# LABRADOR GOLD CORP. MANAGEMENT'S DISCUSSION AND ANALYSIS THREE MONTHS ENDED DECEMBER 31, 2019

#### Introduction

The following discussion and analysis of the results of operations and of the financial position of Labrador Gold Corp. ("Labrador Gold" or the "Company") is prepared as of February 28, 2020, and should be read in conjunction with the Company's condensed interim financial statements for the three months ended December 31, 2019 and the Company's audited consolidated financial statements and the notes thereto for the year ended September 30, 2019.

The financial information presented herein is expressed in Canadian dollars, except where noted.

The Company's financial statements are reported under International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB").

## **Company Information**

Labrador Gold is a company involved in the acquisition and exploration of prospective gold projects in the Americas and is publicly traded on the TSX Venture Exchange ("TSX-V"). To date, the Company has not earned significant revenues and is in the exploration stage.

On September 5, 2017, the Company entered into a Letter of Intent ("LOI") that grants the Company the option to earn a 100% interest in the Ashuanipi, Nain and Hopedale properties, located in Labrador (the "Labrador Properties"). The Company is meeting the terms of the LOI in respect of Ashuanipi and Hopedale but has dropped the Nain property. Additional claims adjacent to Ashuanipi and Hopedale were staked in fiscal 2018 and are being earned under the terms of the LOI.

In December 2017, the Company changed its name to Labrador Gold to reflect its corporate focus on gold exploration in Labrador and its commitment to the systematic exploration of the Labrador Properties for gold. The Company retained the services of Roger Moss, CEO of the Company, on a full-time basis to further this corporate objective.

The Company also holds a 100% interest in the Borden Lake Extension Property (the "Borden Lake Property") located near Chapleau, Ontario, Canada.

At December 31, 2019, the Company had cash of \$142,608 (September 30, 2019 - \$403,466) and working capital of \$165,416 (September 30, 2019 - \$270,648).

The Company does not anticipate generating significant revenues in the near future. As a result, the Company will be required to continue raising funds in order to finance its ongoing property evaluation program and general and administrative expenses. This will most likely be accomplished through the sale of equity.

#### **Highlights**

On November 6, 2019, the Company extended the expiry date of 8,785,000 warrants exercisable at \$0.30 and 285,600 finders' warrants exercisable at \$0.30 to November 22, 2020.

#### **Results of Operations**

#### Three Months Ended December 31, 2019

The three months ended December 31, 2019 reported a net loss of \$37,598 compared to \$70,166 for the three months ended December 31, 2018. The decrease in net loss was mainly due to the decreased consulting and management fees and shareholder communications.

During the three months ended December 31, 2019, the Company incurred \$nil in acquisition costs and \$67,635 in deferred exploration expenses, capitalized as unproven mineral right interests, both associated with the Labrador Properties.

From time to time, the Company may acquire or dispose of mineral right interests pursuant to the terms of option agreements. Since options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded as assets but as resource property costs or recoveries when the payments are made or received.

## **Liquidity and Capital Resources**

Labrador Gold is a development-stage company that currently does not generate significant revenues and does not anticipate doing so in the near future.

Labrador Gold held cash of \$142,608 at December 31, 2019, compared to \$403,466 at September 30, 2019.

At December 31, 2019, the Company had working capital of \$165,416 (December 31, 2018 - \$270,648).

The Company is not subject to debt covenants.

## **Off-Balance Sheet Arrangements**

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

## **Unproven Mineral Right Interests**

Ownership in mineral right interests involves certain inherent risks due to the difficulties of determining and obtaining clear title to claims as well as the potential for problems arising from the ambiguous conveyance history of many mineral right interests. The Company has investigated ownership of its mineral right interests and, to the best of its knowledge, ownership of its interests are in good standing.

	Dec	ember 31, 2019	Se	eptember 30, 2019
Labrador Properties				
Acquisition	\$	1,174,952	\$	1,174,952
Deferred exploration		4,319,743		4,260,378
		5,494,695	\$	5,435,330
Borden Lake Property				
Acquisition		314,185		314,185
Deferred exploration		610,446		602,176
		924,631	\$	916,361
	\$	6,419,326	\$	6,351,691

## **Labrador Properties**

On September 5, 2017, the Company entered into a Letter of Intent ("LOI") that grants the Company the option to earn a 100% interest in the Ashuanipi, Nain and Hopedale properties, located in Labrador (the "Labrador Properties"). The terms of the LOI are the following:

- On receipt of TSX-V approval: payment of \$75,000 and issuance of 450,000 shares in respect of each of the three Labrador Properties (completed);
- On or before September 5, 2018: payment of \$100,000 and issuance of 300,000 shares in respect of each property (completed with the payment of \$200,000 and issuance of 600,000 shares on the Ashuanipi and Hopedale properties, as the Company dropped its option on the Nain property);
- On or before September 5, 2019: payment of \$150,000 and issuance of 350,000 shares in respect of each property (completed with the payment of \$75,000 and issuance of 175,000 shares on the Ashuanipi property and payment of \$150,000 and issuance of 350,000 shares on the Hopedale property);
- On or before September 5, 2020: payment of \$175,000 and issuance of 400,000 shares in respect of each property; and
- On or before September 5, 2021: payment of \$250,000 and issuance of 500,000 shares in respect of each property.

The vendors of the Labrador Properties retain a 2% net smelter return "(NSR") royalty, half of which may be bought back by the Company at any time for \$2 million plus \$1 per ounce of gold in measured and indicated resources. An advance royalty of \$25,000 per annum for each property will be payable starting in 2023.

In January 2018, additional claims contiguous to the Ashuanipi property were staked and are being earned by the Company under the terms of the LOI.

In May 2018, additional claims at the Hopedale property were staked and are being earned by the Company under the terms of the LOI.

#### **Borden Lake Property**

The Company has a 100% undivided interest in the Borden Lake Property (the "Borden Lake Property") located near Chapleau Ontario. The 1,598-hectare property lies immediately east of, and adjacent to, Newmont-Goldcorp's Borden Lake gold project. The original vendors of the Borden Lake Property retain a 2% NSR royalty, half of which may be bought back by the Company for \$1 million at any time.

The Company also entered into an option agreement to earn a 100% interest in six claims located to the south of the Property (the "Additional Claims"). The terms of the option were completed in the year ended September 30, 2017.

# Exploration Activity – Q1-2020

Roger Moss, Ph.D, P.Geo, a Qualified Person under National Instrument 43-101 has approved the scientific and technical disclosure in this Management's Discussion and Analysis, and has verified the data disclosed.

During Q1-2020, Labrador Gold interpreted the results of the summer's exploration programs.

On November 22, 2019 Labrador Gold Corp announced the results of rock sampling at its Hopedale project in Labrador. The samples were taken over stratigraphy prospective for gold in the Florence Lake Greenstone Belt (FLGB). The Company defined eight high potential areas for gold within the belt that were tested during 2019 using detailed geological mapping, rock sampling and prospecting and ground magnetics/VLF-EM (very low frequency electromagnetics).

Sampling of the prospective areas resulted in 201 rock samples with gold values ranging from below the detection limit of 5 parts per billion (ppb) to 8.26 grams per tonne (g/t) in selected grab samples. The highest gold values were from three samples taken at the site of a new mineralized showing discovered shortly after the start of field work. The showing is located approximately 500 metres north, and along strike of, the Thurber Dog gold occurrence where previous Labrador Gold rock sampling returned values up to 11.4 g/t Au. Mineralization is comprised of disseminated to semi-massive pyrite and arsenopyrite hosted by felsic metavolcanic rocks with pervasive iron oxide alteration. The three samples from the occurrence assayed 1.67 g/t Au, 2.83 g/t Au and 8.26 g/t Au.

Anomalous gold values were also found in samples from elsewhere in the targeted areas and range from 0.11 g/t Au to 0.6 g/t Au (See table below). To date the company has collected 12,510 soil samples, 414 lake sediment samples and 834 rock samples along the length of the greenstone belt.

Highlights of 2019 rock sample assays.

Sample ID	Easting	Northing	Sample Type*	Rock type	Mineralization	Au (ppb)	Area
1702676	654781	6110696	Grab	Quartz vein	Py, Apy	8,263	New Showing
1710148	654778	6110691	Grab	Felsic volcanic	Py, Apy	1.672	New Showing
1710149	654781	6110696	Grab	Felsic volcanic	Py, Apy	2.831	New Showing
1710140	654745	6111249	Grab	Chlorite schist	-	602	Thurber Trend
1695444	654628	6112280	Grab	Ultramafic volcanic	Py	114	Thurber North
1995433	654628	6112280	Grab	Quartz vein	Py	224	Thurber North
1705230	654996	6113663	Grab	Mafic volcanic	Apy	532	Thurber
							Boundary
1691224	647639	6100795	Grab	Ultramafic volcanic	Ару, Ру	107	Jasmine North
1702687	648021	6098550	Grab	Iron formation	Py	388	Jasmine South
1705738	647074	6095318	Grab	Quartz vein	-	134	Misery North
1702678	644914	6091661	Grab	Quartz vein	Py	488	Misery
1785270	643338	6085835	Grab	Mafic volcanic	Py	336	Schist Lakes

<sup>\*</sup>Note that grab samples are select samples and are not necessarily representative of gold mineralization found on the property. Abbreviations: Py pyrite; Apy Arsenopyrite.

The Company's systematic approach to exploration of the Florence Lake belt continues to turn up anomalous gold values in areas of high potential while focusing the search to ever smaller areas. The Thurber Dog area stands out as the most consistently mineralized gold trend in the belt. Gold mineralization is still being found that fills in gaps along the three kilometre stretch of anomalous gold in both rock and soil. The discovery of the new gold showing during 2019 is the latest addition to what is turning into a prolific trend.

The company is currently compiling the new information from the 2019 program with that of previous years along this three kilometre mineralized trend. Work during 2020 will focus on prospecting and sampling this trend, detailed mapping of the occurrences and VLF-EM/Mag between the three grids that were surveyed last year. This information will be used to plan an initial drilling program on the best targets outlined.

## **Related Party Transactions**

Related parties include the Board of Directors, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions.

As at December 31, 2019, the Company's related parties consist of a proprietorship controlled by the Company's Chief Executive Officer ("CEO"), a company controlled by the Company's former Chief Financial Officer ("CFO") and a company controlled by a former Company director.

Entity	Nature of Transaction
Moss Explorations Services	Management
Delphis Financial Strategies Inc.	Management

The Company entered into the following transactions with related parties:

During the three months ended December 31, 2019, the Company incurred management and consulting fees of \$3,000 (three months ended December 31, 2018 - \$12,000) for accounting services provided by a company controlled by the Company's former CFO.

During the three months ended December 31, 2019, the Company incurred management and consulting fees of \$19,830 (three months ended December 31, 2018 - \$24,000) and geological consulting fees of \$4,801 (three months ended December 31, 2018 - \$nil) for services provided by a company controlled by the Company's CEO.

Management fees to the Company's CEO are paid pursuant to a 2018 consulting agreement under which Moss Exploration Services received a monthly fee of \$8,000, increased to \$9,000 as of April 1, 2019. The Company can terminate the agreement with three months' notice, or payment of the fees during the termination period in lieu of notice.

Amounts due to related parties are unsecured, non-interest bearing and due on demand.

## **Critical Accounting Estimates**

The most significant estimates are related to the physical and economic lives of unproven mineral right interests and their recoverability.

#### **Other MD&A Requirements**

As of February 28, 2020, the Company has outstanding a total of 57,039,022 shares, 4,480,000 options with a weighted average price of \$0.19 per share and 15,616,484 warrants with a weighted average exercise price of \$0.32 per share. Additional information is available at the Company's website at <a href="https://www.labradorgold.com">www.labradorgold.com</a>. To view the public documents of the Corporation, please visit the Corporation's profile on the SEDAR website at <a href="https://www.sedar.com">www.sedar.com</a>.

## **Cautionary Statement on Forward Looking Information**

This MD&A contains certain forward-looking information and statements as defined in applicable securities laws (collectively referred to as "forward-looking statements"). These statements relate to future events or our future performance. All statements other than statements of historical fact are forward-looking statements. The use of any of the words "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "predict", "potential", "should", "believe" and similar expressions is intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. These statements speak only as of the date of this MD&A. These forward-looking statements include but are not limited to, statements concerning:

- our strategies and objectives;
- prices and price volatility for commodities and of materials we use in our operations;
- the demand for and supply of commodities and materials that we use and plan to produce and sell;
- our financial resources;
- interest and other expenses;
- domestic laws affecting our operations;
- our tax position and the tax rates applicable to us;
- decisions regarding the timing and costs of construction and production with respect to, and the issuance of, the necessary permits and other authorizations required for any proposed projects;
- our planned future production levels;
- potential impact of production and transportation disruptions;
- our planned capital expenditures and estimates of costs related to environmental protection;
- our future capital and production costs, including the costs and potential impact of complying with existing and proposed environmental laws and regulations in the operation and closure of our operations;
- our financial and operating objectives;
- our environmental, health and safety initiatives;
- the outcome of legal proceedings and other disputes in which we may be or become involved; and
- general business and economic conditions.

Inherent in forward-looking statements are risks and uncertainties beyond our ability to predict or control, including risks that may affect our operating or capital plans; risks generally encountered in the permitting and development of mineral projects such as unusual or unexpected geological formations, unanticipated metallurgical difficulties, delays associated with permit appeals, ground control problems, adverse weather conditions, process upsets and equipment malfunctions; risks associated with labour disturbances and availability of skilled labour and management; fluctuations in the market prices of our principal commodities, which are cyclical and subject to substantial price fluctuations; risks created through competition for mining projects and properties; risks associated with lack of access to markets; risks associated with mine plan estimates; risks posed by fluctuations in exchange rates and interest rates, as well as general economic conditions; risks associated with environmental compliance and changes in environmental legislation and regulation; risks associated with our dependence on third parties for the provision of critical services; risks associated with non-performance by contractual counterparties; title risks; social and political risks associated with our operations; risks of changes in laws affecting our operations or their interpretation; and risks associated with tax reassessments and legal proceedings.

Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A. Such statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to, assumptions about:

- general business and economic conditions;
- interest rates;
- changes in commodity prices;
- acts of government and the outcome of legal proceedings;
- the supply and demand for, deliveries of, and the level and volatility of commodities and products used in our operations;

- the timing of the receipt of permits and other regulatory and governmental approvals;
- changes in credit market conditions and conditions in financial markets generally;
- the availability of funding on reasonable terms;
- our ability to procure equipment and operating supplies in sufficient quantities and on a timely basis;
- the availability of qualified employees and contractors for our operations;
- our ability to attract and retain skilled staff;
- engineering and construction timetables and capital costs for our projects;
- · costs of closure of various operations;
- market competition:
- the accuracy of our mine plan estimates (including, with respect to size, grade and recoverability) and the geological, operational and price assumptions on which these are based;
- tax benefits and tax rates;
- the resolution of environmental and other proceedings or disputes; and
- our ability to obtain, comply with and renew permits in a timely manner.

We caution you that the foregoing list of important factors and assumptions is not exhaustive. Other events or circumstances could cause our actual results to differ materially from those estimated or projected and expressed in, or implied by, our forward-looking statements. Except as required by law, we undertake no obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of factors, whether as a result of new information or future events or otherwise.