GOLDSOURCE MINES INC.

MANAGEMENT’S DISCUSSION & ANALYSIS

QUARTERLY HIGHLIGHTS

MARCH 31, 2023

1. OVERVIEW

Goldsource Mines Inc. (the "Company" or "Goldsource") is a Canadian resource company engaged in exploration activities. It is headquartered in Vancouver, BC, and its common shares trade on the TSX Venture Exchange ("TSX-V") under the symbol "GXS" and on the OTCQX under the symbol "GXSFF". 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, 2023. The Interim MD&A should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three months ended March 31, 2023 and 2022 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, 2022 and 2021 and the related notes contained therein. Additional information related to the Company is available 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.

The effective date of this Interim MD&A is May 25, 2023. This Interim MD&A contains forward looking information. Reference to "6. Cautionary Statements and Disclaimers" is advised.

All amounts are in Canadian dollars unless noted.

2. HIGHLIGHTS

The Company's key events and highlights during the three months ended March 31, 2023 and to date include:

a. Eagle Mountain Gold Project

Overview

The Company's focus is the Eagle Mountain Gold Project ("Eagle Mountain" or "Project") for which it has a 100% interest in the Eagle Mountain Prospecting License ("EMPL") and the Kilroy Mining Permit (collectively the "Property"), save and exempt all claims lawfully held and occupied. The Property consists of an area of approximately 5,050 hectares (12,480 acres) in central Guyana, South America. 4,784 hectares (11,820 acres) of the Eagle Mountain Property relate to the Eagle Mountain Prospecting License while 266 hectares (660 acres) relate to the Medium Scale Mining Permit held by Kilroy Mining Inc. ("Kilroy"), a Guyanese Company, on which Stronghold Guyana Inc. ("Stronghold"), a wholly-owned subsidiary of Goldsource, has a long-term lease with a 2% net smelter return royalty. Within the EMPL there are third-party small-scale claims ("Artisanal Claims") that predate the Company's Property. The Artisanal Claims that are licensed or recommended for license total approximately 123 hectares (305 acres). Additionally, one medium scale permit (referred to as Bishop Growler) is located in the central part of the EMPL, north-east of the Eagle Mountain resource area. This was under an option and purchase agreement by Goldsource in 2018/19 that has since expired. Goldsource constantly reassesses the size of its land package as exploration work is completed.

On October 20, 2020, the Company entered into an option and purchase agreement ("Option Agreement") to acquire a 100% interest in the Ann Mining Claim at the Minnehaha Creek area located within the Eagle Mountain Gold Project, for total consideration of US$290,000. The terms of the agreement include immediate access to the land for exploration purposes for two years, the right to purchase the claim for US$250,000, and the right to terminate the agreement at any time, without any further liabilities. On August 8, 2022, the Company and the optionor amended the terms of the Option Agreement to extend the option period for two additional years, expiring on October 20, 2024, for total additional consideration of US$40,000. All other terms of the Option Agreement remain unchanged. As at March 31, 2023, the Company has made all required option payments.

On April 7, 2022, the Company announced an updated Mineral Resource Estimate ("2022 MRE"). The 2022 MRE reflected the Company's infill and expansion drilling completed in 2021 and is comprised of an estimated 31.1 million tonnes ("Mt") grading 1.18 grams per tonne ("gpt") gold for 1,183,000 oz of gold in Indicated Resources, and 18.4 Mt grading 0.98 gpt gold for 582,000 oz of gold in Inferred Resources. The 2022 MRE includes the Eagle Mountain and Salbora deposits in addition to the Toucan and Powis prospects. Eagle Mountain and Salbora, in particular, feature gold mineralization starting at surface in saprolite (soft rock, meaning the weathered, oxidized layer) and extending into the underlying fresh rock.

Overall, the saprolite and transition contain 35% of the gold in Indicated Resource and 24% in Inferred Resource. The Indicated Resource, representing 67% of the gold in the 2022 MRE, is laterally extensive and generally shallow.

At the Eagle Mountain deposit the Indicated Resource extends from surface to a maximum depth of 150 metres and has an average depth of 35 metres. 75% of the Indicated Resource is within 50 metres of surface. At the Salbora deposit the Indicated Resource extends from surface to a maximum depth of 156 metres and has an average depth of 49 metres, and 58% of the Indicated Resource is within 50 metres of the surface.

The 2022 MRE was estimated at 0.30 gpt gold cut-off grade for saprolite and 0.50 gpt gold cut-off grade for fresh rock. It was defined by a total of 772 core holes for 75,430 metres drilled, which includes infill and exploration drilling up to December 31, 2021. A description of the resource methodology for the 2022 MRE is detailed in the Company news release dated April 7, 2022, and in a report titled "Eagle Mountain Gold Project, Potaro – Siparuni Region Guyana, NI 43-101 Technical Report", dated May 24, 2022, with an effective date of April 5, 2022 located on the Company's website and on SEDAR.

Based on the 2022 MRE[1] announced on April 7, 2022, the Company's mineral resources at the Eagle Mountain Project are as follows:

Classification	Tonnes (000 t)	Gold (gpt)	Ounces Au (oz)
Indicated			
Saprolite & Transition	12,400	1.04	417,000
Fresh rock	18,700	1.28	766,000
Total	**31,100**	**1.18**	**1,183,000**
Inferred			
Saprolite & Transition	6,100	0.71	139,000
Fresh rock	12,300	1.12	443,000
Total	**18,400**	**0.98**	**582,000**

- Estimated at 0.30 gpt gold cut-off grade for the saprolite and 0.50 gpt gold cut-off grade for the fresh rock.
- Numbers have been rounded to reflect the precision of a Mineral Resource estimate. Totals may vary due to rounding.
- Gold cut-off has been calculated based on a gold price of US$1,600/oz, mining costs of US$1.5/tonne ("t") for saprolite-transition and US$2.0/t for fresh rock, processing costs of US$6.0/t for saprolite-transition and US$12.0/t for fresh rock, and mine-site administration costs of US$3.0/t. Metallurgical recoveries of 95% are based on prior test work of Eagle Mountain deposit composite samples.
- Mineral Resources conform to National Instrument 43-101 ("NI 43-101"), and the 2019 CIM Estimation of Mineral Resources & Mineral Reserves Best Practice Guidelines and 2014 CIM Definition Standards for Mineral Resources & Mineral Reserves.
- The Company is not aware of any environmental, permitting, legal, title, taxation, socio-economic, marketing, or political factors that might materially affect these Mineral Resource estimates.
- Mineral Resources are not Mineral Reserves as they do not have demonstrated economic viability. The quantity and grade of reported Inferred Resources in this Mineral Resource estimate are uncertain in nature and there has been insufficient exploration to define these Inferred Resources as Indicated or Measured Resources, however, it is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.

The 2022 MRE will be used as a basis for a Preliminary Economic Assessment ("PEA") scheduled for the second half ("H2") of 2023. The PEA will focus on shallow, low strip ratio open pits with initial priority given to the soft rock saprolite mineralization to establish low capex-intensity gold production. Additionally, trade-off studies are being undertaken to evaluate development options for the gold contained in fresh rock mineral resources, with a focus on staging the development to maximize the utility of the in-place infrastructure provided by a saprolite operation and establishing the optimal production scale for the fresh rock mineral resources.

Eagle Mountain Project Activities – 2023

During the three months ended March 31, 2023, the Company incurred $713,302 in exploration and evaluation expenses for the Eagle Mountain Gold Project (refer to section 3 below – Results of Operations and Financial Condition). As at March 31, 2023, the Company's cumulative exploration and evaluation expenditures, including acquisition costs, on the Eagle Mountain Gold Project totaled $42.5 million, of which $35.8 million is related to exploration activities.

[1] The 2022 MRE was prepared by ERM Consultants Canada Ltd. in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum Definition Standards. Mineral Resources are not Mineral Reserves as they do not have demonstrated economic viability. Refer to the 2022 MRE news release, dated April 7, 2022.

The 2023 work program comprises concurrent exploration and engineering activities. Exploration is expected to include generative programs and drilling to test new targets within the EMPL as well as expansion and infill drilling to facilitate ongoing engineering studies. Engineering activities will be focused on the delivery of a PEA and technical work to advance a Pre-Feasibility Study ("PFS").

The Company's 2023 exploration and engineering objectives include:

- An initial 5,300-metre drilling program, which will include both exploration drilling along the north-south Salbora-Powis trend and targeted infill and expansion drilling of the 2022 MRE outline, testing saprolite and higher-grade fresh rock targets to support ongoing engineering work;
- The generative program will focus on building the pipeline of early-stage exploration targets within the EMPL and include work in underexplored areas of the prospecting license; and
- Delivery of a PEA, which will focus on shallow, low strip ratio open pits with initial priority given to soft rock saprolite mineralization to establish low capex-intensity gold production. For fresh rock mineralization, trade-off studies are currently underway to evaluate options for the development timeline of a fresh rock expansion and the production scale, with a focus on staging the development capex and maximizing the utility of the in-place infrastructure provided by a saprolite operation.

Generative Exploration

During Q1, 2023, the Company continued its generative exploration program, which focused on underexplored areas outside of both the 2022 MRE outline and the Salbora-Powis trend with the aim of locating additional mineralized areas and corridors within the EMPL. During Q1, 2023, the Company completed 3,725 metres of auger lines sampled at 25-metre intervals for a total of 149 auger sites and 256 metres of auger drilling that was principally focused in the northern extensions of North Zion. Additionally, the Company completed 330 metres of trenching during Q1, 2023.

Drilling

Since January 1, 2023, the Company completed approximately 728 metres of core drilling, which primarily represents exploration drilling.

On March 23, 2023, the Company announced final drill results for the 2022 infill and expansion drill program. The program focused on the Ounce Hill, No.1 Hill, Kilroy, Zion, and Bacchus areas of the Eagle Mountain deposit. Reported results represented 33 core holes totaling 1,421 metres for an infill and expansion drill program designed to test shallow near-surface saprolite and fresh rock gold mineralization as defined in the 2022 MRE, with the objectives of converting inferred mineral resources to indicated mineral resources and providing further information for mine scheduling studies to be incorporated in the PEA. At Ounce Hill, drill hole EME22-184 intersected 22.0 metres grading 1.13 gpt gold from surface with the upper 17.5 metres downhole within saprolite. Drill hole EMD22-265 intersected 7.5 metres grading 7.27 gpt gold from surface within saprolite and drill hole EMD22-268 intersected 18.0 metres grading 3.80 gpt gold from surface in saprolite and saprock/hard rock, including an interval of 10.5 metres grading 5.95 gpt gold. At No.1 Hill, drill hole EMD22-230 intersected 3.0 metres grading 2.36 gpt gold within saprolite and drill hole EMD22-235, located approximately 60 metres outside the 2022 MRE outline, intersected 3.0 metres grading 5.64 gpt gold in saprolite. At Kilroy, drill hole EMD23-270 intersected 16.5 meters grading 1.94 gpt gold in near-surface saprolite and drill hole EMD22-207 intersected 21.8 metres grading 1.48 gpt gold from surface in saprolite. At Bacchus, drill hole EMD22-245 intersected 6.0 metres grading 0.87 gpt gold from surface within saprolite. These drilling results suggest a reasonable expectation that some inferred mineral resources may be upgraded to indicated mineral resources and mineralization may be expanded in certain areas.

Engineering

On February 2, 2023, the Company announced results from the 2022 metallurgical testing program, conducted by SGS Canada Inc. ("SGS"), comprised of 26 samples (9 saprolite and 17 fresh rock) for 750 kilograms collected from 49 drill holes representing all major areas within the 2022 MRE. The metallurgical program, designed in consultation with Orway Mineral Consultants ("OMC"), included grinding, leaching, hardness and abrasion testing to establish design criteria for a prefeasibility-level study. This study expanded on the metallurgical test work completed by SGS in 2018. The 2018 program included 22 saprolite samples from the Eagle Mountain deposit. Refer to the Company news release dated May 17, 2018.

The metallurgical testing program demonstrated high gold recoveries and positive implications for plant design. Using conventional processing techniques, gold recoveries averaged 95% for saprolite and 90% for fresh rock composites. With positive implications for plant design, saprolite gold recoveries were generated with a coarse grind size of 80% passing 165 microns. Considering an estimated 50% (by mass) of the saprolite samples were already finer than 150 microns, after screening the potential exists for a high proportion of the saprolite material to report directly to a leach circuit without upfront grinding.

Accordingly, as part of the plant design work the Company will review opportunities for significant capital and operating cost reductions by considering the advantageous features of the saprolite as it relates to size distribution and its soft rock characteristics. Fresh rock gold recoveries averaged 92% in the main Eagle Mountain deposit and 84% in the satellite Salbora deposit and Toucan prospect. Results were based on a conventional grind size distribution of 80% passing 80 microns.

Eagle Mountain Prospecting License

Pursuant to the Mining Act, the term of prospecting licenses is three years with two rights of renewal of one year each, for a total of five years. After five years, the license may be further renewed through submission of a new license application. The Company is in the process of renewing the term of its EMPL, which is due to expire on October 18, 2023. On May 12, 2023, the Company submitted an application for the second one-year renewal of the existing license, which would extend the prospecting license period to October 18, 2024. The Company was granted all previous renewals and new license applications.

b. Corporate

During the three months ended March 31, 2023, corporate highlights include the following:

- 127,500 stock options with an exercise price of $1.00 per common share expired unexercised, and 30,000 stock options with an exercise price of $1.40 per common share were forfeited.

Subsequent to March 31, 2023:

- 6,080,715 warrants with exercise prices ranging from $1.10 to $1.40 per common share expired unexercised; and

- On May 19, 2023, the Company completed a non-brokered private placement of 7,507,000 units at a price of $0.36 per unit for gross proceeds of $2,702,520. Each unit consisted of one common share and one-half of one common share purchase warrant. Each whole warrant entitles the holder to purchase one common share at a price of $0.55 until May 19, 2025. The Company paid cash commissions of $33,307 and issued 92,520 agents' warrants. Each agent warrant is exercisable to acquire one common share at a price of $0.55 until May 19, 2025.

c. COVID-19 Update

The Company's business could be adversely affected by the effects of the ongoing outbreak of respiratory illness caused by the novel coronavirus ("COVID-19"). The Company cannot accurately predict the nature and extent of the impact the COVID-19 pandemic may have on the Company's operations due to the constantly changing conditions, including the emergence of variants of the virus and the potential for further waves of the virus. The continued spread of COVID-19 globally could materially and adversely impact the Company's business including without limitation, employee health, limitations on travel, the availability of industry experts and personnel, restrictions on planned drill programs, and other factors that depend on future developments beyond the Company's control. In addition, COVID-19 adversely affected the economies and financial markets of many countries (including Canada and Guyana), resulting in an economic downturn that may negatively impact the Company's financial position, financial performance, cash flows, and its ability to raise capital. The impacts of COVID-19 on the Company's exploration activities, including the impact on the timing of its planned preliminary economic assessment, cannot be reasonably estimated at this time.

3. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Comparison of the three months ended March 31, 2023 and 2022

During the three months ended March 31, 2023, comprehensive losses were $1,110,389, compared to $1,830,585 for the same period in 2022. The principal differences and significant amounts are as follows:

	Three months ended March 31,			
	2023	2022	Variance	Variance Explanation
Exploration and evaluation expenditures	713,302	1,378,214	(664,912)	The decrease in exploration and evaluation expenditures is due to a planned temporary reduction in exploration and engineering activities in Q1, 2023.
Foreign exchange loss	29,085	67,207	(38,122)	The Company is primarily exposed to foreign exchange risk through holding US dollars. The decrease in foreign exchange loss in Q1, 2023 is due to lower amounts of US dollars held and the slight appreciation of the Canadian dollar in relation to the US dollar during the period.
Loss on change in rehabilitation provision	54,738	21,139	33,599	The increase in the loss on change in rehabilitation provision is due to the increase in projected inflation rates in Guyana. In Q1, 2023, future inflation was projected to be 5.1%, compared to 1.0% projected in Q1, 2022. This is offset by a decrease in additions to the retirement obligation in 2023, which is driven by exploration activity per quarter.
Provision for legal settlement	-	84,337	(84,337)	In March 2022, the Company received a court judgement stating that Kilroy was indebted to the Guyana Revenue Agency ("GRA") for foregone customs and duty taxes in the amount of $73,056,644 Guyanese dollars. The GRA alleged that the joint venture agreement between Kilroy and Stronghold had breached the terms of the customs duty and tax exemption granted to Kilroy during 2015 and 2016 for the purchase of mining equipment. The Company subsequently reached a settlement with the GRA for the amount of $84,337 ($14,695,437 Guyanese dollars) and accrued $84,337 in relation to the legal settlement in Q1, 2022.

During the three months ended March 31, 2023, exploration and evaluation expenditures were $713,302, compared to $1,378,214 for the same period in 2022. The significant variances between these periods include the following:

Exploration and evaluation expenditures	Three months ended March 31,			
	2023	2022	Variance	Variance Explanation
Camp costs	140,260	185,656	(45,396)	The decrease in camp costs is due to reduced camp occupancy as a result of a planned decrease in drilling activity in Q1, 2023.
Drilling	42,838	472,923	(430,085)	The decrease in drilling expense is a result of decreased exploration activity (683 meters drilled in 2023 vs 3,811 meters drilled in 2022), in order to manage the Company's cash balance and focus on technical studies to deliver the PEA scheduled for H2, 2023.
Operations and general	100,948	182,280	(81,332)	The decrease in operations and general expense in 2023 is consistent with the reduced activity and staffing at the Eagle Mountain camp. In Q1, 2022, the Company incurred several one-off expenses including significant equipment repairs and maintenance, office relocation costs, and costs associated with demobilizing select exploration equipment out of Eagle Mountain. No similar expenses were incurred in Q1, 2023.
Salaries	350,603	416,339	(65,736)	The decrease in salaries expense reflects the reduced exploration drilling activity in Q1, 2023, partially offset by salary increases and severance payments.

4. LIQUIDITY AND CAPITAL RESOURCES

a. Assets

At March 31, 2023, the Company held cash of $1,552,323 (December 31, 2022 – $2,608,197). The Company continues to monitor cash resources against anticipated expenditures associated with advancing the Eagle Mountain Project. In Q1, 2023, the Company reduced its expenditures as a result of planned decrease in exploration and engineering activity. Upon closing of the May 2023 non-brokered private placement for gross proceeds of $2,705,520, the Company's engineering and exploration activities have increased towards budgeted levels.

Other current assets consist of amounts receivable of $45,926 (December 31, 2022 – $11,827) and prepaid expenses and other of $314,392 (December 31, 2022 – $378,815), which include prepaid expenses of $160,603 (December 31, 2022 - $191,387), prepaid supplies of $94,888 (December 31, 2022 - $93,111), rental deposits of $4,059 (December 31, 2022 - $39,292) and restricted cash of $54,842 (December 31, 2022 - $55,025).

The Company has deposits totalling $283,406 (December 31, 2022 - $283,677), including $279,591 (US$206,200 and $100,000 Guyanese dollars) (December 31, 2022 – $279,829 (US$206,200 and $100,000 Guyanese dollars)) 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 decreased to $640,484 (December 31, 2022 – $679,294), due to depreciation of $38,810 (March 31, 2022 – $55,787).

b. Liabilities

At March 31, 2023, current liabilities include accounts payable and accrued liabilities of $202,578 (December 31, 2022 – $286,251), which relate to various contractual commitments in the normal course of business.

As at March 31, 2023, the Company recorded a rehabilitation provision of $555,550 (December 31, 2022 – $493,796). The present value of the rehabilitation provision was calculated using an effective discount rate of 5.0% (December 31, 2022 – 5.0%) and reflects anticipated cash flows to be incurred over approximately the next four years. The undiscounted and uninflated value of these obligations is $453,550 (US$350,765) (December 31, 2022 – $452,935 (US$350,310)) calculated using a long-term inflation rate assumption of 5.3% for 2023 and 5.1% for 2024 to 2027 (December 31, 2022 – 5.0% for 2023 and 3.0% for 2024 to 2027).

c. Liquidity Outlook and Risks

As at March 31, 2023, the Company had cash of $1.6 million (December 31, 2022 – $2.6 million), accumulated losses of $82.7 million (December 31, 2022 – $81.7 million) and working capital[2] of $1.7 million (December 31, 2022 – $2.7 million). Subsequent to March 31, 2023, the Company received gross proceeds of $2.7 million upon the closing of a non-brokered private placement, and plans to use the proceeds as outlined in section 2 above. As at May 25, 2023, the Company held cash and restricted cash of $3.9 million.

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 program, 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 and discover 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. RELATED PARTY TRANSACTIONS

During the three months ended March 31, 2023, the Company entered into the following transactions with related parties:

a. 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 Chief Executive Officer ("CEO"), President, Vice President of Finance ("VP Finance"), Executive Chairman, and directors.

[2] Working capital is a non-IFRS measure widely used in the mining industry and which the Company defines as current assets less current liabilities, as reported in the condensed consolidated interim statements of financial position. In the context of liquidity, it relates to the maintenance of sufficient current asset balances to settle current liabilities, as they come due in the normal course of business.

Key management personnel compensation is summarized as follows:

		Three months ended March 31, 2023		Three months ended March 31, 2022
Management remuneration[1]	$	164,000	$	160,000
Directors fees		11,250		15,000
Share-based compensation[2]		4,296		9,866
	$	179,546	$	184,866

[1] The Company paid management fees to companies controlled by the President and Executive Chairman and remuneration to the CEO and VP Finance. During the three months ended March 31, 2023, management remuneration of $66,586 (March 31, 2022 - $68,240) was recorded in exploration and evaluation expenditures.

[2] Share-based compensation is the vested portion of the fair value at the grant date of stock options awarded to key management personnel.

b. Legal fees

During the three months ended March 31, 2023, legal fees of $3,339 (March 31, 2022 – $3,850), included in professional fees were paid to Koffman Kalef LLP, a law firm of which an officer of the Company is a partner.

c. Other transactions

The Company has a cost sharing agreement with SilverCrest Metals Inc. ("SilverCrest"), a company related by common directors and officers (N. Eric Fier, Bernard Poznanski, and Graham Thody), whereby the Company shares administrative services and other expenses including employee benefits, and salaries. During the three months ended March 31, 2023, the Company was allocated $17,968 (March 31, 2022 – $25,678) for its share of these expenses. As at March 31, 2023, $38,186 (December 31, 2022 – $25,120) was payable to SilverCrest for expenses paid on behalf of the Company, and $36,053 (December 31, 2022 – $Nil) was receivable from SilverCrest for refundable rental deposits.

6. CAUTIONARY STATEMENT AND DISCLAIMER

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, 2023, available on www.goldsourcemines.com and under the Company's SEDAR profile on www.sedar.com. Important risk factors to consider among others are:

- Impact of COVID-19;
- Risks inherent in the mining business;
- No history of earnings or production revenues;
- Licenses and permits;
- Mineral resource estimates;
- 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, potential time delays 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 the Eagle Mountain Project, including the Eagle Mountain and Salbora deposits and exploration prospects; information regarding high-grade areas projected from sampling results; the impact of the COVID-19 pandemic on the timing and completion of exploration programs, technical reports and studies, including the Company's PEA scheduled for H2, 2023; delivery of a PFS upon completion of technical studies; information with respect to 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 for the Project; 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 of general economic and financial markets; precious metals prices; the ability to realize technical studies and develop and finance the project; the accuracy of the interpretations and assumptions used in calculating Mineral Resource estimates; the availability of mining equipment and skilled labour; the timing and amount of capital expenditures; the performance of available laboratory and other related services; effects of regulation by governmental agencies; future operating costs; and the impact of the COVID-19 pandemic.

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; the 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 for the Project; operating risks and hazards and limitations on insurance; fluctuations in precious metals prices; currency fluctuations; political and economic risks; and public health concerns (including health epidemics or outbreaks of communicable diseases such as the COVID-19 pandemic); 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 for Goldsource, who is a 'Qualified Person' for the purpose of NI 43-101.