This Management's Discussion and Analysis ("MD&A") relates to the financial condition and results of operations of Ready Set Gold Corp. ("Ready Set Gold" or the "Company", formerly known as Omni Commerce Corp.) for the nine months ended January 31, 2021 and all other material events up to the date of this report. The following discussion should be read in conjunction with the Company's January 31, 2021 condensed interim consolidated financial statements and related notes and the April 30, 2020 annual audited consolidated financial statements and related notes. Ready Set Gold's public disclosure documents are available on SEDAR at www.sedar.com.

The financial data included in the discussion provided in this report has been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the International Financial Reporting Interpretation Committee ("IFRIC"). All dollar amounts are in Canadian dollars, unless otherwise noted.

The Company's certifying officers are responsible for ensuring that the condensed unaudited interim consolidated financial statements and MD&A do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made. The Company's officers certify that the unaudited condensed interim consolidated financial statements and MD&A fairly present, in all material respects, the financial condition, results of operations and cash flows, of the Company as the date hereof.

OVERVIEW

Ready Set Gold Corp. ("Ready Set Gold" or the "Company", formerly known as Omni Commerce Corp.) is a company incorporated on April 16, 2006 under the Business Corporations Act (British Columbia) as CCT Capital Ltd., and subsequently changed its name to Mezzi Holdings Inc. on October 24, 2014. On March 28, 2018, the Company changed its name to Omni Commerce Corp. Previously, the Company was engaged in the sale and distribution of luxury accessories and eyewear. During the year ended April 30, 2020, management made the decision to enter mining exploration by entering into a letter of intent with CBLT Inc.

The Company traded on the TSX Venture Exchange (the "Exchange") under the symbol "OMNI" until it delisted effective as of the close of business on March 24, 2020. The Company is now trading on the Canadian Security Exchange ("CSE") under the symbol "RDY". The Company's corporate office is located at Suite 220 - 333 Terminal Avenue, Vancouver, BC, Canada.

Subsequent to the completion of a three-cornered Amalgamation with Ready Set Gold Corp ("RSG ON") and its wholly owned subsidiary 1258952 B.C. Ltd on December 4, 2020, the Company, as the Resulting Issuer, officially changed its name to "Ready Set Gold".

The Board of Directors of the Company has approved the disclosure contained in this MD&A.

HIGHLIGHTS AND DEVELOPMENTS

Amalgamations

Dreamfields Brands

On September 18, 2019, the Company entered into a definitive transaction agreement (the "Dreamfields Definitive Agreement") with Dreamfields Brands, Inc. ("Dreamfields"), a California-based vertically-integrated cannabis manufacturing, distribution, branding, sales and events company. The Dreamfields Definitive Agreement provided that, subject to the satisfaction of certain conditions precedent, including applicable regulatory and stock exchange approvals, Dreamfields would complete a reverse takeover of the Company, pursuant to which the business of Dreamfields will become the business of the Company.

On April 16, 2020, the Company announced that it had entered into an amalgamation agreement with a wholly-owned subsidiary of Ready Set Gold ("Ready Set Subco") and 1204970 B.C. Ltd. ("4970"), a private British Columbia corporation which is a creditor to Dreamfields, whereby 4970 will become a wholly-owned subsidiary of Ready Set Gold by way of a "three-cornered amalgamation" (the "Amalgamation"). Upon completion of the amalgamation, all of the issued and outstanding common shares in the capital of 4970 (the "4970 Shares") held by the holders of the 4970 Shares (the "4970 Shareholders") will be cancelled and replaced by the issued shares of the Company.

On April 27, 2020, the Company announced the Dreamfields Definitive Agreement had expired as Dreamfields had not delivered its audited financial statements to the Company and the Company determined that it would not proceed with the contemplated transaction.

(Expressed in Canadian Dollars)

On May 11, 2020, the Company completed the amalgamation between Ready Set Subco and 4970 and issued 8,701,180 common shares to the 4970 Shareholders. The Company also incurred transaction costs of $93,971 which have been expensed. Upon completion of the amalgamation, 4970 became a wholly-owned subsidiary of the Company.

At the time of the amalgamation, 4970's net assets consisted primarily of a convertible debenture receivable with Dreamfields (the "Convertible Debenture"), and it did not have any processes capable of generating outputs; therefore, 4970 did not meet the definition of a business. Accordingly, as 4970 did not qualify as a business in accordance with IFRS 3 Business Combinations, the Amalgamation did not constitute a business combination and has been accounted for as an asset acquisition.

As the Company's shares had been delisted since March 24, 2020, the estimated fair value of the net assets acquired was determined to be the consideration paid.

Fair value of identifiable net assets acquired		
Convertible Debenture	$	1,531,023
Accounts payable and accrued liabilities		(25,681)
	$	1,505,342
Total consideration paid		
8,701,180 common shares	$	1,505,342

The fair value of the Convertible Debenture was estimated to be $1,531,023 by discounting the expected future cash flows using an estimated fair value interest rate of 15%. This interest rate was based on other companies of comparable size with similar risk profiles.

Management has concluded that the Convertible Debenture is fully collectable based on the security provided by the conversion feature in the instrument and Dreamfields' financial capacity to repay.

Ready Set Gold

On December 4, 2020, the Company entered into a share exchange agreement for Ready Set Gold Corp. ("RSG ON"). Under the agreement, the Company was to exchange one common share for each RSG ON share held by shareholders of RSG ON, for a total of 9,745,563 shares. Furthermore, each warrant outstanding of RSG ON was exchanged for an equivalent warrant of the Company with the same terms. As a result, 4,645,562 warrants were issued subject to the merger.

At the time of the acquisition, RSG ON had assets and liabilities consisting of cash, prepaid expenses, exploration and evaluation assets, accounts receivable and payable, and a flowthrough premium liability. RSG ON did not have any outputs that would constitute it meeting the definition of a business. As a result, since RSG ON did not qualify as a business under IFRS 3 Business Combinations, the acquisition did not constitute a business combination and has been accounted for as an asset acquisition. As such, the purchase premium was allocated to the exploration and evaluation asset as the Company based on its value relative to the RSG ON's other assets.

The Company's shares had been delisted since March 24, 2020, accordingly the fair value of the shares of the Company is not readily determinable. The shares were deemed to have a share price of $0.60 per share based on recent financing activity completed by RSG ON and the exercise price of options granted at the merger date. The replacement warrants issued as part of the exchange consideration were determined to have a value of $nil, consistent with the value assigned on completion of the pre-merger financing.

(Expressed in Canadian Dollars)

Fair value of identifiable net assets acquired		
Cash	$	1,433,414
Prepaid expenses and deposits		910,453
Exploration and evaluation asset		3,839,175
Accounts receivable		2,668
Accounts payable and accrued liabilities		(280,850)
Flow-through premium liability		(48,000)
Due to Ready Set Gold Corp. (formerly, Omni Commerce Corp.)		(9,523)
	$	5,847,337
Total consideration paid		
9,745,563 common shares	$	5,847,337

Acquisition of Exploration and Evaluation Assets

CBLT Inc.

On April 24, 2020, the Company entered into a letter of intent (the "CBLT LOI") with CBLT Inc. ("CBLT"). Ready Set Gold agreed to acquire CBLT's right, title and interest in and to its 56% joint venture interest in the Northshore Gold Property (the "Northshore Property"), located in the Schreiber-Hemlo Greenstone Belt, 115 km west of Hemlo and 200 km east of Thunder Bay, on the terms in the CBLT LOI.

On June 1, 2020, the Company signed a definitive agreement to acquire the Northshore property. Both parties agreed on the following consideration for a total of $1,450,000:

- Payment of $25,000 in cash consideration as a non-refundable deposit, which was paid by the Company in connection with the entry into the letter of intent.
- Payment of $25,000 in cash consideration as a non-refundable deposit, which was paid by the Company in connection with the execution of the definitive agreement.
- Payment of $300,000 in cash consideration, which was due on the Closing date.
- Issuance of $1,100,000 worth of common shares in the capital of the Company (each, an "Ready Set Gold Share") at a price equal to the price of the Sub Receipts (as defined below) (collectively, the "Consideration Shares") on the Closing date.

In addition, under the terms of the LOI, Ready Set Gold agreed to consolidate its total issued and outstanding common shares (each, an "Ready Set Gold Share") on the basis of five pre-consolidation Ready Set Gold Shares for one post-consolidation Ready Set Gold Share (collectively, the "Consolidation") prior to Closing. The Company also agreed to raise gross proceeds of not less than $1.5 million through the private placement (the "Financing") of subscription receipts of Ready Set Gold (each, a "Sub Receipt"). Each Sub Receipt will be issued at a subscription price of $0.60 per Sub Receipt on a post-Consolidation basis and will automatically convert into units of the Company (each, a "Unit") in the event of the occurrence of the Escrow Release Condition (as defined herein) with each Unit comprised of one Ready Set Gold Share and one common share purchase warrant (each, a "Financing Warrant"), with each Financing Warrant entitling the holder to acquire one additional post-Consolidation Ready Set Gold Share at an exercise price of $1.00 per post Consolidation Ready Set Gold Share for a period of 2 years from the date of issuance of the Financing Warrant. The Escrow Release Condition is the satisfaction or waiver of all conditions precedent to the Closing date.

As part of the closing of the transactions, CBLT waived the requirements for the Company to complete the Consolidation and the Financing.

On August 18, 2020, the Company completed the acquisition of CBLT's 56% interest in the Northshore Property and made a cash payment of $300,000 and issued 1,833,333 common shares of the Company (each, a "Consideration Share"). In connection with the transaction, the Company issued 72,500 common shares of the Company at total fair value of $43,500 to an arm's length finder.

All of the Consideration Shares are subject to the terms of a voluntary escrow agreement which terms include the release of 25% of the Consideration Shares from escrow on each of the days which is four, six, eight and 12 months after the closing of the transaction. The voluntary escrow will be in addition to and any resale restrictions imposed under applicable securities laws. The finder's shares are subject to a hold period expiring four months and one day from the closing of the transaction.

Balmoral Resources Ltd.

On June 11, 2020, the Company entered into a signed definitive agreement with Balmoral Resources Ltd. to obtain the remaining 44% of the Northshore property giving the Company 100% ownership. The Company paid $17,500 upon signing of an LOI and paid an additional $17,500 upon the signing of the definitive agreement on June 22, 2020.

In addition to these deposits, the Company has agreed to consideration of:

- Payment of $220,000 in cash consideration in addition to the deposits;
- Agreed to consolidate common shares on the basis of five pre-consolidation shares for one post-consolidation share prior to Closing;
- Issuance of 1,333,333 common shares of the Company; and
- Agreed to complete the Financing described above.

On August 31, 2020, the Company completed the acquisition of Balmoral's 44% interest in the Northshore Property and made a cash payment of $220,000 and issued 1,333,333 common shares in the capital of the Company. Subsequent to the acquisition, the Company officially holds 100% interest in the Northshore property.

As part of the closing of the transactions, Balmoral waived the requirements for the Company to complete the Consolidation and the Financing.

All of the Consideration Shares are subject to the terms of a voluntary escrow agreement which terms include the release of 25% of the Consideration Shares from escrow on each of the days which is four, six, eight and 12 months after the closing of the transaction. The voluntary escrow will be in addition to and any resale restrictions imposed under applicable securities laws.

During the nine months ended January 31, 2021, the Company expensed through profit and loss a total of $97,274 related to the exploration costs of the Northshore property that were incurred prior to the acquisitions of interest in the property.

The Company also paid a $75,000 deposit to a vendor for drilling work on the North Shore property. The deposit will be deducted from future drilling invoices until fully applied. As at January 31, 2021, the Company has a remaining deposit balance of $69,775.

Schreiber Area, Thunder Bay

On August 14, 2020, the Company entered into a purchase agreement with Trillium Mining Corp. to purchase a 100% owned interest in mining rights of 11 contiguous claims comprising a total of 233.963 hectares located in the Schreiber Area of Thunder Bay Mining Division, Ontario. The Company has agreed to pay the vendor a cash consideration of $25,000. During the nine months ended January 31, 2021, the Company has made payment in full to the vendor. As at January 31, 2021, all the claims are in good standing.

Ready Set Gold Corp. ("RSG ON")

On December 4, 2020, the Company completed the amalgamation pursuant to the definitive agreement (the "Agreement") dated August 12, 2020 with Ready Set Gold Corp. ("RSG ON"), and a wholly-owned subsidiary of the Company, 1258952 B.C. Ltd. ("NewCo"), formed for the purpose of completing a three-cornered amalgamation which will result in Ready Set Gold becoming a wholly-owned subsidiary of the Company (the "Transaction").

RSG ON was a private issuer existing under the laws of the Province of British Columbia. Prior to the Transaction, the capital structure of RSG ON consisted of 9,745,563 common shares (each, a "**RSG Share**"). RSG ON owned a

(Expressed in Canadian Dollars)

100% undivided interest in and to two separate claim blocks totaling 4,453 hectares located 7 km east of Barrick's Hemlo Mine near Marathon, ON known as the Hemlo Eastern Flanks Project (the "**Hemlo Project**") and held an option (the "**Option**") to acquire a 100% undivided interest in and to 71 mineral claim cells totaling 1,634 hectares comprising the Emmons Peak Project located 50 km south of Dryden, Ontario (the "**Emmons Peak Project**"). Both the Hemlo Project and Emmons Peak Project are prospective gold properties.

In order to exercise the Emmons Peak Project Option, the Company must (collectively, the "**Options Payments**"), pursuant to the terms of its option agreement (the "**Option Agreement**") with Gravel Ridge Resources Ltd. ("**Gravel Ridge**"), make aggregate cash payments of $75,000 and issue an aggregate of 400,000 shares to Gravel Ridge in accordance with the following schedule:

Payment Date	Cash Payment	Shares
Five days from execution of Option Agreement	$12,000 (Paid)	-
First Anniversary of Option Agreement	$15,000	200,000
Second Anniversary of Option Agreement	$20,000	200,000
Third Anniversary of Option Agreement	$28,000	-
TOTAL:	**$75,000**	**400,000**

Upon completion of the Option Payments, the Company will be deemed to have exercised the Option and will have earned an undivided 100% interest in and to the Emmons Peak Project, subject to a 1.5% net smelter return royalty ("**NSR Royalty**") to be granted to Gravel Ridge, which Ready Set Gold will have the right to buy-back 0.5% of at any time for $500,000.

On November 23, 2020, under the terms of the Agreement, Ready Set Gold has affected a consolidation of its total issued and outstanding common shares on the basis of five post-consolidation Ready Set Gold Shares for one post-consolidation Ready Set Gold Share. The references to the number of common shares, options and warrants, have been adjusted retroactively to reflect the share consolidation. The exercise or conversion price of, and the number of common shares issuable under any securities of the Company has been proportionally adjusted upon the completion of the share consolidation.

In connection with the Transaction, RSG ON has completed four rounds of Concurrent Financings closing during the period from September 23 to November 9, 2020. The financings consisted of the issuance of 4,325,562 units (each, a "NFT units") at a price of $0.60 each for gross proceeds of $2,595,337.20 and issuance of 320,000 flow-through units (each, "FT Unit) at a price of $0.75 each for total gross proceeds of $240,000. Each NFT and FT unit comprises of one Class A common share of RSG ON and one RSG ON Share purchase warrant. On closing of the Transaction, each RSG ON flow-through units automatically converted and exchanged for one Ready Set Gold Share and one warrant, and each RSG ON flow-through subscription receipt automatically converted and exchanged for one flow-through Ready Set Gold Share and one warrant. Each warrant is exercisable for 24 months from closing of the Transaction at an exercise price of $1.00 per Ready Set Gold Share. A total of 4,645,562 RSG ON warrants were converted to 4,645,562 Ready Set Gold warrant on Closing. In addition, RSG ON issued 49,134 warrants to the agents as finders' fees, which converted to 49,134 Ready Set Gold warrant on Closing. Each holder of RSG ON shares was entitled to receive one Ready Set Gold Share for each RSG ON share held.

On the closing date of the Transaction (the "Closing"), the Company acquired all of the issued and outstanding securities of RSG ON in exchange for 9,745,563 common shares in the capital of the Company. The Transaction was completed by way of a "three-cornered" amalgamation whereby NewCo and RSG ON amalgamated pursuant to the Business Corporations Act (British Columbia) to form a new amalgamated entity, which continued under the name

"Ready Set Gold Ontario Ltd." ("AmalCo"), and AmalCo became a wholly-owned subsidiary of the Company. Following the Closing, the combined company resulting from the Transaction (the "Resulting Issuer") has been renamed "Ready Set Gold Corp." and the business of the Resulting Issuer continues to be the business of RSG ON. The Resulting Issuer is currently in the process of filing with the Canadian Securities Exchange ("CSE") to be listed for trading on the exchange.

CHANGES TO THE BOARD OF DIRECTORS

In August 2020, Alex McAulay has been appointed as CFO of the Company after the resignation of Anthony Balic who resigned as a CFO of the Company.

Effective on Closing date of the amalgamation with RSG ON and 1258952 B.C. Ltd in December 2020:
- John Veltheer resigned as CEO of the Company;
- Christian Scovenna has been appointed as CEO and director of the Company;
- Michael Hopkin resigned as a director; and
- Jason Jessup, Adam Schatzker, Alex McAulay and John Veltheer were appointed to the Board of Directors.

GOING CONCERN

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and settle its obligations in the normal course of business. During the nine months ended January 31, 2021, the Company incurred a net loss of $1,093,157 (2020 - $1,375,670) and as at January 31, 2021, had an accumulated deficit of $17,592,563 (April 30, 2020 - $16,499,406). As at January 31, 2021, the Company has working capital of $1,155,807 (April 30, 2020 – working capital of $1,047,482). The Company has not generated significant cash inflows from operations and pursuant to the decision to exit the luxury branded goods business, no longer has any revenue generating operations. These conditions cast significant doubt about the Company's ability to continue as a going concern. The ability of the Company to carry out its planned business objectives is dependent on its ability to raise adequate financing from lenders, shareholders and other investors and/or generate profitability and positive cash flow. These consolidated financial statements do not give effect to the adjustments that would be necessary should the Company be unable to continue as a going concern and to realize its assets and liquidate its liabilities and commitments at amounts different from those in the accompanying consolidated financial statements. Such adjustments could be material.

(Expressed in Canadian Dollars)

FINANCIAL AND OPERATIONAL HIGHLIGHTS

For the nine months ended	January 31, 2021 $	January 31, 2020 $	Change $	Change %
Operating expenses:				
Consulting fees	274,641	148,640	126,001	85%
Management fees	60,984	92,500	(31,516)	(34%)
Marketing fees	147,594	2,442	145,152	5,944%
Office and miscellaneous	20,555	36,631	(16,076)	(44%)
Insurance expenses	3,646	-	3,646	100%
Professional fees	396,629	538,693	(142,064)	(26%)
Lease amortization	-	16,428	(16,428)	(100%)
Stock-based compensation	448,205	634,826	(186,621)	(29%)
Transfer agent and regulatory fees	37,526	27,751	9,775	35%
Payroll expenses	3,148	-	3,148	100%
Travel and accommodation	7,783	10,907	(3,124)	(29%)
Total operating expenses	**1,400,711**	**1,508,818**	**(108,107)**	**(7%)**
Other expenses (income):				
Foreign exchange gain (loss)	1,454	1,684	(230)	(14%)
Gain (loss) on marketable securities	76,991	(857)	77,848	9,084%
Reversal of bad debt provision	-	50,000	(50,000)	(100%)
Other income	48,000	87,290	(39,290)	(45%)
Finance cost	-	(9,203)	9,203	100%
Interest income	181,109	4,234	176,875	4,177%
Total other income	**307,554**	**133,148**	**174,406**	**131%**
Net loss for the period	**1,093,157**	**1,375,670**	**(282,513)**	**(21%)**

For the nine months ended January 31, 2021, total operating expenses were $1,400,711 (2020 - $1,508,818). The decrease of $108,107 was primarily attributable to the following factors:

- A decrease in management fees of $31,516 was due to changes in management personnel in the current period.
- A decrease in office and miscellaneous expenses of $16,076 was due to a reduction in office space as the Company re-assigned its lease to a third party to reduce costs.
- A decrease in professional fees of $142,064 was due to the Company incurring higher legal fees in the prior period in connection with the acquisition of Dreamfields Brands Inc. This was offset against the transaction fees of $93,971 in connection with the Amalgamation with 4970 and costs associated with the Ready Set Gold merger expensed the nine months ended January 31, 2021.
- A decrease in lease amortization expense of $16,428 was due to the Company entering into a lease assignment agreement on November 1, 2019, where another party took over the lease obligation.
- A decrease in stock-based compensation of $186,621 was due to the Company only granting 2,080,000 stock options during the nine months ended January 31, 2021 compared to 3,750,000 stock options during the comparative period in 2020. The options granted during the nine months ended January 31, 2021 also vested over a longer duration of time in comparison to the prior period options that vested on the grant date.

This decrease was offset by:

- An increase in consulting fees of $126,001 due to the additional consulting fees associated with the Dreamfields Brands and Ready Set Gold amalgamations and the change in management and directors.

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- An increase in marketing fees of $145,152 due to expenses incurred in the current period to design and build a website and an investor presentation that did not occur in the prior period.

Other income was $307,554 (2020 – $133,148). The changes in other income were due to the following:
- An increase in interest income of $176,875 due to the interest earned on the Convertible Debenture acquired pursuant to the Dreamfields Brands amalgamation.
- A decrease in finance costs of $9,203 due to the Company re-assigning its lease to a third party to reduce costs on November 1, 2019.
- A $76,991 markup of the Company's Desert Gold Ventures and Slang Worldwide marketable securities in comparison to an $857 markdown in the 2020 comparative period.
- The reversal of bad debt provisions of $50,000 in the prior period as the Company renegotiated its overdue loan receivable.
- A decrease in other income of $39,290 due to the Company's 2021 income pertaining to flow-through share premiums not compensating for the expense recoveries and accounts payable settlements completed during the 2020 comparative period.

For the three months ended	January 31, 2021 $	January 31, 2020 $	Change $	Change %
Operating expenses:				
Consulting fees	169,717	47,140	122,577	260%
Management fees	26,631	32,500	(5,869)	(18%)
Marketing fees	131,766	509	131,257	25,787%
Office and miscellaneous	16,244	17,097	(853)	(5%)
Insurance expenses	2,836	-	2,836	100%
Professional fees	172,927	170,723	2,204	1%
Lease amortization	-	-	-	-
Stock-based compensation	448,205	-	448,205	100%
Transfer agent and regulatory fees	19,544	5,274	14,270	271%
Payroll expense	3,148	-	3,148	100%
Travel and accommodation	1,250	4,622	(3,372)	(73%)
Total operating expenses	**992,268**	**277,865**	**714,403**	**257%**
Other items:				
Foreign exchange gain (loss)	5,154	3,051	2,103	69%
Gain (loss) on marketable securities	75,791	343	75,448	21,997%
Reversal of bad debt provision	-	-	-	-
Other income	48,000	87,290	(39,290)	(45%)
Finance cost	-	-	-	-
Interest income	62,633	698	61,935	8,873%
Total other items	**191,578**	**91,382**	**100,196**	**110%**
Net loss for the period	**800,690**	**186,483**	**614,207**	**329%**

For the three months ended January 31, 2021, total operating expenses were $992,268 (2020 - $277,865). The increase in total operating expenses of $714,403 was primarily attributable to the following factors:
- An increase in consulting fees of $122,577 due to costs incurred to manage the Northshore property that were not incurred in the prior period as the interest in the Northshore property was acquired in August 2020.
- An increase in stock-based compensation of $448,205 was due to the Company granting stock options to

(Expressed in Canadian Dollars)

directors, officers and consultants following the amalgamations. Similar option grants were not completed during the comparative three month period in the 2020 year-end.
- An increase in marketing fees of $131,257 due to expenses incurred in the current period to design and build a website and an investor presentation that did not occur in the prior period.

This increase was offset by:
- A decrease in management fees of $5,869 was due to changes in management personnel in the current period.

Other income was $191,578 (2020 – $91,382). The changes were due to the following:
- An increase in interest income of $61,935 due to the interest earned on the Convertible Debenture acquired pursuant to the Dreamfields Brands amalgamation.
- A $75,791 markup of the Company's Desert Gold Ventures and Slang Worldwide marketable securities in comparison to a $343 markup in the 2020 comparative period.
- A decrease in other income of $39,290 due to the Company's 2021 income pertaining to flow-through share premiums not compensating for the expense recoveries and accounts payable settlements completed during the 2020 comparative period.

QUARTERLY RESULTS

Selected financial information for the eight most recently completed quarters are as follows:

	Revenue	Earnings/ (Loss)	Basic and Diluted Loss per Share
Q3 Fiscal 2021	$ -	$ (800,690)	$ (0.03)
Q2 Fiscal 2021	$ -	$ (100,059)	$ (0.01)
Q1 Fiscal 2021	$ -	$ (192,408)	$ (0.01)
Q4 Fiscal 2020	$ -	$ (491,203)	$ (0.06)
Q3 Fiscal 2020	$ -	$ (186,483)	$ (0.02)
Q2 Fiscal 2020	$ -	$ (1,030,483)	$ (0.13)
Q1 Fiscal 2020	$ -	$ (168,861)	$ (0.02)
Q4 Fiscal 2019	$ -	$ (489,729)	$ (0.06)

Ready Set Gold has seen fluctuating earnings over the last eight quarters; this is a result of the Company undergoing a refocus of its core business and as such, historical financial information are not comparable on a quarter-to-quarter basis.

LIQUIDITY AND CAPITAL RESOURCES

The Company's primary source of funding continues to be through the issuance of equity securities for cash. The Company's access to financing is always uncertain.

In order to finance the acquisition of assets or a business and to fund corporate overhead, the Company has historically been dependent on investor sentiment remaining positive towards the Company's business industry, and towards Ready Set Gold in particular, so that funds can be raised through the sale of the Company's securities. Many factors have an influence on investor sentiment, including a positive climate from investors to the Company's business industry, a company's track record and the experience and calibre of a company's management. There is no certainty that equity funding will be available at the times and in the amounts required to fund the Company's activities. The financial statements do not include any adjustments that might result from these uncertainties.

(Expressed in Canadian Dollars)

	Nine months ended January 31	
	2021	**2020**
Cash used by operating activities - net	$ (750,118)	$ (793,444)
Cash (used) generated in investing activities	$ 298,508	$ 8,691
Cash (used) generated by financing activities	-	-
(Decrease) increase in cash	(451,610)	(784,753)
Cash, beginning of period	1,264,356	2,199,799
Cash, end of period	812,746	1,415,046

As at January 31, 2021, the Company had working capital of $1,155,807 as compared to a working capital of $1,047,482 at April 30, 2020.

Cash outflow from operating activities during the nine months ended January 31, 2021 was lower by $43,326 compared to the cash outflow from the nine months ended January 31, 2020. This decrease was mainly due to a $154,507 decrease in cash outflows related to prepaid expenses and a $89,978 decrease in cash outflows related to accounts payable and accrued liabilities.

Cash from investing activities was $298,508 for the nine months ended January 31, 2021, which represented the cash payments made for the purchase of a 100% interest in the Northshore property, expenditures on exploration activities on the property and cash assumed on acquisition of Ready Set Gold.

The Company has no commitments for capital expenditures.

SHAREHOLDER'S EQUITY

As at January 31, 2021 the Company had 29,985,169 common shares issued and outstanding, 915,000 stock options outstanding and exercisable, and no warrants outstanding. As at the date of this report, the Company has 29,985,169 common shares issued and outstanding, 1,378,750 stock options outstanding and exercisable, and 4,694,696 warrants outstanding.

a) Issued share capital

During the nine months ended January 31, 2021 the Company issued:

- 18,446,743 common shares with an estimated fair value of $7,352,678 in conjunction with the amalgamations with 4970 and Ready Set Gold.
- 1,833,333 common shares with an estimated fair value of $1,100,000 to purchase a 56% interest of the Northshore property, and 72,500 common shares with an estimated fair value of $43,500 as finder’s fee in connection with this transaction.
- 1,333,333 common shares with an estimated fair value of $800,000 to purchase a 44% interest of the Northshore property
- 210,529 common shares with an estimated fair value of $200,000 to settle outstanding obligations to issue shares.

On November 23, 2020, the Company affected a consolidation of its total issued and outstanding common shares on the basis of five pre-consolidation Ready Set Gold Shares for one post-consolidation Ready Set Gold Share. The references to the number of common shares, options and warrants, have been adjusted retroactively to reflect the share consolidation. The exercise or conversion price of, and the number of common shares issuable under any securities of the Company has been proportionally adjusted upon the completion of the share consolidation.

(Expressed in Canadian Dollars)

b) Stock options

On December 4, 2020, the Company granted 500,000 stock options to its officers and 575,000 options to its directors to purchase an aggregate of 1,075,000 common shares in the capital of the Company at an exercise price of $0.60 per share for a period of five years from grant date.

On December 4, 2020, the Company granted 780,000 stock options to its consultants to purchase an aggregate of 780,000 common shares in the capital of the Company at an exercise price of $0.60 per share for a period of two years from the grant date.

On January 7, 2021, the Company granted 225,000 stock options to its consultants to purchase an aggregate of 225,000 common shares in the capital of the Company at an exercise price of $0.60 per share for a period of two years from grant date.

As at the date of this report, the Company had 2,845,000 stock options outstanding, with the following stock options outstanding and exercisable:

Number of options	Exercise Price	Expiry Date
7,500	$ 0.45	June 10, 2021
3,500	$ 0.45	October 17, 2021
4,000	$ 0.425	December 6, 2021
750,000	$ 0.95	October 28, 2021
780,000	$ 0.60	December 4, 2022
1,075,000	$ 0.60	December 4, 2025
225,000	$ 0.60	January 7, 2023
2,845,000		

c) Warrants

On December 4, 2020, the Company granted 4,645,562 warrants to the warrant holders of RSG ON. and 49,134 warrants as finder’s fees in connection with the Amalgamation with RSG ON and 1258952 B.C. Ltd. Each warrant entitles the holder to acquire one Common Share for a period of two years from date of issuance at prices of $1.00 and $0.60, respectively, subject to an Acceleration Right.

REGULATORY DISCLOSURES

OFF-BALANCE SHEET ARRANGEMENTS

At the date of this report, the Company had no off-balance sheet arrangements.

Proposed Transactions

The Company does not have any proposed transactions as at January 31, 2021, other than as disclosed elsewhere in this document.

(Expressed in Canadian Dollars)

FINANCIAL INSTRUMENTS AND RISK

Fair value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liabilities either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

The Company's primary financial instruments are classified as follows:

Financial instruments	Classifications
Cash and cash equivalents	Fair Value through Profit and Loss
GST receivable	Amortized Cost
Convertible debentures	Fair Value through Profit and Loss
Marketable securities	Fair Value through Profit and Loss
Accounts payable and accrued liabilities	Amortized Cost

The fair value of accounts payable and accrued liabilities approximates their respective carrying amounts due to their short-term nature.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument will cause a financial loss to the Company by failing to meet its obligations. The Company's financial instruments that are exposed to concentrations of credit risk are primarily cash and cash equivalents, GST receivable and the convertible debenture. The Company limits its exposure to credit risk with respect to cash by holding it with major Canadian financial institutions. The Company's GST receivable is not subject to significant credit risk. The credit risk of the Company's convertible debenture is mitigated as the Company holds the option to convert the convertible debenture into shares of Dreamfields.

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 January 31, 2021, the Company had a cash balance of $812,746 (April 30, 2020 - $1,264,356) to settle current liabilities of $534,686 (April 30, 2020 - $268,707). All of the Company's financial liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms.

Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, commodity and equity prices.

(i) Interest rate risk

The Company has cash and cash equivalent balances and a convertible debenture that bear interest at 8% per annum. The Company is satisfied with the credit ratings of its banks and the interest rate on the convertible debenture is fixed. The Company believes it has no significant interest rate risk.

(ii) Foreign currency risk

As at January 31, 2021, the Company had the Canadian equivalent of cash and cash equivalents totaling $1,331 (April 30, 2020 - $16,156) and accounts payable totaling $7,885 (April 30, 2020 - $385) denominated in US dollars. Assuming all other variables remain constant, a 10% change in the value of the Canadian dollar against the US dollar would not materially affect the loss and comprehensive loss.

RELATED PARTY TRANSACTIONS

The Company has determined that key management personnel consists of the Company's Board of Directors and its corporate officers. During the period ended January 31, 2021 and 2020, the Company incurred the following amounts charged by directors and officers and companies controlled and/or owned by directors and officers of the Company:

	Nature of transactions	2021	2020
Key management personnel:			
A company controlled by the former CFO	Management	20,000	45,000
A company controlled by current CFO	Management	40,983	-
CEO and Director	Consulting	10,000	-
Former CEO	Management	22,648	92,500
A company controlled by a Director	Consulting	55,840	4,000
Total		149,471	141,500

In addition to management and consulting fees, $215,054 (2020 - $634,826) in share-based compensation expenses were incurred by the Company in relation to 1,075,000 options (2020 – 3,750,000) granted to directors and officers of the Company during the nine months ended January 31, 2021.

At January 31, 2020, $23,046 (April 30, 2020 - $nil) were owed to related parties for management and consulting fees payable. These amounts are non-interest bearing, unsecured and due on demand.

The Company had the following key management personnel and related companies as of January 31, 2021:

Key management personnel:	
Anthony Balic	Former CFO
Katuni Capital Corp.	Company controlled by the former CFO
Alex McAulay	Current CFO
ACM Management Inc.	Company controlled by the current CFO
John Veltheer	Former CEO and current Director
Christian Scovenna	Current CEO and Director
Mine Management Partners Ltd.	Company controlled by a Director
Jason Jessup	Director
Adam Schatzker	Director

CAPITAL MANAGEMENT

The capital of the Company consists of items included in shareholder's equity. The Company's objectives for capital management are to safeguard its ability to support the Company's normal operating requirements on an ongoing basis.

The Company manages its capital structure and adjusts considering changes in its economic environment and the risk characteristics of the Company's assets. To effectively manage the entity's capital requirements, the Company has in place a planning, budgeting and forecasting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. As at January 31, 2021, the Company expects its capital resources will support its normal operating requirements for the next twelve months. There are no externally imposed capital requirements to which the Company has not complied.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Significant accounting judgements

Management must make judgments given the various options available as per accounting standards for items included in the consolidated financial statements. Judgments involve a degree of uncertainty and could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual events differ from a judgment made. A summary of items involving management judgment include, but are not limited to:

(i) Recognition of deferred income tax assets – The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilized.

(ii) The determination of the Company's and its subsidiaries' functional currency – The functional currency determination will be based on management's assessment of the primary economic environment in which the entities operate.

(iii) Assessment of the Company's ability to continue as a going concern – The assessment involves significant judgment based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

(iv) Business combination versus asset acquisition – Management has assessed the amalgamations completed during the period between a wholly-owned subsidiary of the Company and 4970 and the Company and Ready Set Gold Corp. and have concluded that in their view the transactions are asset acquisitions as neither acquired entity had any processes capable of generating outputs and therefore did not constitute a business as defined in terms of IFRS 3 *Business Combinations*.

(v) Assessment of the collectability of the Company’s convertible debenture – Management took the security provided by the conversion feature in the instrument and the debtor’s financial capacity to repay into consideration in its assessment of the collectability of the Company’s convertible debenture.

Critical Accounting Estimates

Key assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year include, but are not limited to, the following:

(i) Share-based payments – The fair value of share-based payments is determined using the Black-Scholes option pricing model. This option pricing model requires the input of subjective assumptions including the expected price volatility, option life, dividend yield, risk-free rate and estimated forfeitures at the initial grant.

(ii) Fair value of convertible debentures acquired – The fair value of the convertible debenture acquired through the amalgamation between Ready Set Gold's wholly-owned subsidiary and 1204970 B.C. Ltd cannot be fully based on observable market parameters and involve judgment that could affect estimated fair value. The key assumption in determining fair value is the discount rate applied to future cash flows from the debenture which management estimates based on non-convertible debentures of other companies of comparable size with similar risk profiles.

(iii) Fair value of net assets acquired – The fair value of the net assets of Ready Set Gold acquired through amalgamation was not readily available, as the Company's shares had been delisted since March 24, 2020. The value of the shares and warrants issued as part of this transaction was determined based on recent financing activity completed by the acquiree. Terms associated with option issuances completed by the Company were also considered when determining a fair value for the amalgamation consideration.

(iv) Fair value of exploration and evaluation assets – Included in the capitalized exploration and evaluation assets are the Consideration Shares issued to CLBT Inc. and Balmoral Resources Ltd. to acquire 56% and 44% interest, respectively, on the Northshore Property and issued to a third party agent as finder's fees related to the transaction with CLBT. The fair value of the Consideration Shares cannot be fully based on observable market parameters as the common shares of the Company was not publicly traded during the time of the acquisitions. The fair value of the Consideration Shares has been estimated based on the price of shares that the Company intended to offer to arm's length investors under private placement financing. Refer to Note 6 for details of the acquisitions.

ACCOUNTING POLICIES

a) Exploration and Evaluation Asset

Costs incurred prior to acquiring the right to explore an area of interest are expensed as incurred. Once the legal right to explore has been acquired, costs directly related to exploration and evaluation expenditures are recognized and capitalized, in addition to acquisition costs. These direct expenditures include such costs as materials used, staking costs, drilling costs and payments made to contractors. Costs not directly attributable to exploration and evaluation expenditures, including general administration and overhead costs are expensed in the period in which they occur.

When a project is deemed to no longer have commercially viable prospects for the Company, the exploration and evaluation expenditures, along with the acquisition costs, are deemed to be impaired and written off.

The Company assesses exploration and evaluation assets for impairment when the facts and circumstances suggest that the carrying amount of these assets may exceed their recoverable amount. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is considered to be a mine under development and is classified as 'Mines under construction'.

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

Mineral exploration and evaluation expenditures are classified as intangible assets.

b) Impairment of tangible and intangible assets

At the end of each reporting period, the Company's assets are reviewed to determine whether there are any indicators that the carrying value of those assets are impaired and may not be recoverable. When indicators of impairment are present, the recoverable amount of an asset is evaluated at the level of a cash generating unit (CGU), the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets, where the recoverable amount of a CGU is the greater of the CGU's fair value less costs to sell and its value in use. An impairment loss is recognized in the statement of loss and comprehensive loss to the extent that the carrying amount exceeds the recoverable amount.

In calculating the recoverable amount, the Company uses discounted cash flow techniques to determine fair value when it is not possible to determine fair value either by quotes from an active market or a binding sales agreement. Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or CGU in prior periods. A reversal of an impairment loss is recognized immediately in the statement of loss and comprehensive loss.

SUBSEQUENT EVENTS

Subsequent to January 31, 2021, the Company sold all 34,284 of its shares in Desert Gold Ventures Inc. for total proceeds of $5,091. The Company also sold all 244,000 of its shares in Slang Worldwide for total proceeds of $108,195.

MANAGEMENT'S REPORT ON DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING

Management of the Company, under the supervision of the President and Chief Executive Officer and the Chief Financial Officer, is responsible for the design and operations of internal controls over financial reporting. There have been no changes in the Company's disclosure controls and procedures during the period ended January 31, 2021.

The Company's management is responsible for establishing and maintaining adequate internal controls over financial reporting and the preparation of financial statements in accordance with generally accepted accounting principles. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation.

There have been no changes in the Company's internal control over financial reporting during the period ended January 31, 2021, that have materially affected, or are reasonably likely to materially affect, its internal controls over financial reporting.

Limitations of Controls and Procedures

The Company's management, including the Chief Executive Officer and Chief Financial Officer, believe that any disclosure controls and procedures or internal controls over financial reporting, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any systems of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

FORWARD-LOOKING STATEMENTS

Certain information set forth in this document includes forward-looking statements. By their nature, forward-looking statements are subject to numerous risks and uncertainties, some of which are beyond the Company's control, including but not limited to: general economic and business conditions; cash flow projections; currency fluctuations; risks relating to our ability to obtain adequate financing for future activities; the nature of our future activities; and other general market and industry conditions as well as those factors discussed in prior management discussion and analysis, available on SEDAR at www.sedar.com.

Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. The Company's actual results, programs and financial position could differ materially from those expressed in or implied by these forward-looking statements and accordingly, no assurance can be given that the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits the Company will derive from them. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and as such, undue reliance should not be placed on forward-looking statements.

The Company believes that the expectations reflected in these forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and as such forward looking statements contained into this report should not be relied upon. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this report. Such statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to assumptions about general business and economic conditions, the availability of financing for the Company, and the ability to identify and secure a quality asset or a business with a view of completing a transaction subject to receipt of shareholder approval and acceptance by regulatory authorities.

The Company's forward-looking statements and information are based on the assumptions, beliefs, expectations and opinions of management as of the date of this MD&A. The Company will update forward-looking statements and information if and when, and to the extent required by applicable securities laws. Readers should not place undue reliance on forward-looking statements. The forward-looking statements contained herein are expressly qualified by this cautionary statement.

ADDITIONAL SOURCES OF INFORMATION

Additional information relating to Ready Set Gold Corp. (formerly Omni Commerce Corp.) can be found on the SEDAR website at www.sedar.com.