

GOLDEN LAKE EXPLORATION INC.

Management Discussion and Analysis

For the six month period ended May 31, 2020

The Management Discussion and Analysis (“MD&A”), prepared July 15, 2020 should be read in conjunction with the financial statements and notes thereto for the year ended November 30, 2019 and the notes thereto of Golden Lake Exploration Inc. (“Golden Lake”) which were prepared in accordance with International Financial Reporting Standards.

Certain information in this MD&A, including all statements that are not historical facts, constitutes forward-looking information within the meaning of applicable Canadian securities laws. Such forward-looking information may include, but is not limited to, information which reflect management’s expectations regarding the Company’s future growth, results of operations (including, without limitation, future production and capital expenditures), performance (both operational and financial) and business prospects (including the timing and development of new deposits and the success of exploration activities) and opportunities. Often, this information includes words such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate” or “believes” or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved.

In making and providing the forward-looking information included in this MD&A the Company’s assumptions may include among other things: (i) assumptions about the price of metals; (ii) that there are no material delays in the optimisation of operations at the exploration and evaluation assets; (iii) assumptions about operating costs and expenditures; (iv) assumptions about future production and recovery; (v) that there is no unanticipated fluctuation in foreign exchange rates; and (vi) that there is no material deterioration in general economic conditions. Although management believes that the assumptions made and the expectations represented by such information are reasonable, there can be no assurance that the forward-looking information will prove to be accurate. By its nature, forward-looking information is based on assumptions and involves known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, performance or achievements, or results, to be materially different from future results, performance or achievements expressed or implied by such forward-looking information. Such risks, uncertainties and other factors include among other things the following: (i) decreases in the price of base metals; (ii) the risk that the Company will continue to have negative operating cash flow; (iii) the risk that additional financing will not be obtained as and when required; (iv) material increases in operating costs; (v) adverse fluctuations in foreign exchange rates; and (vi) environmental risks and changes in environmental legislation.

This MD&A (See “Risks and Uncertainties”) and the Company’s annual information form contain information on risks, uncertainties and other factors relating to the forward-looking information. Although the Company has attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking information, there may be other factors that cause actual results, performances, achievements or events not to be anticipated, estimated or intended. Also, many of the factors are beyond the Company’s control. Accordingly, readers should not place undue reliance on forward-looking information. The Company undertakes no obligation to reissue or update forward looking information as a result of new information or events after the date of this MD&A except as may be required by law. All forward-looking information disclosed in this document is qualified by this cautionary statement.

DESCRIPTION OF BUSINESS

Golden Lake Exploration Inc. (“the Company”) was incorporated on May 17, 2018 under the laws of British Columbia. The address of the Company’s corporate office and its principal place of business is Suite 1240 – 789 West Pender Street V6C 1H2, Vancouver, British Columbia, Canada.

The Company’s principal business activities include the acquisition and exploration of mineral property assets. As at May 31, 2020, the Company had not yet determined whether the Company’s mineral property asset contains ore reserves that are economically recoverable. The recoverability of amount shown for exploration and evaluation asset is dependent upon the discovery of economically recoverable reserves, confirmation of the Company’s interest in the underlying mineral claims, the ability of the Company to obtain the necessary financing to complete the development of and the future profitable production from the property or realizing proceeds from its disposition. The outcome of these matters cannot be predicted at this time and the uncertainties cast significant doubt upon the Company’s ability to continue as a going concern.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company’s business or ability to raise funds.

EXPLORATION PROJECT

Jewel Ridge Project

Pursuant to an option agreement dated November 1, 2019 (the “Agreement”), with Greencastle Resources Ltd. and its affiliate Greencastle U.S.A. Ltd., (together the “Optionor”), the Company was granted an option to acquire 100% undivided interest in the Jewel Ridge Project (the “Property”) located near Eureka in Nevada.

In accordance with the Agreement, the Company has the option to acquire 100% interest in the property by making the following considerations:

	Common Shares	Cash	Exploration Expenditures
Upon execution of the Agreement (paid and issued)	1,000,000	\$ 25,000	\$ -
November 5, 2020	2,000,000	35,000	150,000
November 5, 2021	2,000,000	45,000	250,000
November 5, 2022	-	50,000	350,000
Total	5,000,000	\$ 155,000	\$ 750,000

The Optionor will retain a 4% Net Smelter Returns (“NSR”) royalty on the mining claims comprising the Property described as “GM Squared claims” under the Agreement. The Company has the right to purchase all of the NSR for \$8,000,000. In addition, following the exercise of the option and acquisition of the Property, the Optionor shall reserve a royalty of 3% on NSR on the mining claims comprising the Property described as “Rainbow claims”. The Company has the option, up to seven years, to purchase 2% of the royalty for \$2,000,000. The Company shall pay to the Optionor advance royalty payments of \$50,000 per annum payable forty-eight months after the closing date and such payments are to be deducted from any royalty payments payable under Rainbow claims.

On May 7, 2020, the Company completed the high-resolution ground magnetics, at 50 meter-line-spacing, on the Company’s keystone Jewel Ridge gold property near Eureka, Nevada.

The Company’s consulting geophysicist is processing and interpreting the data with preliminary results due in the near future. The magnetic survey was completed by Magee Geophysical Services LLC., based in Reno, Nevada. Magee Geophysical Services LLC has been conducting geophysical surveys for the mineral, oil & gas, and geothermal industries since 2004 specializing in ground magnetic and gravity surveys.

The Company proceeded with drill permitting over the entire Jewel Ridge property. The property does, however, host numerous patented claims with high priority drill targets which do not require permitting which drilling can commence once a drill contractor has been secured.

On May 14, 2020, the Company reported on the identification of a new target on the company's keystone Jewel Ridge gold property located near the town of Eureka, Nevada. Recently, the Company acquired from a third-party, a geochemical data base completed by a major mining company, with a portion of the samples located on the Jewel Ridge property. Highlights include an area not sampled, nor drilled, designated as the “Radio Tower Target”, with values up to 6.03 grams gold per tonne (g/t Au), 119.5 g/t silver (Ag), 0.31 percent (%) copper (Cu), 4.11 % lead (Pb) and 1.58 % zinc (Zn).

The newly acquired data base included 710 samples over the Jewel Ridge property. The Radio Tower Target included nine samples, on the Eldorado and Sunset patented claims, located to the southwest of the Magnet Ridge target. Samples comprise grab rock samples from dumps of old mine workings and rock outcrop exposures. Grab rock samples are not representative of the grade of mineralization of an occurrence but are useful in determining prospectivity and geological features.

Table of Samples from the Radio Tower Area

SAMPLE NO	SAMPLE TYPE	AU PPM	AG PPM	CU PPM	PB PPM	ZN PPM
8074BJ	DUMP	6.03	119.5	1530	18000	8770
8075BJ	ROCK	4.39	90.6	2040	41100	8140
8176BJ	DUMP	2.40	42.2	3100	588	15800
8073BJ	ROCK	0.82	5.8	108	854	15300
7481BJ	ROCK	0.39	12.2	702	7790	9220
8071BJ	ROCK	0.17	7.0	745	170	8170
8167BJ	DUMP	0.12	17.6	84	1470	806
8072BJ	ROCK	0.06	23.8	146	974	8940
8216BJ	ROCK	0.02	1.4	18	142	430

On June 18, 2020, The Company reported the initiation of a surface soil geochemical survey over a portion of the company's keystone Jewel Ridge gold property located near the town of Eureka, Nevada. The geochemical survey is being conducted by Rangefront Geological of Elko, Nevada and commenced on June 17, 2020.

The proposed soil chemical survey will comprise sampling on 200 ft (61 meter) intervals, on lines spaced approximately 400 ft (122 meters) in an east-west direction. The survey is planned for approximately 400 samples, including quality (QaQc) samples.

The area of the survey covers the northern and north-eastern portion of the property, where previous geochemical sampling (rock and soil samples) was sparse and drilling scattered and limited. The proposed survey covers the north-eastern extensions of the Magnet Ridge target and the newly defined Radio Tower target. As previously reported by the Company, two distinct types of mineralization occur on the Property: 1) carbonate replacement deposits of silver-gold- lead-zinc (Ag-Au-Pb-Zn) and 2) Carlin-style disseminated gold deposits. Each type of mineralization has a specific geochemical signature that will be useful to identify new drill targets.

On June 26, 2020, the Company reported that it's geological team has confirmed previous reported results on the Radio Tower target and also has sampled a new mineralized zone designated as the A&E Target (historic results up to 29.49 g/t Au, 333.0 g/t Ag) on the company's keystone Jewel Ridge gold property located near the town of Eureka, Nevada.

Highlights:

- Radio Tower Target – sampling by Company personnel of dumps from adits, shafts, old trenches and outcrop have returned a median (based on gold values) of seven (7) samples of 1.93 grams gold per tonne Au g/t), 44.8 g/t silver (Ag), and 0.04 percentage copper (% Cu), 0.72 % lead (Pb) and 1.18 % zinc (Zn). Historic sampling acquired from a third-party reported on May 14, 2020 returned a median (based on gold values) of 0.39 g/t Au, 12.2 g/t Ag, 0.07 % Cu, 0.78% Pb and 0.92 % Zn from 9 samples in the area. While grab rock samples are not representative of the grade of mineralization of an occurrence, they are useful in determining prospectivity and geological features, and the comparison between the Company's assays and the historic assays are supportive of a carbonate-replacement style of mineralization at the Radio Tower Target.

SAMPLE #	TYPE	AU G/T	Au oz/t	AG G/T	Ag oz/t	Cu %	Pb %	Zn %
EU-35	RT rock, outcrop	8.01	0.234	123	3.59	0.15	1.91	1.63
EU-36	RT rock, outcrop	5.79	0.169	248	7.23	0.23	2.50	1.50
EU-33	RT dump, adit	5.27	0.154	103	3.00	0.07	4.36	0.42
EU-34	RT dump, adit	1.93	0.056	44.8	1.31	0.04	0.72	1.18
EU-37	RT dump, adit	1.31	0.038	239	6.97	0.37	0.41	0.66
EU-38	RT dump, shaft	0.06	0.002	5.33	0.16	0.06	0.02	2.04
EU-26	Magnet Ridge -dump	0.02	0.000	11.3	0.33	0.12	0.09	1.84

- A & E Target - based on a compilation of the recently acquired historic third-party rock chip data base and geological reconnaissance by Company personnel, another prospective target has been identified. Highlights include values up to 29.49 g/t Au, 333.0 g/t Ag, 1.35 % Cu, 4.00% Pb and 9.53 % Zn. The median (based on gold values) of nine (9) samples on the two patented claims is 2.30 g/t Au, 47.4 g/t Ag, 0.18 % Cu, 0.20 % Pb and 0.62 % Zn.

SAMPLE #	TYPE	AU G/T	Au oz/t	AG G/T	Ag oz/t	Cu %	Pb %	Zn %
8087BJ	DUMP	29.49	0.860	181.0	5.28	0.08	0.81	0.40
8085BJ	DUMP	11.69	0.341	333.0	9.71	0.09	4.00	0.61
8089BJ	DUMP	7.95	0.232	223.0	6.50	0.39	0.92	1.44
8088BJ	DUMP	7.70	0.225	209.0	6.10	0.36	3.76	8.46
8082BJ	ROCK	2.30	0.067	47.4	1.38	0.18	0.20	0.62
8084BJ	ROCK	0.48	0.014	45.0	1.31	1.35	0.23	2.84
8083BJ	ROCK	0.30	0.009	42.0	1.22	0.27	0.35	9.53
8080BJ	ROCK	0.25	0.007	3.2	0.09	0.04	0.33	0.77
8081BJ	ROCK	0.02	0.001	0.8	0.02	0.00	0.00	0.03

Designated as the A & E Target (based on the two patented claims) this area is located approximately 500 meters south-southeast of the Radio Tower Target. The A & E Target is also located approximately 300 meters southwest of the western edge of the South Eureka Tunnel zone (Carlin, oxide gold target)., and is approximately 185 meters (600 feet) higher in elevation. Significant historic mine dumps are scattered in the A& E area, interpreted to be from the “Sterling Mine” operations (note: limited historic data available), focused on carbonate-replacement style mineralization.

The A & E target has no known drill holes, but the area has been recently visited by Company personnel to determine the logistics of accessing the area during the Company’s forth coming RC (reverse circulation) drill program, planned for July 2020. Samples comprise grab rock samples from dumps of old mine workings and rock outcrop exposures. Grab rock samples are not representative of the grade of mineralization of an occurrence, but are useful in determining prospectivity, and geological features.

On July 8, 2020, the Company has retained an arm-length vendor to complete a minimum 5,000 foot, RC (reverse circulation) drill program on the company's keystone Jewel Ridge gold property, located near the town of Eureka, Nevada. The drill will be mobilized as soon as possible by the contractor with drilling set to commence this month.

OPERATIONS

Six month period ended May 31, 2020 and May 31, 2019

During the period ended May 31, 2020, the Company incurred a loss of \$288,144 (2019 - \$201,598). The loss is primarily a result of:

- i) Advertising of \$16,870 (2019 - \$3,187) increased due to the Company's effort to raise market awareness during the current period.
- ii) Consulting of \$58,288 (2019 - \$Nil) increased from the business advisory service rendered during the current period.
- iii) Management fees of \$90,000 (2019 - \$23,000) increased as a result of management services and administration costs charged by the company owned by the CEO.
- iv) Office and miscellaneous of \$24,877 (2019 - \$9,222) increased primarily due to increased activities during the current period.
- v) Professional fees of \$22,197 (2019 - \$100,305) decreased due to decrease in legal services rendered during the current period.
- vi) Share based payments of \$69,000 (2019 - \$32,940) increased due to options granted during current period.

Three month period ended May 31, 2020 and May 31, 2019

During the period ended May 31, 2020, the Company incurred a loss of \$127,800 (2019 - \$132,428). The loss is primarily a result of:

- i) Consulting of \$13,401 (2019 - \$Nil) increased from the business advisory service rendered during the current period.
- ii) Management fees of \$45,000 (2019 - \$14,000) increased as a result of management services and administration costs charged by the company owned by the CEO.
- iii) Office and miscellaneous of \$12,731 (2019 - \$6,144) increased primarily due to increased activities during the current period.
- iv) Professional fees of \$8,750 (2019 - \$93,105) decreased due to decrease in legal services rendered during the current period.
- v) Share based payments of \$42,100 (2019 - \$Nil) increased due to options granted during current period.

SUMMARY OF QUARTERLY RESULTS

	May 31, 2020	February 29, 2020	November 30, 2019	August 31, 2019
Total revenue	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Net loss	(127,800)	(160,344)	(396,344)	(78,518)
Net loss per share	(0.01)	(0.01)	(0.04)	(0.01)
	May 31, 2019	February 28, 2019	November 30, 2018	August 31, 2018
Total revenue	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Net loss	(132,428)	(69,170)	(34,005)	(63,000)
Net loss per share	(0.01)	(0.01)	(0.00)	(0.02)

LIQUIDITY AND CAPITAL RESOURCES

The Company's cash and cash equivalents at May 31, 2020 were \$168,597 compared to \$7,828 at November 30, 2019.

During the period from December 1, 2019 to July 15, 2020, the Company:

- i) closed a non-brokered private placement of 6,000,000 units at a price of \$0.10 per unit for gross proceeds of \$600,000. Each unit is comprised of one common share and one share purchase warrant of the Company. Each warrant will entitle the holder to purchase one common share at a price of \$0.15, expiring on or before December 11, 2021.
- ii) closed a non-brokered private placement of 8,166,667 units at a price of \$0.15 per unit for gross proceeds of \$1,225,000. Each unit is comprised of one common share and one half of share purchase warrant of the Company. Each warrant will entitle the holder to purchase one common share at a price of \$0.25, expiring on or before June 9, 2022. The Company paid share issuance costs of \$63,980 cash.
- iii) issued 8,000 common shares pursuant to exercise of warrants for gross proceeds of \$800, and accordingly, the Company reallocated \$573 of contribution surplus to share capital.
- iv) issued 200,000 common shares pursuant to exercise of options for gross proceeds of \$20,000.

For the period ended May 31, 2020, the Company had cash outflows relating to operating activities of \$350,880 (2019 - \$185,888) relating to general and administration expenditures during the period. The Company also had cash flows used in investing activities of \$68,426 (2019 - \$81,429), primarily due to exploration and evaluation asset expenditure during the current period. The Company received cash flows for financing activities of \$580,075 (2019 - \$273,000) mainly due to proceeds from private placements.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

The Company has incurred the following key management personnel cost from related parties:

	Six months period ended May 31, 2020	Six months period ended May 31, 2019
Management fees	\$ 90,000	\$ 5,000
Professional fees	-	4,000
Share-based payments	17,400	32,940
Total	\$ 107,400	\$ 41,940

During the period ended May 31, 2020, the Company

- i) paid or accrued management fees of \$90,000 (2019 - \$Nil) to a company owned by CEO and CFO of the Company, for management services provided by the officers.
- ii) granted 250,000 (2018 – 400,000) stock options to its directors resulting in share-based compensation of \$17,400 (2018 – \$32,940).

Included in accounts payable and accrued liabilities at February 29, 2020 is \$Nil (November 30, 2019 - \$50,093) owed to companies owned by officers of the Company.

COMMITMENTS

The Company is committed to certain cash payments, common share issuances and exploration expenditures as described in Note 4 of the unaudited condensed financial statements for the period ended May 31, 2020 on www.sedar.com.

CRITICAL ACCOUNTING ESTIMATES

Please refer the May 31, 2020 unaudited condensed interim financial statements on www.sedar.com for critical accounting estimates.

NEW ACCOUNTING POLICIES AND PRONOUNCEMENTS

Please refer the May 31, 2020 unaudited condensed interim financial statements on www.sedar.com for new accounting policies as well as future accounting pronouncements.

FINANCIAL INSTRUMENTS

International Financial Reporting Standards 7, *Financial Instruments: Disclosures*, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Fair Value of Financial Instruments

The Company's financial assets include cash and is classified as Level 1. The carrying value of these instruments approximates their fair values due to the relatively short periods of maturity of these instruments.

Assets measured at fair value on a recurring basis were presented on the Company's statements of financial position as at May 31, 2020 are as follows:

	Fair Value Measurements Using			Total
	Quoted Prices in Active Markets For Identical Instruments (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
	\$	\$	\$	\$
Cash	168,597	–	–	168,597

Fair value

The fair value of the Company's financial instruments approximates their carrying value as at May 31, 2020 because of the demand nature or short-term maturity of these instruments.

Financial risk management objectives and policies

The Company's financial instruments include cash and accounts payable. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

(i) *Currency risk*

The Company's expenses are denominated in Canadian dollars. The Company's corporate office is based in Canada and current exposure to exchange rate fluctuations is minimal.

The Company does not have any significant foreign currency denominated monetary liabilities. The principal business of the Company is the identification and evaluation of assets or a business and once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval and acceptance by regulatory authorities.

(ii) *Interest rate risk*

The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short-term.

The Company has not entered into any derivative instruments to manage interest rate fluctuations.

(iii) *Credit risk*

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk the Company places these instruments with a high quality financial institution.

(iv) *Liquidity risk*

In the management of liquidity risk of the Company, the Company maintains a balance between continuity of funding and the flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

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

OUTSTANDING SHARE CAPITAL

As of July 15, 2020, the Company had the following outstanding:

- 27,799,668 common shares

Share Purchase Options

Number of Options	Exercise Price	Expiry Date
150,000	\$0.11	1-Oct-20
125,000	\$0.20	22-April-21
100,000	\$0.17	1-Jun-21
200,000	\$0.21	7-Jul-21
150,000	\$0.17	7-Dec-21
250,000	\$0.15	20-Feb-22
300,000	\$0.15	3-Mar-22
100,000	\$0.185	20-May-22
550,000	\$0.185	10-Jun-22
450,000	\$0.11	12-Sep-22
200,000	\$0.10	14-Dec-23
2,575,000		

Warrants

Number of Warrants	Exercise Price	Expiry Date
342,000	\$0.10	7-May-21
6,000,000	\$0.15	11-Dec-21
4,083,333	\$0.25	9-Jun-22
10,433,333		

- 900,001 common shares held in escrow

CHANGE IN MANAGEMENT

On June 11, 2020, the Company announced the appointments of Mr. Giulio Bonifacio to its Board of Directors and Mr. Thomas Obradovich to its Advisory Board effective immediately