ARGO GOLD INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2019

General

This Management's Discussion and Analysis ("MD&A") is prepared as of August 28, 2019 and should be read in conjunction with the financial statements of Argo Gold Inc. ("Argo" or "the Company") for the three and six months ended June 30, 2019 and June 30, 2018, which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). This MD&A includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical fact, that address future exploration activities and events or developments that the Company expects, are forward-looking statements. Although the Company believes the expectations expressed in such forward- looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Additional information, including the Annual Information Form can be found on SEDAR, www.sedar.com. All amounts are in Canadian dollars.

Overview

Argo Gold Inc. (the "Company") is a development stage enterprise incorporated under the laws of Ontario on December 9, 1995. The Company is listed on the Canadian Stock Exchange ("CSE"), having the symbol ARQ and is in the process of exploring its mineral properties. The address of the Company's corporate office and principal place of business is 350 Bay Street, Suite 700 Toronto, Ontario, M5H 2S6, Canada.

Results of Operations

During the quarter, the Company completed a geochemical orientation survey that was designed and carried out by an independent geochemical expert and the Company's technical team at the Woco Gold Project. There is minimal outcrop at the Woco Gold Project which now consists of 22 square kilometres of mineral claims. Argo Gold does have very high quality AEM/AMAG coverage on the property which does define the approximate location of the Uchi Break at the Woco Gold Project. The main purpose of the geochemical orientation survey was to determine and set the plans for a summer exploration programme at its Woco Property, primarily following up on results of recent diamond drill program completed during the three months ended March 31, 2019. Argo believes that the thickness of the vein material is controlled by a brittle dacite in the hanging wall, so a detailed core re-logging programme will be carried out to confirm this observation, and carefully project the hanging wall dacite for future drill testing. Geochemical sampling will also be carried out over the strike extension of the Woco Vein to test for strike or en-echelon extensions. The balance of the exploration programme will be directed towards geochemical sampling.

Also during the quarter, the Company engaged the services of Ms. Judith Baker as a consultant to assist the Company with business development efforts. Ms. Baker's history and knowledge of Argo Gold and its properties make her uniquely qualified to assist the Company as it moves forward.

Revenue and Other Income

The Company did not earn any operational revenue during the three months ended June 30, 2019. In the quarter, the company had a loss from operations of $ 66,585 offset by other income of $29,738 from the flow-through share liability recovery and a realized gain of $12,238 on the sale and change in fair value of marketable securities, for a net income of $17,500.

Selected expenses for the three and six months ended June 30, 2019 and 2018.

	Three months ended June 30,		Six months ended June 30,	
	2019	2018	**2019**	2018
Amortization	**$ 849**	$ 1,050	**$ 1,699**	$ 1,687
Administrative expenses	**13,137**	17,119	**22,874**	30,403
Consulting fees	**1,500**	9,103	**1,500**	113,392
Marketing, advertising and promotion expenses	**8,903**	14,218	**17,878**	14,218
Exploration expenses	**-**	3,870	**-**	3,870
Management fees	**18,000**	29,800	**36,000**	49,000
Professional fees	**14,394**	28,578	**33,905**	65,401
Listing fees	**6,460**	4,646	**8,491**	958
Share-based compensation	**-**	36,523	**-**	36,523
Business development & Investor relations	**33,080**	29,798	**57,528**	87,060
	$ 96,324	$ 174,705	**$ 179,874**	$ 402,512

For the three and six months ended June 30, 2019

Administration expenses decreased slightly by $3,982 from the prior year due to lower activity and general expenses during the period. Consulting fees decreased by $7,603 for the year as a result of the very low consulting activity during the period compared to prior year that had new advisors and increased activity from the sale of the properties recorded in the first and second quarter of 2018. Marketing and advertising expenses in the quarter were lower $5,315 compared to prior due to the management's decision to reduce certain expenses. Management salaries for the period decreased by $11,800 compared to prior year. Professional fees decreased by $14,184 due in large to the additional work required to close the acquisition and sales transactions that took place in the prior year comparison. Listing fees increased by $1,814 compared to prior year, which is due to the better control and allocation of related expenditures. Share-based compensation was nil during the quarter as a result of management's decision to limit the amount of options and grants issued to management and consultants to the Company. Business development and investor relations increased slightly or $3,282 for the period compared to same period prior year due to the Company's decision to engage a consultant to assist with business development. These development and relations expenses cover planning meetings and attendance at numerous trade shows including the OPES convention during the quarter.

Summary of Results & Selected Quarter Information

The following table sets for the selected financial information for Argo Gold Inc. for the most recently completed eight quarters. This information has been derived from Company's financial statements for the period and should be read in conjunction with financial statement and the notes thereto.

Quarterly Financial Information (unaudited)	2019 Q2	2019 Q1	2018 Q4	2018 Q3	2018 Q2	2018 Q1	2017 Q4	2017 Q3
Revenue	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Other Income (loss)	$ 29,738	$ 228,356	$ (198,305)	$ 19,125	$ 442,690	$ 13,751	$ -	$ -
Net Income (loss)	$ (66,585)	$ 144,805	$ (397,619)	$ (6,441)	$ 267,986	$ (214,058)	$ (154,068)	$ (77,909)
Net Income (loss) per share	$ 0.00	$ 0.00	$ (0.01)	$ 0.00	$ 0.01	$ (0.01)	$ (0.01)	$ (0.02)

Summary of significant items by quarter for the three and six months ended June 30, 2019

2019-Q2

During the quarter, the Company realized $96,324 loss from operations, a flow-through share liability recovery of $12,238 and a gain of $17,500 on value of securities held for trading during the three months ended June 30, 2019, resulting in a $66,585 net loss for the quarter. Also from the flow-through shares funding remaining at the end of March 31, 2019 in the amount of $272,115, the Company incurred $ 42,453 of eligible exploration expenditures during the current quarter ended June 30, 2019. The Company will spend the balance of $229,662 on qualifying exploration expenditures by December 31, 2019.

2019-Q1

During the quarter, the Company realized $83,551 loss from operations, a flow-through share liability recovery of $206,551 and a gain of $21,805 on value of securities held for trading during the three months ended March 31, 2019, resulting in a $144,805 net income for the quarter. Also from the flow-through shares funding from December 2018 in the amount of $877,030, the Company had incurred $ 604,915 of eligible exploration expenditures through to the period ended March 31, 2019. The Company will spend the balance of $272,115 on qualifying exploration expenditures by December 31, 2019.

For the three and six months ended June 30, 2019 and 2018

The following table sets forth selected financial information for Argo Gold Inc. for the periods ended June 30, 2019 and 2018. This information has been derived from the Company's financial statements for the period and should be read in conjunction with financial statement and the notes thereto.

	For the three months ended June 30,		**For the six months ended June 30,**	
	2019	2018	**2019**	2018
	$	$	**$**	$
Revenues	**-**	-	**-**	-
Net and comprehensive income (loss)	**(66,585)**	267,986	**78,219**	53,929
Net income (loss) per share basic and diluted	**0.00**	0.01	**0.00**	0.00
Total assets	**2,457,019**	1,742,073	**2,457,019**	1,742,073
Total Liabilities	**249,876**	160,879	**249,876**	160,879
Working capital	**222,308**	301,483	**222,308**	301,483

Liquidity and Capital Resources

As at June 30, 2019 there was cash of $292,398 compared to cash of $122,748 as at June 30, 2018, and HST receivable of $16,736 compared to $36,289 as at June 30, 2018. HST accounts receivable decreased due to timely processing and collection of quarterly returns, only the current quarter end return was outstanding. The Company's June 30, 2019 short-term obligations consist of accounts payable of $249,876 (June 30, 2018 - $160,879), which includes $80,677 of flow through premium liability.

The Company's working capital at June 30, 2019 was a surplus of $222,308 compared to a surplus of $301,483 at June 30, 2018, with a difference in securities held for sale of $147,225 lower in 2019 compared to the same period of 2018. The Company's management continues to keep administrative, consulting and operating expenses to a minimum. The Company has been successful in accessing the equity market in the past and while there is no guarantee that this will be continue to be available, management has confidence that this capability will not diminish in the near term. Any funds raised are to be largely used to further the exploration projects and planned drilling programs, most notably at its flagship, Woco Gold Project.

Outstanding Share Data

Shares, warrants and options outstanding are:

Shares - As at June 30, 2019, the Company had outstanding and issued 36,959,881 common shares.

- Stock Options - The Company has a stock option plan (the "Plan") to encourage ownership of the Company by its key officers, directors, employees and consultants. The maximum number of common shares that can be issued under the Plan at any time is 10% of the issued and outstanding shares of the Company. As at June 30, 2019, there are 2,399,000 options outstanding, representing 64.91% of the Plan eligible maximum.

- Warrants – As at June 30, 2019, the Company had 1,251,733 warrants outstanding, with the following changes during the period. In the quarter ended June 30, 2019 an aggregate total of 1,319.850 warrant carrying an exercise price of $0.30 per warrant in exchange for one common share, expired resulting in an adjustment to contributed surplus and retained earnings of $157,369 for the Black-Scholes value of the warrants.

  As of the date of this MD&A the Company has:
  - 38,007,249 common shares issued and outstanding
  - 3,799,500 stock options outstanding
  - 1,251,733 warrants outstanding

Related Party Transactions

The following related party transactions occurred and were reflected in the financial statements during the six months ended June 30, 2019 and 2018 as follows:

		June 30, 2019		June 30, 2018
Management fees and consulting expense:				
Management fees charged by CFO for corporate administrative and financial management services	$	36,000	$	19,000
Consulting fees charged by the CEO for corporate administration		-		30,000
	$	**36,000**	$	49,000
Professional fees expense:				
Legal fees charged by an officer/director for legal and corporate secretarial services	$	19,230	$	39,171
	$	**19,230**	$	39,171

a) Included in accounts payable and accrued liabilities are consulting fees of $Nil (June 30, 2018 - $30,000) to the CEO for management fees and expenses, and legal fees of $99,687 (June 30, 2018 - $39,171) due to a company controlled by a director in common with the Company. These amounts are unsecured, non-interest bearing with no fixed terms of repayment.

b) Key management compensation was incurred during the six months was $36,000 (June 30, 2018 - $49,000) in salaries.

Subsequent Events

Subsequent to the quarter end, on July 4, 2019, the Company announced the appointment of Peter Mah as President and a director of the Company and the reappointment of Judy Baker as Chief Executive Officer and a director of the Company. Concurrent with this announcement, Argo Gold announced the resignation of Mr. Chris Irwin as President, Chief Executive Officer and director the Company and the resignations of Mr. Frederick Nielsen and Mr. Paul Olmsted as directors of the board.

Also on July 4, 2019, the Company announced a debt conversion agreement with an arm's length creditor, pursuant to which the Company has settled an aggregate of $99,686.75 of indebtedness through the issuance of an aggregate of 996,868 common shares of Argo Gold at a price of $0.10 per Common Share. The Common Shares issued pursuant to the debt settlement are subject to a four-month hold period

Also subsequent to the quarter end, Argo Gold also announced on July 25, 2019 that it granted an aggregate of 2,200,000 options to purchase common shares of the Company exercisable at a price of $0.15 per share and expiring on July 25, 2022 to officers and consultants of the Corporation. The common shares issuable upon exercise of the options are subject to a four-month hold period from the original date of grant.

Significant Accounting Policies and the Use of Estimates

A detailed summary of the Company's significant accounting policies, including the use of estimates, is included in the Company's audited financial statements for the year ended December 31, 2018. The preparation of the condensed interim financial statements requires management to make estimates and judgments which are described in the Company's audited financial statements for the year ended December 31, 2018.

The accounting policies and management estimates applied in the condensed interim financial statements for the three and six months ended June 30, 2019 are consistent with those used in the Company's audited financial statements for the year ended December 31, 2018, except for IFRS 16 and IFRIC 23 (refer to the section on "Adoption of New or Amended Accounting Policies" below for a discussion of the impact of these accounting standards).

Financial Instruments

The Company's significant accounting policies regarding its financial instruments are set out in the Company's audited financial statements for the year ended December 31, 2018. The Company is of the opinion that it is not exposed to significant interest, currency or credit risks arising from outstanding financial instruments.

New and Amended Standards Adopted by the Company

The Company adopted the following accounting standard and amendments to accounting standards, effective January 1, 2019:

IFRS 16 Leases - The Company adopted IFRS 16, Leases ("IFRS 16"), effective January 1, 2019. The objective of IFRS 16 is to recognize substantially all leases on balance sheet for lessees. IFRS 16 requires lessees to recognize a "right-of-use" asset and a lease liability calculated using a prescribed methodology. The Company has adopted IFRS 16 using the modified retrospective approach which does not require restatement of comparative periods. Comparative information has not been restated and continues to be

New and Amended Standards Adopted by the Company (continued)

reported under IAS 17, Leases (“IAS 17”), and IFRIC 4, Determining Whether an Arrangement Contains a Lease (“IFRIC 4”). The details of accounting policies under IAS 17 and IFRIC 4 are disclosed separately if they are different from those under IFRS 16. The adoption of IFRS 16 had no impact on the condensed interim financial statements.

IFRIC 23 – Uncertainty over Income Tax Treatments. The Company adopted IFRIC 23, Uncertainty over Income Tax Treatments (“IFRIC 23”) on January 1, 2019 with retrospective application. IFRIC 23 clarifies the recognition and measurement requirements when there is uncertainty over income tax treatments. The effect of uncertain tax treatments are recognized at the most likely amount or expected value. The adoption of IFRIC 23 had no impact on the condensed interim financial statements.

Off-Balance Sheet Arrangements

The Company has not entered into any off-balance sheet arrangements, other than previously disclosed, that has, or reasonably likely to have, an impact on the current or future of operations or the financial condition of our Company.

Commitments

As at June 30, 2019, the Company had a commitment to spend $229,662 (December 31, 2018 - $877,030) from amounts raised by flow-through financing on eligible Canadian exploration and development expenses.

Flow-through common shares require the Company to incur an amount equivalent to the proceeds of the issued flow through common shares on Canadian qualifying exploration expenditures. The Company has indemnified current and previous flow-through subscribers for any tax and other costs payable by them in the event the Company has not incurred the required exploration expenditures. Upon issuance of the flow-through shares in December 2018 in the amount of $877,030, the Company recorded a flow-through liability of $299,466. As expenditures are incurred, the flow-through share liability will be reversed. Through June 30, 2019, the Company had incurred $ 647,368 of eligible exploration expenditures and had realized a flow-through share liability recovery of $218,789. The Company must spend the balance of $229,662 on qualifying exploration expenditures by December 31, 2019.

The Company’s exploration and evaluation activities are subject to laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its activities are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Management’s Evaluation of Disclosure Controls

Management is responsible for the design and effectiveness of disclosure controls and procedures to provide reasonable assurance that material information related to the Company is made known to the Company’s certifying officers. The Company’s Chief Executive Officer and Chief Financial Officer have each evaluated the effectiveness of the Company’s disclosure controls and procedures as at June 30, 2019 and have concluded that these controls and procedures are effective.

Internal Control over Financial Reporting:

Management is responsible for the design of internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements in accordance with accounting principles generally accepted in Canada. Based on a review of its control procedures at the end of the period covered by this MD&A, management believes its internal controls and procedures are appropriately designed as at June 30, 2019.

Risks and Uncertainties

The Company's business of exploring and developing mineral properties is highly uncertain and risky by its very nature. In addition, the ability to raise funding in the future to maintain the Company's exploration and development activities is dependent on financial markets, which often fail to provide necessary capital.

Regulatory standards continue to change making the review process longer, more complex and more costly. Even if an apparently mineable deposit is developed, there is no assurance that it will ever reach production or be profitable, as its potential economics are influenced by many key factors such as commodity prices, foreign exchange rates, equity markets and political interference, which cannot be controlled by management. As a result, the Company's future business, operations, and financial condition could differ materially from the forward-looking information contained in this MD&A's and described in the Forward-Looking Statements section below.

Forward Looking Statements

This report may contain forward-looking statements that involve a number of risks and uncertainties, including statements regarding the outlook for the Company's business and operational results. By nature, these risks and uncertainties could cause actual results to differ materially from what has been indicated. Factors that could cause actual results to differ materially from any forward-looking statement include, but are not limited to failure to establish estimated resources and reserves, the grade and recovery of ore which is mined from estimates, capital and operating costs varying significantly from estimates, delays or failure in obtaining governmental, environmental or other project approvals and other factors including those risks and uncertainties identified above. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking information as a result of new information, future results or other such factors, which affect this information, except as required by law.

Comparative Figures

Certain comparative figures have been reclassified to conform to the current period's presentation. These reclassifications did not affect prior year's net losses.