Northern Lights Resources Corp.
Management Discussion and Analysis
For the Period Ended October 31, 2019

December 30, 2019

The following discussion and analysis should be read in conjunction with the unaudited condensed interim financial statements for the period ended October 31, 2019, and related notes included therein, prepared in accordance IAS 34, Interim Financial Report ("IAS 34"), as issued by the International Accounting Standards Board ("IASB"), and its interpretations, using accounting policies consistent with International Financial Reporting Standards ("IFRS"). All monetary amounts, unless otherwise indicated, are expressed in Canadian dollars. Additional regulatory filings for the Company can be found on the SEDAR website at www.sedar.com. The Company's website can be found at www.northernlightsresources.com.

The reader should also refer to the audited financial statements for the year ended April 30, 2019.

Northern Lights Uranium Corp. (the "Company") was incorporated under the laws of British Columbia on March 28, 2007. On April 22, 2008, the Company changed its name to Northern Lights Resources Corp. The Company's principal business activities include the acquisition and exploration of resource properties. On June 28, 2012, the Company completed its initial public offering ("IPO") by way of prospectus, and a listing on the Canadian Securities Exchange ("CSE").

On September 10, 2013 and September 24, 2013 cease trade orders ("CTOs") was issued by the British Columbia Securities Commission and the Ontario Securities Commission respectively for failure of the Company to file its annual financial statements for the fiscal year ended April 30, 2013, and corresponding MD&A in a timely manner. On October 31, 2013, the CSE halted the shares of the Company due to the Company being in default of CSE requirements. On January 22, 2014, the CSE delisted the common shares. On December 10, 2014 a CTO issued by the Alberta Securities Commission for failure of the Company to file its annual financial statements for the fiscal year ended April 30, 2014, and corresponding MD&A, in a timely manner. As at the date of this MD&A, the CTOs remain in place and the common shares remain delisted. On November 9, 2017 revocation orders were received from the British Columbia Securities Commission and the Ontario Securities Commission lifting the cease trade orders previously issued on September 10, 2013 and September 24, 2013 consequently. On November 10, 2017, a revocation order was received from the Alberta Securities Commission lifting the final cease trade order previously issued on December 10, 2014.

On November 10, 2017 the Company filed all required Annual financial statements and MD&A for each fiscal years ending April 30, 2014, 2015, 2017 and the three month financial statements ending July 31, 2017.

On November 22, 2017 the Company announced completion of a debt settlement of $830.860 for the issuance of 16,617,220 pre-consolidated common shares subject to a statutory hold period expiring April 5, 2018.

On February 23, 2018 the Company received Conditional Listing Approval from the Canadian Securities Exchange and announced a Non-brokered Private Placement of up to $1.5 million.

On February 23, 2018 the Company announced a non-brokered private placement to finance up to $1,500,000 or 15,000,000 units of the Company at a price of $0.10 per unit for a total gross proceeds of $1,500,000.

March 26, 2018 the Company announced it closed a share –for – debt settlement to debenture holders settling $376,885 of principal plus interest and bonus shares by issuing 8,954,327 common shares of the Company.

On October 2, 2018 the Company announced it has completed the first tranche of a non-brokered private placement announced on February 23, 2019 to finance up to $1,500,000 or 15,000,000 units of 11,005,000 units of the Company at a price of $0.10 per unit for a total gross proceeds of $1,100,500.

On July 4, 2019, the Company completed a non-brokered private placement financing of 3,420,000 units of the Company at a price of $0.05 per unit, for total gross proceeds of $171,000. Each unit consists of one common share of the Company and one full share purchase warrant. Each warrant is exercisable into one share at a price of $0.075 per share for 24 months following he date of issue of the units. No finder’s fee was paid in connection with the offering.

Forward-Looking Statements

Certain statements contained in this document constitute “forward-looking statements”. When used in this document, the words “may”, “would”, “could”, “will”, “intend”, “plan”, “propose”, “anticipate”, “believe”, “forecast”, “estimate”, “expect” and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. Such statements reflect the Company’s current views with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the Company’s actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. Forward-looking statements herein include, but is not limited to, statements relating to the timing, availability and amount of financings; expected use of proceeds; business objectives; the costs and timing relating to the potential acquisition of interests in mineral properties; the timing and costs of future exploration activities on the Company's future properties; success of exploration activities; permitting time lines and requirements for additional capital. In making forward-looking statements herein, the Company has applied several material assumptions, including, but not limited to, any additional financing needed will be available on reasonable terms, that general business and economic conditions will not change in a materially adverse manner, and that all necessary governmental approvals for the future exploration will be obtained in a timely manner and on acceptable terms. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward looking statements. Such risks and other factors include, among others, risks related to the completion of financings and the use of proceeds; operations and contractual obligations; changes in exploration programs based upon results of exploration; future prices of metals; availability of third party contractors; availability of equipment; failure of equipment to operate as anticipated; accidents, effects of weather and other natural phenomena and other risks of the mineral exploration industry; environmental risks; community relations; and delays in obtaining governmental approvals or financing.

Overview and Going Concern

The Company is in the business of acquiring exploration and evaluation assets. The Company currently has negotiated two property agreements, a property option agreement and a earn-in-agreement (“*see mineral property agreements”* below) and is in the process of looking for an acquisition of additional exploration and evaluation assets. Further, the Company expects its current capital resources will not be sufficient to complete its exploration plans and operations through its current operating year and will be required to raise additional funds through future equity issuances. The Company’s ability to continue as a going concern is therefore dependent on its ability to raise additional funds through equity issuances. These material uncertainties may cast significant doubt on the entity’s ability to continue as a going concern.

The condensed interim financial statements for the period ended October 31, 2019 were prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

Results of Operations

The results of operations reflect the overhead costs incurred by the Company to maintain good standing with the various regulatory authorities and to provide an administrative infrastructure to manage the acquisition, and financing activities of the Company. General and administrative costs can be expected to increase or decrease in relation to the changes in activity required as property acquisitions continues. The Company has not recorded, since the date of its incorporation, any revenues from its mineral exploration and development activities.

Mineral Properties

i) Medicine Springs Property

The Company entered into a mineral property option agreement dated August 20, 2017 to acquire 100% of the property in southeastern Elko County, Nevada.

The option agreement is for a 6-year term. Completion of the option agreement is subject to staged payments of cash totaling $950,000, equity consideration of $250,000 and a minimum expenditure on the property of $2,700,000 as follows:

Northern Lights Resources has the option to proceed with each subsequent Phase in the Option Agreement upon the completion of all cash and equity consideration payments to the vendors in addition to meeting the minimum exploration expenditure payments defined for each Phase of the Option Agreement.

a) Cash payments

a) Phase 1B - USD $25,000 (paid)
b) Phase 2 - USD $50,000 within 30 days of completion of all phase 1B requirements ("Phase 2 Commencement Date").
c) Phase 3 - USD $100,000 within 30 days of completion of all phase 2 requirements ("Phase 3 Commencement Date").
d) Phase 4 - USD $150,000 within 30 days of completion of all phase 3 requirements ("Phase 4 Commencement Date").
e) Phase 5 - USD $200,000 within 30 days of completion of all phase 4 requirements ("Phase 5 Commencement Date").
Phase 6 - USD $425,000 within 30 days of completion of all phase 5 requirements ("Phase 6 Commencement Date").

b) Share issuance

a) Phase 2 - issuance of common shares with a fair market value of USD $50,000 after the Phase 2 Commencement Date.
b) Phase 3 - issuance of common shares with a fair market value of USD $50,000 after the Phase 3 Commencement Date.
c) Phase 4 - issuance of common shares with a fair market value of USD $50,000 after the Phase 4 Commencement Date.
d) Phase 5 - issuance of common shares with a fair market value of USD $50,000 after the Phase 5 Commencement Date.
e) Phase 6 - issuance of common shares with a fair market value of USD $50,000 after the Phase 6 Commencement Date.

c) Exploration expenditures

a) incur USD $25,000 in exploration upon execution of the agreement (incurred).
b) Phase 1B - incur USD $225,000 within 1 year of execution of the agreement.

c) Phase 2 - incur USD $300,000 within 1 year of the Phase 2 Commencement Date (subsequently agreed to incur by December 31, 2019).
d) Phase 3 - incur USD $400,000 within 1 year of the Phase 3 Commencement Date.
e) Phase 4 - incur USD $500,000 within 1 year of the Phase 4 Commencement Date.
f) Phase 5 - incur USD $500,000 within 1 year of the Phase 5 Commencement Date.
g) Phase 6 - incur USD $750,000 within 1 year of the Phase 6 Commencement Date.

d) NSR

The mineral claims comprising the Property, are subject to a 2% Net Smelter Royalty ('NSR') with an additional 0.5% NSR applicable to the 123 claims previously owned by Newmont Mining Corporation.

e) Exploration expenditures – completed as of October 31, 2019

i) the Company incurred US$24,887 of expenditures by making payments: (i) US$23,095 to the United States Department of the Interior Bureau of Land Management, and (ii) US$1,792 to the Elko County Recorder's Office for 2017 taxation year.

ii) the Company incurred US$25,093 of expenditures by making payments: (i) US$23,195 to the United States Department of the Interior Bureau of Land Management, and (ii) US$1,898 to the Elko County Recorder's Office for 2018 taxation year.

iii) the Company has paid the cash option payment of US$25,000.

iv) the Company incurred US$179,419 (C$192,420) of exploration expenditures as of October 31, 2019 on the Medicine Property.

ii) Secret Pass Gold Project

During the period ended October 31, 2019, the Company entered into an option agreement, subsequently amended, to acquire 100% interest in the Secret Pass Gold Project located in northwestern Arizona. Under the term of the agreement, the Company holds an exclusive option to acquire the project until September 20, 2019. The Company was granted an additional extension on the option to November 8, 2019 for additional consolidation of US25,000 (paid).

Pursuant to the option agreement, the Company agrees to make the following consideration payments:

a) within 5 working days following the exercise of the option, the Company will pay cash consideration of US$75,000 (paid subsequently);
b) within 30 days following the exercise of the option, the Company will issue 2,000,000 common shares (issued subsequently); and
c) under the terms of the agreement, the Company will make the following additional payments:
    i) US$175,000 on or before September 20, 2019 (paid subsequently); and
    ii) US$125,000 on or before October 15, 2019 (paid subsequently).

Revenues

Due to the Company's status as an exploration and development stage mineral resource company, and a historical lack of commercial production from its former property, the Company currently does not have any revenues from its operations.

General and Administrative Expenses

The Company incurred a loss and comprehensive loss for the six months ended October 31, 2019 of $188,982 (2018 - $310,432).

A brief explanation of the significant changes in expense categories is provided below:

i) Consulting fees of $26,500 (2019 - $20,000) related to the hiring of a consultant for communication services during the current period.

ii) Office & miscellaneous of $6,910 (2019 - $154,085) decreased due to less activities during the current period.

iii) Professional fees of $25,208 (2019 – $17,982) increased due to the higher accounting fees during the current period.

The Company incurred a loss and comprehensive loss for the three months ended October 31, 2019 of $102,044 (2018 - $213,998).

A brief explanation of the significant changes in expense categories is provided below:

i) Consulting fees of $15,000 (2019 - $20,000) related to the hiring of a consultant for communication services during the current period.

ii) Management fees of $45,000 (2019 - $65,000) decreased due to the fees and bonuses paid or accrued to the Chief Executive Officer and a director during the current period.

iii) Office & miscellaneous of $3,834 (2019 - $106,429) decreased due to less activities during the current period.

iv) Professional fees of $14,008 (2019 – $8,250) increased due to the higher accounting fees during the current period.

v) Travel and promotion of $6,430 (2018 – recovery of $11,200) increased due to more trips taken during the current period.

Summary of Quarterly Results

The following table sets out selected consolidated quarterly information for the last eight quarters.

Three Months Ended	**October 31, 2019**	**July 31, 2019**	**April 30, 2019**	**January 31, 2019**
Interest Income	$ -	$ -	$ -	$ -
Exploration and Evaluation Assets	403,558	289,813	284,353	243,487
Deficit	5,539,796	5,437,752	5,350,814	4,986,508
Net Loss	(102,044)	(86,938)	(364,306)	(567,932)
Basic and Diluted Loss Per Share	(0.00)	(0.00)	(0.00)	(0.01)
Three Months Ended	**October 31, 2018**	**July 31, 2018**	**April 30, 2018**	**January 31, 2018**
Interest Income	$ -	$ -	$ -	$ -
Exploration and Evaluation Assets	175,257	101,498	65,069	65,069
Deficit	4,418,576	4,204,578	4,108,144	3,907,653
Net Loss	(213,998)	(96,434)	(200,491)	(143,157)
Basic and Diluted Loss Per Share	(0.00)	(0.00)	(0.00)	(0.00)

Liquidity and Capital Resources

At October 31, 2019, the Company had cash of $2,639 (April 30, 2019 – $10,282).

At October 31, 2019, the Company had a working capital deficiency of $307,351 (April 30, 2019 - $111,374).

The Company expects its current capital resources will not be sufficient to meet its business objectives or day-to-day operations through its next quarter or current operating year, and that its continuation as a going concern will be dependent on its ability to raise additional funds through equity issuances. There is no guarantee the Company will be successful in that regard. See "Overview and Going Concern" above.

During the period ended October 31, 2019, the Company completed a non-brokered private placement financing of 3,420,000 units of the Company at a price of $0.05 per unit, for total gross proceeds of $171,000. Each unit consists of one common share of the Company and one full share purchase warrant. Each warrant is exercisable into one common share at a price of $0.075 per share for 24 months following the closing date. No finder's fee was paid in connection with the offering.

Financial Risk Factors

The Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities, and loans payables. The fair value of these financial instruments, other than cash, approximates their carrying values due to the short-term nature of these instruments. Cash is measured at fair value using level 1 inputs.

The Company is exposed to a variety of financial risks by virtue of its activities including currency, credit, interest rate, liquidity and commodity price risk.

a) Currency risk

The Company is exposed to nominal foreign currency risk.

b) Credit risk

Credit risk is risk of financial loss to the Company if the counterparty to a financial statement fails to meet its contractual obligations. The Company's cash is held in large Canadian financial institutions and is not exposed to significant credit risk.

c) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to limited interest rate risk as it only holds non-interest bearing debt.

d) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they come due. At October 31, 2019, the Company had cash of $2,639 and current liabilities of $348,386. This emphasizes that the Company's ability to continue as a going concern is dependent on management's ability to raise the required capital through future equity or debt issuances. See "Liquidity and Capital Resources" above. There is no guarantee that the Company will be able to raise capital. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the directors are actively involved in the review, planning, and approval of significant expenditures and commitments.

e) Price risk

The ability of the Company to explore and develop its exploration and evaluation assets and the future profitability of the Company are directly related to the price of commodities. The Company monitors these prices to determine the appropriate course of action to be taken.

Related Party Transactions

The Company defines key management as officers and directors. During the period ended October 31, 2019, the Company:

i) paid or accrued management fees of $45,000 (2018 - $32,500) to a director of the Company.

ii) paid or accrued management fees of $45,000 (2018 - $62,500) to the Chief Executive Officer ("CEO") of the Company.

iii) paid or accrued professional fees of $6,000 (2018 - $6,000) to the Chief Financial Officer ("CFO") of the Company.

Included in prepaid expenses as at October 31, 2019 is $Nil (April 30, 2019 - $Nil) paid to the Company's CEO and $4,708 (April 30, 2019 - $8,840) paid to a Company's director.

Included in accounts payable and accrued liabilities as at October 31, 2019 is $37,600 (April 30, 2019 - $4,393) owed to officers of the Company.

Included in loans payable as at October 31, 2019 is $107,308 (April 30, 2019 - $Nil) owed to an officer and directors of the Company (Note 6).

Off Balance Sheet Arrangements

The Company is not a party to any off balance sheet arrangements or transactions.

Changes in Accounting Policies and Future Accounting Pronouncements

Please refer to the condensed interim financial statements for the period ended October 31, 2019 located on www.sedar.com.

Critical Accounting Estimates

Please refer to the condensed interim financial statements for the period ended October 31, 2019 located on www.sedar.com.

Contingencies

There are no contingent liabilities.

Management's Responsibility for Financial Statements

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgements and have been properly reflected in the financial statements.

Other MD&A Requirements

As at December 30, 2019, the Company had the following outstanding:

Common shares – 48,582,232 outstanding

Option

Options Outstanding	Exercise Price	Expiry Date
3,400,000	$0.10	6-Nov-23

Warrants

Warrants Outstanding	Exercise Price	Expiry Date
11,005,000	$0.20	2-Oct-20
3,420,000	$0.075	4-Jul-21