (December 31, 2018 – $10,500) of management fees were owing to a company controlled by the COO and $7,655 (December 31, 2018 – $8,360) of reimbursable expenses were owing to the President of the Company. These amounts are included in accounts payable and accrued liabilities.

(2) Share-based compensation is the fair value of the vested portion of stock options that have been granted to directors and officers of the Company.

Legal fees

During the three months ended March 31, 2019, legal fees of $6,846 (March 31, 2018 – $414), included in professional fees, legal fees of $Nil (March 31, 2018 – $737), capitalized as acquisition costs, and capital stock issuance costs of $33,738 (March 31, 2018 – $37,375) were paid or accrued to Koffman Kalef LLP, a law firm of which an officer of the Company is a partner, of which $15,637 (December 31, 2018 – $35,003) was payable at March 31, 2019.

Other transactions

During the three months ended March 31, 2019, the Company paid remuneration of $1,667 (March 31, 2018 – $1,125) and recognized share-based compensation of $4,607 (March 31, 2018 – $4,862) to an employee (Nathan Fier) who is an immediate family member of the COO. Remuneration and share-based payments incurred to this employee were recorded as exploration and evaluation expenditures.

The Company has a cost sharing agreement with SilverCrest Metals Inc. ("SilverCrest"), a company related by common directors and officers, whereby the Company shares salaries, administrative services, and other expenses. During the three months ended March 31, 2019, the Company was allocated $56,453 (March 31, 2018 – $45,188) for its share of these expenses, of which $79,105 (December 31, 2018 – $79,105) was payable to SilverCrest at March 31, 2019.

7. CHANGES IN ACCOUNTING POLICIES

IFRS 16 was published on January 13, 2016 and supersedes IAS 17 – Leases. The standard provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless a lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17.

The Company adopted IFRS 16, effective January 1, 2019, using the modified retrospective method. Under this method, financial information were not restated and continue to be reported under the accounting standards in effect for those periods. The Company recognized lease obligations related to its lease commitments for its office lease. It was measured at the present value of the remaining lease payments, discounted using the Company's incremental borrowing rate as at January 1, 2019. The associated right of use asset was measured at the lease obligation amount, less prepaid lease payments, resulting in no adjustment to the opening balance of retained earnings. The Company applied the following practical expedients permitted under the new standard:

- leases of low dollar value expensed as incurred; and
- the Company did not apply any grandfathering practical expedients.

8. CAUTIONARY STATEMENTS AND DISCLAIMERS

a. Risk Factors

In addition to liquidity risks described in section 4, readers of this Interim MD&A are directed to read the "Risk Factors" contained in the Company's Annual MD&A dated April 24, 2019, available on www.goldsourcemines.com and under the Company's SEDAR profile on www.sedar.com. Important risk factors to consider among others are:

- Risks inherent in the mining business;
- No history of operations or earnings;
- Licenses and permits;
- Mineral resource estimates;
- Mining capital and operating costs;
- Financing risks;
- Key employees; and
- Environmental risks and hazards.

b. Forward-Looking Statement

This Interim MD&A contains "forward-looking statements" within the meaning of Canadian securities legislation. Such forward-looking statements involve a number of 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 such forward-looking statements. In particular, the Interim MD&A contains forward-looking statements pertaining to the following: exploration and drilling programs at Eagle Mountain, including the Salbora area; information regarding high grade areas projected from sampling results; timing and completion of a preliminary feasibility study on a low cost large scale open pit gravity cyanidation operation; information with respect projected capital and operating costs, the amount of future production of gold over any period, the amount of expected grades and ounces of metals, gold recoveries mine life and gold production rates of Eagle Mountain; and expectations regarding the Company's ability to manage capital resources and meet working capital requirements.

Such forward-looking statements or information are based on a number of assumptions which may prove to be incorrect. Assumptions have been made regarding, among other things: the conditions in general economic and financial markets; precious metals prices; ability to realize the PEA and develop and finance the project; accuracy of the interpretations and assumptions used in calculating inferred mineral resource estimates; availability of mining equipment; availability of skilled labour; timing and amount of capital expenditures; performance of available laboratory and other related services; effects of regulation by governmental agencies; and future operating costs.

The actual results could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth below and elsewhere in this Interim MD&A: the availability of funds; the timing and content of work programs; results of exploration activities and development of mineral properties; the interpretation of drilling results and other geological data; the uncertainties of resource estimations; receipt, maintenance and security of permits and mineral property titles; environmental and other regulatory risks; project cost overruns or unanticipated costs and expenses; uncertainty as to actual capital costs, operating costs, production and economic returns; uncertainty that development will result in a profitable mining operation at Eagle Mountain; reliance on the PEA; operating and hazards risks and limitations on insurance; fluctuations in precious metals prices; currency fluctuations; political and economic risks; and general market and industry conditions.

Forward-looking statements are based on the expectations and opinions of the Company's management on the date the statements are made. The assumptions used in the preparation of such statements, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made. The Company undertakes no obligation to update or revise any forward-looking statements included in this Interim MD&A if these beliefs, estimates and opinions or other circumstances should change, except as otherwise required by applicable law.

c. Qualified Person

Technical information contained in this Interim MD&A has been prepared by or under the supervision of N. Eric Fier, CPG, P.Eng, and Executive Chairman and Chief Operating Officer for Goldsource, who is a 'Qualified Person' for the purpose of NI 43-101.