United Lithium Corp.
(formerly United Battery Metals Corp.)

Management Discussion and Analysis

For the Six Months Ended

January 31, 2021 and 2020

INTRODUCTORY COMMENT

United Lithium Corp. (formerly United Battery Metals Corp.) (the "Company") was incorporated on April 28, 2017, under the laws of the Province of British Columbia, Canada, and its principal activity is the acquisition and exploration of mineral properties in the United States.

The head office and principal address of the Company is located at 789 West Pender Street, Suite 1080, Vancouver, British Columbia, Canada, V6C 1H2. The Company's registered and records office address is 789 West Pender Street, Suite 1080, Vancouver, British Columbia, Canada, V6C 1H2.

This MD&A supplements but does not form part of the condensed consolidated interim financial statements of the Company and notes thereto for the six months ended January 31, 2021 and 2020, and consequently should be read in conjunction with the afore-mentioned condensed consolidated interim financial statements as well as the audited consolidated financial statements for the year ended July 31, 2020, which are presented in accordance with International Financial Reporting Standards ("IFRS"). Information in this MD&A is current as of March 30, 2021.

We recommend that readers consult the "Cautionary Statement" on the last page of this report.

BOARD OF DIRECTOR AND MANAGEMENT CHANGES

On September 9, 2020, the Company appointed Aman Parmar as director of the Company.

On December 11, 2020, Robert Dubeau resigned as director of the Company.

On February 19, 2021, the Company appointed Mark Ireton and Robert Schafer as directors of the Company.

PROJECT SUMMARY

ACQUISITION AND AMALGAMATION

On August 28, 2020, The Company obtained 100% control over 1263391 B.C. Ltd. ("126 B.C.") and acquired all issued and outstanding common shares.

On October 13, 2020, the Company, closed an amalgamation between the Company's wholly- owned subsidiary 126 B.C. and 1257590 B.C. Ltd ("125 B.C"). by issuing 11,500,000 common shares of the Company with a fair value of $7,800,000. No finder's fee was paid in connection with the transaction.

Pursuant to the amalgamation, the Company obtained 125 B.C.'s option ("Option") to acquire up to 100% of the Barbara Lake Lithium Property, which comprised of 56 mining cell claims covering approximately 2,147 hectares land in the Barbara Lake Area, Thunder Bay Mining District, Ontario, Canada.

The Company also issued 109,965 common shares of the Company to the property owner of the Barbara Lake Lithium Property with a fair value of $74,776.

The Option will be exercisable as follows:

Payments
- Payment of $40,000 in cash to the property owner by July 30, 2020 (paid – November 10 ,2020);
- Payment of $40,000 in cash to the property owner by July 30, 2021
- Payment of $50,000 in cash to the property owner by July 30, 2022
- Issue to the property owner such number of the Company's shares within 10 business days at the date of closing (109,965 common shares issued on October 13, 2020)
- Issue to the property owner such number of the Company's shares as equal to $40,000, by July 31, 2021, and
- Issue to the property owner such number of Company's shares as equal to $50,000, by July 31, 2022.

Expenditures

- Incurring $100,000 of expenditures on the Property by July 31, 2021;
- Incurring and additional $250,000 of expenditures on the Property by July 31, 2022, and
- Incurring and additional $500,000 of expenditures on the Property by July 31, 2023.

EARN-IN AGREEMENT

On October 30, 2020 ("Effective Date"), the Company entered into an earn-in agreement with Wealth Minerals Limited ("WML"), pursuant to which the Company has been granted the exclusive option to acquire, in multiple phases, up to 70% interest in The Harry Project claims, and up to 100% interest in the Vapor Project claims, both of which are located in Chile.

To earn an initial 51% interest in the Vapor Project and 70% interest in the Harry Project, the Company shall:

- Pay $200,000 cash and issue 500,000 common shares to WML upon completion of a due diligence review;
- Incur expenditures in the aggregate amount of $500,000 and issue an additional 500,000 common shares to WML on or before the first anniversary of the Effective Date; and
- Issue an additional 250,000 common shares to WML.

To earn an additional 49% interest in the Vapor Project, the Company shall:

- Incur expenditures in the aggregate amount of $1,000,000 and issue 250,000 common shares to WML on or before the fourth anniversary of the Effective Date; and
- Maintain and keep the licenses in good standing.

As at January 31, 2021, no payments were made and no shares were issued to WML in relation to the earn-in transaction. At the date of this report, the Company decided not to proceed with the earn-in transaction with WML and in the process of terminating the agreement.

RESULTS OF OPERATIONS

	Three months ended January 31, 2021	Three months ended January 31, 2020	Six months ended January 31, 2021	Six months ended January 31, 2020
Expenses				
General and administration	$ 1,729	$ 586	$ 3,289	$ 1,755
Investor relations	29,086	-	29,086	300
Management and consulting fees	57,525	24,000	157,525	80,000
Marketing	650,605	-	650,605	-
Professional fees	97,458	13,876	134,620	23,622
Project generation	26,000	-	41,000	3,762
Public company costs	1,875	1,875	3,750	3,750
Regulatory and transfer agent fees	6,243	7,135	9,323	10,123
Share-based payments	1,095,219	-	1,095,219	-
Transaction costs	17,066	-	17,066	-
Foreign exchange gain	6,794	-	(2,804)	-
Total expenses	(1,989,600)	(47,472)	(2,138,679)	(123,312)
Loss on settlement of debt	(294,333)	-	(294,333)	-
Net loss	**$ (2,283,933)**	**$ (47,472)**	**$(2,433,012)**	**$ (123,312)**

SIX MONTHS ENDED JANUARY 31, 2021 AND 2020

EXPENSES AND NET LOSS

The net loss for the six months ended January 31, 2021 was $2,433,012 compared to $123,312 for the six months ended January 31, 2020. Material variances are as follows:

- An increase in management and consulting fees of $77,525 mainly related to management fee paid in connection with the Company's lithium acquisition targeting during the period ended January 31, 2021.
- An increase in marketing costs of $650,605 due to various marketing campaigns and programs announced by the Company during the period ended January 31, 2021 to increase investor awareness and attract new investors through many different online platforms and methods.
- An increase in professional fees of $110,998 mostly related to an increase legal fees paid during the period ended January 31, 2021. The legal fees incurred were in connection with the earn-in agreement with Wealth Minerals Limited, review of mining concession files and other general corporate and regulatory matters.
- An increase in share-based payments of $1,095,219 related to the stock options granted and vested during the period. No stock options were granted during the six months ended January 31, 2020.
- An increase in project generation of $37,238 due to geological services provided for technical evaluation of new potential project business opportunities.
- An increase in transaction costs of $17,066 related to legal fees incurred in connection with the proposed acquisition of Bergby Lithium AB.
- The Company also recorded a loss of $294,333 as a result of share for debt settlement during the six months ended January 31, 2021.

THREE MONTHS ENDED JANUARY 31, 2021 AND 2020

EXPENSES AND NET LOSS

The net loss for the three months ended January 31, 2021 was $2,283,933 compared to $47,472 for the quarter ended January 31, 2020. Material variances are as follows:

- An increase in management and consulting fees of $33,525 related to an increase in the activity of management and administration services incurred during the quarter ended January 31, 2021.
- An increase in marketing costs of $650,605 due to various marketing campaigns and programs announced by the Company during the quarter ended January 31, 2021 to increase investor awareness and attract new investors through many different online platforms and methods.
- An increase in professional fees of $83,582 mostly related to an increase legal fees paid during the quarter ended January 31, 2021. The legal fees incurred were in connection with the earn-in agreement with Wealth Minerals Limited, review of mining concession files and other general corporate and regulatory matters.
- An increase in share-based payments of $1,095,219 related to the stock options granted and vested during the quarter. No stock options were granted during the three months ended January 31, 2020.
- An increase in project generation of $26,000 due to geological services provided for technical evaluation of new potential project business opportunities.
- An increase in transaction costs of $17,066 related to legal fees incurred in connection with the proposed acquisition of Bergby Lithium AB.
- The Company also recorded a loss of $294,333 as a result of share for debt settlement during the three months ended January 31, 2021.

SUMMARY OF QUARTERLY FINANCIAL INFORMATION

Fiscal quarter ended	Revenues	Net loss – total	Loss from continuing operations – per share	Net comprehensive loss – total
		$	$	$
January 31, 2021	Nil	(2,283,933)	(0.05)	(2,283,933)
October 31, 2020	Nil	(149,079)	(0.01)	(149,079)
July 31, 2020	Nil	(175,908)	(0.05)	(175,908)
April 30, 2020	Nil	(44,245)	(0.07)	(43,219)
January 31, 2020	Nil	(47,472)	(0.07)	(47,472)
October 31, 2019	Nil	(75,840)	(0.14)	(75,815)
July 31, 2019	Nil	(1,295,662)	(2.45)	(1,295,539)
April 30, 2019	Nil	(241,793)	(0.49)	(241,793)

DISCUSSION

The operating results of junior exploration companies are capable of demonstrating wide variations from period to period. Other than the factors leading to certain costs discussed above in the section "Results of Operations", management does not believe that meaningful information about the Company's operations can be derived from an analysis of quarterly fluctuations in any more detail than presented there.

LIQUIDITY AND CAPITAL RESOURCES

As at January 31, 2021, the Company had current assets of $3,317,326 and current liabilities of $94,548 compared to current assets of $92,545 and current liabilities of $323,650 at July 31, 2020. At January 31, 2021 the Company had a working capital of $3,222,778 compared to working capital deficiency of $231,105 at July 31, 2020.

On August 18, 2020, the Company completed a private placement financing issuing 19,998,858 units at a price of $0.11 per unit for gross proceeds of $2,199,874. Each unit consisted of one common share and one common share purchase warrant. Each common share purchase warrant entitles the holder to purchase one common share at a price of $0.25 for a period of 24 months from the date of issuance.

On September 9, 2020, the Company closed a private placement and issued 6,028,505 common shares, at a price of $0.35 per common share, for total gross proceeds of $2,109,977. Finders' fees of $60,739, other fees of $41,132 and issued an aggregate of 172,512 finder's warrants whereby each finder's warrant is convertible into a common share in the capital of the Company at an exercise price of $0.35 until September 9, 2022.

The Company intends to use the proceeds of the Private Placement for working capital and general corporate purposes, including with respect to its search for suitable lithium and other battery materials related mineral properties to add to its portfolio.

OFF BALANCE SHEET ARRANGEMENTS

There are no material off- balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

Related party balances

As at January 31, 2021, $8,000 (July 31, 2020 - $76,000) is due to related parties and is included in trade payables and accrued liabilities. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

On August 27, 2020, the Company issued 383,535 common shares of the Company to settle $57,800 for amounts owing to a related party and the Company recognized a loss on debt settlement of $119,331 as a result of the transactions.

Transactions

During the period ended January 31, 2021 and 2020, the following amounts were incurred with directors and officers of the Company:

		January 31, 2021		January 31, 2020
Management fees paid to a company controlled by a former director	$	-	$	32,000
Management fees to the CEO		108,000		48,000
Share-based payments		478,113		-
	$	**586,113**	**$**	**80,000**

PROPOSED TRANSACTIONS

Acquisition of Bergby Lithium AB

On February 11, 2020, the Company entered into a definitive agreement with Leading Edge Materials ("Leading Edge Material") and Leading Edge Material subsidiaries, Tasman Metals AB ("Tasman"), Tasman Metals Ltd. ("Holdco") and Bergby Lithium AB ("Bergby"), to acquire (the "Acquisition") 100% of the issued and outstanding share capital of Bergby. Bergby holds a 100& interest in and to the mining licenses comprising of the Bergby Lithium project ('the Project"), located in central Sweden.

<u>Purchase Consideration</u>

On and subject to the conditions set forth in the Agreement, the Company will deliver the following consideration for the Acquisition:

a) payment of $250,000 in cash on the closing date of the Transaction (the "Closing Date");

b) issuance of 1,031,864 common shares in the capital of ULTH (each, a "ULTH Share");

c) issuance of 400,000 common share purchase warrants (the "Warrants") with each Warrant entitling Leading Edge Materials to acquire, for a period of 36 months, one ULTH Share at an exercise price equal to approximately $0.485;

d) payment of an additional $250,000 in cash on the date that is 6 months following the Closing Date;

e) grant to Leading Edge Materials of a 2% net smelter returns royalty on the Project, which shall be subject to a buyback right in favour of ULTH for $1,000,000; and

f) subject to Leading Edge Materials acquiring certain additional mineral claims in the region of the Project prior to March 21, 2021 (the "Bonus Date"), the issuance of such additional number of common share purchase warrants ("Bonus Warrants") as is equal to $250,000 divided by the 10- day volume weighted average trading price of the Purchaser Shares on the CSE as of the date immediately preceding the Bonus Date (the "Bonus Price") with each Bonus Warrant entitling Leading Edge Materials to acquire, for a period of 36 months, one ULTH Share at an exercisable price equal to the Bonus Price.

The Company will also commit to Leading Edge Materials to exercise reasonable commercial efforts toward spending $1,000,000 on exploration work on the Project within 18 months from the Closing Date.

The ULTH Shares to be issued pursuant to the Acquisition shall be subject to an escrow restriction whereby 20% of such ULTH Shares shall be released after each subsequent four (4) month period following the Closing Date.

Additional information regarding the Company's acquisition of Bergby is available on SEDAR at www.sedar.com.

Special Warrants Private Placement

February 12, 2021, the Company announced that it has entered into an agreement with Mackie Research Capital Corporation, as lead agent and sole bookrunner (the "Agent"), in connection with a best-efforts private placement offering (the "Offering").

On March 9, 2021, the Company completed the Offering, issuing 13,939,394special warrants of the Company (the "Special Warrants") at a price equal to $0.66 per Special Warrant (the "Offering Price") for total proceeds of $9,200,000.

Each Special Warrant shall be exercisable, for no additional consideration at the option of the holder, into one unit of the Company (each, a "Unit"), with each Unit being comprised of one common share of the Company (a "Common Share") and one half of one Common Share purchase warrant (each whole warrant, a "Warrant"). Each Warrant will entitle the holder thereof to acquire one Common Share (each, a "Warrant Share") at an exercise price of $0.85 per Warrant Share for a period of 24 months after Closing (the "Expiry Date").

The Company has granted the Agent an option (the "Over-Allotment Option") to purchase up to an additional 15% of the number of Special Warrants issued pursuant to the Offering to cover any overallotments, exercisable at any time 48 hours prior to the Closing (as defined herein) of the Offering.

The net proceeds raised under the Offering will be used for working capital and general corporate purposes, and for funding potential future acquisition opportunities.

As soon as reasonably practicable after the Closing, the Company will use its reasonable commercial efforts to prepare and file with each of the securities regulatory authorities in each of the provinces of Canada, other than Quebec, in which the of Special Warrants are sold (the "Jurisdictions") and obtain a receipt for, a preliminary short form prospectus and a final short form prospectus (which may, in the discretion of the Company, be in the form of a final base shelf prospectus and supplement thereto) qualifying the distribution of the Units underlying the Special Warrants (the "Final Prospectus"), in compliance with applicable securities law, within one-hundred twenty (120) days from the Closing of the Offering.

In the event that the Company has not received a receipt for the Final Prospectus within one-hundred twenty (120) days following the Closing, each unexercised Special Warrant will thereafter entitle the holder thereof to receive upon the exercise thereof, at no additional consideration, one-and-one-tenth (1.10) Unit (instead of one Unit) and thereafter at the end of each additional thirty (30) day period prior to the Qualification Date (as defined below), each Special Warrant will be exercisable for an additional 0.02 of a Unit.

All unexercised Special Warrants will automatically be exercised on the date (the "Qualification Date") that is the earlier of (i) six (6) months and a day following Closing of the Offering, and (ii) the 3rd business day after a receipt is issued for the Final Prospectus.

The Agent will receive an aggregate cash commission equal to 5.0% of the gross proceeds from the Offering, including in respect of any exercise of the Over-Allotment Option. In addition, the Company will grant the Agent, on date of Closing, non-transferable compensation options (the "Compensation Options") equal to 5% of the total number of Special Warrants under the Offering (including in respect of any exercise of the Over-Allotment Option).

Each Compensation Option will entitle the holder thereof to purchase one Unit (a "Compensation Option Unit") at an exercise price per Compensation Option Unit equal to the Offering Price for a period of 24 months after the date of Closing.

The Agent will receive an aggregate advisory commission equal to 2.0% of the gross proceeds from the Offering, including in respect of any exercise of the Over-Allotment Option. In addition, the Company will grant the Agent, on date of Closing, advisory options (the "Advisory Options") equal to 2% of the total number of Special Warrants under the Offering (including in respect of any exercise of the Over-Allotment Option). Each Advisory Option will entitle the holder thereof to purchase one Unit (an "Advisory Unit") at an exercise price per Advisory Unit equal to the Offering Price for a period of 24 months after the date of Closing.

If the Qualification Date occurs prior to the Agent exercising its Compensation Options or Advisory Options, each of Compensation Option and Advisory Option shall be exercisable to acquire one (1) Unit (or, if applicable, one-and-one-tenth (1.10) Units if a receipt for the Final Prospectus is not received 120 days following the Closing, and an additional 0.02 of a Unit for each additional 30 days thereafter prior to the Qualification Date).

The Company will use commercially reasonable efforts to obtain the necessary approvals to list the Common Shares, Warrant Shares, and Common Shares issuable on the exercise of the Compensation Option Units and Advisory Units on the Exchange on the date of Closing and the date of the issuance of the underlying Warrant Shares, respectively.

The Offering is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory and stock exchange approvals, including the approval of the Exchange, and the entering into of an agency agreement between the Company and the Agent. Closing of the Offering is expected to be on or about the week of March 5, 2021 (the "Closing").

The Company is continuously evaluating new opportunities that could include a joint venture, a disposal of the project or a sale of the Company. While various negotiations may be ongoing at any given time, these may or may not be successful. The Company considers opportunities where there is expected to be significant value to the shareholders. At this date, the Board of Directors have not approved any transaction, nor presented any potential transaction to the shareholders.

NEW ACCOUNTING STANDARD AND INTERPRETATION

Other accounting pronouncements with future effective dates are either not applicable or are not expected to have a material impact on the Company's condensed consolidated interim financial statements.

FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is summarized as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in bank accounts at a major bank in Canada. As most of the Company's cash is held by one bank there is a concentration of credit risk. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies. Credit risk is assessed as low.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.
Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to necessary levels of equity funding. Liquidity risk is assessed as high.

Foreign exchange risk
Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. As at January 31, 2021, there were $47,184 in US dollar denominated financial assets. Foreign currency risk is not significant.

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 not exposed to significant interest rate risks.

Capital Management
The Company's policy is, if permitted by market conditions, to maintain a strong capital base so as to support investor and creditor confidence and support future development of the business. The capital structure of the Company consists of equity, comprising share capital and reserves net of accumulated deficit. The Company is not subject to any externally imposed capital requirements. There has been no change in the Company's management of capital during the period ended January 31, 2021.

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

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 or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

RISKS RELATED TO THE COMPANY'S BUSINESS

Overview
Resource exploration is a speculative business and involves a high degree of risk. There is a significant probability that the expenditures made by the Company in the exploring its properties will not result in discoveries of commercial quantities of minerals. A high level of ongoing expenditures is required to locate and estimate ore reserves, which are the basis for further development of a property. Capital expenditures to attain commercial production stage are also very substantial.

The following sets out the principal risks to be faced by the Company:

Exploration Risks. The Company is seeking mineral deposits on exploration projects where there are not yet established commercial quantities. There can be no assurance that economic concentrations of minerals will be determined to exist on the Company's property holdings within existing investors' investment horizons, or at all. The failure to establish such economic concentrations could have a material adverse outcome on the Company and its securities. The Company's planned programs and budgets for exploration work are subject to revision at any time to take into account results to date. The revision, reduction or curtailment of exploration programs and budgets could have a material adverse outcome on the Company and its securities.

Market Risks. The Company's securities trade on public markets and the trading value thereof is determined by the evaluations, perceptions and sentiments of both individual investors and the investment community taken as a whole. Such evaluations, perceptions and sentiments are subject to change both in short-term time horizons and longer-term time horizons. An adverse change in investor evaluations, perceptions and sentiments could have a material adverse outcome on the Company and its securities. See "Share Price Volatility and Price Fluctuations" below.

Commodity Price Risks. The Company's exploration project seeks vanadium and uranium. An adverse change in these commodities' prices, or in investors' beliefs about trends in those prices, could have a material adverse outcome on the Company and its securities.

Aboriginal Accommodation Risks. Aboriginal title claims and rights to consultation and accommodation may affect our existing operations as well as potential development projects. Governments in many jurisdictions must consult with aboriginal peoples with respect to grants of mineral rights and the issuance or amendment of project authorizations. Consultation and other rights of aboriginal people may require accommodations, including undertakings regarding employment and other matters in impact and benefit agreements. This may affect our ability to assure within a reasonable time frame effective mineral titles in these jurisdictions, including in some parts of Canada in which aboriginal title is claimed, and may affect the timetable and costs of exploration and, if warranted, development of mineral properties in these jurisdictions. The risk of unforeseen aboriginal title claims also could affect existing exploration activities as well as potential development projects and possible future acquisitions. These legal requirements may affect our ability to expand or transfer existing projects or acquire possible new projects.

Financing Risks. Exploration and development of mineral deposits is an expensive process, and frequently the greater the level of interim stage success the more expensive it can become. The Company has no producing properties and generates no operating revenues; therefore, for the foreseeable future, it will be dependent upon either selling equity in the capital markets or obtaining funding partnerships with third parties to provide financing for its continuing substantial exploration budgets. While the Company has been successful in obtaining financing from the capital markets for its projects in recent years, there can be no assurance that the capital markets will support providing the financing needed to continue its exploration programs on favorable terms, or at all. Restrictions on the Company's ability to finance could have a material adverse outcome on the Company and its securities.

Share Price Volatility and Price Fluctuations. In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies, particularly junior mineral exploration companies like the Company, have experienced wide fluctuations which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that these price fluctuations and volatility will not continue to occur.

Competition. Significant and increasing competition exists for the limited number of mineral property acquisition opportunities available. As a result of this competition, some of which is with large established mining companies with substantial capabilities and greater financial and technical resources than the Company, the Company may be unable to acquire additional attractive mineral properties on terms it considers acceptable.

History of Net Losses; Accumulated Deficit; Lack of Revenue from Operations. The Company has incurred net losses to date. Its deficit as of January 31, 2021 was $7,465,235. The Company has not yet earned any ongoing revenue from the exploration activities on its properties, nor has the Company yet determined that commercial development is warranted on any of its properties. Even if the Company commences development of certain of its properties, the Company may continue to incur losses. There is no certainty that the Company will produce revenue, operate profitably or provide a return on investment in the future.

Environmental and Other Regulatory Requirements. The current or future operations of the Company, including development activities and commencement of production on its properties, require permits from various governmental authorities and such operations are and will be subject to laws and regulations governing prospecting, development, mining, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, safety and other matters. Companies engaged in the development and operation of mines and related facilities generally experience increased costs, and delays in production and other schedules as a result of the need to comply with applicable laws, regulations and permits. There can be no assurance that approvals and permits required to commence production on its properties will be obtained on a timely basis, or at all. Additional permits and studies, which may include environmental impact studies conducted before permits can be obtained, may be necessary prior to operation of the properties in which the Company has interests and there can be no assurance that the Company will be able to obtain or maintain all necessary permits that may be required to commence construction, development or operation of mining facilities at these properties on terms which enable operations to be conducted at economically justifiable costs.
Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations or extraction operations may be required to compensate those suffering loss or damage by the reason of such activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or abandonment or delays in development of new mineral exploration properties.
To the best of the Company's knowledge, it is currently operating in compliance with all applicable environmental regulations.

Uninsured Risks. The Company and its subsidiaries may become subject to liability for pollution, fire, explosion and other risks against which it cannot insure or against which it may elect not to insure. Such events could result in substantial damage to property and personal injury. A finding of liability against the Company in such circumstances would have material effect on the Company’s financial position.

Cyber Security Risks. As the Company continues to increase its dependence on information technologies to conduct its operations, the risks associated with cyber security also increase. The Company relies on management information systems and computer control systems. Business and supply chain disruptions, plant and utility outages and information technology system and network disruptions due to cyber-attacks could seriously harm its operations and materially adversely affect its operation results, Cyber security risks include attacks on information technology and infrastructure by hackers, damage or loss of information due to viruses, the unintended disclosure of confidential information, the issue or loss of control over computer control systems, and breaches due to employee error. The Company’s exposure to cyber security risks includes exposure through third parties on whose systems it places significant reliance for the conduct of its business. The Company has implemented security procedures and measures in order to protect its systems and information from being vulnerable to cyber-attacks. The Company believes these measures and procedures are appropriate. To date, it has not experienced any material impact from cyber security events. However, it may not have the resources or technical sophistication to anticipate, prevent, or recover from rapidly evolving types of cyber-attacks. Compromises to its information and control systems could have severe financial and other business implications.

COVID-19. Since March 2020, several measures have been implemented in Canada and the rest of the world in response to the increased impact from novel coronavirus (COVID-19). The Company continues to operate its business at this time. While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on business operations cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows in future periods.

OTHER MD&A DISCLOSURE REQUIREMENTS

Information Available on SEDAR
As specified by National Instrument 51-102, the Company advises readers of this MD&A that important additional information about the Company is available on the SEDAR website http://www.sedar.com/

Disclosure by Venture Issuer Without Significant Revenue
An analysis of the material components of the Company's general and administrative expenses is disclosed in the financial statements to which this MD&A relates. An analysis of the material components of the exploration and evaluation assets of the Company's mineral properties is disclosed in Note 4 to the financial statements.

OUTSTANDING SHARE DATA

At the date of this report there are 50,460,154 common shares issued and outstanding, 12,180,953 warrants, 13,939,394 special warrants and 3,678,568 stock options.

Vancouver, British Columbia — March 30, 2021

We recommend that users of this report read the below Cautionary Statements.

Cautionary Statements

This document contains "forward-looking statements" within the meaning of applicable Canadian securities regulations. All statements other than statements of historical fact herein, including, without limitation, statements regarding exploration plans, future possible exercise of warrants and our other future plans and objectives, are forward-looking statements that involve various risks and uncertainties. Such forward-looking statements include, without limitation (i) estimates of exploration investment and scope of exploration programs, and (ii) estimates of stock-based compensation expense. There can be no assurance that such statements will prove to be accurate, and future events and actual results could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from our expectations are disclosed in the Company's documents filed from time to time via SEDAR with the Canadian regulatory agencies to whose policies we are bound. Forward-looking statements are based on the estimates and opinions of management on the date the statements are made, and we do not undertake any obligation to update forward-looking statements should conditions or our estimates or opinions change except as required by law. Forward-looking statements are subject to risks, uncertainties and other factors, including risks associated with mineral exploration, price volatility in the mineral commodities we seek, and operational and political risks. Readers are advised not to place undue reliance on forward-looking statements.