MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE YEARS ENDED DECEMBER 31, 2020 AND 2019

The following is a discussion and analysis of the activities, results of operations and financial condition of Renforth Resources Inc. ("Renforth" or the "Company") for the year ended December 31, 2020 and the comparable year ended December 31, 2019. The discussion should be read in conjunction with the audited financial statements for the years ended December 31, 2020 and December 31, 2019 and related notes thereto. The Company's financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All monetary amounts are reported in Canadian dollars unless otherwise noted. These documents, as well as additional information on the Company, are filed electronically through the System for Electronic Document Analysis and Retrieval (SEDAR) and are available online at www.sedar.com.

The effective date for this report is April 29, 2021.

Overview of Operations

In Quebec, Renforth holds the Parbec Property in the Malartic gold camp, with gold present at surface and to some depth, located on the Cadillac Break, contiguous to the East Amphi portion of the Canadian Malartic Mine property. Parbec carries an open-pit constrained 43-101 resource with additional gold bearing structures, outside of the Cadillac Break on the property, outside of the current resource. Renforth also holds Malartic West, contiguous to the western boundary of the Canadian Malartic Mine Property, located in the Pontiac Sediments, this property is gold bearing and was the recent site of a copper discovery. Renforth has acquired the Surimeau property, also contiguous to Canadian Malartic and the southern border of the Malartic West property. Surimeau hosts polymetallic mineralization and represents the consolidation of five historically identified mineralization occurrences into one property for the first time. In addition to this Renforth has optioned the wholly owned Denain-Pershing gold bearing property, located near Louvicourt, Quebec, to O3 Mining Inc.

In Ontario, Renforth holds the Nixon-Bartleman surface gold occurrence west of Timmins, Ontario, drilled, channeled and sampled over 500m – this historic property also requires additional exploration to define the extent of the mineralization.

Projects

Parbec Gold Property – 100% owned

In 2019 Renforth commissioned a new technical report in the required Form 43-101F1 for the Parbec property, during the period the resource estimate for this technical report was released. This Mineral Resource Estimate has been calculated by P&E Mining Consultants Inc. of Brampton, Ontario, with an effective date of April 30th, 2020, using only assay data from between 2007 and Renforth's last work on the property in 2019, excluding all assay results obtained historically, or prior to 2007. Renforth has in its possession all the core from 2007 to date.

PARBEC MINERAL RESOURCE ESTIMATE (1-6)					
Area	**Classification**	**Cut-off Au (g/t)**	**Tonnes (k)**	**Au (g/t)**	**Au (koz)**
Pit Constrained	Indicated	0.32	1,782	1.77	101.4
	Inferred	0.32	1,997	1.56	100.3
Out-of-Pit	Indicated	1.44	40	2.38	3.1
	Inferred	1.44	1,125	2.13	77.0
Total	Indicated	0.32 + 1.44	1,822	1.78	104.5
	Inferred	0.32 + 1.44	3,122	1.77	177.3

1) Mineral Resources which are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.
2) The Inferred Mineral Resource in this estimate has a lower level of confidence than that applied to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of the Inferred Mineral Resource could be upgraded to an Indicated Mineral Resource with continued exploration.
3) The Mineral Resources in this report were estimated using the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by the CIM Council.
4) Historically mined areas were depleted from the Mineral Resource model.
5) The pit constrained Au cut-off grade of 0.32 g/t Au was derived from US$1,450/oz Au price, 0.75 US$/C$ exchange rate, 95% process recovery, C$17/t process cost and C$2/t G&A cost. The constraining pit optimization parameters were C$2.50/t mineralized mining cost, $2/t waste mining cost, $1.50/t overburden mining cost and 50 degree pit slopes.
6) The out of pit Au cut-off grade of 1.44 g/t Au was derived from US$1,450/oz Au price, 0.75 US$/C$ exchange rate, 95% process recovery, C$66/t mining cost, C$17/t process cost and C$2/t G&A cost. The out of pit Mineral Resource grade blocks were quantified above the 1.44 g/t Au cut-off, below the constraining pit shell and within the constraining mineralized wireframes. Additionally, only groups of blocks that exhibited continuity and reasonable potential stope geometry were included. All orphaned blocks and narrow strings of blocks were excluded. The longhole stoping with backfill method was assumed for the out of pit Mineral Resource Estimate calculation.

In September 2020 Renforth commenced a diamond drill program at Parbec designed to infill and extend the resource model, as well as twin certain historic drillholes within the resource model in an effort to replicate historic results and permit the inclusion of the 1986-1993 drilling in a resource restatement. Success with any or all of the targets will positively impact the gold ounce resource at Parbec. At December 31st 2020 there had been a total of 9644 metres drilled in the program, in 27 drill holes, with no assay results received at that date. In general, the assay laboratory is running much slower than typically, due to COVID-19 workplace safety measures in the sample preparation lab slowing production. The drill program resumed subsequent to the period, in late January the splitting of core from the 2020 drilling resumed, with the 2021 drill program commencing in early February 2021. That program drilled an additional 5925 metres in 22 drill holes, for a total of more than 15,000 metres of new drilling at Parbec which will support a resource estimate calculation expected to occur in Summer 2021. At April 29, 2021, there were still 35 drill holes, from the 2020 and 2021 drill programs which have not had assay results reported on. Drill hole assay results which have been received include the longest mineralized interval to date intersected at Renforth, with 49.6m of 1.46 g/t Au intersected (Press Release April 2, 2021) and the richest interval intersected to date with 21.45m of 5.57 g/t Au intersected (Press Release March 9 2021), along with several discoveries of new mineralization intersected in drill holes, including within the planned pit walls and outside of the current (May 2020) open pit constrained resource estimate for Parbec.

Breakdown of expenses for the year ended December 31, 2020:

	2020
Drilling	$ 1,173,496
Management and administration	33,750
Metallic screening	9,164
Reporting	9,420
Other	12,762
	$ 1,238,592

New Alger Gold Project – sold August 31, 2020

On August 31, 2020, the Company sold the New Alger project to Radisson Mining Resources In. for the following consideration:

- 12 million class A common shares of Radisson issued to Renforth valued at $3,840,000;
- $0.5 million in cash;
- a $1.5 million cash contingent payment, payable on the earlier of the announcement of commercial production at New Alger, a sale of New Alger for more than C$40 million or a change of control of Radisson.

Concurrent with the sale of New Alger, Radisson acquired 24,000,000 common shares of Renforth via a private placement which occurred at $0.135 per flow through share sold, with no warrants. The private placement resulted in proceeds to Renforth of $3,240,000.

The sale of New Alger further de-risks Renforth, giving the Company significant financial resources to deploy and it removes the financing risk as a consideration going forward, also reducing dilution in the foreseeable future.

The Company retains exposure to the New Alger project through its shares of Radisson, also giving Renforth exposure to Radisson's other project, namely the O'Brien mine.

Nixon Bartleman Property – 100% owned

Renforth holds 100% of the Nixon-Bartleman project, subject to a 2.5% NSR, consisting of four patents and 24 staked claims over an area of 313Ha, straddling the Porcupine Destor Deformation Zone, in the Porcupine Mining Camp of the West Timmins Mining area, approximately 45 km SW of Timmins, only 10 kms SW of Timmins West Mine, held by Lakeshore Gold, a subsidiary of Pan-American Silver.

This property is known to host five gold bearing quartz veins in a structurally complex environment. An initial exploration program on the property obtained gold values at surface in cut channel samples and extended the strike of the surface mineralization.

The property has seen historic drilling, assay results include up to 40 g/t gold and intersected a gold-bearing porphyry.

This property has seen exploration, including 43 drillholes, in fits and starts, making a comprehensive mapping and sampling program, along with a data compilation, Renforth's first area of focus.

There was no work on the property during the year ended December 31, 2020 due to COVID-19 preventing access to seasonal accommodations to support what had been planned field work.

Denain Gold Project, Val d'Or, Quebec

In May 2018 an earn-in option was granted to Chalice Gold Mines Limited ("Chalice") of Western Australia on the Denain-Pershing Property. In addition, Chalice participated in Renforth's May 2018 financing transaction in the amount of $250,000.

In order to earn an 80% interest in the Denain-Pershing Property, over a 3 year period, Chalice will make payments to Renforth totaling $200,000 and spend $1,250,000 in work on the property. Once Chalice has earned their interest an 80/20 joint venture will be formed between Chalice and Renforth.

Chalice has sold their Quebec business, including their rights under the option granted by Renforth, to O3 Mining. O3 has indicated to Renforth that they intend to pursue the rights and obligations of the option agreement.

During the period COVID-19 resulted in the Province of Quebec ceasing exploration activities, consequently O3 declared "force majeure" under the terms of the option agreement. Subsequent to the end of the period force majeure was lift. The effect of the 50 day force majeure period is the extension of the anniversary date of the agreement into June. O3 has indicated they will be continuing to make payments and incur work costs under the terms of the agreement.

Malartic West

The Property is contiguous to the operating Canadian Malartic Mine and hosts the western extension of the geological units present at the Canadian Malartic Mine.

Malartic West is documented as gold bearing at several locations on surface and in drillholes, however, it is also the site of a copper/high grade silver discovery made by Renforth and traced on surface over ~165m. Results obtained by Renforth at the Beaupre copper discovery included a grab sample high value of 3.59% Cu and 6.62 g/t Ag. This copper showing is a discovery program, with no prior work and little geophysical coverage, strike is open in all directions and the showing has not been drilled.

There was no work carried out on the property during the period.

Surimeau District Property

During the period Renforth compiled the Surimeau District Property, initially by taking claims from the Malartic West property, combined with staking of claims so that, at December 31st 2020 the Surimeau Property covered 215 km^2 and encompassed 5 areas which were identified as mineralized historically, within one property for the first time. 4 of these properties are located within geophysical anomalies which strike >50km in two bands. The southern band stretches for ~20km, with the Victoria West Target in the western end and the Colonie Target in the eastern end. Both of these target areas were visited by Renforth during initial fieldwork, with surface mineralization obtained via grab samples at each, which supports historical records. The northern band, ~30kms in strike, hosts the Surimeau target in the NW, not visited by Renforth yet, and the Lalonde target in the centre, which is located ~3km north of the Victoria West target area and was visited by Renforth, with grab samples proving surface mineralization. During the period Renforth completed a small, initial drill program of 194m in 2.5 holes over a couple hundred metres of strike at Victoria West, which ended early due to equipment and weather break down, but delivered massive and semi-massive sulphides visually apparent in the core. Assay results received in 2021 confirmed the presence of sulphide nickel, copper and zinc, along with other metals. In 2021 Renforth completed a survey drill program over 2.2 kms of strike of the ~5km strike area of the Victoria West Target, each of the 15 holes drilled within the 3456m program returned visual mineralization, assays are pending. Renforth considers the geophysical anomaly, which strikes for ~20km in the southern band and hosts Victoria West in its western end, to accurately reflect the presence of the nickel rich VMS system the Surimeau District Property has been proven to host in this area, with a significant amount of the property hardly explored.

Breakdown of expenses for the year ended December 31, 2020:

		2020
Drilling	$	42,500
Geological consulting		6,000
Management and administration		22,500
Prospecting		37,934
Other		845
Claim staking		27,085
		$ 136,864

Selected Annual Information

For the years ended	2020	2019	2018
	$	$	$
Revenue	-	-	-
Expenses	1,064,136	489,319	821,946
Net loss and comprehensive loss for the year	(217,348)	(479,713)	(227,063)
Basic and fully diluted loss per share	(0.00)	(0.00)	(0.00)
Cash flows from (used in) operating activities	(998,398)	(183,905)	(62,132)
Cash flows used in investing activities	(1,373,381)	(1,443,714)	(1,349,321)
Cash flows from financing activities	4,120,034	1,865,841	1,032,005
Increase (decrease) in cash in year	1,748,255	238,222	(379,448)
As at December 31	**2020**	**2019**	**2018**
Total Assets	12,789,322	8,332,645	6,410,407
Total long-term financial liabilities	Nil	Nil	Nil
Cash dividends declared for all classes of shares	Nil	Nil	Nil

Results of Operations

	2020	2019
Expenses		
General and corporate	**$ 952,036**	$ 424,069
Share based payments	**112,100**	65,250
Loss before other items	**$ (1,064,136)**	$ (489,319)
Other items		
Flow through share premium	**270,985**	9,606
Gain on sale of property	**531,803**	-
Change in fair value of marketable securities	**240,000**	-
Loss before income taxes	**(21,348)**	**(479,713)**
Income taxes	**(196,000)**	**-**
Net loss and comprehensive loss for the year	**$ (217,348)**	$ (479,713)

Revenues

The exploration properties acquired by the Company are still in the early exploration and development stage. Until sufficient work has been completed to confirm the feasibility of any specific interest being placed into production, it is not anticipated that the Corporation will have any material revenue. No revenues have been reported for 2020 and 2019.

Other items

Other income – flow through share premium

During 2019 the Company issued flow through shares. For accounting purposes, the proceeds from issuance of these shares are allocated between the offering of shares and the sale of tax benefits. The allocation was made based on the difference between the price of a non-flow through share and the amount the investor paid for the flow-through share. A liability was recognized for this difference. The liability was reduced and the reduction of premium liability was recorded in other income on the date when the Company filed the appropriate renunciation forms with the Canadian taxation authorities.

General and Corporate - breakdown for 2020 and 2019:

	2020	2019
Management compensation	$ 90,000	$ 90,000
Legal and audit	73,738	27,221
Consulting services	676,925	229,891
Insurance	7,284	9,301
Transfer agent	13,298	6,596
Administrative and general	70,727	53,260
Stock exchange fees	20,064	7,800
	$ 952,036	$ 424,069

Management compensation for the year ended December 31, 2020 is comprised of CEO fees of $30,000 (2019 - $30,000) and CFO management fees of $60,000 (2019 - $60,000). In 2020, $90,000 (2019 - $90,000) of fees relating to the CEO was capitalized to the exploration and evaluation assets as they directly related to managing the Company's properties and exploration programs.

Consulting fees includes expenses related to financial communications companies for business development and public and investor relations services. The Company engaged more consultants in this category during the current period compared to the prior period.

The increase in stock exchange fees is due to the Company's listing on the Frankfurt stock exchange and the related costs.

Share based payments – Includes a total of $112,100 (2019 - $65,250) expensed with respect to the portion of options vesting during the period. The share-based payments expense does not affect the cash resources of the Company. The timing of this expense is subject to the date of issue and vesting terms of the options and warrants. The values of the options and warrants are derived using the Black Scholes option pricing model in which subjective assumptions are used.

Summary of Quarterly Results

	QTR 4 2020	QTR 3 2020	QTR 2 2020	QTR 1 2020	QTR 4 2019	QTR 3 2019	QTR 2 2019	QTR 1 2019
Revenue	--	--	--	--	--	--	--	--
Net income (loss) and comprehensive income (loss)	$(454,540)	$358,864	$(262,098)	$140,426	$(142,581)	$(110,804)	$(119,273)	$(107,055)
Income (loss) per common share basic and fully diluted	(0.00)	0.00	(0.00)	0.00	(0.00)	(0.00)	(0.00)	(0.00)

The Company's level of activity and expenditures during a specific quarter are influenced by the availability of working capital, the availability of additional external financing, the time required to gather, analyze and report on geological data related to mineral properties, the results of the Company's prior exploration activities on its properties and the amount of expenditure required to advance its projects.

Liquidity and Capital Resources

As at December 31, 2020 the Company's cash increased to $2,634,013 from $885,758 at December 31, 2019. The Company's working capital was $4,744,252 compared to $520,866 at December 31, 2019. The increase in cash of $1,748,255 in 2020 was attributed to net proceeds of $4,120,034 received from private placement financings and the exercise of warrants, $500,000 of cash received on the sale of New Alger, a $50,000 property options payment on the Denain project and $215,654 in Quebec input tax credits. The cash flows were offset by $2,139,035 (2019 - $1,443,714) spent on exploration projects and $998,398 (2019 - $183,905) spent on operating activities.

The Company's 2020 monthly cash burn rate on average, which was calculated as cash spent per month in operating activities, was approximately $83,000. This included various consulting fees for business development and investor relation services which is discretionary and based on available funds. Although the Company expects to still operate at a loss for at minimum the next 12 months, at its current operating level, the Company will have sufficient funds to cover short-term operational needs.

The primary need for liquidity is to fund exploration programs and to maintain general corporate operations. The primary source of liquidity has primarily been private financings and more recently from the sale of a project. The Company's liquidity concerns were addressed by the sale of the New Alger project which provided $500,000 in cash, and 12,000,000 common shares of Radisson Mining Resources Inc., as well as the above mentioned $3,240,000 flow through financing.

The Company has no debt and no financial commitments other than spending its flow through dollars on acceptable exploration costs.

Overall, given working capital at December 31, 2020, the Company will be able to meet its general operational requirements for 2021, and will not require additional capital for exploration programs in 2021 and to funds operations for, at minimum the next 12 months.

The Corporation's principal source of financing is equity financing, the success of which depends on venture capital markets, the attractiveness of exploration companies to investors, and metal prices. To continue its exploration activities and be able to support its ongoing operations, the Company will need to continued its relations with the financial community to obtain further equity financing in the future. Outstanding options and warrants, if exercised, represent potential financing.

Off-Balance Sheet arrangements

There are no off-balance sheet arrangements as at the date of this MD&A.

Related Party Transactions

Compensation of key management personnel
Key management includes members of the board of directors, the President and Chief Executive Officer and the Chief Financial Officer. The aggregate value of transactions relating to key management personnel and entities over which they have control or significant influence were as follows for the years ended December 31, 2020 and December 31, 2019:

	2020	2019
Salary or other short-term benefits	**$ 180,000**	$ 180,000
Share based payments issued	**66,500**	51,750
	$ 246,500	$ 231,750

Other related party balances and transactions
The Company engages Minroc Management Limited ("Minroc"), a geological consulting company, to manage the Company's exploration programs. The Company's CEO, Nicole Brewster, is a controlling shareholder of Minroc. For the year ended December 31, 2020, the Company was charged $2,077,537 (2019 - $981,334) in exploration related

expenditures, and $120,000 (2019 - $120,000) in management fees for the CEO, of which $90,000 (2019 - $90,000) was capitalized and recorded in exploration and evaluation assets and $30,000 (2019 - $30,000) was charged to general and corporate expense on the statement of loss. The Company also rents office space from Minroc and was charged $16,200 in 2019 (2019 - $21,600). As at December 31. 2020, there was $80,000 in accrued management fees due to Minroc.

On May 6, 2020, the Company settled debt with Minroc in the amount of $124,300 by the issuance of 2,486,000 common shares. The shares had a market value of $87,010, and therefore resulted in a gain on settlement of $37,290. On June 10, 2019, the Company settled debt with Minroc in the amount of $90,400 by the issuance of 1,808,000 common shares. The shares had a market value of $82,400, and therefore resulted in a gain on settlement of $8,000. The gain was recognized in contributed surplus. These gains were recognized in contributed surplus. This amount is unsecured, non-interest bearing with no fixed terms of repayment.

During the year ended December 31, 2020, the Company was charged $60,000 (2019 - $60,000) in management fees by a corporation owned by the CFO of the Company, for CFO services. As at December 31, 2020, $45,200 (2019 - $39,550) is owing to this corporation and included in accounts payable. This amount is unsecured, non-interest bearing with no fixed terms of repayment. . On May 6, 2020, the Company settled debt with CFO in the amount of $62,150 by the issuance of 1,243,000 common shares. The shares had a market value of $43,505, and therefore resulted in a gain on settlement of $18,645. On June 10, 2019, the Company settled debt with CFO in the amount of $41,200 by the issuance of 904,000 common shares. The shares had a market value of $40,680, and therefore resulted in a gain on settlement of $4,000. The gains were recognized in contributed surplus.

Proposed Transactions

There is no imminent decision by the Board of Directors of the Company with respect to any transaction.

Critical Accounting Estimates

The preparation of these financial statements requires management to make judgments and estimates that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these judgments and estimates. The financial statements include judgments and estimates which, by their nature, are uncertain. The impacts of such judgments and estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods.

Significant assumptions about the future and other sources of judgments and estimates that management has made at the statement of financial position date that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Estimates and assumptions

- the recoverability of amounts receivable and prepayments which are included in the statement of financial position;
- the estimated useful lives of equipment which are included in the statement of financial position and the related depreciation included in the statement of loss and comprehensive loss;
- the estimated value of the exploration and development costs which is recorded in the statement of financial position;
- the inputs used in accounting for share based payment expense in the statement of comprehensive loss;
- management’s position that there is no income tax considerations required within these financial statements;
- the assessment of indications of impairment of each mineral property and related determination of the net realizable value and write-down of those properties where applicable;
- Contingencies; and
- Valuation of the refundable mining duties credit and the refundable tax credits for resources.

Recent accounting pronouncements

During the year ended December 31, 2020, the Company adopted a number of new IFRS standards, interpretations, amendments and improvements of existing standards. These included IFRS 16 and IFRIC 23. These new standards and changes did not have any material impact on the Company's financial statements.

Commitments and Contingencies

The Company's mining and exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations 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.

(a) See note 7 (to the audited financial statements for the year ended December 31, 2020) for additional commitments and contingencies on evaluation and exploration assets.
(b) The Company renounced $1,403,180 of qualifying exploration expenditures to the shareholders effective December 31, 2019. Under the "look back" provision governing flow-through shares, $469,430 of the amount was unspent by the end of 2019 and has to be spent by December 31, 2020.
(c) The Company renounced $3,847,550 of qualifying exploration expenditures to the shareholders effective December 31, 2020. Under the "look back" provision governing flow-through shares, $2,511,655 of the amount was unspent by the end of 2020 and has to be spent by December 31, 2021.
(d) The Company's mining and exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations 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.

Risk Factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below. There have been no significant changes in the risks, objectives, policies and procedures during 2020.

Credit risk
The Company's credit risk is primarily attributable to cash and cash equivalents. The Company has no significant concentration of credit risk arising from operations. Cash is held with reputable financial institutions, from which management believes the risk of loss to be remote. Management believes that the credit risk concentration with respect to these items is remote.

Liquidity risk
The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2020, the Company had a cash balance of $2,634,013 (2019 – $885,758) to settle current liabilities of $2,294,127 (2019- $576,347).

Market risk
(a) Interest rate risk
The Company has cash balances and no long-term debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

(b) Foreign exchange risk
The Company's functional currency is the Canadian dollar and all major purchases are transacted in Canadian dollars. Management believes the foreign exchange risk is negligible and therefore does not hedge its foreign exchange risk.

The Company does not hold balances in foreign currencies to give rise to exposure to foreign exchange risk.

(c) Price risk
The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. Price risk is remote since the Company is not a producing entity.

Fair value of financial assets and liabilities
The Company measures its cash, amounts receivable and accounts payable and accrued liabilities, at amortized cost.

As at December 31, 2020 and December 31, 2019, the fair values of Company's financial instruments approximate their carrying values, given their short-term nature.

Disclosure of Outstanding Share Data

The following is for disclosure of information relating to the outstanding securities of the Company:

As at the date of this MD&A the Company had 251,296,662 common shares issued and outstanding.

As at the date of this MD&A the Company had 53,132,977 warrants outstanding.

As at the date of this MD&A the Company had 15,700,000 stock options outstanding.

Other Disclosure

COVID-19
The Company's operations could be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on its operations and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company's operations and ability to finance its operations.

Risks
The Corporation's business is subject to a variety of risks and uncertainties. The exploration and development of mineral properties entails significant financial risk. Significant expenditures are required to assess a property and its mineralization.

Price Volatility
Any future earnings will be directly related to the price of precious and base metals. Such prices have fluctuated over time and are affected by numerous factors beyond the control of the Corporation.

Mining Risk
Renforth's mining exploration operations are subject to conditions beyond its control, which can affect the cost of the work for varying lengths of time.

Mineral exploration is highly speculative in nature, involves many risks and frequently is non-productive. There is no assurance that exploration efforts will be successful. Success in establishing reserves is a result of a number of factors, including the quality of management, the Corporation's level of geological and technical expertise, the quality of land available for exploration and other factors. Once mineralization is discovered, it may take several years in the initial phases of drilling until production is possible, during which time the economic feasibility of production may change. Substantial expenditures are required to establish mineral reserves through drilling, to determine the optimal metallurgical process to extract the metals from the ore and, in the case of new properties, to construct mining and processing facilities. Because of these uncertainties no assurance can be given that exploration programs will result in the establishment or expansion of resources or reserves.

Environment
Operations, development and exploration projects could potentially be affected by environmental laws and regulations of the country in which the activities are undertaken. The environmental standards continue to change and the global trend is to a longer, more complex process. Although the Corporation continuously reviews environmental matters and undertakes to comply with changes as expeditiously as possible, there is no assurance that existing or future environmental regulation will not materially adversely affect the Corporation's financial condition, liquidity and results of operation.

Certain environmental issues, such as storm events, tailings storage seepage, dust and noise emissions, while having been assessed and strategies based on best practices have been adopted, there can be no assurance an unforeseen event will not occur which could have a material adverse effect on the viability of the Corporation's business and affairs.

Government Regulation
The Corporation's operations are subject to significant regulation and laws which control not only the exploration and mining of mineral properties but also the possible effects of such activities upon the environment. Changes in current legislation or future legislation could result in additional expenses, restrictions and delays.

Key Personnel
The Corporation's future success is dependent in large part upon the continued services of certain key personnel. Failure to retain such personnel or failure to attract qualified management in the future, could adversely affect the Corporation's ability to manage its operations.

Financing
Renforth is dependent upon raising financing from third parties in order to continue its operations. There is no guarantee that such financing will be available on commercially suitable terms or at all. Failure to obtain additional financing will materially adversely affect the operations and business of the Corporation.

Forward-Looking Statements
This Management's Discussion and Analysis of Financial Conditions and Results of Operations contains certain forward-looking statements. All statements other than statements of historical fact that address activities, events or developments that the Corporation believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "contemplate", "target", "believe", "plan", "estimate", "expect" and "intend" and statements that an event or result "may", "will", "can", "should", "could" or "might" occur or be achieved and other similar expressions. These statements are based upon certain assumptions and analyses made by management in light of its experience and perception of historical trends, current conditions and expected future developments, as well as other factors management believes are appropriate in the circumstances. However, whether actual results and developments will conform with management's expectations is subject to a number of risks and uncertainties, including the considerations discussed herein and in other documents filed from time to time by the Corporation with Canadian security regulatory authorities, general economic, market or business conditions, the opportunities (or lack thereof) that may be presented to and pursued by management, competitive actions by other companies, changes in laws or regulations and other factors, many of which are beyond the Corporation's control. These factors may cause the actual results of the Corporation to differ materially from those discussed in the forward-looking statements and there can be no assurance that the actual results or developments anticipated by management will be realized or, even if substantially realized, that they will have the expected results on Renforth Resources Inc. All of the forward-looking statements made herein are qualified by the foregoing cautionary statements.