GOLDREA RESOURCES CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the years ended July 31, 2019 and 2018.

This management's discussion and analysis ("MD&A") was prepared as of November 28, 2019 and should be read in conjunction with the Company's audited consolidated financial statements and notes thereto for the years ended July 31, 2019 and July 31, 2018. All dollar amounts referred to in this MD&A are expressed in Canadian dollars except where indicated otherwise.

Cautionary Note Regarding Forward-Looking Information

This document may contain "forward-looking information" within the meaning of Canadian securities legislation ("forward-looking statements"). These forward-looking statements are made as of the date of this document and Company does not intend, and does not assume any obligation, to update these forward-looking statements, except as required under applicable securities legislation.

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

For more information, visit the Company's website at www.goldrea.com or at www.sedar.com.

1.1 Overall performance

Description of business

Goldrea Resources Corp., ("the "Company") was incorporated under the provisions of the Business Corporations Act (British Columbia) on March 2, 1981, and is an exploration stage company engaged in the acquisition, exploration and development of mineral properties. In addition to the Company's ongoing work program on the properties, it continues to actively evaluate new potential projects. The Company is listed for trading on the Canadian Securities Exchange under the symbol "GOR". The Company is engaged in the business of exploring, acquiring, and if warranted, developing mineral properties and placing such properties into production. The Company currently holds interests in several resource properties as follows:

1. British Columbia – Cannonball
2. Quebec – Gaspe Lithium
3. USA – Lift

Exploration and development require significant amounts of capital and even if the funds were available, the outcome is dependent on finding sufficient quantities and grades of minerals, permitting the project, successful dealings with various stakeholder groups, constructing the processing and ancillary facilities and starting commercial production. This process takes time, and many factors including commodity prices, political and economic conditions may change affecting the viability of the projects. Priority is given to what the Company deems as the most viable and cost efficient property in the case of allocating funds to advance such properties.

Operations, property interests and activities

The Company's interests are in Canada (British Columbia and Quebec) and USA (Nevada). Mineral prospects focus on gold, copper, silver, platinum, palladium, molybdenum, and iron as the major metals of interest.

Constrained by funding, the Company conducted limited exploration activities on its Canadian properties.

A summary of the status for each property is as follows:

Cannonball property

During the year ended July 31, 2016, the Company entered into an agreement (the "Cannonball Property Agreement") to purchase 1,490 hectares, located approximately 15 kilometers northeast of the former Snip mine in the Iskut River district of northwestern B.C. Under the term of the agreement, the Company purchased a 100% interest in the property, for 2,000,000 shares of the Company and a 2% NSR royalty of which the Company can purchase one percent from the holder at any time for the sum of $1,000,000.

Gaspe Lithium property

During the year ended July 31, 2016, the Company entered into an agreement to acquire the Gaspe Lithium Property (the "Lithium Property Agreement"), located approximately 75 kilometers northwest of the city of Gaspe, Quebec. Under the term of the Lithium Property Agreement, the Company paid a $10,000 non-refundable deposit and agreed to issue 600,000 shares of the Company to the vendors upon final transfer of the claims by the Quebec government.

During the year ended July 31, 2017, the Gaspe Lithium Property's title was transferred to the Company and the Company issued 600,000 shares value at the Company's common share trading price at the date of issuance.

No work was done on the Gaspe in year ending July 31, 2019. Further exploration expenses are not planned at this point.

Argos property

During the year ended July 31, 2017, the Company entered into an agreement to acquire the Argos Property, located in Windfall Lake, Quebec (the "Argos Property Agreement"). Under the term of the Argos Property Agreement, the Company paid a $2,500 for staking costs and issued 700,000 shares of the Company, valued at the Company's common share trading price at the date of issuance, to the vendors. On September 21, 2018, the Company disposed of its Argos property to a public mining company, Durango Resources Inc.("Durango"), for a consideration of 500,000 shares of Durango.

Lift property

During the year ended July 31, 2017, the Company entered into an agreement to purchase a 100% interest in a lithium prospect (the "Lift Property Agreement"), known as the Lift Property, located in the Clayton Valley, Esmeralda County, Nevada. USA. The Lift Property is comprised by sixty lode claims covering approximately 1200 acres of land. The claims are situated adjacent to Noram's lithium property and in proximity to Pure Energy and Cypress' interests in the Clayton Valley. Consideration for the acquisition consists of US$30,000 cash, 500,000 common shares of the Company, and a 3% net smelter return royalty which can be bought back for US$2.5 million. During the year ended July 31, 2017, the Company paid US$15,000 and issued 500,000 shares of the Company valued at the Company's common share trading price at the date of issuance. In connection with the Lift Property Agreement, the Company agreed to pay the remaining US$15,000 on or before October 7, 2017 (US$10,000 paid). As at July 31, 2019, the Lift Property title has not been transferred to the Company. Subsequent to the year ended July 31, 2019, the Company terminated to no proceed the completion of the acquisition.

Impairment of exploration and evaluation assets:

As at July 31, 2019, the Company has budgeted $25,000 exploration and/or assays of previous workings on the Cannonball Property for the next twelve months. Then Company has written the property down to one (1) dollar. The Company does not anticipate any work done on the Lift property and wrote it down to $nil.

Other items

The Company had signed a binding letter of intent ("LOI") with Tabu Equity Investments. Goldrea and Tabu was to work toward the preparation of a definitive agreement once both parties have completed due diligence and conditions of this LOI. The acquisition was subject to Tabu closing a $1 million private placement by August 20, 2018. Tabu has not met the conditions and the agreement was terminated, but the two companies will keep dialogue open.

On November 7, 2018, the Company incorporated a wholly owned subsidiary, Global Lab Analytics Inc. ("GLA"), in California of USA. GLA is building a multi-use testing laboratory in Irvine, California. The primary source of revenue will be testing quality and purities of cannabis in the state of California. It has been shown there is an un-met need for such facilities to address the new regulations on the burgeoning industry.

Currently GLA is near completion with its construction of a testing laboratory in Irvine, California. In addition, the City of Irvine has scored GLA an 84 on its critical laboratory licensing application, with 70 being needed for acceptance. GLA's management will now interview with the City, and upon passing inspection of the facility, be able to obtain a license certificate to become operational. Final state approval will be the last step in this process. A temporary license will allow full testing while the State works through industry backlog. Because of the bottleneck in mandatory State testing of all cannabinoid products for impurities, heavy metals, pesticides, micro toxin, potency, etc., GLA expects that its roster of potential clients, many of whom have signed LOIs and MOUs, will lead to the laboratory running at full capacity once operations begin. The Licensing Board of Irvine has completed the on-site inspection, moving toward full license to begin testing. The board also approved GLA to begin testing of non- cannabinoid items such as things as water and soil samples upon delivery of lab equipment. Final interview with senior staff and the city council is scheduled to be completed upon financing enabling the purchase of testing equipment. Lab testing equipment will then be scheduled to be ordered and delivered upon certification.

In November 2018, the Company closed the first tranche of the non-brokered private placement of 1,083,333 units at a purchase price of $0.06 per Unit for aggregate gross proceeds of $65,000. Each Unit is comprised of one common share in the capital of the Company and one share purchase warrant. Each Warrant entitles the holder to purchase one Share at a price of $0.16 during the one year following the Warrant's date of issuance.

In March 2019, the Company closed the non-brokered private placement of 3,066,667 units at a purchase price of $0.06 per Unit for aggregate gross proceeds of $184,000. Each Unit is comprised of one common share in the capital of the Company and one share purchase warrant. Each Warrant entitles the holder to purchase one Share at a price of $0.16 during the one year following the Warrant's date of issuance. All securities issued for the Offering will be subject to a four-month hold period. The Offering is subject to acceptance by the regulatory authorities

During the period ended April 30, 2019, the Company granted 400,000 stock options to consultants to acquire common shares of the Company at an exercise price of $0.07 per share expiring in five years from the date of grant. These stock options vest immediately at the grant date. The fair value of the options granted was estimated to be $0.07 per option, using the Black-Scholes options pricing model.

In May 2019, Company announced that it will be conducting a non-brokered private placement of up to 1,111,111 flow-through units at $0.09 each, for gross proceeds of $100,000. Each unit will be comprised of one flow-through common share and one common share purchase warrant with an exercise price of $0.18 for a period of one year. The gross proceeds will be used to fund exploration of the Company's Cannonball gold prospect located in northwestern British Columbia. All securities issued under the private placement will be subject to a four month hold. A finder's fee may be paid in connection with the financing.

In June 2019, the Company announced the closing of the first tranche of its non-brokered private placement of $0.07 units. The Company has sold 2,020,000 units for gross proceeds of $141,400 in this first tranche, subject to acceptance by regulatory authorities. The proceeds of the private placement will be used to fund the Company's testing laboratory project, keep mineral properties current and for general working capital. All securities issued under the private placement will have a four month hold.

In June 2019, the Company has granted an aggregate of 1,200,000 stock options to certain directors, officers, employees and consultants pursuant to the Company's Stock Option Plan. The stock options have an exercise price of $0.085 per share and an expiry date of June 7, 2024.

Subsequent Event

In August 2019, the Company entered into a Mineral Property Acquisition Agreement to acquire a mineral tenure (the "Adjacent Property") located next to its Cannonball mineral property in northwestern British Columbia's Golden Triangle District, in exchange for the Company's mineral tenures near Kelowna, BC, known as the Dobbin Property and a 1.5% net smelter returns royalty payable on the Dobbin Property. This royalty can be purchased at any time for the sum of one million dollars.

September 1, 2019 –the Company allowed the payment due to the BLM in Nevada for the Lift property to lapse which removed Company rights to the property. This was done as a priority to focus on the Cannonball property in the Golden Triangle in BC. The Company determined that the cost effectiveness for a gold property in the prolific Golden Triangle outweighed the somewhat lackluster and highly competitive world market in lithium.

September 2019, the Company closed a private placement of flow-through units (each a "FT Unit") for gross proceeds of $27,450. Each FT Unit (at $0.09 per unit) consisted of one flow-through common share and one common share purchase warrant with an exercise price of $0.18 for a period of one year. The gross proceeds will be used to fund exploration of the Company's Cannonball gold prospect located in northwestern British Columbia. All securities issued under the private placement will be subject to a four-month hold. A finder's fee was paid in connection with the financing.

November 2019 - the Company closed of the first tranche of anon-brokered private placement of $0.05 units. The Company has sold 2,000,000 units for gross proceeds of $100,000 in this first tranche, subject to acceptance by regulatory authorities. Each unit consists of one common share in the capital of the Company and one common share purchase warrant which entitles the holder to buy one common share at a price of $0.10 per share for one year. The proceeds of the private placement will be used to fund the Company's testing laboratory project, keep mineral properties current and for general working capital. All securities issued under the private placement will have a four-month hold.

1.2 Results of operations

During the year ended July 31, 2018, the Company recorded a net loss of $760,022 or $0.02 per share, compared to a loss of $553,629 or $0.02 per share last year.

General and administrative expenses excluding share-based payments were $631,333 in 2019 (2018 - $348,086). The increase is mainly due to the start-up of Global Lab operations. Consulting fees were $235,379 (2018 - $142,644), shareholder communications were $37,609 (2017 - $86,715). Office and administration expenses were $107,349 (2017 - $20,266) and professional fees were $76,995 (2018 – $42,120).

Fourth quarter

For the quarter ended July 31, 2019, the Company recorded a loss from continuing operations of $278,261 or $0.01 per share as compared to a loss of $286,681, or $0.01 per share in the quarter ended July 31, 2018.

Operating expenses excluding stock-based compensation decreased from $140,0359 in Q4 2018 compared to $102,785 in Q4 2018, as the Company wrote-down the exploration and evaluation assets, marketable securities and receivables in 2018

Office and administration expenses increased from $4,390 in Q4 2018 to $37,750 in Q4 2019; consulting expenses decreased from $71,144 in Q4 2018 to $33,411 in Q4 2019; professional fees increased from $10,978 in Q4 2018 to $48,340 in Q4 2019.

1.3 Summary of quarterly results

		Quarter ended July 31, 2019		Quarter ended April 30, 2019		Quarter ended January 31, 2018		Quarter ended October 31, 2018
Net income (loss)	$	(267,736)	$	(229,487)	$	(223,120)	$	(39,679)
Basic and diluted loss per share	$	(0.01)	$	(0.00)	$	(0.01)	$	(0.00)

		Quarter ended July 31, 2018		Quarter ended April 30, 2018		Quarter ended January 31, 2017		Quarter ended October 31, 2017
Net Income (loss)	$	(286,681)	$	(57,477)	$	(183,154)	$	(26,317)
Basic and diluted loss per share	$	(0.01)	$	(0.00)	$	(0.01)	$	(0.00)

1.4 Liquidity and solvency

The Company had no revenue in the year ended July 31, 2019. The Company has financed its operations and met its capital requirements primarily through the sale of capital stock by way of private placements and increasing of accounts payable. As at July 31, 2019, the Company had cash and cash equivalents of $20,421.

Cash flow from operations for the year ended July 31, 2019 was a net cash outflow of $626,747, compared to net cash outflow of $282,908 in the same period a year ago.

Investing activities were an outflow of $81,587 compared to $142,018 in the same period of 2018, spent on investment and advanced loans to third parties.

Financing activities were inflows of $492,730 due to a private placement compared to an inflow of $656,701 in the prior year.

As at July 31, 2019, the Company had unrestricted cash of $20,421. The Company's current assets were $74,229 and total current liabilities were $196,539. The financial statements have been prepared assuming the Company will continue on a going concern basis. The Company has incurred losses since inception. The

Company has insufficient cash resources to meet its current obligations and planned expenditures and is in the process of seeking additional financing. As at July 31, 2019, the Company has a working capital deficit of $122,310. The ability of the Company to continue as a going concern depends upon its ability to raise adequate financing to pursue its business objectives and develop profitable operations. There can be no assurance that the Company will be able to continue to raise funds, in which case, the Company may be unable to meet its obligations. These conditions raise substantial doubt about the Company's ability to continue as a going concern. These financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities, contingent obligations and commitments in other than the normal course of business and at amounts different from those in the financial statements.

1.5 Capital resources

As at July 31, 2019, the Company had 4,850,000 outstanding stock options and 14,081,482 outstanding warrants.

1.6 Off-balance sheet arrangements

As of the report date, the Company has no material off-balance sheet arrangements.

1.7 Transactions with related parties

Amounts due to and from officers, directors and companies with common directors are interest free, unsecured and have no specified terms of repayment. They have arisen from the provision of services and expense reimbursements or advances. Related party balances are as follows:

		July 31, 2019		July 31, 2018
Due from directors and officers of the Company	$	**8,877**	$	-
Due to directors and officers of the Company	$	**7,500**	$	9,188

Amounts due to and from officers, directors and companies with common directors are interest free, unsecured and have no specified terms of repayment. They have arisen from the provision of services and expense reimbursements or advances.

During the year ended July 31, 2019, consulting fees of $88,000 (2018 - $96,000) were recorded to directors and officers of the Company. The Company uses the home space of one officer who is also a director of the Company as the office, the Company incurred $6,750 (2018 - $6,540) in office rent for the year ended July 31, 2019. Key management includes the chief executive officer, chief financial officer and the directors of the Company. The compensation paid or payable to key management for services, excluding the share-based payments during the years ended July 31, 2019 and 2018 is disclosed above. During the year ended July 31, 2019, key management received share-based payments of $33,192 (2018 - $189,760). Key management personnel were not paid post-employment benefits or other long-term benefits during the years ended July 31, 2019 and 2018.

1.8 Proposed transactions

None

1.9 Recent Accounting Pronouncements

The following is the overview of new accounting standards that the Company will be required to adopt in future years. The following pronouncements are those that the Company considers most significant and are no intended to be a complete list of new pronouncements that effect the financial statements. The Company does not expect to adopt any of these standards before their effective dates. The Company continues to evaluate the impact of these standards on its consolidated financial statements.

1 IFRS 16 “Leases” replaces IAS 17 “Leases” and the related interpretative guidance. IFRS 16 applies a control model to the identification of leases, distinguishing between a lease and a service contract on the basis of whether the customer controls the asset being leased. For those assets determined to meet the definition of a lease, IFRS 16 introduces significant changes to the accounting by lessees, introducing a single, on-balance sheet accounting model that is similar to current finance lease accounting, with limited exceptions for short-term leases or leases of low value assets. Lessor accounting is not substantially changed. The standard is effective for annual periods beginning on or after January 1, 2019. The Company’s USA subsidiary Global Lab has entered a lease agreement with respect is laboratory effective March 1, 2019. The Company will account the lease agreement under IFRS 16 starting August 1, 2019.

1.11 Risks and uncertainties

The exploration and development of mineral properties are highly speculative activities and are subject to significant risks, including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but from finding mineral deposits which, though present, are insufficient in size to return a profit from production. The Company’s ability to realize on its investments in exploration projects is dependent upon a number of factors; including management’s ability to continue to raise the financing necessary to complete the exploration and development of those projects and the existence of economically-recoverable reserves within the projects.

At the present time the Company does not hold any interest in a mining property in commercial production. The Company has incurred net losses since inception, and has limited financial resources and no positive mineral operating cash flow. No assurance can be given that additional funding will be available for further exploration and development of the Company’s projects or to fulfill the Company’s obligations under any applicable agreements. Other uncertainties include currency and metal price fluctuations, permits and licences, environmental regulatory requirement changes, mineralization estimates, and political risks.

Competitive industry

Mining industry is intensely competitive and the company will compete with other companies that have far greater resources.

Fluctuating metal and share prices

Factors beyond the control of the Company may affect the marketability of gold, molybdenum, or any other metals or minerals discovered. Commodity prices fluctuate widely and are affected by numerous factors beyond the Company’s control whose effect cannot accurately be predicted.

In recent periods, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market price of securities of many companies, particularly those considered exploratory and development stage companies, have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying assets values or prospects of such companies. There can be no assurance that continual and extreme fluctuations in price will not occur.

Permits and licences

The operations of the Company will require licences and permits from various governmental authorities, which have been applied for and/or will be applied for at the proper time. There can, however, be no assurance that the Company will be able to obtain all necessary licences and permits required to carry out exploration, development and mining operations of its projects.

Environmental regulation

The operations of the Company are subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation provides for restrictions and prohibitions on spills, releases or emissions or various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in the imposition of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving in a manner which means stricter standards, and enforcement, fines and penalties for non-compliance are becoming more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and their directors, officers and employees. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of future operations. The Company may become subject to liability for pollutions or hazards against which it cannot insure or again which it may elect not to insure where premium costs are disproportionate to the Company's perception of the relevant risks. The payment of such insurance premiums and of such liabilities would reduce the funds available for exploration and production activities.

Estimates of mineral resources may not be realized

The mineral resource estimates published from time to time by the Company with respect to its properties are estimates only and no assurance can be given that any particular level of recovery of minerals will in fact be realized or that an identified resource will ever qualify as a commercially mineable (or viable) deposit which can be legally and economically exploited. In addition, the grade of mineralization ultimately mined may differ from that indicated by drilling results and such differences could be material. Production can be affected by such factors as permitting regulations and requirements, weather, environmental factors, unforeseen technical difficulties, unusual or unexpected geological formations, inaccurate or incorrect geologic, metallurgical or engineering work, and work interruptions, among other things. Short-term factors, such as the need for orderly development of deposits or the processing of new or different grades, may have an adverse effect on mining operations or the results of operations. There can be no assurance that minerals recovered in small-scale laboratory tests will be duplicated in large-scale tests under on-site conditions or in production scale operations. Material changes in resources, grades, stripping ratios or recovery rates may affect the economic viability of projects. The estimated resources described herein should not be interpreted as assurances of mine life or of the profitability of future operations. The Company has engaged expert independent technical consultants to advise it with respect to mineral resources and project engineering, among other things. The Company believes that those experts are competent and that they have carried out their work in accordance with all internationally recognized industry standards. However, if the work conducted by those experts is ultimately found to be incorrect or inadequate in any material respect, the Company may experience delays and increased costs in developing its properties.

Dependence on key personnel

The Company is dependent on the services of its senior management, including James Elbert, its President and Chief Executive Officer, and Larry Reaugh, a director of the Company, and a small number of other skilled and experienced employees and consultants. The loss of any such individuals could have a material adverse effect on the Company's operations.

The following are the risks related to the Company's financial instruments:

a. Credit risk

   Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company is subject to credit risk on the cash balances at the bank, GICs held by bank for reclamation and corporate credit card security deposits and amounts receivable. Cash and GICs are with Schedule 1 banks or equivalent, with majority of cash held in Canadian based banking institutions, authorized under the Bank Act to accept deposits, which may be eligible for deposit insurance provided by the Canadian Deposit Insurance Corporation. The maximum exposure to credit risk is equal to the carry value of the financial assets.

b. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has in place a planning and budgeting process to assist in determining the funds required to support normal operating requirements on an ongoing basis, including capital development and exploration expenditures. As at July 31, 2019, the Company has a cash and cash equivalent balance of $20,421 (July 31, 2018 - $236,025) available to settle current liabilities. Accounts payable and accrued liabilities are due within the current operating period. As at July 31, 2019, the Company had a working capital deficit of $122,310 (July 31, 20178– $184,846). Management monitors the Company's contractual obligations and other expenses to ensure adequate liquidity is maintained. See Note 2 for additional discussion on going concern.

c. Market risk

Market risk is the risk of loss that may arise from changes in market factors such as market prices, foreign exchange rates and interest rates. The Company is exposed to market risk through its investments in marketable securities.

If security market prices were higher or lower by 5% as at July 31, 2019, the carrying value of its investments and unrealized gains (losses) on investments would be increased or decreased by approximately $2,031, respectively. The Company is exposed to foreign exchange rate and interest rate risks to the extent that cash is maintained at the financial institutions. The foreign exchange rate and interest rate risks on cash are not considered significant. The does not expose significant interest rate.

1.12 **Outstanding share data**

As of the report date, the Company has 39,947,108 common shares outstanding. The Company also has 4,850,000 options and 14,086,482 outstanding warrants. On a fully diluted basis, therefore, the Company has 58,878,587 common shares outstanding.

1.12 **Approval**

The Board of Directors of the Company has approved this Management Discussion and Analysis on November 28, 2019. Additional information is available on the Company's website, www.goldrea.com, or on the SEDAR website, www.sedar.com.