WESTWARD GOLD INC. (FORMERLY IM EXPLORATION INC.)

MANAGEMENT'S DISCUSSION AND ANALYSIS ("MD&A")

FOR THE YEAR ENDED MARCH 31, 2022

Introduction

The following Management's Discussion and Analysis (**"MD&A"**) for Westward Gold Inc. (formerly IM Exploration Inc.) (the **"Company"** or **"Westward"** or **"WG"**) has been prepared to provide material updates regarding the business operations, liquidity, and capital resources of the Company for the fiscal year ended March 31, 2022 (**"Annual MD&A"**). Additional information relating to Westward is available under the Company's SEDAR profile at www.sedar.com.

This MD&A has been prepared in compliance with the requirements of Form 51-102F1, in accordance with National Instrument 51-102 – *Continuous Disclosure Obligations*. This MD&A should be read in conjunction with the audited consolidated annual financial statements of the Company for the fiscal years ended March 31, 2022 and 2021, together with the notes thereto. Dollar figures are reported in Canadian dollars, unless otherwise noted. The results for the year ended March 31, 2022 are not necessarily indicative of the results that may be expected for any future periods. Information contained herein is presented as at July 26, 2022, unless otherwise indicated.

The audited consolidated financial statements for the year ended March 31, 2022, have been prepared using accounting policies consistent with International Financial Reporting Standards (**"IFRS"**) as issued by the International Accounting Standards Board (**"IASB"**). These consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will continue in operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business. Realization values may be substantially different from carrying values as shown, and the financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern.

The mineral properties of the Company are in the exploration stage and, as a result, the Company has no source of operating cash flow. The exploration and development of the Company's properties depend on the ability of the Company to obtain financing.

The Company's future viability will depend upon its ability to secure financing for ongoing exploration activities at its current mineral properties, or the acquisition and financing of any additional mineral properties. If these mineral properties are to be successful, additional funds will be required for development and, if warranted, to place them into commercial production. The sources of future funds presently available to the Company are through the issuance of common shares or through the sale of an interest in any of its properties or assets in whole or in part. The ability of the Company to arrange such financing or the sale of an interest will depend, in part, on prevailing market conditions as well as the business performance of the Company. These events and conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. There can be no assurances that the Company will be successful in its efforts to arrange the necessary financing, if needed, on terms satisfactory to the Company. If additional financing is arranged through the issuance of shares, control of the Company may change, and shareholders may suffer significant dilution.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of Westward's common shares; or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Caution Regarding Forward-Looking Statements

This MD&A contains certain forward-looking information as defined in applicable securities laws (collectively referred to herein as **"Forward-looking Statements"**). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are Forward-looking Statements. Often, but not always, Forward-looking Statements can be identified by the use of words such as "plans", "expects", "budgets", "scheduled", "estimates", "continues", "forecasts", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. The Forward-looking Statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statements.

Forward-looking Statements	Assumptions	Risk Factors
The Company's business objectives and exploration programs for fiscal 2022, including further work at the Toiyabe, Turquoise Canyon, and East Saddle properties, and evaluation of other mineral exploration opportunities.	The operating activities of the Company will be consistent with the Company's current expectations; the Company will be successful in planning and executing its objectives, including its exploration program.	Changes in economic and financial market conditions and metals prices; difficulties in completing objectives in a timely manner or at all; risks associated with mineral exploration, including First Nations consultation and objections, and challenges in finding suitable properties.
The Company will be required to raise additional capital in order to meet its ongoing operating expenses and complete its planned exploration activities at the Toiyabe, Turquoise Canyon, and East Saddle Properties (as defined herein).	The operating and exploration activities of the Company, and the costs associated therewith, will be consistent with the Company's current expectations; equity markets, exchange and interest rates and other applicable economic conditions are favourable to the Company.	Volatility in equity markets; timing and availability of external financing on acceptable terms; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions.
Management's outlook regarding future trends and future uses of cash.	Financing will be available for the Company's exploration and operating activities; the price of metals will be favourable.	Metal price volatility; volatility in equity markets; changes in economic conditions.

Inherent in Forward-looking Statements are risks, uncertainties, and other factors beyond the Company's ability to predict or control. Please also refer to those risk factors disclosed in the "Risks and Uncertainties" section in the Annual MD&A. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the Forward-looking Statements herein, and that the assumptions underlying such statements may prove to be incorrect.

Forward-looking Statements in this MD&A involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by Forward-looking Statements. All Forward-looking Statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on Forward-looking Statements. The Company undertakes no obligation to update publicly or otherwise revise any Forward-looking Statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more Forward-looking Statements, no inference should be drawn that it will make additional updates with respect to those or other Forward-looking Statements, unless required by law.

Description of Business

The Company was incorporated under the name "Prize Exploration Inc." pursuant to the Canada Business Corporations Act on April 19, 2017. The Company's registered office and head office is located at 1055 West Georgia Street, Suite 1500, Vancouver, BC, V6E 4N7. On February 14, 2019, the Company changed its name from Prize Exploration Inc. to IM Exploration Inc. On October 5, 2021, the Company changed its name from IM Exploration Inc. to Westward Gold Inc.

The Company's principal business carried on and intended to be carried on is mineral exploration. The Company focused initially on the exploration and development of the Mulloy Property located in Rowlandson Township, Porcupine Mining Division, District of Cochrane, Ontario, and now is primarily focused on the exploration and development of the Toiyabe Gold Property located in Lander County, Nevada, USA, the Turquoise Canyon Property located in Lander County, Nevada, USA, and the East Saddle Property located in Lander County, Nevada, USA (the four (4) properties herein collectively referred to as the **"Properties"**).

On December 9, 2020, the Company staked a total of 104 cells adjoining the Mulloy Property, covering approximately 2,160 hectares. These claims included significant gold anomalies from the historical Auden property, which was owned by GTA Resources and Mining Inc. until 2018.

On April 21, 2021, the Company, Starcore International Mines Ltd. (TSX: SAM) (**"Starcore"**), and Minquest Ltd. (**"Minquest"**) entered into a binding agreement (the **"Assignment Agreement"**), whereby the Company assumed Starcore's obligations and rights to acquire a 100% interest in the Toiyabe Property from Minquest.

On June 2, 2021, the Company purchased Golden Oasis Exploration (**"GOE"**), a private Nevada-incorporated company, from American Consolidated Minerals Corp., a wholly-owned subsidiary of Starcore, for US$100,000 ($121,453) in cash. GOE holds the exploration permits and a reclamation bond with the U.S. Bureau of Land Management (**"BLM"**) with respect to the Toiyabe Property.

On July 5, 2021, the Company completed the acquisition of Momentum Minerals Ltd. (**"Momentum"**), a company incorporated under the laws of the Province of British Columbia, Canada, pursuant to the terms of the amalgamation agreement dated June 16, 2021, amongst the Company, the Company's wholly-owned subsidiary, 1307605 B.C. Ltd. (**"WG Subco"**), incorporated for the purpose of completing the acquisition, and Momentum (the **"Momentum Transaction"**). Momentum (now a WG subsidiary) is earning into a 100% ownership position in the Turquoise Canyon Property through an option agreement with First Mining Gold Corp. (**"First Mining"**). The Turquoise Canyon Property is contiguous with, and immediately east of, the Company's Toiyabe Property. Momentum, through its wholly-owned subsidiary Turquoise Canyon Corp. (**"TCC"**), also has a 100% ownership position in nine unpatented mining claims situated between the Turquoise Canyon Property and the Toiyabe Property (the **"Momentum Claims"**). The Momentum Claims are not subject to any future obligations related to the option agreement with First Mining.

The Momentum Transaction was completed by way of a three-cornered amalgamation under the *Business Corporation Act* (British Columbia) amongst the Company, Momentum and WG Subco. Pursuant to the Momentum Transaction, Momentum amalgamated with WG Subco and the holders of shares of Momentum received 0.6 of a common share of WG for every one Momentum common share. The Company issued 19,817,400 common shares to shareholders of Momentum as consideration for all of the outstanding Momentum shares pursuant to the Momentum Transaction. The amalgamated company (operating as Momentum Minerals Ltd.) became a wholly-owned subsidiary of the Company. The Company also issued 240,000 replacement options to a Momentum option holder, allowing such holder to purchase the Company's common shares at a price of $0.167 up until April 14, 2026. No finder's fees were paid in connection with the Momentum Transaction.

On December 21, 2021, the Company acquired the East Saddle Property through the staking of 101 unpatented mining claims registered with the BLM. The East Saddle Property lies immediately south of, and contiguous with, both the Toiyabe Property and the Turquoise Canyon Property. Of the 101 total claims, 83 fall within a defined area of interest as it relates to the Toiyabe Property (the **"Toiyabe AOI"**). Per the option agreement between Westward and Minquest, the claims within the Toiyabe AOI have been registered under Minquest ownership and are subject to the same terms and conditions as the Toiyabe Property. The 18 remaining claims are 100% owned by the Company and registered under its wholly-owned U.S. subsidiary TCC.

From time to time the Company may also evaluate other mining properties and opportunities.

Overall Performance and Outlook

The Company has no sources of revenue, so its ability to ensure continuing operations is dependent on it completing the acquisition of its mineral property interests, its ability to obtain necessary financing to complete exploration activities thereon, and ultimately, development of, and future profitable production from, its mineral property interests.

As at March 31, 2022, the Company had working capital of $2,563,609 (2021 – $1,189,965). The Company had cash and cash equivalents of $2,525,682 (2021 - $1,191,299). Working capital and cash and cash equivalents increased during the year ended March 31, 2022, primarily due to cash raised in recent financings.

The Company believes that it has sufficient capital to meet its ongoing operating expenses, and to continue exploring the Properties; however, additional funding will be required to complete all of its near-term work plans (including drilling). Management may increase or decrease budgeted expenditures depending on exploration results and the general economic environment. See "Liquidity and Capital Resources" below.

On April 21, 2021, the Company issued 4,100,000 common shares at a price of $0.24 per common share to Starcore, as consideration for them entering into the Assignment Agreement on the Toiyabe Property.

On May 12, 2021, certain warrant holders exercised 347,000 warrants, each entitling the holder to receive one common share of the Company, at an exercise price of $0.10 per common share, for proceeds to the Company of $34,700, and accordingly, the Company reallocated $18,218 of reserves to share capital.

On July 5, 2021, the Company issued 19,817,400 common shares valued at $4,062,567 pursuant to the Momentum Transaction.

On August 20, 2021, the Company issued 310,889 common shares valued at $48,188 to complete its second anniversary payment to First Mining pursuant to its option agreement on the Turquoise Canyon Property.

On February 28, 2022, the Company completed a non-brokered private placement by issuing 20,684,636 units at a price of $0.12 per unit, for gross proceeds of $2,482,156. The intended use of proceeds was primarily funding the inaugural 4,000m RC drill campaign scheduled to begin in June 2022. Funds will also be used for general working capital requirements and corporate overhead. Each unit was comprised of one common share and one common share purchase warrant, with each warrant entitling the holder to purchase one additional common share for 36 months from the closing date of the private placement, at an exercise price of $0.20 per common share. The Company can accelerate the expiry of the warrants if the closing price of the common shares on the CSE exceeds $0.40 for 10 consecutive trading days at any time after the four-month anniversary of the issuance. The warrants will expire 30 business days following the date a press release is issued by the Company announcing the accelerated warrant term. No value has been allocated to the warrants issued.

The Company's current primary business objective is to explore the Toiyabe Property, the Turquoise Canyon Property, and the East Saddle Property. The Company, Starcore, and Minquest entered into the Assignment Agreement on April 21, 2021, whereby the Company assumed Starcore's obligations and rights to acquire a 100% ownership interest in the Toiyabe Property from Minquest (see "Exploration and Properties" below). The Company completed the Momentum Transaction on July 5, 2021, through which it acquired the option to earn in to a 100% ownership interest in the Turquoise Canyon Project pursuant to an option agreement with First Mining. The Company acquired the East Saddle Property through the direct staking of 101 unpatented mining claims; of the 101, 18 are currently 100% owned by Westward, with the Company having the right to acquire a 100% ownership in the remaining 83 by satisfying the remaining obligations due under the Toiyabe option agreement.

The Company also has an option to acquire a 90% undivided interest in the Mulloy Property in Ontario, Canada, by making certain payments and completing a feasibility study (see "Exploration and Properties" below).

The Company completed permitting for the Mulloy Property in September 2019 and may conduct further exploration at the Company's discretion. In addition, the Company may seek to acquire additional exploration-stage properties should a property of interest become available to it and in the context of its capital resources and constraints.

Exploration and Properties

Toiyabe Property

The company's Toiyabe Property consists of 165 unpatented mining claims covering approximately 1,340 hectares of land administered by the BLM. It sits along the Battle Mountain-Eureka Trend, 125 kilometers south-southwest of the city of Elko, Nevada, and approximately 10 kilometers southwest of Barrick Gold Corp.'s Cortez Hills Mine. Exploration activities at the Toiyabe Property date back to 1964, with more recent drill campaigns culminating in an historical Indicated gold resource of 173,562 ounces at 1.2 grams per tonne *(Source: NI 43-101 Technical Report, American Consolidated Minerals Corporation, Prepared by Paul D. Noland, P. Geo., May 27, 2009 (the **"2009 Technical Report"**). A qualified person has not done sufficient work to classify the historical estimate at Toiyabe (the **"Historical Estimate"**) as current mineral resources and Westward is not treating the Historical Estimate on Toiyabe as a current mineral resource, as defined in National Instrument 43-101 – Standards of Disclosure for Mineral Projects (**"NI 43-101"**). The Historical Estimate was calculated using mining industry standard practices for estimating Mineral Resource and Mineral Reserves (2005) which was prior to the implementation of the current CIM standards for mineral resource estimation (as defined by the CIM Definition Standard on Mineral Resources and Ore Reserves dated May 10, 2014). The key assumptions, parameters and methods used to prepare the Historical Estimate on Toiyabe are described in the 2009 Technical Report. While Westward considers the Historical Estimate on Toiyabe disclosed in this MD&A to be relevant to investors, it cautions readers that it should not be unduly relied upon in drawing inferences on the mineralization on Toiyabe, as additional work is required to upgrade or verify the Historical Estimate as a current mineral resource. This additional work includes (but may not be limited to): re-sampling and re-assaying of available core and/or pulps, verification of assay certificates and digital assay data, verification of select drill hole collars, review and verification of drill hole geologic logs versus the preserved core and RC cuttings, incorporation of AuCN assays to provide a general understanding of oxide presence, review and verification of mineralization controls and modelling techniques.).*

In conjunction with Westward's assumption of Starcore's option to acquire a 100% ownership position in the Toiyabe Property, the Company also assumed control of a storage facility near Reno, Nevada, which houses legacy core and chip samples collected by previous operators. Through its data compilation and inventory efforts, the Company identified approximately 9,000 feet (2,750 meters) of diamond drill core and 30,000 feet (9,150 meters) of reverse circulation chip samples that have been well maintained in storage.

The Company engaged TerraCore Geospectral Imaging, a world leader in hyperspectral imaging technology, to conduct a full analysis of the available legacy core and chip samples from the Toiyabe Property, including high-resolution RGB (true colour) and infrared hyperspectral imagery. The resulting data aided in identifying stratigraphy, alteration, mineral presence, mineral chemistry and mineral grain size. It has also been used as a comparative tool to infer any potential similarities to the many well-understood deposits in the district. In conjunction with the existing assay data, the information guided 3-D modelling efforts and improved the Company's drill target identification.

This asset of the Company consists of its option to acquire a 100% undivided interest in the Toiyabe Property. Starcore assigned all of its rights and obligations under its previous option agreement with Minquest to the Company as per the terms of the Assignment Agreement. Following the assignment, the Company has the right to acquire a 100% ownership position in the Toiyabe Property, subject to a 3.0% net smelter revenue royalty (**"NSR"**) to be retained by Minquest, up to half of which (1.5%) can be bought back by the Company for US$2,000,000 per 1.0%.

As consideration for the assignment of Starcore's option to acquire the Toiyabe Property, the Company made cash and share payments to Starcore in the following amounts:

- US$150,000 ($188,505) in cash, paid upon closing of the Assignment Agreement;
- 4,100,000 common shares in the capital of the Company, issued upon closing of the Assignment Agreement (valued at $984,000). The common shares issued to Starcore were subject to a contractual escrow period of 12 months following the

date of issuance, with 25% being released every three months, with the first release having occurred three months after the closing of the transaction.

Following closing of the Assignment Agreement and payments as described above, the Company will have the option to exercise its right to earn a 100% ownership position in the Toiyabe Property by making the following cash payments to Minquest (for an aggregate total of US$760,000):

- US$100,000 ($121,800) on May 31, 2021 (paid);
- US$120,000 ($153,302) on or before October 15, 2021 (paid);
- US$140,000 on or before October 15, 2022 (see below);
- US$400,000 on or before October 15, 2023.

On May 5, 2022, the Company executed an amending agreement to revise the terms of the US$140,000 cash option payment (due on or before October 15, 2022) as follows:

- US$35,000 in cash due on or before October 15, 2022 (paid)
- US$105,000 in common shares of the Company, to be issued following execution of the Amendment (issued)

As of March 31, 2022, the Company had a reclamation bond for the Toiyabe Property of US$131,432 ($164,021), held with the BLM through the Company's wholly-owned subsidiary GOE.

On December 16, 2021, the Company provided an update on the results of an extensive technical review of historical drill data at its Toiyabe Property. The historical information analyzed during this review, in combination with field activities carried out by the Company in recent months, have provided the foundation for Westward's targeting efforts and a maiden drill campaign slated to begin in June of 2022 (described in further detail below).

The review of historical drill data was led by Steven Koehler, a member of the Company's Technical Advisory Committee, and Dave Browning, Vice President of Exploration. Mr. Koehler is an exploration geologist with extensive experience working along the Battle Mountain – Eureka Trend, and has been involved in 11 Carlin-type gold discoveries, including nearby Cortez Hills.

The review covered over 30 years of exploration data from 6 previous operators, and results demonstrated widespread near-surface gold mineralization. The Company's maiden drill campaign will focus on underexplored areas, including testing potential lateral extensions of the 173koz Historical Estimate at the Courtney Zone, which has seen the bulk of drilling activities to date.

Given the substantial amount of historical drill holes across the property for which data was available (~350), results have been evaluated using grade thickness (expressed in gram-meters). This metric is an effective tool when dealing with a large number of intersections over many holes, as it accounts for both higher-grade, narrower intervals, as well as lower-grade, wider intervals. Westward's technical team calculated grade thickness and mapped results across the Toiyabe Property to highlight significant mineralization trends, and to help identify potential new zones of open mineralization.

Historical Review Sources: NI 43-101 Technical Report, IM Exploration Inc., Prepared by Donald E. Cameron, P.Geo., August 5, 2021; Toiyabe data room and drill log files inherited from previous operators. The Company and its qualified person have relied on third-party data during its review of the information presented herein, and while it believes the information to be relevant to investors, it cautions readers that it should not be unduly relied upon in drawing inferences on the mineralization at Toiyabe, as additional work is required to confirm drill intercepts and/or soil samples, including (but not limited to): re-sampling and re-assaying of available core and/or pulps, verification of assay certificates where available, review and verification of drillhole geologic logs versus the preserved core and RC cuttings.

Review Highlights:

- Large areas of open mineralization identified outside of the Historical Estimate at the Courtney Zone
- Understanding of lithologic/stratigraphic and structural controls on mineralization has led to the identification of step-out drill targets

- Completion of a drill hole grade-thickness contour map which contributed to the identification of E-W and NW-SE trends of mineralization at Toiyabe
- Open mineralization will be tested in step-out drilling

Grade Thickness Highlights:

- 346 holes were evaluated; mineralization remains open in all directions and at depth
- 45 holes identified with > 0.14 g Au/t beginning at the current topographic surface
- 271 holes of >1 gram-meters (78% of total holes intersected anomalous gold)
- 97 holes of >10 gram-meters (36% of mineralized holes / 28% of all holes)

Notable Near-Surface Intersections:

The following intersections represent near-surface mineralization discovered in early drilling efforts from previous operators. Subsequent drilling confirmed the shallow mineralization, while also identifying a second deeper mineralized zone.

- DH88-280: 16.8m @ 3.5 g Au/t, from a depth of 10.6m (incl. 10.7m @ 5.4 g Au/t)
- DH88-296: 19.8m @ 4.03 g Au/t, from surface (incl. 13.7m @ 5.54 g Au/t)
- DH88-369: 27.4m @ 2.6 g Au/t, from a depth of 41.2m (incl. 9.1m @ 7.29 g Au/t)
- DH88-373: 67.1m @ 0.88 g Au/t, from surface (incl. 21.3m @ 2.1 g Au/t)
- DTY008: 22.9m @ 1.62 g Au/t, from 103.6m (incl. 15.2m @ 2.20 g Au/t)
- DTY020: 15.2m @ 0.72 g Au/t from surface, and 36.6m @ 1.12 g Au/t from a depth of 19.8m
- T-603: 18.3m @ 4.47 g Au/t, from a depth of 38.1m (incl. 6.1m @ 12.85 g Au/t)
- T-706C: 16.8m @ 3.66 g Au/t, from a depth of 47.2m (incl. 7.6m @ 7.37 g Au/t)
- T-706C: 9.1m @ 9.18 g Au/t, from a depth of 71.6m (incl. 3.1m @ 26.4 g Au/t)
- T-719: 27.4m @ 2.21 g Au/t, from a depth of 45.7m (incl. 9.1m @ 5.45 g Au/t)
- T-722: 10.7m of 3.68 g Au/t, from surface (incl. 1.5m @ 21.8 g Au/t)

A review of drill assays and logs confirmed near-surface and at-depth mineralization in several holes. Anomalous gold is often associated with structures, particularly at the contact between the Devonian Wenban and Silurian Roberts Mountains Formations. This contact is interpreted as a low-angle thrust fault, a compressional feature observed in many Carlin-type deposits. The contact zone is largely untested in areas outside of the Historical Estimate footprint.

Recently-collected induced polarization (**"IP"**) data across the Toiyabe Property shows high-chargeability anomalies around the Historical Estimate at the Courtney Zone. These anomalies are also present to the west (California Target Zone) and coincide with anomalous gold-in-soil samples. The Toiyabe Hills fault (the **"TH Fault"**) is adjacent to a graben structure with similar chargeability values as the known mineralized zones.

2022 Drilling Campaign:

In June of 2022, Westward launched its inaugural drill campaign at the Toiyabe Property, designed to test potential lateral extensions of gold mineralization to the west, south, southeast and east of the Historical Estimate. The program – which was completed prior to the effective date of this MD&A – tested 13 individual drillhole sites for a total of approximately 4,000 meters.

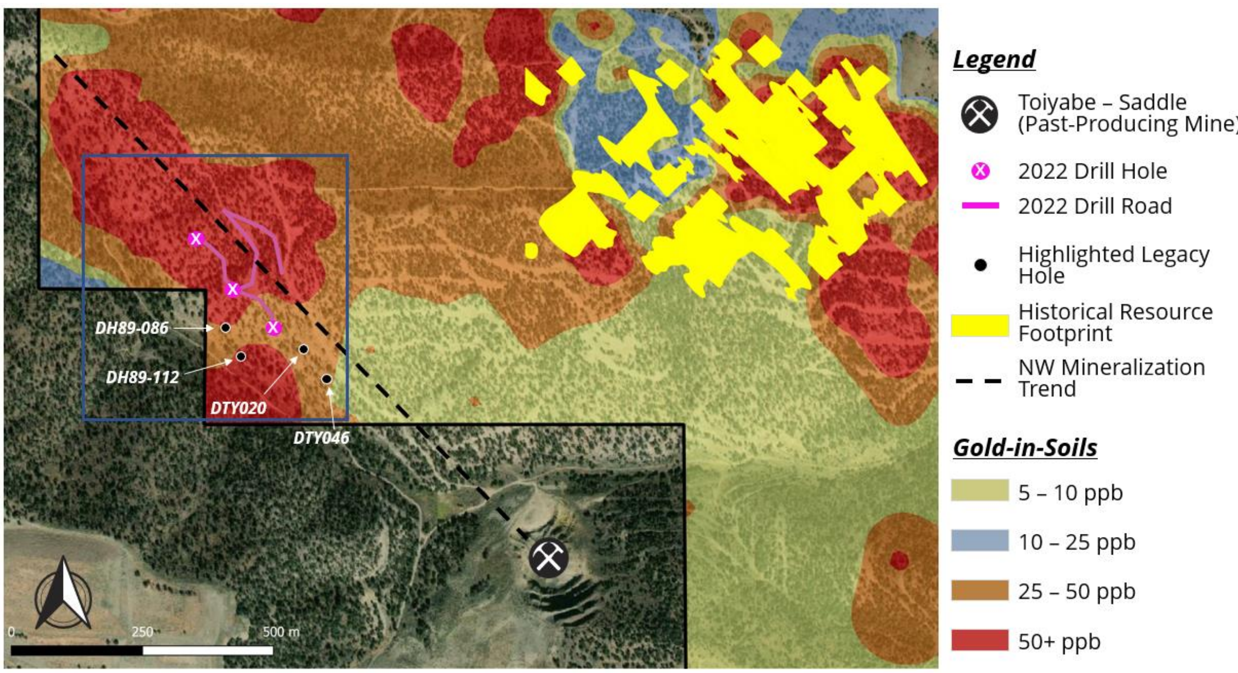
Westward implemented a best-practices quality assurance and quality control (QAQC) program; sampling occurred on 5-foot intervals, with standards, duplicates, or blanks inserted every 50 feet / 10 samples. Assays are being conducted by ALS Ltd. and will consist of fire assay / ICP (Au – ICP21) for gold and four acid / ICP-MS (ME-MS61) for geochemistry. In addition, all drillholes have been surveyed for deviation via north-seeking gyro surveys. The deviation surveys provide accurate data about the true inclination and azimuth of the drill hole. Obtaining an accurate survey of the drill holes will result in a better contextual understanding of the drill samples, and a more robust 3D geological model.

Samples are currently being tested by ALS Ltd. and the Company expects to receive assay results in late August and into September. The target zones which were the focus of the campaign (and developed through previous data compilation, analysis, and fieldwork) are highlighted below.

California Target Zone

The California Zone, to the west of the Historical Estimate, corresponds with northwest/southeast trending gold-in-soil anomalies and lies a short distance away from the past-producing Toiyabe-Saddle Mine (see Figure 1 below). This northwest trend of mineralization is repeated across Westward's land package, including eastwards onto Turquoise Canyon. This area has also shown elevated arsenic and mercury-in-soils, corresponding with the anomalous gold values; these are important pathfinder elements for many Carlin-type gold deposits.

Figure 1: 2022 Drilling - California Target Zone

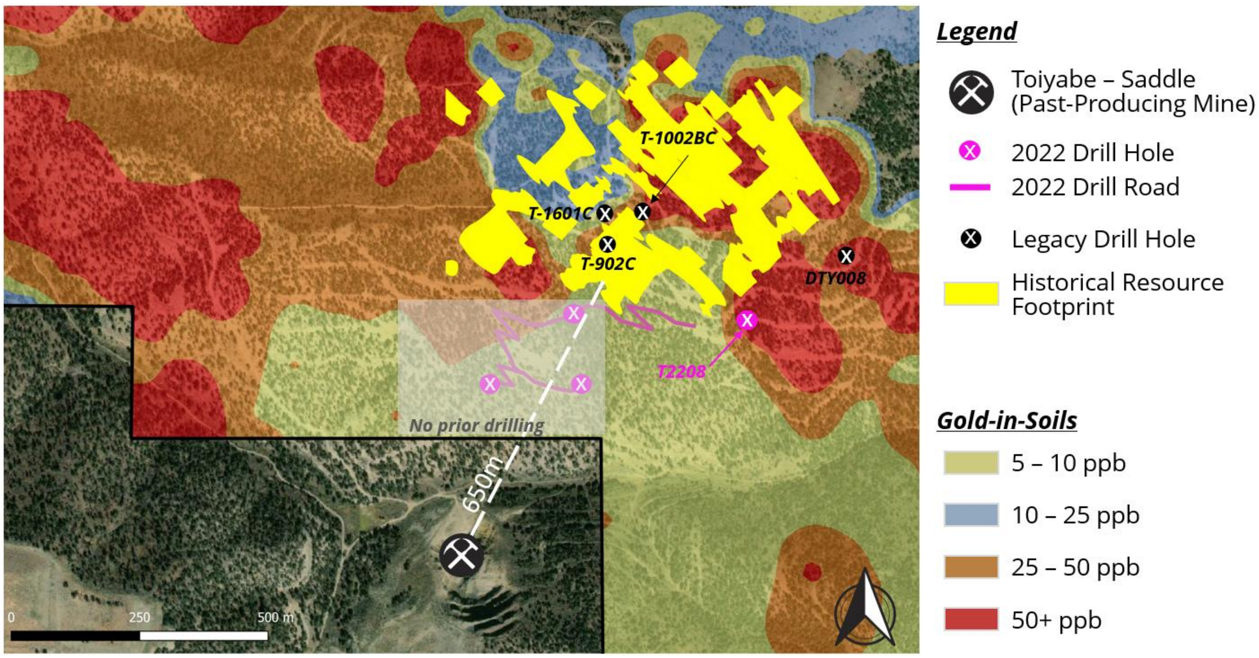


Drilling tested deeper zones of gold mineralization indicated by previous drilling (refer to "Historical Review Sources" note above) but not adequately explored. Of the 16 legacy holes found in the Company's review of past operator logs (within the ~500 square meter blue box in Figure 1 above), the average depth was approximately 85 meters, with no modern drilling. Shallow, anomalous gold intercepts above the current oxide cut-off grade of 0.14 g Au/t have been identified in legacy holes; these include 10.7m of 1.64 g Au/t from a depth of 18m (DH89-086), 6.1m of 1.29 g Au/t from a depth of 35m (DH89-112), 36.6m of 1.12 g Au/t from a depth of 20m, including 9.1m of 2.94 g Au/t from a depth of 44m (DTY020), and 24.4m of 0.54 g Au/t from a depth of 43m (DTY046). There is also evidence for anomalous mineralization at depth, which has been historically underexplored, as shown in DTY020 with 6.1m of 1.16 g Au/t from a depth of 162m.

Toiyabe-Saddle Down-dip (**"TSD"**) Target Zone

The TSD Zone is situated to the south of the Historical Estimate, between the northernmost open pit at the past-producing Toiyabe-Saddle Mine and the Historical Estimate. Four holes were drilled in the area, with one (T2208) being situated ~350 meters to the east. There is very limited prior drilling near the ~650m direct line between the Historical Estimate and open pit, and zero holes in the grey shaded box shown in Figure 2 below.

Figure 2: 2022 Drilling - TSD Target Zone



One of the main drivers of exploration targeting in the TSD Zone was testing a major deformation zone / blind thrust fault in the Wenban Formation, a favourable carbonate unit and documented gold host at the nearby Pipeline, Cortez Hills and Goldrush deposits. Data compilation and analyses by Westward over the winter months – including relogging of legacy drillholes, integration of hyperspectral core imaging, and 3D modeling – led to the identification of this deformation zone (thereafter referred to as the **"SSD Zone"**). Based on the available evidence, it is now believed that the SSD Zone dips from the southwest to the northeast, approaching the surface as it moves towards the past-producing mine, and deeper towards the Historical Estimate. Recent geological surface mapping has also unveiled several northeast-striking igneous dike-filled fault corridors across the property, including at the TSD Zone; these rocks are clay-altered and oxidized.

In addition to the altered igneous corridors in the area, hydrothermal calcite is also abundant in proximity to the planned TSD Zone drilling. The calcite observed was deposited via fluid transport, as opposed to being depositional; this is common in Carlin-type systems when limestone at depth is stripped of calcite by fluids (a process known as decalcification), thus creating pore space for gold. The calcite is brought up to the surface and produces distinctive banded deposits. Decalcification has been consistently observed at depth throughout the current drill campaign.

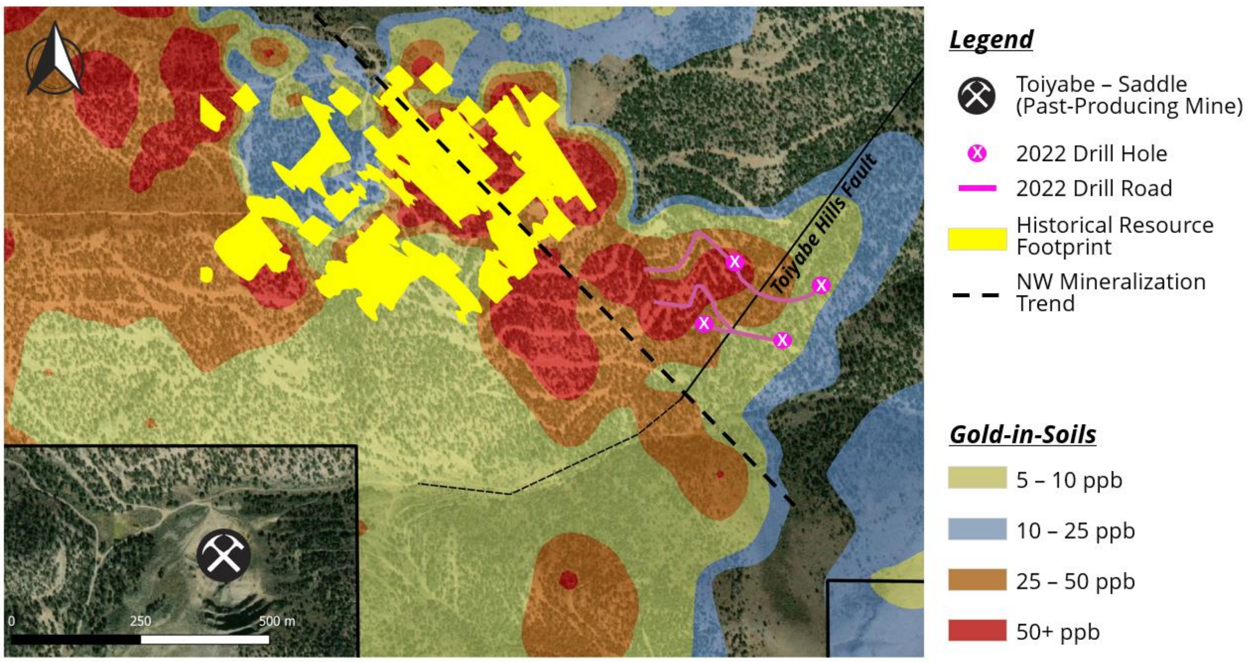
Very few holes in previous drill campaigns (refer to "Historical Review Sources" note above) reached a sufficient depth to properly test the SSD Zone (only 16% of all legacy holes identified on the property reached 180+ meters). Three notable holes (refer to Figure 2 above) within the footprint of the Historical Estimate intersected thick, tabular, disseminated gold developed in the SSD Zone, which occurred at a similar depth horizon indicating lateral continuity. These intervals are beneath the Historical Estimate and did not contribute to the estimated tonnage and grade at that time.

- T-902C: 42.7m @ 1.37 g Au/t (from 267m depth)
- T-1002BC: 33.8m @ 1.16 g Au/t (from 292m depth)
- T-1601C: 25.9m @ 1.01 g Au/t (from 278m depth)

<ins>Toiyabe Hills North & Toiyabe Hills South Target Zones</ins>

The Toiyabe Hills North (**"THN"**) and Toiyabe Hills South (**"THS"**) Zones are situated to the east and southeast of the Historical Estimate, respectively, approaching the boundary between the Toiyabe and Turquoise Canyon Properties. Four drillholes were completed at the THN Zone and were collared in gold-in-soil anomalies (see Figure 3 below), which trend southeast from the Historical Estimate; this mineralization trend is also present at the California Zone and is repeated across the Company's ~39 square kilometer land package. Two holes were completed at the THS Zone (not shown in Figure 3), southwards along the trace of the TH Fault, a key feature which influenced target selection. The target areas have shown elevated arsenic and mercury-in-soils (12 samples spaced 100 meters apart): arsenic – ranging from 23ppm to 210ppm; mercury – ranging from 90ppb to 220ppb. These elements are commonly associated with Carlin-type gold deposits in the region.

Figure 3: 2022 Drilling – Toiyabe Hills North Target Zone



The TH Fault is a dike-filled structural corridor, and is pervasively altered along the ~1.8km northeast strike length identified to date (~90m wide). The TH Fault was first identified and mapped as part of Westward's 2021 field program, and based on the Company's review of available historical data, it was not tested in prior drill campaigns. Jasperoid (decalcified and silica-enriched lower-plate carbonate rock) is present along the fault strike; this alteration feature is commonly associated with Carlin-type gold deposits.

It is believed that the TH Fault extends northeast from the northernmost open pit at the past-producing Toiyabe Saddle Mine, and the structure (referred to in the context of that mine as the "401 Fault") was a key mineralization control for that deposit, and the fluid pathway controlling the observed igneous dikes and Carlin-style alteration. The most recent induced-polarization study completed in 2021 identified anomalies which suggest the TH Fault / 401 Fault also intersects faults associated with the Historical Estimate. Investigating this structure – which may have played a vital role in the deposition of gold in the broader area – was one of the main goals of Westward's 2022 drill campaign, and findings will inform future targeting efforts.

Turquoise Canyon Property

On June 16, 2021, the Company entered into an agreement to acquire an option on the Turquoise Canyon Property through its acquisition of 100% of the common shares of Momentum, by way of an amalgamation between the Company's WG Subco and Momentum.

The underlying option agreement with First Mining gives the Company the right to acquire a 100% interest in the Turquoise Canyon Property, comprised of 188 unpatented mining claims located in Lander County, Nevada. The agreement has a maximum term of 4 years from the date of signing, being August 20, 2019.

In consideration for the option, the Company is required to pay First Mining up to $500,000, payable as follows:

- $25,000 in cash within 30 days from the date of execution (paid);
- 10% of the then-outstanding common shares of Momentum, to be included towards the second anniversary payment on August 20, 2021 (issued 1,000,000 common shares at a deemed value of $100,000);
- $50,000 in cash or common shares on or before August 20, 2020 (issued 500,000 common shares of Momentum at a fair value of $50,000);
- $150,000 in cash or common shares on or before August 20, 2021 (previously issued 1,000,000 common shares of Momentum at a deemed value of $100,000; issued an additional 310,889 common shares of the Company at a fair value of $48,188[(1)]);
- $137,500 in cash or common shares on or before August 20, 2022;
- $137,500 in cash or common shares on or before August 20, 2023.

(1) Share-based payments pursuant to the option agreement are calculated based on a trailing 30-day volume-weighted average price of common shares traded on the Canadian Securities Exchange (**"CSE"**), hence there may be a discrepancy between deemed value paid to First Mining and fair value at the time of payment.

The Company is also required to pay all mining claim maintenance fees with respect to the Turquoise Canyon Property and incur a minimum of $750,000 in exploration expenditures as follows:

- $50,000 by August 20, 2020 (incurred);
- An additional $100,000 by August 20, 2021 (incurred); and
- An additional $600,000 by August 20, 2023.

The property is subject to a 2.0% NSR, payable to First Mining. The Company may repurchase half (1.0%) of the NSR for $1,000,000 up until the first anniversary of the commencement of commercial production.

In addition to the 188 unpatented mining claims covered by the option agreement with First Mining, the Company also has a 100% ownership position in nine unpatented mining claims adjacent to the Turquoise Canyon Property; those claims are herein referred to as the Momentum Claims. The Momentum Claims were staked by then-Momentum subsidiary TCC prior to Momentum's acquisition by the Company and are not subject to any future obligations related to the option agreement with First Mining. For reporting purposes, costs related to the Momentum Claims (capitalized or otherwise) are included in the Turquoise Canyon Property.

East Saddle Property

On December 21, 2021, the Company expanded its fully-contiguous land package in Nevada, through the staking of an additional 101 unpatented mining claims; this block was subsequently named the East Saddle Property. The East Saddle Property is adjacent to, and immediate south of, the Company's Toiyabe Property and Turquoise Canyon Property. Following the acquisition, the combined landholdings of Westward along the Battle Mountain – Eureka Trend totaled approximately 3,830 hectares, representing an increase of approximately 27%.

Of the 101 total claims which make up the East Saddle Property, 83 of them lie within an area of interest (the **"AOI Claims"**) as defined in the Toiyabe option agreement between the Company and Minquest. As a result, the AOI Claims have been registered under Minquest ownership, up until the Company's obligations under the option agreement have been satisfied. The remaining 18 claims are 100% owned by the Company and were registered under Westward subsidiary TCC.

East Saddle Property Acquisition: Strategic Rationale

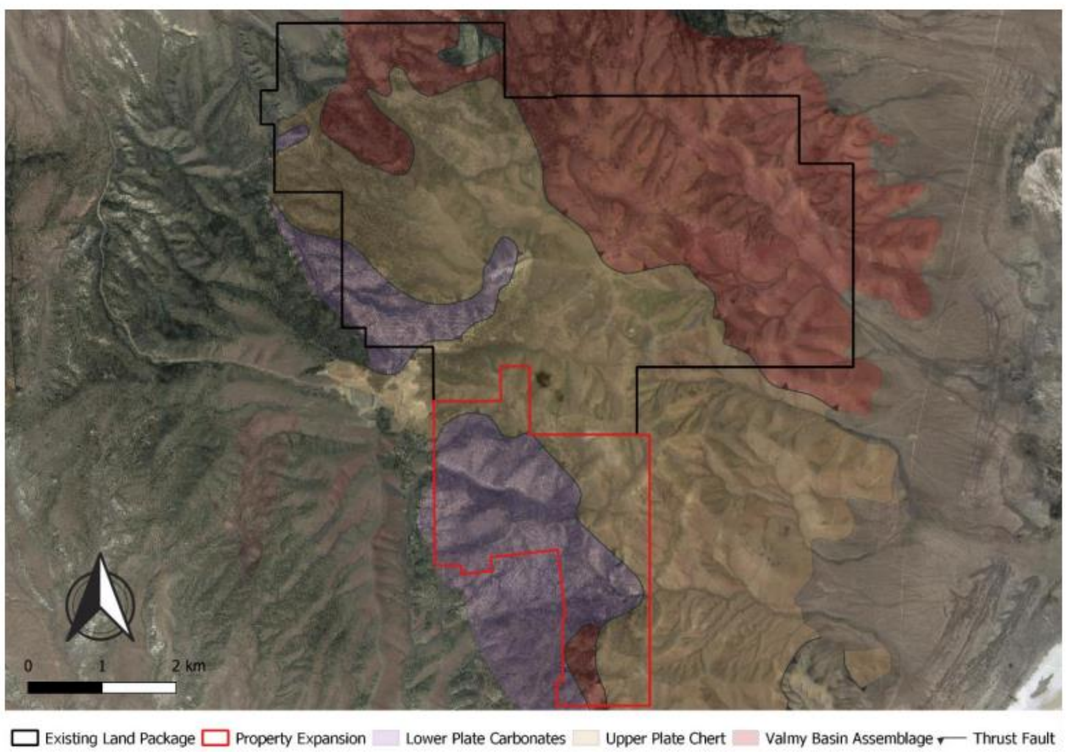
The addition of the East Saddle Property was identified as a strategic priority by the Company's Technical Advisory Committee, and was based on:

- Takeaways from the review of new and historical technical information related to the nature of the mineralizing structures and geological features in the area

- Recommendations following a multi-day site visit conducted in October of 2021 by Dave Browning (VP Exploration), David Kelley (Board Member), Steven Koehler (Technical Advisor), and Richard Bedell (Technical Advisor)
- Active monitoring of land status / claim availability in the vicinity of the Toiyabe and Turquoise Canyon Properties

The East Saddle Property area includes lower plate carbonate rocks, thrust faults and high-angle normal faults that are present at Toiyabe, and in the adjacent Toiyabe – Saddle Mine open pits (see Figure 4 below). The carbonate rocks are known gold hosts at the Historical Estimate at the Courtney Zone in addition to major deposits in the area such as Pipeline and Cortez Hills (*Source: NI 43-101 Technical Report on the Cortez Joint Venture Operations, Lander and Eureka Counties, State of Nevada U.S.A, Barrick Gold Corporation, Prepared by Hugo Miranda, Kathleen Ann Altman, Phillip Geusebroek, Wayne W. Valliant, and R. Dennis Bergen, March 22, 2019*).

Figure 4: East Saddle Property – Lithology and Structures



Mulloy Property

This asset of the Company consists of its option to acquire a 90% undivided interest in the Mulloy Property located near Cochrane, Ontario.

Pursuant to the option agreement dated effective November 30, 2017, among Westward Gold and three optionors of the Mulloy Property (the **"Mulloy Option Agreement"**), for the Company to exercise its option to acquire the 90% interest in the Mulloy Property it must fulfill the following requirements:

- Pay $5,000 to each optionor within 10 calendar days of the execution of the Mulloy Option Agreement for an aggregate payment to the optionors of $15,000 (paid);
- Issue 100,000 common shares to each optionor upon completion of the Company's Initial Public Offering, for an aggregate issuance to the optionors of 300,000 common shares (issued); and
- Complete a feasibility study in respect of the Mulloy Property.

Should the Company exercise its option pursuant to the terms of the Mulloy Option Agreement, the optionors will form a joint venture with the Company in respect of the Mulloy Property and will retain a 2.0% NSR on the Mulloy Property. The Company will have the option, exercisable at any time, to reduce the NSR to 1.0% for an aggregate payment to the optionors of $1,000,000.

During most of fiscal year 2021, no work was performed at the Mulloy Property due to several factors, including COVID-19, and seasonal exploration constraints. However, the Company did stake additional claims contiguous with the Mulloy Property, as well as carried out data compilation in respect of the Mulloy Property area. No additional work was performed during fiscal year 2022.

During the fiscal year ended March 31, 2021, the Company staked a total of 104 cells adjoining the Mulloy Property, covering approximately 2,160 hectares. The Company's primary technical consultants completed an in-depth data compilation and analysis with respect to the Mulloy Property and surrounding vicinity, in order to define targets for potential future exploration efforts at the Mulloy Property. The additional land staked during the fiscal year ended March 31, 2021 will not expire until November / December 2022.

In May 2021, the Company distributed banked work credits on the cells comprising the original Mulloy Property. No additional work prior to August 13, 2022, is required to keep those cells in good standing. The Mulloy Technical Report recommended a budget of approximately $325,200 to carry out the proposed work programs at the Mulloy Property.

During the year ended March 31, 2022, the Company decided to not to proceed further with the acquisition of the Mulloy Property and wrote off exploration and evaluation assets of $81,277.

Trends

The Company is a mineral exploration company, focused on the exploration of the Toiyabe Property, the Turquoise Canyon Property, and the East Saddle Property in Lander County, Nevada, and the acquisition of other mineral exploration properties, should such acquisitions be consistent with the objectives and acquisition criteria of the Company.

The Company's future performance and financial success is largely dependent upon the extent to which it can discover mineralization and the economic viability of developing its properties. The development of assets may take years to complete and the resulting income, if any, is difficult to determine with any certainty. The Company lacks current mineral resources and mineral reserves and to date has not produced any revenues. The sales value of any minerals discovered by the Company is largely dependent upon factors beyond its control, such as the market value of the commodities produced or contained in deposits.

Current global economic conditions and financial markets, remain fragile and susceptible to unexpected volatility, and are likely to be so for the foreseeable future. There are also significant uncertainties regarding the price of gold and other minerals and the availability of equity financing for the purposes of mineral exploration and development. The Company's future performance is largely tied to the development of the Properties and the overall financial markets.

Future volatility of financial markets as well as any instability of the global economy may result in the Company having difficulties raising equity financing for the purposes of mineral exploration and development, particularly without excessively diluting present shareholders of the Company. In this regard, the Company's strategy is to explore the Properties and seek out other prospective resource properties to acquire, while monitoring the global markets and seeking out financing, if and when available, upon terms acceptable to the Board of Directors. The Company believes this focused strategy will enable it to best manage its capital markets needs while maintaining momentum on key business initiatives.

Off-Balance-Sheet Arrangements

As of the date hereof, the Company does not have any off-balance-sheet arrangements.

Proposed Transactions

The Company does not have any proposed asset or business acquisitions or dispositions as at the date of this MD&A.

Environmental Contingency

The Company's exploration activities are subject to various government laws and regulations relating to the protection of the environment, and all phases of the Company's operations are subject to environmental regulation in the State of Nevada and the Province of Ontario. These environmental regulations are continually changing and generally becoming more restrictive. The Company plans to maintain a policy of operating its business in compliance with all environmental regulations. The Company does not believe that it has any significant environmental obligations in the near future.

Selected Annual Information

The following summary of selected audited financial information is derived from, and should be read in conjunction with, the Company's audited consolidated financial statements, including the notes thereto, for the financial years ended March 31, 2022, 2021, and 2020:

	2022	2021	2020
	$	$	$
Revenue	-	-	-
Loss and comprehensive loss for the year	1,828,143	84,814	158,343
Basic and diluted net loss per common share	0.04	0.01	0.02
Working capital	2,563,609	1,189,965	207,788
Total assets	7,723,228	1,300,266	339,282
Long-term debt	-	-	-

A discussion of significant changes in loss and comprehensive loss for the years ended March 31, 2022 and 2021 is disclosed in the section below.

As at March 31, 2022, the Company had assets of $7,723,228 (2021 - $1,300,266) and liabilities of $143,002 (2021 - $29,024). The increase in assets of $6,454,815 can be primarily attributed to additions to exploration and evaluation assets through acquisition and exploration expenditures incurred.

Fourth Quarter

The Company did not have any significant events or transactions in the quarter of March 31, 2022 to report.

Selected Quarterly Financial Information

A summary of selected financial information of the Company for the most recent eight fiscal quarters are as follows:

		Loss	
	Total Revenue	Total	Per Share
Three Months Ended	$	$	$
March 31, 2022	Nil	473,143	0.01
December 31, 2021	Nil	397,011	0.01
September 30, 2021	Nil	749,332	0.02
June 30, 2021	Nil	208,657	0.01
March 31, 2021	Nil	42,478	0.00
December 31, 2020	Nil	14,859	0.00
September 30, 2020	Nil	18,861	0.00
June 30, 2020	Nil	8,616	0.00

Selected Quarterly Financial Information

- The net loss for the three months ended March 31, 2022, consisted primarily of: (i) professional fees of $43,388; (ii) consulting fees of $30,800; (iii) corporate communications of $114,557; (iv) share-based payments of $16,186;(v) management fees of $109,465; and write-off of exploration and evaluation assets of $81,277. During this period the Company completed a non-brokered private placement.

- The net loss for the three months ended December 31, 2021, consisted primarily of: (i) professional fees of $53,518; (ii) consulting fees of $16,658; (iii) corporate communications of $71,401; (iv) share-based payments of $39,457; and (v) management fees of $176,578.

- The net loss for the three months ended September 30, 2021, consisted primarily of: (i) professional fees of $54,113; (ii) consulting fees of $23,271; (iii) corporate communications of $198,281; (iv) share-based payments of $407,796; and (v) management fees of $60,123.

- The net loss for the three months ended June 30, 2021, consisted primarily of: (i) professional fees of $55,148; (ii) consulting fees of $16,979; (iii) corporate communications of $14,314; and (iv) share-based payments of $141,900.

- The net loss for the three months ended March 31, 2021, consisted primarily of: (i) professional fees of $28,254; (ii) consulting fees of $5,254; and (iii) corporate communications of $2,117. During this period the Company completed a non-brokered private placement.

- The net loss for the three months ended December 31, 2020, consisted primarily of: (i) professional fees of $8,621 and (ii) filing fees of $5,010.

- The net loss for the three months ended September 30, 2020, consisted primarily of: (i) professional fees of $4,899; (ii) filing fees of $8,551; and (iii) management services of $3,738. During this period the Company completed a non-brokered private placement.

- The net loss for the three months ended June 30, 2020, consisted primarily of: (i) professional fees of $3,840 and (ii) filing fees of $3,335.

Discussion of Operations

Financial Performance

For the year ended March 31, 2022, compared to the year ended March 31, 2021.

The Company's net loss totaled $1,828,143 for the year ended March 31, 2022, with basic and diluted loss per share of $0.04. This compares with a net loss of $84,814 for the year ended March 31, 2021, with basic and diluted loss per share of $0.01. The increase in the net loss of $1,743,329 was principally due to:

- consulting fees of $87,708 (2021 - $4,750). The increase is primarily due to business advisory services rendered during the current year.
- corporate communication of $398,553 (2021 - $2,117). The increase is primarily due to the Company's effort to promote awareness in the market for financing opportunities subsequent to the acquisition of GOE and Momentum.
- general and administrative of $42,979 (2021 - $2,529). The increase is primarily due to increased overall activities during the current year.
- management fees of $346,166 (2021 - $7,654). The increase is primarily due to fees paid or accrued to the CEO, VP Exploration, and newly appointed President and CFO during the current year.
- professional fees of $206,167 (2021 - $45,614). The increase is primarily due to increased legal fees incurred related to the acquisitions during the current year.
- share-based payments of $605,339 (2021 - $Nil). The increase is primarily due to options granted during the current year whereas none were granted in 2021.
- write-off of exploration and evaluation assets of $81,277 (2021 - $Nil) due to the Company deciding not to proceed further with the exploration of the Mulloy Property.

For the three months ended March 31, 2022, compared to the three months ended March 31, 2021.

The Company's net loss totaled $473,143 for the three months ended March 31, 2022, with basic and diluted loss per share of $0.00. This compares with a net loss of $42,478 for the three months ended March 31, 2021, with basic and diluted loss per share of $0.00. The increase in the net loss of $430,665 was principally because:

- consulting fees of $30,800 (2021 - $4,500). The increase is primarily due to increased business advisory services rendered during the current year.
- corporate communication of $114,557 (2021 - $2,117). The increase is primarily due to the Company's effort to promote awareness in the market for financing opportunities during the current period.
- general and administrative of $14,294 (2021 - $793). The increase is primarily due to increased overall activities during the current period.
- management fees of $109,465 (2021 - $1,560). The increase is primarily due to fees paid or accrued to the CEO, VP Exploration, President and newly appointed CFO during the current period.

- professional fees of $43,388 (2021 - $28,254). The increase is primarily due to increased legal fees incurred related to the general corporate advisory and review of filing documentations during the current period.

- share-based payments of $16,186 (2021 - $Nil). The increase is primarily due to options vested during the current period.

- write-off of exploration and evaluation assets of $81,277 (2021 - $Nil) due to the Company decided not to proceed further with the exploration of the Mulloy Property.

Cash Flow

The Company had cash and cash equivalents of $2,525,682 (2021 - $1,191,299).

The increase in cash and cash equivalents during the year ended March 31, 2022 was primarily due to cash received from financing activities during the year.

Cash and cash equivalents used in operating activities were $1,204,695 (2021 - $125,060) for the year ended March 31, 2022 and increased due to significantly higher activity and related operating costs during fiscal 2022.

Cash provided by investing activities was $102,045 (2021 – used in $12,027) for the year ended March 31, 2022 due to the cash received from the acquisition of Momentum.

Cash provided by financing activities was $2,437,033 (2021 - $1,079,018) for the year ended March 31, 2022, of which the Company received $2,437,033 from net proceeds of private placement and exercise of warrants.

Liquidity and Capital Resources

The activities of the Company – principally the acquisition, exploration, and development of mineral properties – are currently financed through the completion of equity offerings. There is no assurance that future equity financing will be available to the Company in the amounts or at the times desired or on terms that are acceptable to the Company, if at all.

The Company has no operating revenues and therefore must utilize its funds obtained from equity financing and other financing transactions to maintain its capacity to meet ongoing exploration and operating activities. The cash resources of the Company are held with major Canadian financial institutions.

The Company's uses of cash at present occur, and in the future are expected to occur, principally in three areas, namely, funding of its general and administrative expenditures, its ongoing exploration activities, and the satisfaction of option payments to Minquest pursuant to the Toiyabe Property (and the AOI Claims of the East Saddle Property) and to First Mining pursuant to the Turquoise Canyon Property. Exploration activities will also be conducted at the Toiyabe, Turquoise Canyon and East Saddle Properties, including any future drill campaigns. Management may reassess its planned expenditures based on the degree of success of its exploration program, the Company's working capital resources, the scope of work required to advance the exploration of the Properties, and the overall condition of the financial markets.

With regards to the Toiyabe, Turquoise Canyon, and East Saddle Properties, the Company's working capital of $2,563,609 at March 31, 2022, is anticipated to be adequate to complete its near-term work programs.

Accounting Standards Issued But Not Yet Effective

Please refer to the March 31, 2022 consolidated financial statements posted on www.sedar.com for future accounting pronouncements as well as accounting policies adopted during the period.

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence, safeguard the Company's ability to support the exploration and development of its exploration and evaluation assets and to sustain future development of the business. The capital structure of the Company consists of equity.

The Company's objective in managing capital is to maintain adequate levels of funding to safeguard the Company's ability to continue as a going concern in order to pursue the exploration and development of its mineral property interests and to maintain a flexible capital structure which will optimize the costs of capital at an acceptable risk.

The Company plans to manage its capital structure in a manner that provides sufficient funding for operational activities through funds primarily secured through equity capital obtained in private placements. There can be no assurances that the Company will be able to continue raising capital in this manner.

Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will be able to continue this form of financing due to the current conditions for junior mineral exploration companies. The Company makes adjustments to its management of capital in the light of changes in economic conditions and the risk characteristics of its assets, seeking to optimize its costs of capital while maintaining an acceptable level of risk.
There are no restrictions on the Company's capital and there were no changes in the Company's approach to capital management during the year.

Financial and Risk Management

Fair value

Fair value is the amount at which a financial instrument could be exchanged between willing parties based on current markets for instruments with the same risk, principal, and remaining maturity. Fair value estimates are based on present value and other valuation techniques using rates that reflect those that the Company could currently obtain, on the market, for financial instruments with similar terms, conditions, and maturities.

The Company classifies the fair value of the financial instruments according to the following hierarchy based on the observable inputs used to value the instrument:

- Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities
- Level 2 – Inputs other than quoted prices included in Level 1 that are observable, either directly (i.e., as prices) or indirectly (i.e., derived from prices)
- Level 3 – Prices or valuation techniques that require inputs that are both significant to fair value measurement and unobservable (i.e., supported by little or no market activity)

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 financial loss. The Company's primary exposure to credit risk is on its cash and receivable. The Company believes its credit risk is low because a portion of receivables are comprised of goods and services tax (GST) and other government refunds, which is recoverable from the governing body in Canada. Management does not believe the receivables are impaired. The Company does not believe there is significant credit risk associated with cash as these amounts are held with major Canadian banks.

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. The Company's current exposure to foreign exchange risk consists of fluctuations in the Canadian dollar / U.S dollar exchange rate, with expenses at the Toiyabe Property, the Turquoise Canyon Property, and the East Saddle Property being paid in U.S. dollars and the Company's operating and fundraising currency being in Canadian dollars. The Company is exposed to nominal foreign currency risk.

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 risk.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become 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. Liquidity risk is considered high. As at March 31, 2022, the Company had $2,525,682 (2021 - $1,191,299) of cash to offset $143,002 (2020 - $29,024) of accounts payable and accrued liabilities due on standard trade payable terms not exceeding 90 days.

Related Party Transactions

Related parties include the Board of Directors and officers, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. Related party transactions conducted in the normal course of operations are measured at the amount agreed to by the related parties.

Remuneration of directors and key management personnel:

The Company defines its key management as the Board of Directors, Chief Executive Officer, Chief Financial Officer, and Vice-President Exploration. Remuneration of directors and key management personnel of the Company was as follows:

	Year ended March 31, 2022	Year ended March 31, 2021
Management fees	$ 346,166	$ 7,654
Consulting services	4,000	-
Share-based compensation	336,756	-
Travel	2,134	-
	$ 689,056	$ 7,654

i) Paid or accrued $55,112 (2021 - $Nil) for management services provided by a company related to the former CEO of the Company.
ii) Paid or accrued $60,000 (2021 - $Nil) for management services provided by a company related to the CFO of the Company.
iii) Paid or accrued $8,190 (2021 - $7,654) for management services provided by the former CFO of the Company.
iv) Paid or accrued $4,000 (2021 - $Nil) for consulting services provided by the former CEO of the Company.
v) Paid or accrued $78,750 (2021 - $Nil) for management services provided by a company related to the President of the Company.
vi) Paid or accrued $140,998 (2021 - $Nil) for management services and travel expenses to a company related to the Vice-President Exploration the Company.
vii) Granted 1,900,000 (2021 – Nil) stock options to directors and officers and recorded share-based compensation of $336,756 (2021 - $Nil).

Included in accounts payable and accrued liabilities as at March 31, 2022 is $14,828 (2021 - $Nil) owed to an officer of the Company. Amounts due to related parties are unsecured, non-interest bearing and are due on demand.

Share Capital

As of July 26, 2022, the Company had 68,179,258 issued and outstanding common shares.

Stock options outstanding for the Company were as follows, with each stock option exercisable to acquire one common share:

Exercise price	Number of options outstanding	Expiry date	Number of options exercisable
$0.10	700,000	May 29, 2024	700,000
$0.10	100,000	July 2, 2024	100,000
$0.09	50,000	October 1, 2024	50,000
$0.18	1,100,000	April 9, 2026	1,100,000
$0.167	240,000	April 14, 2026	240,000
$0.30	200,000	June 2, 2026	200,000
$0.24	1,400,000	July 5, 2026	1,400,000
$0.24	200,000	July 22, 2026	200,000
$0.24	200,000	August 16, 2026	200,000
$0.24	50,000	September 23, 2026	50,000
	4,240,000		4,240,000

Warrants outstanding for the Company were as follows, with each warrant exercisable to acquire one common share:

Number of warrants outstanding	Expiry date	Exercise price
5,158,333	March 26, 2024	$0.25
20,684,636	February 28, 2025	$0.20
635,693	February 28, 2025	$0.20
26,478,662		

Risks and Uncertainties

The Company is in the business of exploring mineral properties, which is a highly speculative endeavor. An investment in common shares should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks and who have no need for immediate liquidity in their investments. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position and financial performance.

Option Over the Properties

The Company's right to exercise its options over the Toiyabe Property, Turquoise Canyon Property, East Saddle Property (partially under option) and Mulloy Property will be dependent upon its compliance with their respective option agreements. For the Toiyabe Property, option payments must be made in order to exercise the option to acquire a 100% interest. For the Turquoise Canyon Property, option payments must be made and exploration expenditures incurred to exercise the option to acquire a 100% interest. For the East Saddle Property, option payments must be made in order to exercise the option to acquire a 100% interest in the AOI Claims (83 out of the total 101). For the Mulloy Property, a feasibility study must be completed in order to exercise the option to acquire a 90% interest. To date, the Company has paid the cash payments and issued the common shares owing stipulated in each respective option agreement to keep them in good standing. There can be no assurance that the Company will be able to comply with the other provisions of these option agreements, including that the Company complete a feasibility study in relation to exercising the option on the Mulloy Property, or future cash or share payments in relation to exercising the options on the Toiyabe, Turquoise Canyon and East Saddle Properties. If the Company is unable to fulfill the requirements of the option agreements, it is likely that it would be considered in default of such agreements and the agreements could be terminated, resulting in the loss of all rights to the Toiyabe Property, Turquoise Canyon Property, East Saddle Property, or Mulloy Property, and the loss of all option payments made, and expenditures incurred, prior to the date of termination. Failure to obtain adequate financing or to complete exploration on a timely basis could result in the loss of the Company's right to exercise the Toiyabe Property, Turquoise Canyon Property, East Saddle Property, and the Mulloy Property options.

Insufficient Capital

The Company does not currently have any revenue-producing operations and may, from time to time, report a working capital deficit. To maintain its activities, the Company will require additional funds which may be obtained either by the sale of equity capital or by entering into an option or joint venture agreement with a third party providing such funding. There is no assurance that the Company will be successful in obtaining such additional financing; failure to do so could result in the loss of the Company's interest in the Properties.

Financing Risks

The Company has no history of earnings and, due to the nature of its business, there can be no assurance that the Company will ever be profitable. The only present source of funds available to the Company is through the sale of its common shares. Even if the results of exploration are encouraging, the Company may not have sufficient funds to conduct the further exploration that may be necessary to determine whether or not a commercially mineable deposit exists on any of the Properties, or any additional properties in which the Company may acquire an interest in. While the Company may generate additional working capital through further equity offerings or, if applicable, through the sale or option or joint venture of its properties, there is no assurance that any such funds will be available on terms acceptable to Westward, or at all. If available, future equity financing may result in substantial dilution to existing shareholders. At present it is impossible to determine what amounts of additional funds, if any, may be required.

Limited Operating History and Negative Operating Cash Flow

The Company has a limited history of operations and has only conducted early-stage work on the Properties. There are currently no known commercial quantities of mineral reserves on the Properties. To the extent that the Company has a negative operating cash flow in future periods, the Company may need to allocate a portion of its cash reserves to fund such negative operating cash flow. The Company may also be required to raise additional funds through the issuance of equity or debt securities. If the Company is unable to generate revenues or obtain such additional financing, any investment in the Company may be lost.

Price Volatility of Publicly Traded Securities

In recent years, the securities markets in Canada and elsewhere have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in share prices will not occur. It may be anticipated that any quoted market for the common shares will be subject to market trends generally, notwithstanding any potential success of the Company in exploring the Properties or creating revenues, cash flow or earnings. The value of the common shares will be affected by such volatility.

An active public market for the common shares might not develop or be sustained. If an active public market for the common shares does not develop, the liquidity of a shareholder's investment may be limited, and the share price may decline.

Property Interests

The Company does not own the mineral rights pertaining to the Toiyabe Property, the Turquoise Canyon Property, a portion of the East Saddle Property (83 of 101 claims) and the Mulloy Property. Rather, it holds separate options to acquire a 100% interest in the Toiyabe Property, a 100% interest in the Turquoise Canyon Property, a 100% interest in the East Saddle Property claims not already owned, and a 90% interest in the Mulloy Property. There is no guarantee the Company will be able to raise sufficient funding in the future to complete cash and share payments to Minquest and First Mining pursuant to the obligations under the Toiyabe Property and Turquoise Canyon Property option agreements, respectively. There is also no guarantee the Company will be able to raise sufficient funding in the future to complete exploration expenditure requirements pursuant to the Turquoise Canyon option agreement. There is no guarantee the Company will be able to raise sufficient funding in the future to undertake a feasibility study in order to exercise its option with respect to the Mulloy Property, and the Company has decided to not allocate funds to pursue further exploration work at the Mulloy Property at this time. There is also no guarantee that the CSE will approve the acquisition of any additional properties by the Company, whether by way of option or otherwise, should the Company wish to do so.

In the event that the Company acquires a 100% interest in the Toiyabe Property, there is no guarantee that title to the property will not be challenged or impugned. However, the Company has sought to alleviate this risk, by engaging Lonewolf Energy, Inc. to conduct a title examination, which was completed prior to entering into the Assignment Agreement. The examination concluded that the ownership of the underlying claims at the Toiyabe Property held by optionor Minquest is valid and active.

In the event that the Company acquires a 100% interest in the Turquoise Canyon Property, there is no guarantee that title to the property will not be challenged or impugned. However, the Company has sought to alleviate this risk, by completing a thorough due diligence process prior to completion of the Momentum Transaction. The examination concluded that the ownership of the underlying claims at the Turquoise Canyon Property held by optionor First Mining is valid and active.

In the event that the Company acquires a 100% interest in the AOI Claims of the East Saddle Property, there is no guarantee that title to the property will not be challenged or impugned. However, the Company has sought to alleviate this risk, by engaging a reputable consultant to complete the staking and appropriate filings with the BLM, and has received written confirmation from the latter that the staked claims have been appropriately registered and recorded.

In the event that the Company acquires a 90% interest in the Mulloy Property, there is no guarantee that title to the property will not be challenged or impugned. The Company's mineral property interests may be subject to prior unregistered agreements or transfers, or aboriginal or indigenous land claims, or title may be affected by undetected defects. Land surveys have not been carried out on the Mulloy Property; therefore, the Mulloy Property's existence and area could be in doubt. Until competing interests in the mineral lands have been determined, the Company can give no assurance as to the validity of title of the Company to those lands or the size of such mineral lands.

First Nations Land Claims

First Nations rights may be claimed on Crown properties or other types of tenure with respect to which mining rights have been conferred. The Supreme Court of Canada's 2014 decision in Tsilhqot'in Nation v. British Columbia marked the first time in Canadian history that a court has declared First Nations title to lands outside of reserve land. The Mulloy Property may now or in the future be the subject of aboriginal or indigenous land claims. The legal nature of aboriginal land claims is a matter of considerable complexity. The impact of any such claim on the Company's ownership interest in the Mulloy Property cannot be predicted with any degree of certainty and no assurance can be given that a broad recognition of aboriginal rights in the area in which the Mulloy Property is located, by way of a negotiated settlement or judicial pronouncement, would not have an adverse effect on the Company's activities. Even in the absence of such recognition, the Company may at some point be required to negotiate with and seek the approval of holders of aboriginal interests in order to facilitate exploration and development work on the Mulloy Property, and there is no assurance that the Company will be able to establish a practical working relationship with any First Nations in the area which would allow it to ultimately develop the Mulloy Property. The Mulloy Property is under the care of Constance Lake First Nation, and therefore Aboriginal Consultation is required prior to work on the Mulloy Property, according to the Mining Act (Ontario). To date, the Company has had preliminary negotiations with Constance Lake First Nation but has not entered into any formal agreement or understanding regarding future exploration at the Mulloy Property.

Exploration and Development

Resource exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but also from finding mineral deposits that, though present, are insufficient in quantity and quality to return a profit from production. The Properties are considered to be in the early exploration and development stage. At present, no current NI 43-101 mineral resources have been identified at any of the properties. There is no certainty that further exploration and development will result in the identification of indicated or measured resources, or probable or proven reserves, at the Toiyabe Property, Turquoise Canyon Property, East Saddle Property, or Mulloy Property, or that if any mineral resources or reserves are defined at these properties in the future, that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized.

The marketability of minerals acquired or discovered by the Company may be affected by numerous factors which are beyond the control of the Company and which cannot be accurately predicted, such as market fluctuations, the proximity and capacity of milling facilities, mineral markets and processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals, and environmental protection, the combination of which factors may result in the Company not receiving an adequate return of investment capital.

There is no assurance that the Company's mineral exploration and development activities will result in any discoveries of commercial bodies of ore on its current properties or elsewhere. The long-term profitability of the Company's operations will in part be directly related to the costs and success of its exploration programs, which may be affected by a number of factors. Substantial expenditures are required to establish reserves through drilling and to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis.

Uninsurable Risks

In the course of exploration and development of mineral properties, certain risks may occur, including in particular unexpected or unusual geological operating conditions such as rock bursts, cave-ins, fires, flooding and earthquakes. It is not always possible to fully insure against such risks and the Company may decide not to take out insurance against such risks as a result of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate any future profitability by the Company and result in increasing costs and a corresponding decline in the value of the common shares.

Environmental Laws and Regulations

Environmental laws and regulations may affect the operations of the Company. These laws and regulations set various standards regulated certain aspects of health and environmental quality. They provide for penalties and other liabilities for the violation of such standards and establish, in certain circumstances, obligations to rehabilitate current and former facilities and locations where operations are or were conducted. The permission to operate can be withdrawn temporarily where there is evidence of serious breaches of health and safety standards, or even permanently in the case of extreme breaches. Significant liabilities could be imposed on the Company for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of acquired properties, or non-compliance with environmental laws or regulations. The Company intends to minimize risks by taking steps to ensure compliance with environmental, health and safety laws and regulations and operating to applicable environmental standards. There is a risk that environmental laws and regulations may become more onerous, making the Company's operations more expensive.

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 require abandonment or delays in development of new mining properties.

Permits

The mineral exploration operations of the Company may require permits from various federal, state/provincial, and local governmental authorities and will be governed by laws and regulations on prospecting, development, mining, production, export, taxes, labour standards, occupational health, waste disposal, land use, environmental protections, mine safety and other matters. There can be no guarantee that the Company will be able to obtain all necessary permits and approvals that may be required to undertake exploration activity or commence construction or operation of mine facilities on the Properties.

Competition

The mining industry is intensely competitive in all phases and the Company competes with other companies that have greater financial resources and technical facilities. Competition could adversely affect the Company's ability to acquire suitable properties or prospects in the future, and to engage qualified personnel to explore these properties.

Fluctuating Mineral Prices

The Company's future revenues, if any, are expected to be in large part derived from the extraction and sale of precious, industrial, and base minerals and metals. Factors beyond the control of the Company may affect the marketability of metals discovered, if any. Metal prices have fluctuated widely, particularly in recent years. Consequently, the economic viability of the Properties and any other exploration properties the Company may acquire from time to time cannot be accurately predicted and may be adversely affected by fluctuations in mineral prices. In addition, currency fluctuations may affect the cash flow which the Company may realize from its operations, since most mineral commodities are sold in the world market in United States dollars.

Conflicts of Interest

Some of the directors and officers of the Company are engaged and will continue to be engaged in the identification and evaluation of assets, businesses, and companies on their own behalf and on behalf of other companies, and situations may arise where the directors and officers of the Company will be in direct competition with the Company. Conflicts, if any, will be dealt with in accordance with the relevant provisions of the Canada Business Corporations Act. Any director or officer in a position of conflict will declare such conflict to the Company's Chief Executive Officer and/or Board of Directors, as appropriate. Directors who are in a position of conflict will abstain from voting on any matters relating to the conflicting transaction.

Personnel

The Company has a small management team and Board of Directors, and the loss of any key individual could adversely affect the Company's business. Additionally, the Company will be required to secure other personnel to facilitate its exploration programs on the Properties. Any inability to secure and/or retain appropriate personnel may have a materially adverse impact on the business and operations of the Company.

COVID-19 Global Pandemic

The COVID-19 pandemic continues to impact the economic conditions and financial markets. The Company is continually monitoring the potential impact on its operations and the Company's exploration operations and access to capital have been adversely impacted and delayed. The full extent of the impact on the Company's future financial results is uncertain given the length and severity of these developments cannot be reliably estimated.

Changes in Management

- On July 5, 2021, Raymond Harari resigned from the position of President of the Company.
- On July 5, 2021, Colin Moore was appointed as the President of the Company.
- On August 16, 2021, Yaron Conforti resigned from the Board of Directors of the Company
- On August 16, 2021, David Kelley was appointed to the Board of Directors of the Company
- On October 5, 2021, Robert Harrison resigned from the position of Chief Financial Officer of the Company
- On October 5, 2021, Andrew Nelson was appointed as the Chief Financial Officer of the Company
- On March 16, 2022, Raymond Harari resigned from the position of CEO of the Company.
- On March 16, 2022, Colin Moore was appointed as the CEO of the Company.