MAGNA GOLD CORP.

(a Capital Pool Company)

MANAGEMENT'S DISCUSSION AND ANALYSIS

YEAR ENDED MARCH 31, 2019

(EXPRESSED IN CANADIAN DOLLARS)

Introduction

The following management's discussion and analysis ("MD&A") of the financial condition and results of the operations of Magna Gold Corp. ("Magna", or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended March 31, 2019. This MD&A was written to comply with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited financial statements of the Company as at March 31, 2019 and for the year ended March 31, 2019, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The financial statements and the financial information contained in this MD&A were prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. Information contained herein is presented as of June 26, 2019 unless otherwise indicated.

Further information about the Company and its operations can be obtained on **www.sedar.com**.

Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, 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", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. 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 statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Forward-looking Statements	Assumptions	Risk Factors
Closing is expected to occur on or around July 9, 2019	The Company expects to complete the property acquisition, upon satisfactory due diligence and TSX Venture Exchange approval.	Requisite Approvals and Completion of the Las Marias/Las Cabanas Transaction, Mining Licences and Permits, Assurance of Title, Environment Risk, Risks Related to Operations in a Foreign Jurisdiction, among others
The Company's ability to meet its working capital needs at the current level for the twelve-month period ending March 31, 2020	The operating activities of the Company for the twelve-month period ending March 31, 2020, and the costs associated therewith, will be consistent with the Company's current expectations; debt and equity	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; regulatory compliance and changes in regulatory compliance

	markets, exchange and interest rates and other applicable economic conditions are favourable to the Company	and other local legislation and regulation; interest rate and exchange rate fluctuations; 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 make reference to those risk factors referenced in the "Risk Factors" section below. 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, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements 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

Magna was incorporated on January 9, 2018, under the *Business Corporations Act* (Ontario) under the name Magna Gold Corp. The authorized share capital of the Company consists of an unlimited number of common shares, without nominal or par value.

The Company is classified as a Capital Pool Company as defined in Policy 2.4 – Capital Pool Companies ("Policy 2.4") of the TSX Venture Exchange ("Exchange"). At March 31, 2019, the Company has not commenced commercial operations and has no assets other than cash of $1,620,930 (March 31, 2018 - $2,349,747), funds held in escrow of $2,652,799 (March 31, 2018 - $nil), and prepaid expenses of $5,111 (March 31, 2018 - $nil).

Except as described in the Company's prospectus dated June 29, 2018, the funds raised by the Company will be utilized only for the identification and evaluation of potential Qualifying Transactions and, to the extent permitted by Policy 2.4, for general and administrative expenses.

On August 15, 2018, the Company completed its initial public offering (the "Offering") of 2,000,000 common shares at a purchase price of $0.10 per common shares for aggregate gross proceeds of $200,000. M Partners Inc. (the "Agent") acted as agent for the initial public offering. In connection with the Offering, the Agent received a cash commission equal to 10% of the aggregate gross proceeds from the sale of the common shares and was paid for legal expense, a corporate finance fee and other disbursements totalling $83,339.

On August 15, 2018, the Company granted 200,000 stock options to one director of the Company. Each option is exercisable to acquire one common share at a price of $0.10 for a period of 5 years following the date of issuance.

The Company's common shares commenced trading on the Exchange under the trading symbol MGR.P on August 17, 2018. As of the date of this MD&A, the Company had 37,855,289 common shares outstanding, with 6,250,000 common shares and 200,000 options to purchase common shares ("Options") held in escrow. Prior to completion of the Qualifying Transaction, Colin Sutherland entered into a value escrow agreement with the Exchange, pursuant to which all of his 312,500 common shares were placed into escrow. On June 6, 2019, being the date of the final exchange bulletin regarding completion of the Company's Qualifying Transaction, 656,250 common shares and 20,000 Options were released from escrow.

Overall Performance

The Company has not conducted commercial operations and it is focused on the identification and evaluation of businesses or assets to acquire.

During the year ended March 31, 2019, the Company earned no revenue and reported a net loss of $909,351 ($0.04 basic and diluted loss per share) (period from January 9, 2018 (date of Incorporation) to March 31, 2018 – loss of $26,505 ($0.01 basic and diluted loss per share)).

The losses incurred in the period presented represent Qualifying Transaction investigation costs, share-based compensation, professional fees, reporting issuer costs, administration, VAT expense and foreign exchange.

Current liabilities at March 31, 2019, total $98,681 (March 31, 2018 - $37,428). Shareholders' equity consists of share capital of $5,108,629 (March 31, 2018 - $2,338,824), contributed surplus of $15,008 (March 31, 2018 - $nil), accumulated other comprehensive loss of $7,622 (March 31, 2018 - $nil), and deficit of $935,856 (March 31, 2018 – deficit of $26,505) for a net of $4,180,159 (March 31, 2018 - $2,312,319) in shareholders' equity.

The weighted average number of common shares of the Company outstanding for the year ended March 31, 2019, was 20,783,087, which excludes 6,250,000 common shares held in escrow.

On August 28, 2018, Arturo Bonillas, a corporate officer of the Company assigned 98 shares of Minera Magna, S.A. De C.V. (and a non-related party transferred 1 share) to the Company. As a result, Minera Magna, S.A. De C.V. is a wholly owned subsidiary of the Company and is consolidated within the Company's financial statements. The functional currency of the subsidiary is the Mexican Peso.

Capital Resources

The following financings have been completed by the Company:

(1) On February 23, 2018, the Company issued an aggregate of 2,700,000 seed common shares at a price of $0.05 per share for gross cash proceeds of $135,000.

(2) On February 26, 27, 28, 2018, the Company issued an aggregate of 2,825,000, 1,000,000 and 8,350,000 common shares at a price of $0.10 per share for gross cash proceeds of $1,217,500.

(3) On March 26, 2018, the Company issued an aggregate of 10,200,000 common shares at a price of $0.10 per share for gross cash proceeds of $1,020,000.

(4) On August 15, 2018, the Company completed the Offering by issuing 2,000,000 common shares at a price of $0.10 per common share pursuant to Policy 2.4.

(5) On February 27, 2019 and March 13, 2019, the Company completed a non-brokered private placement of common shares at a price of $0.32 per common share comprising the concurrent financing (the "Concurrent Financing") to the Company's proposed Qualifying Transaction. The Concurrent Financing consisted of the sale of 8,338,184 common shares for gross proceeds of $2,668,219.

Discussion of Operations

Three months ended March 31, 2019

The Company's net loss totaled $300,395 for the three months ended March 31, 2019, with basic and diluted loss per share of $0.01. Activities for the three months ended March 31, 2019, related to Qualifying Transaction investigation costs of $88,435, professional fees of $49,903, reporting issuer costs of $20,710, administrative of $63,801, VAT expense of $76,034 and foreign exchange loss of $1,512.

During the period, the Company initiated its search for a suitable business or asset to merge with or acquire. For the three months ended March 31, 2019, costs directly related to these activities amounted to $88,435.

Year Ended March 31, 2019

The Company's net loss totaled $909,351 for the year ended March 31, 2019, with basic and diluted loss per share of $0.04. Activities for the year ended March 31, 2019, related to Qualifying Transaction investigation costs of $359,195, share-based compensation of $15,008, professional fees of $184,516, reporting issuer costs of $67,787, administrative of $196,133, VAT expense of $76,034 and foreign exchange loss of $10,678.

During the period, the Company initiated its search for a suitable business or asset to merge with or acquire. For the year ended March 31, 2019, costs directly related to these activities amounted to $359,195. See "Proposed Transactions" below.

On August 15, 2018, the Company granted options to one director to purchase 200,000 common shares. The options are exercisable at $0.10 per share and expire on August 15, 2023. The options vest immediately. The fair value of each option granted has been estimated at the date of grant using the Black-Scholes option pricing model with the following weighted-average assumptions: (i) dividend yield 0%; (ii) expected volatility of 100%; (iii) risk-free interest rate of 2.16%; and (iv) expected life of 5 years. The fair market value was determined to be $15,008. For the nine months ended December 31, 2018, $15,008 was charged against share-based compensation. The Company has assumed no forfeiture rate. The weighted average grant date fair value of the options issued is $0.07504 per option.

Budget

Management has not assigned a specific budget to maintaining its operations other than maintaining costs as low as possible.

Off-Balance-Sheet Arrangements

As of the date of this filing, the Company does not have any off-balance-sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company including, without limitation, such considerations as liquidity and capital resources that have not previously been discussed.

Qualifying Transaction

On June 6, 2019 (the "Closing Date") the Company completed its Qualifying Transaction pursuant to TSX Venture Exchange ("Exchange") policy 2.4 – *Capital Pool Companies*. The Qualifying Transaction consisted of an arm's length option agreement dated September 25, 2018 (the "Effective Date") with Beatriz Delia Yepiz Fong (the "Seller"), an individual resident in the Sonora State of Mexico, pursuant to which the Company will acquire from the Seller an option ("Option") to acquire a 100% undivided interest (the "Proposed Transaction") in two mining claims (the "Mercedes Property") located in the municipality of Yecora, Sonora, Mexica, for a four-year period. In consideration of the grant of the Option, Magna will: (i) pay to the Seller an aggregate of USD$1,340,000 plus VAT of 16%, paid in installments comprised of one USD$50,000 payment on the later of the Closing Date and the sixth month from the Effective date, thirty-six monthly payments of USD$15,000 starting on the twelfth month from the Effective Date, and one USD$750,000 payment on the forty-eighth month from the Effective Date; (ii) issue to the Seller a 3% net smelter returns ("NSR"), capped at USD$3,500,000 and subject to the right of the Company to acquire all 3 percentage points of the NSR at a price of USD$500,000 per percentage point, within the first three (3) years of commercial production of the Mercedes Property; and (iii) conditional on obtaining approval of the TSX Venture Exchange ("Exchange") of the Proposed Transaction, issue 2,442,105 common shares ("Common Shares") of the Company to the Seller (the "Consideration Shares"). As of the date hereof, the Company made the initial payment to the Seller and issued the Consideration Shares. The Property consists of two contiguous claims covering an aggregate area of approximately 345 hectares located approximately 250 kilometers east-southeast along the Federal Highway 16 from the state capital, Hermosillo.

In addition, as a result of the Proposed Transaction, the Company consented to an unrelated party providing a loan to the Mercedes Property landowner in the amount of USD$160,000 plus VAT (USD$25,600), bearing no interest, resulting from the Mercedes Property landowner requiring funds. The loan proceeds were received by the Company during the period and the Company is obligated to disburse the funds to the Mercedes Property landowner on behalf of the unrelated party. As at March 31, 2019, the remaining loan payable was USD$4,652 ($6,172).

Proposed Transaction

On June 6, 2019, the Company entered into a letter of intent agreement with Medalist Capital Ltd. to acquire 100% interest in Las Marias Property and Las Cabanas mineral claims (the "Las Marias/Las Cabanas Transaction"). Las Marias Property consists of 7 mining concessions covering 646 hectares adjacent to the Mercedes Property and Las Cabanas consists of 2 claims covering 248 hectares located approximately 10 km south-west of the Mercedes Property. The total purchase price for the new mineral concessions and other rights will be of $250,000 and the issuance of 1,000,000 common shares of the Corporation. The Las Marias/Las Cabanas Transaction is subject to exchange approval. Closing is expected to occur on or around July 2, 2019.

Selected Quarterly Information

Three Months Ended	Net Revenues ($)	Net Income (Loss) Total ($)	Net Income (Loss) Basic and Diluted Loss per Share ($) [6]
March 31, 2019	-	(300,395) [1]	(0.01)
December 31, 2018	-	(279,141) [2]	(0.01)
September 30, 2018	-	(188,090) [3]	(0.01)
June 30, 2018	-	(141,725) [4]	(0.01)
January 9, 2018 (date of incorporation) to March 31, 2018	-	(26,505) [5]	(0.01)

Notes:

(1) Net loss of $300,395, related to Qualifying Transaction investigation costs of $88,435, professional fees of $49,903, reporting issuer costs of $20,710, administrative of $63,801, VAT expense of $76,034 and foreign exchange loss of $1,512.

(2) Net loss of $279,141 related to Qualifying Transaction investigation costs of $143,506, professional fees of $41,436, reporting issuer costs of $12,101, administrative of $72,484 and foreign exchange loss of $9,614.

(3) Net loss of $188,090 related to Qualifying Transaction investigation costs of $46,747, share-based compensation of $15,008, professional fees of $51,179, reporting issuer costs of $16,044, administrative of $59,560 and foreign exchange gain of $448.

(4) Net loss of $141,725 related to Qualifying Transaction investigation costs of $80,507, professional fees of $41,998, reporting issuer costs of $18,932 and bank charges of $288.

(5) Net loss of $26,505 related to professional fees of $18,930, reporting issuer costs of $7,290 and bank charges of $285.

(6) Per share amounts are rounded to the nearest cent, therefore aggregating quarterly amounts may not reconcile to year-to-date per share amounts.

Liquidity

At March 31, 2019, the Company had working capital of $4,180,159 (March 31, 2018 - $2,312,319) of which $1,620,930 (March 31, 2018 - $2,349,747) was cash. The Company manages its capital structure and makes adjustments to it, based on available funds. Capital levels for a Capital Pool Company are regulated pursuant to guidelines issued by the Exchange. These guidelines state that proceeds raised from the issuance of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than the lesser of 30% of the gross proceeds from the issuance of shares or $210,000 may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company not related to the identification and evaluation of a

Qualifying Transaction. These restrictions apply until completion of a Qualifying Transaction by the Company. The Company has accrued expenditures in excess of this limit at March 31, 2019, conditional upon completion of the Qualifying Transaction.

Management believes that the Company has sufficient cash to meet its current obligations for the next 12 months and to meet its objective of completing a Qualifying Transaction.

There are no commitments for capital expenditures as at March 31, 2019.

The Company currently has no established credit lines with any chartered banks or other financial institutions. The Company expects to rely upon equity financing as its primary source of funding. There are no assurances that the Company will be able to negotiate equity financings on terms acceptable to management or at all.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. 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.

No Operating History

The Company was incorporated on January 9, 2018, has not commenced commercial operations and has no assets other than cash, funds held in escrow and prepaid expenses at March 31, 2019. The Company has neither a history of earnings nor has it paid any dividends and it is unlikely to produce earnings or pay dividends in the immediate or foreseeable future. Until completion of a Qualifying Transaction, the Company is not permitted to carry on any business other than the identification and evaluation of potential Qualifying Transactions. The Company has only limited funds with which to identify and evaluate potential Qualifying Transactions and there can be no assurance that the Company will be able to identify a suitable Qualifying Transaction. Even if a proposed Qualifying Transaction is identified, there can be no assurance that the Company will be able to successfully complete the transaction.

Possible Trading Suspension or Delisting

The Exchange may suspend from trading or delist the securities of the Company where the Company fails to comply with the policies of the Exchange or if the Company fails to meet initial listing requirements of the Exchange upon completion of a Qualifying Transaction. Suspension from trading of the common shares may, and delisting of the common shares will, result in the regulatory securities authorities issuing an interim cease trade order against the Company. In addition, delisting of the common shares will result in the cancellation of all of the currently issued and outstanding common shares of the Company held by insiders. Trading in the common shares of the Company may be halted at other times for other reasons, including for failure by the Company to submit documents to the Exchange in the time periods required.

Halt of Trading

Upon public announcement of a potential Qualifying Transaction, trading in the common shares of the Company will be halted and will remain halted until completion of a Qualifying Transaction, or sooner pursuant to Policy 2.4. Neither the Exchange nor any securities regulatory authority passes upon the merits of the potential Qualifying Transaction.

Exchange May Not Approve a Qualifying Transaction

Completion of a Qualifying Transaction is subject to a number of conditions including acceptance by the Exchange and in the case of a Non-Arm's Length Qualifying Transaction, Majority of the Minority Approval, as such terms are defined in Policy 2.4.

Notwithstanding that a transaction may meet the definition of a Qualifying Transaction; the Exchange may not approve a Qualifying Transaction:

(a) if the Company fails to meet the initial listing requirements prescribed by Policy 2.1 – Initial Listing Requirements of the Exchange upon completion of a Qualifying Transaction;

(b) if, following completion of a Qualifying Transaction, the Company will be a finance company or a mutual fund as defined under applicable securities laws;

(c) the consideration proposed to be paid by the Company in connection with the Qualifying Transaction is not acceptable to the Exchange; or

(d) for any other reason at the sole discretion of the Exchange.

Approval by the Majority of the Minority

Where Majority of the Minority Approval is required, unless the shareholder has the right to dissent and be paid fair value in accordance with the applicable corporate or other law, a shareholder who votes against a proposed Non-Arm's Length Qualifying Transaction for which Majority of the Minority Approval by shareholders has been given, will have no rights of dissent and no entitlement to payment by the Company of fair value for the common shares.

Dilution

If the Company issues treasury shares to finance acquisition or participation opportunities, control of the Company may change and subscribers may suffer dilution of their investment.

Reliance on Management

The Company is relying solely on the past business success of its directors and officers to identify a Qualifying Transaction of merit. The success of the Company is dependent upon the efforts and abilities of its directors and officers. The loss of any of its directors or officers could have a material adverse effect upon the business and prospects of the Company.

Directors and Officers

The directors and officers of the Company will not be devoting all of their time to the affairs of the Company but will be devoting such time as required to effectively manage the Company. Some of the directors and officers of the Company are engaged and will continue to be engaged in the search for assets or businesses on their own behalf or on behalf of others such that conflicts may arise from time to time. As a consequence of such conflicts, the Company may be exposed to liability and its ability to achieve its business objectives may be impaired.

Additionally, directors and officers of the Company may also serve as directors and/or officers of other reporting issuers from time to time.

The Company has not purchased "key-man" insurance, nor has it entered into non-competition and non-disclosure agreements with management and has no current plans to do so.

Foreign Acquisition

In the event the Company identifies a foreign business as a proposed Qualifying Transaction, investors may find it difficult or impossible to effect service or notice to commence legal proceedings upon any management resident outside of Canada or upon the foreign business and may find it difficult or impossible to enforce against such persons, judgments obtained in Canadian courts.

Volatile Financial Markets

The extreme volatility occurring in the financial markets is a significant risk for the Company. As a result of the market turmoil, investors are moving away from assets they perceive as risky to those they perceive as less so. Issuers like the Company are considered risk assets and as mentioned above are highly speculative. The volatility in the markets and investor sentiment may make it difficult for the Company to access the capital markets in order to raise the capital it will need to fund its current level of expenditures and identify, evaluate and close a Qualifying Transaction.

Loans or Advances

Subject to prior acceptance from the Exchange, the Company may be permitted to loan or advance up to an aggregate of $250,000 ($25,000 without prior Exchange approval) of its proceeds to a target business without requiring shareholder approval and there can be no assurance that the Company will be able to recover the loan or advance.

New Standards and Interpretations Not Yet Adopted

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. In the current circumstances, it does not expect any of these to have a material impact on the Company's financial statements.

Financial Instruments

The carrying values of the Company's financial instruments, consisting of cash, funds held in escrow, accounts payable and other liabilities and loan payable, approximate their fair values due to the relatively short term maturities of the instruments. It is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments.

As at March 31, 2019, the Company had working capital of $4,180,159 and is not exposed to any significant liquidity risk.

The Company holds balances in foreign currencies which creates foreign exchange risk. Sensitivity to a plus or minus 10% change in the foreign exchange rates against the Canadian Dollar would have affected the reported loss and comprehensive loss by approximately $12,000.

Capital Management

The Company includes equity, comprised of issued share capital and deficit, in the definition of capital.

The Company's primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund its activities relating to identifying and evaluating qualifying transactions. To secure the additional capital necessary to pursue these plans, the Company may attempt to raise additional funds through the issuance of equity and completion of the Qualifying Transaction.

There has been no change with respect to the overall capital risk management strategy during the year ended March 31, 2019. The Company is not subject to externally imposed capital requirements other than the cash restriction disclosed below.

Pursuant to the polices of the Exchange, the proceeds raised from the issuance of common shares may only be used to identify and evaluate assets or businesses for future investment, with the exception that not more than the lesser of 30% of the gross proceeds from the issuance of shares or $210,000 may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions apply until completion of the Qualifying Transaction by the Company as defined under the policies of the Exchange. The Company has exceeded this limit at March 31, 2019 and the outcome of this is unknown.

Share Capital

As of the date of this MD&A, the Company had 37,855,289 common shares outstanding, with 6,250,000 common shares and 200,000 Options held in escrow. Prior to completion of the Qualifying Transaction, Colin Sutherland entered into a value escrow agreement with the Exchange, pursuant to which all of his 312,500 common shares were placed into escrow. On June 6, 2019, being the date of the final exchange bulletin regarding completion of the Company's Qualifying Transaction, 656,250 common shares and 20,000 Options were released from escrow.

Outlook

The Company will complete its Qualifying Transaction on June 6, 2019. The Company will also continue to monitor its spending and will amend its plans based on business opportunities that may arise in the future.

Additional Disclosure for Venture Issuers Without Significant Revenue

	Three Months Ended March 31, 2019 $
Investigation costs	88,435
Professional fees	49,903
Reporting Issuer costs	20,710
Administrative	63,801
VAT expense	76,034
Foreign exchange	1,512
Total	**300,395**

	Year Ended March 31, 2019 $
Investigation costs	359,195
Share-based compensation	15,008
Professional fees	184,516
Reporting Issuer costs	67,787
Administrative	196,133
VAT expense	76,034
Foreign exchange	10,678
Total	**909,351**

Selected Annual Financial Information

The following is selected financial data derived from the audited financial statements.

	Year Ended March 31, 2019	**From January 9, 2018 (Date of Incorporation) to March 31, 2018**
Net (loss) Net (loss) per share (basic and diluted)	$(909,351) $(0.04)	$(26,505) $(0.01)
	As at March 31, 2019	**As at March 31, 2018**
Total assets	$4,278,840	$2,349,747

Related Party Transactions

Key Management Personnel

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.
The remuneration of directors and other members of key management personnel, not disclosed elsewhere, were as follows:

(a) During the year ended March 31, 2019, travel expenses of $63,820 were incurred by Arturo Bonillas, a corporate officer of the Company, in order to identify and evaluate assets or businesses with a view to completing a Qualifying Transaction in accordance with Policy 2.4 section 8.2(b). These expenses were included in investigation costs in the condensed interim statements of net loss and comprehensive loss.

(b) Advances of $3,473 were provided to Arturo Bonillas which were included in prepaid expenses as at March 31, 2019.

(c) During the year ended March 31, 2019 (March 31, 2018 - $nil), share-based compensation of $15,008 was attributed to Arturo Bonillas, a corporate officer of the Company. Other than share-based payments, compensation to officers and directors is strictly prohibited.

Change to the Company's Board of Directors

On November 23, 2018, Mr. Colin Sutherland was appointed to the board of directors of the Company to fill the vacancy arising upon the resignation of Ms. Laura Cristina Diaz Nieves.

Subsequent Events

(a) On June 6, 2019 the Company completed its Qualifying Transaction, consisting of the property option agreement dated September 25, 2018 pursuant to which the Company will acquire a 100% interest in the Mercedes Property in Yécora, Mexico.

(b) On May 27, 2019, the Company announced the appointment of Carmelo Marrelli as CFO of the Company as of June 6, 2019, replacing Arturo Bonillas. The Company also entered into a consulting agreement, effective as of June 6, 2019, with Mr. Marrelli, pursuant to which the Company has agreed to pay Mr. Marrelli $1,500, plus disbursements, per month for the consulting services. The Company also entered into employments agreements, effective as of June 6, 2019 with (i) Arturo Bonillas to perform the services of president and CEO of the Company, pursuant to which he shall receive a base salary of $240,000 per annum, with eligibility to receive an annual bonus of up to 50% of his base salary; and (ii) Miguel Soto to perform the services of Vice-President, Exploration, pursuant to which he shall receive a base salary of $150,000 per annum, with eligibility to receive an annual bonus of up to 50% of his base salary.

(c) On June 6, 2019, the Company entered into a letter of intent agreement with Medalist Capital Ltd. to acquire 100% interest in Las Marias Property and Las Cabanas mineral claims (the "Las Marias/Las Cabanas Transaction"). Las Marias Property consists of 7 mining concessions covering 646 hectares adjacent to the Mercedes Property and Las Cabanas consists of 2 claims covering 248 hectares located approximately 10 km south-west of the Mercedes Property. The total purchase price for the new mineral concessions and other rights will be of $250,000 and the issuance of 1,000,000 common shares of the Corporation. The Las Marias/Las Cabanas Transaction is subject to exchange approval.

(d) On June 11, 2019, the Company announced that it has entered into a shares-for-services agreement (the "Agreement") with VRIFY Technology Inc. ("VRIFY") pursuant to the provisions of Exchange Policy 4.3. Pursuant to the Agreement, VRIFY, which provides technology services (the "Services") to the Company, will receive its fees by way of the issuance of common shares (the "Shares") of the Company. The Shares will be issued at a deemed price per Share equal to the Discounted Market Price (as defined in Exchange policies) of the Shares as traded on the Exchange on the first trading date following the date the Services are provided to the Company.