GALLEON GOLD CORP. (formerly Pure Nickel Inc.)

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED NOVEMBER 30, 2019

Background and overview

This Management's Discussion and Analysis ("MD&A") is intended to assist readers in understanding Galleon Gold Corp. ("Galleon Gold," the "Corporation," the "Company", "we," "our," "us"), its business environment and future prospects. This MD&A should be read in conjunction with the Company's consolidated audited financial statement for the years ended November 30, 2019. Those financial statements are presented in Canadian dollars and prepared in accordance with International Financial Reporting Standards ("IFRS"). Unless otherwise indicated, all dollar amounts refer to Canadian funds. Information herein includes any significant developments to March 27, 2020, the date on which this MD&A was approved by our directors.

Historically, we have been in the business of acquiring, exploring and developing mineral properties in Canada and the United States of America ("US"), primarily those containing nickel ("Ni"), platinum group elements ("PGE"s), copper ("Cu"), gold ("Au"), silver ("Ag") and associated base and precious metals. Since the beginning of 2019, the Company has made strategic steps to focus on gold and silver exploration.

Our common shares trade on the TSX Venture Exchange under the symbol "GGO."

The Company was incorporated under the *Company Act* (British Columbia) on April 29, 1987, and continued under the Canada *Business Corporations Act* on April 7, 2009. The Company changed its name from Pure Nickel Inc. to Galleon Gold Corp. on December 18, 2019 and amalgamated with Explor Resources Inc., on December 23, 2019. We conduct some of our Canadian operations through a wholly owned subsidiary, Explor Resources Inc., an Alberta corporation. We conduct our US operations through a wholly-owned subsidiary, Nevada Star Resource Corp. (U.S.), a Nevada corporation. We are the majority and controlling partner in the Neal Development Limited Partnership which governs the partners' rights in relation to operations of the Neal Gold Project.

The Company entered into an amalgamation agreement on August 22, 2019 with Explor Resources Inc. ("Explor"), whereby the companies would to merge on a 46/54 (Pure Nickel/Explor) basis (the "Transaction"). The Transaction was completed on December 23, 2019. The Transaction was completed through amalgamating Explor, an Alberta corporation, with the Company's wholly owned subsidiary, 2227390 Alberta Ltd., incorporated solely for the purpose of acquiring Explor. In connection with the Transaction, Galleon Gold issued 95,198,612 common shares of Galleon Gold in exchange for all of the issued and outstanding common shares of Explor.

We continuously evaluate our mineral property holdings with respect to carrying costs and the future likelihood of any property driving shareholder value. Past and future divestiture decisions have been, and will be made based on this criterion. We also investigate other opportunities, such as sale of assets and project acquisitions that would enable the Company to diversify and grow. In April 29, 2019, the Company signed an agreement with 2176423 Ontario Ltd., a company controlled by Eric Sprott to acquire an operating and controlling interest in the Neal Development Limited Partnership ("Neal LP"), as well as a lease to operate the Neal Gold Project in Idaho. Following the merger with Explor on December 23, 2019, the Company's property portfolio was expanded significantly to include the West Cache Gold Project (formerly referred to as the Timmins Porcupine West Project) and eleven additional properties in Ontario, Quebec and New Brunswick.

The Company will be focusing its efforts and exploration budget on the West Cache Gold Project and the Neal Gold Project.

Exploration and Evaluation Projects

Neal LP and Sprott Partnership
On May 13, 2019, the Company issued 10,221,732 common shares valued at $204,235 to acquire 102 units, representing 70% of ownership and controlling interest, in the Neal LP ("Neal LP") and the right to enter into a lease agreement with the landowner of five patented claims known as Neal Property ("Neal Lease"). In addition, the Company assumed liabilities totalling $60,000 which has been included in the initial consideration capitalized to the exploration & evaluation asset, bringing the total to $264,235.

On May 15, 2019, the Company entered into the Neal Lease for a period of five years which may be extended for 1 year terms thereafter. Annual lease payment consists of a $3 per dry ton for all material it removes from the property and a 3% net smelter return royalty, with a minimum annual payment of US$10,000.

Neal Gold Project ("Neal Project")
The Neal Project is a high-grade gold-dominant vein system with at least five veins known to date. It is located 27 kilometers southeast of Boise, Idaho and has excellent access via 20 kilometers of improved gravel and dirt roads from Interstate-84. The Project consists of five private patented mining claims covering approximately 22.4 hectares (55.38 acres) and another seven unpatented lode claims covering about 52.6 hectares (130 acres) located on U.S. Forest Service administered public lands.

On May 30, 2019 the Company filed a NI 43-101 Technical Report for the Neal Project ("Neal") entitled: "NI 43-101 Technical Report: Property Report for the Neal Project, Elmore County, Idaho". The Technical Report was prepared by Thomas H. Chadwick, CPG, an independent Qualified Person under NI 43-101 Disclosure Standards for Mineral Projects. Highlights of the NI 43-101 Technical Report include:

Project Location and Access:

- The Neal Project is located in Elmore County, Idaho in rolling hills just east of Boise. Access is a short 25-minute commute from the Boise Airport via paved roads for most of the way.
- Power and water are available nearby and could be furnished to the project as needed.

Neal Land Status:

- All historic and modern mining and exploration has been confined to five patented (private property) claims that make up the core of the Neal property.
- An additional seven unpatented lode mining claims provide further mineral rights along trend in both directions from the patented property. These claims are located on federal lands administered by the U.S. Forest Service.

Project History:

- Gold mineralization at the Neal Project and elsewhere in the Neal Mining District was discovered in 1889 by Arthur Neal. Total reported District lode gold production through 1941 has been estimated at around 30,000 ounces, with most of this production coming from the Neal Project area in the 1889-1915 time frame[1].

[1] Bennett, Earl H., 2001. The Geology and Mineral Deposits of Part of the Western Half of the Hailey 1º x 2º Quadrangle, Idaho, USGS Bulletin 2064-W, prepared with Idaho Geological Survey, Idaho State University and the University of Idaho: with a section on the Neal Mining District by Thor H. Kiilsgaard and Earl H. Bennet (pp 24-29)

- The Neal Project area contains three historic underground gold mines: Hidden Treasure, Homestake and Daisy. These mines were eventually connected underground and were at peak production from 1902-1915.
- Neal was explored in the late 1980's for open pit, heap leach potential with a reverse circulation drilling program consisting of 208 holes totaling 47,000 feet.
- Modern bulk sampling from an open cut in 2015-2016 produced a stockpile of mineralized material estimated to contain around 13,900 tons at 0.132 ounces per ton (oz/t) gold [2] . The stockpile is not part of the Neal LP acquisition and remains owned by Sprott.

Vein & Mineralization Description: (historic geology & mining from [1]Bennett, 2001 and [3]Lindgren, 1898)

- Neal gold mineralization is hosted in north-easterly striking veins that average around N70E, and dip to the south at 60-45 degrees. Vein widths range from 2-13 feet.
- Historically mined "mineralized" shoots averaged around 0.5 oz/ton gold, with reported strike lengths of 75-125 feet and 350 feet of dip development at Homestake, whereas the Hidden Treasure reported 450 feet of strike development with 165 feet of dip.

Geology and Mineralization:

- Neal area veins are hosted entirely in intrusive rocks, with the primary host a Cretaceous-aged biotite granodiorite of the Idaho Batholith.
- Fault zones that host the veins are frequently intruded by lamprophyre dikes in the Neal area, as well as by rhyolitic dikes. Other dike-like intrusives are also common and can be compositional and/or textural variations of the granodiorite. The lamprophyres at Neal are sometimes minor hosts to mineralization.
- The approximate N70E trend of the Neal vein system can be offset locally by northerly trending faults.
- Neal veining consists of one or two primary veins, but other veins have been identified with roughly parallel strikes and dips. A total of five veins have been identified to date.
- Veins consist of quartz-white mica-clay-pyrite alteration and mineralization and can be subtle to identify in the field. Quartz textures are indicative of higher temperature mesothermal environments, and quartz content is modest overall. Near surface, iron oxides after pyrite are often direct indicators of gold mineralization. Other associated minerals include minor to trace amounts of galena and sphalerite.
- No bottom to the mineralized vein system has been identified, and little exploration or mining has been conducted along strike beyond the known mining limits.

Metallurgy and Mining:

- Historic mining records for Neal and other districts in the region indicate that gold was commonly recovered from both near surface and deeper sulfide mineralization by gravity and flotation, although some cyanidization was used in the early 1900's.
- Several modern studies have been conducted on mixed oxide-sulfide material at Neal that suggest strong gold recoveries of up to 90% can be achieved using a mill with a combined gravity and flotation circuit. Neal sulfide material does not appear to be refractory.

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[2] Russell, R. D., 2017-2018. Neal Average Assay for Stockpile (A to H), Atlanta Gold internal spreadsheet and supporting lab work of Neal stockpile material, 2017.

[3] Lindgren, Waldemar, 1898. The Mining Districts of the Idaho Basin and the Boise Ridge, Idaho; Department of the Interior, US Geological Society; Extract from the 18th Annual Report of the Survey 1896-1897, Part III, Economic Geology; Washington, Government Print Office (pp 609-703).

Exploration Plan:

- The Company plans to explore the Property for higher grade strike extensions of the Neal veins and to determine deeper down-dip potential in, and around, the known mines.
- The Technical Report recommends a drill-oriented exploration program for the 2019-2020 field seasons of approximately US$ 1 million. The Company completed a small reverse circulation drill program of approximately 1000 meters in November 2019. The purpose of the program was to target the unmined gold mineralized structures and determine location of old mine workings. The results will help to determine the location of future core drill hole programs.

West Cache Gold Project ("West Cache")

P&E Mining Consultants Inc., ("P&E") prepared a technical report on the Timmins Porcupine West Property (property is now called the West Cache Gold Project), entitled "Technical Report, Explor Resources Inc., Timmins Porcupine West Property, Bristol & Ogden Townships, Ontario", in accordance with National Instrument 43-101 — Standards of Disclosure for Mineral Projects ("NI-43-101"). Eugene Puritch, P.Eng., Richard Sutcliffe, P. Geo., Tracy Armstrong, P.Geo. and Antoine Yassa, P.Geo. of P&E Mining Consultants Inc., ("Authors") are all being qualified persons under NI-43-101, are the co-authors of the Technical Report dated July 1, 2013. The Technical Report was filed on August 29, 2013 under Explor's profile on the SEDAR web site at www.sedar.com. Information contained in the report includes:

Project Location and Access:

- The West Cache Gold Property is located 13 km west of Timmins, Ontario in the Townships of Bristol and Ogden in the Timmins-Porcupine Mining Camp.
- The Property is contiguous with the Lake Shore Gold's Timmins West Mine.
- The Property is serviced by a paved highway, secondary access roads and a major power line. Provincial highway 101 bisects the Property.

West Cache Gold Land Status:

- The Project comprises 264 unpatented mining claims and three patented claims, all of which are contiguous and cover a total area of 3,550 ha. One hundred and ninety-one (191) of the unpatented claims and the three patented claims lie within Bristol Township and the remaining 73 are in Ogden Township.

Project History:

- The Property has been explored since 1927 by numerous ground geophysical surveys and diamond drilling holes. A full history is outlined in the 2013 Technical Report on SEDAR.
- In 1984, Dome Exploration discovered and delineated a gold mineralized zone that was approximately 350 metres long and 45 metres wide and open below 350 metres of vertical depth.
- Explor acquired the property between 2009 and 2012. Some claims are subject to a 3% NSR and some vendors retain a 2% NSR.
- Since 2009, Explor has completed extensive drilling leading to the 2013 NI 43-101 Mineral Resource Estimate Technical Report published in 2013.
- In 2014 an option agreement with Teck Resources Ltd was signed. Tech did not earn any interest in the property but completed a drill program in 2015 and 2016, along with borehole geophysics.
- The last drill program on the property was conducted in 2017 (3,263 meters).

Geology, Mineralization and Mineral Resource Estimate:

- The Property is situated within the western part of the Archean Abitibi Greenstone Belt of the Superior Province of the Canadian Shield.
- The Property porphyry-hosted gold mineralization resembles that of the Hollinger and McIntyre gold mines located approximately 15 km to the east and is characterized by chalcopyrite-pyrite stringers and veins, and quartz-tourmaline veins, hosted by altered and sheared Quartz-Feldspar Porphyry (QFP).
- On August 27, 2013, Explor announced an updated Mineral Resource Estimate for the Property, the full Technical Report is available on the Company's website and on Explor's SEDAR profile. The table below summarizes the Mineral Resource Estimate.

TPW MINERAL RESOURCE ESTIMATE AT JULY 1, 2013(1-4)			
Pit Constrained Cut-off = 0.30 g/t Au	**Tonnes**	**Grade**	**Au ozs**
Indicated	4,283,000	1.55	213,000
Inferred	1,140,000	2.09	77,000
Underground. Cut-off = 1.70 g/t Au	**Tonnes**	**Grade**	**Au ozs**
Indicated	4,420,000	2.79	396,000
Inferred	5,185,000	2.36	393,000
Pit Constrained + Underground	**Tonnes**	**Grade**	**Au ozs**
Indicated	8,703,000	2.17	609,000
Inferred	6,325,000	2.31	470,000

(1) Mineral Resources which are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues, although Explor Resources Inc. is not aware of any such issues.

(2) The Inferred Mineral Resource in this estimate has a lower level of confidence that that applied to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of the Inferred Mineral Resource could be upgraded to an Indicated Mineral Resource with continued exploration.

(3) The Mineral Resources were estimated using the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council.

(4) Values in the table may differ due to rounding.

Preliminary Metallurgical Testing

- In May 2018, Explor announced the completion of Preliminary Metallurgical Testing on the low grade near surface gold ore on the Property. A representative sample from diamond drill holes in the area of the potential open pit was used. The 45 kilogram composite sample of mineralized diamond drill core was sent to SGS Minerals Services in Lakefield, Ontario for metallurgical test-work. The test program included sample preparation, characterization, and flowsheet development testing. Ore characterization included grindability, mineralogy by QEM-RMS (QEMSCAN) rapid mineral scan, and chemical head grade analysis. Flowsheet development testwork focused on gravity separation, as well as flotation and cyanidation of gravity separation tailing.

- In summary, the composite sample was analyzed by a screened metallics protocol and resulted in a head grade of 2.64 g/tonne gold. Testing indicated very little silver and negligible arsenic in the composite sample. It was noted that most of the sulphide sulfur was present as Pyrite (3.07%), Chalcopyrite (approximately 0.12%) and Pyrrhotite (0.02%). The Bond Mill work index was determined to be 13.1 Kwh/tonne. A gravity test was conducted and it was determined that the 37.5% of the gold exists as microscopic free gold, indicating that in any future mill design a gravity circuit will be necessary at the front end of the concentrator. Flotation testing indicated that up to 93% of the gold can be recovered as a pyrite concentrate. Cyanide leach test were conducted on the pyrite concentrate and greater than 94% gold extraction was achieved over a 24 hour period. The gold is not refractory and is not locked within the pyrite. A testing of the tailings product (ABA and NAG testing) indicates that there is no potential for acid generation in the flotation tailings material.

Environmental, Permitting and Community Impact:

- Explor and the area's First Nations have signed an MOU which sets out areas in which the two have agreed to work together on mutual key interests such as environmental protection, employment and business opportunities, education and training for First Nations communities.
- Permits for continued exploration are in place.

Exploration Plans

- The Company plans to focus on infill drilling of the known mineralization for the open pit as well as extending the open pit mineralization to the east and west for strike extensions. (See P&E Mining Consultants Inc. recommendations within the July 2013 NI-43-101 Technical Report – Section 26.1- Recommendations and Proposed Budget.)
- Recently, the Company has been working with P&E Consultants to design an infill drill hole program,15,000 meters. Drilling will include step out core holes (avg. 300-500 m).
- Additional exploration work following the infill drill program would be to follow up core drilling on the higher grade deep underground targets, previously identified in the 2012 drilling program and noted in the July 2013 NI 43-101 Technical Report, to determine the deeper down-dip potential for an underground mine. Certain key core intercept off-sets will be targeted and based on drill holes **TPW 11-60 – 7.8 m @ 114.76 Au g/t and TPW 11-65 – 3.3 m @ 28.46 Au g/t**. (Reference - July 2013 NI-43-101, Section 10.3 Phase IV Drilling – Table 10.2).
- Upon completion of the initial drill program, a Preliminary Economic Assessment (PEA) will be completed along with follow up drilling, if required.

Other Properties in the Company's Property Portfolio

The Company uses banked work credits to renew mining claims as they come due. If there are no banked credits the Company makes determinations on whether to pay fees in lieu of work or relinquish certain claims.

The table below outlines properties in the Company's portfolio resulting from the merger as of the date hereof.

Property	Location	Claims area (approx.) NSRs	Comments
Eastford Lake	Ontario (100 km West of Timmins Grand)	3,100 hectares 2% over part of property	The Eastford Lake Property was acquired between 2005 and 2007. Several exploration drill programs were conducted between 2006 and 2010 and several holes returned high grade intersections. In 2008, the Company discovered the Lynx zone that returned an intersection of 12.7 g/tonne over 7.5 meters. Others high grade intersections include: 142.26 g/tonne over 3 meters; 45.45 g/tonne over 3.3 meters and 13.12 over 2 meters.
Carnegie	Ontario (1.5 km of the Kidd Creek mine, 20 km North of Timmins)	1,003 hectares 2%	The Carnegie Property was acquired between 2007 and 2008. A geophysical survey and 2,500 meter drill program were conducted in 2009 and 2010 respectively. Drilling indicated the strong potential for localization of a volcanogenic Massive sulfide discovery.
Kidd Township	Ontario (1.5 km south east of Kidd Creek Mine, 20 km north of Timmins)	2934 hectares 2% and/or 1%	The Kidd Township Property was acquired between 2007 and 2017. Exploration has included MEGATEM, VTEM and downhole geophysical surveys. Drill programs in 2008, 2016 and 2017 were successful in identifying ore bearing lithological units and geological horizons commonly associated with VMS deposits.
Golden Harker	Ontario (120 km east of Timmins)	258 hectares 2%	The Golden Harker Property was acquired between 2010 and 2012. A geophysics program was conducted on the property.
PG 101	Ontario (contiguous to the 120 km east of Timmins)	1,626 hectares (50% owned) 1,344 hectares (100% owned) 2%	The PG 101 Property was acquired between 2008 and 2017. A drill program conducted in 2008 and 2009, one hole returned an intersection of 52 g/tonne over 3 meters. An IP geophysics survey was conducted in 2016.
Ogden	Ontario (15 km south west of Timmins)	2,006 hectares 2% part of property, 2% all of property, 2% Gross Overriding Receipts on any diamonds	The Ogden Property was acquired between 2014 and 2017. The property is contiguous to the Company's West Cache Gold Project. The Company conducted ground geophysical surveys and a 3,000 meter drill program in 2016 that returned mineralization similar to the West Cache Gold Project.

Property	Location	Claims area (approx.) NSRs	Comments
East Bay	Quebec (2 km north of Duparquet and 50 Km north of Rouyn-Noranda)	6,266 hectares 1% and/or 2%	The East Bay Property was acquired between 2006 and 2018. The Company has completed surface sampling, airborne surveys and drill programs in 2013, 2015, and 2017.
Destor	Quebec (30km north of Rouyn-Noranda)	2453 hectares 2.5%	The Destor Property was acquired between 2007 and 2012. The Company completed a VTEM survey and 2,500 drill program in 2011. Drilling was successful in uncovering gold in wide ranging concentrations.
Nelligan	Quebec (20 km west of Desmaraisville	1,371 hectares 2.5 % and/or 2.0%	The Nelligan property was acquired in 2007. In 2008, the Company conducted a drill program of 3,838 meters for a total of 19 holes. Some anomalous concentrations of nickel, cobalt and copper were discovered.
Launay (nickel)	Quebec (6 km from Launay and 20 Km west of Amos)	212 hectares	The Launay Nickel property was acquired in 2006 and 2007. In 2014, the Company conducted a geophysical exploration program on the Launay Nickel Project that was followed by a 1,020 meters drilling program on a magnetic structure that was discovered on the property. Only very low value of nickel were encountered and the Company will allow the claims to expire.
Chester	New Brunswick (70 km southwest of Bathurst and 50 km of Miramichi)	2,508 hectares 1% and 2% and 2% to Company	The Company acquired the property in 2013. In 2019 the property was optioned to Puma Exploration Inc. granting Puma the right to earn 100% of the property over three years. Puma has completed its obligations for the first year of the earn in. The Chester Property is a copper and VMS deposit. A Technical Report, as defined in National Instrument 43-101, Standards of Disclosure for Mineral Projects (NI 43-101), dated April 16, 2014 on the Chester Property is available on Explor Sedar profile.
William Lake	Manitoba (70 km from Grand Rapids)	10,566 hectares 2%	The William Lake property has the potential for nickel and PGEs. The Claims area is approximately 10,566 hectares. An extensive exploration program was conducted during 2008. A re-assay program was completed in 2012 and preliminary target modelling was completed in 2013.

Royalties and Other Property Related Payments

Milford Copper Property, Utah

The Company holds a 1% net smelter royalty (the "Royalty") on the Milford Copper Property located in Utah. The Milford Copper Property was previously owned by CS Mining LLC ("CS Mining") and is now owned by Tamra Mining Company, LLC ("Tamra") as of August 29, 2017. The Royalty is shared with another party on a pro-rata basis, with the Company's royalty capped at US$5,000,000 ($6,644,500) and the other party's royalty capped at US$3,000,000 ($3,986,700).

For the year ended November 30, 2018, the Company received royalty payments for a total of $181,461 (US$138,974). At the end of 2018, the Company was informed that processing of ore at the Milford Copper Property has been suspended pending new financing partners. Given the uncertainty of future operations and collection of the royalty payments, the royalty was written down to $1. For the year ended November 30, 2019, the Company received royalty payments in arrears, earned prior to the suspension of operations, of a total of $111,019 (US$82,072), increasing total royal payments received to $813,725 (US$609,631). As at November 30, 2019, the maximum royalty remaining balance was US$4,390,369 (2018 – US$4,472,441) or $5,834,361 (2018 - $5,943,427).

Tower Property, Manitoba
On May 22, 2015, the Compnay sold our 30% interest in the Tower Property to Akuna Minerals Inc. ("Akuna"). Under the terms of the sale agreement, Akuna paid us $1,000,000. In addition, upon achievement of nameplate production, as defined in an NI 43-101 feasibility study, a one-time payment to of $500,000 is required. Rockcliff Metals Corporation ("Rockcliff") acquired the Tower Property from Akuna in May 2019. Rockcliff plans to advance the Tower Property towards production.

Projects and Properties Relinquished or Sold During 2019

Fond du Lac, Saskatchewan
The Company relinquished 3 of the 4 claims that comprised the property in April 2019 and the last claim was relinquished in July 2019.

Manibridge, Manitoba
This nickel property is located in the Thompson Nickel Belt (128 kilometers southwest of Thompson, Manitoba). On April 1, 2019, the Company sold its interest in the Manibridge property to CanAlaska Uranium Ltd. ("CanAlaska") for $25,000 in cash, 300,000 CanAlaska shares and 100,000 CanAlaska warrants, each exercisable into one CanAlaska share at a purchase price of $0.28 per share for a period of two years from the closing date. In connection to the sale, the Company recognized a gain on sale of exploration and evaluation property of $116,779.

HPM, Quebec
This property is a nickel and copper property in the early exploration stage. We owned 50% of this property and Murchison Minerals Ltd. ("Murchison") owned the other 50%. On March 5, 2019, the Company sold its interest in HPM property to Murchison Minerals Ltd. ("Murchison") for $50,000 in cash and issue of 500,000 common shares of Murchison. In connection to the sale, the Company recognized a gain on sale of exploration and evaluation property of $96,684.

Quarterly Information

Selected financial information for the previous eight quarters is set out below.

	Quarter ended November 30, 2019 $	**Quarter ended August 31, 2019 $**	**Quarter ended May 31, 2019 $**	**Quarter ended Feb 28, 2019 $**
Loss before other income (expenses)	(396,012)	(220,230)	(412,045)	(259,193)
Other income (expenses)	(332,918)	(7,944)	303,093	911
Net loss	(728,930)	(228,174)	(108,952)	(258,282)
Total comprehensive loss	(722,251)	(226,871)	(110,354)	(257,683)
Net loss per share*	(0.009)	(0.003)	(0.001)	(0.004)
	Quarter ended November 30, 2018 $	**Quarter ended August 31, 2018 $**	**Quarter ended May 31, 2018 $**	**Quarter ended Feb 28, 2018 $**
Loss before other income (expenses)	(501,339)	(95,934)	(69,114)	(66,770)
Other income (expenses)	(3,917)	1,487	547	419
Net loss	(505,256)	(94,447)	(68,567)	(66,351)
Total comprehensive loss	(493,069)	(83,864)	(62,283)	(76,808)
Net loss per share*	(0.007)	(0.001)	(0.001)	(0.001)

Note: * Fully diluted income (loss) per share is not presented since it would be anti-dilutive or all stock options had expired.

Results of Operations – year ended November 30, 2019.

We generated no operating revenues during the year ended November 30, 2019, which is unchanged from the year ended November 30, 2018. This was in accordance with expectations as we are an exploration stage company and expect to finance activities through the sale of property interests, and by raising additional share capital when market conditions are suitable.

We recorded a net loss of $11,324,338or $0.02 per share for the year ended November 30, 2019, compared to net loss of $734,621 or $0.01 per share for the year ended November 30, 2018. The increase in net loss was primarily due to the increase in administration and general expenses of $970,169, unrealized loss on FVTPL investments of $215,315, and accretion expense of $143,492, offset by gain on sale of exploration and evaluation HPM and Manibridge property interests of $213,463 and royalty income from Milford copper royalty of $111,019.

The following table summarizes our administration and general expenses:

		November 30, 2019		November 30, 2018
Accounting, audit and legal fees	$	166,232	$	71,321
Consulting		642,752		36,405
Depreciation		635		908
Directors' fees		43,679		42,941
Investor relations		6,829		657
Occupancy costs		1,865		1,987
Office and miscellaneous		36,807		22,624
Regulatory, filing and transfer agent fees		47,106		15,730
Salaries and benefits		200,560		101,392
Share-based compensation		45,813		–
Travel		77,272		5,417
Total	$	1,269,550	$	299,382

Total administration and general expenses for the year ended November 30, 2019 were $1,269,500, an increase of $970,168 (or 324%) compared to $299,382 for the year ended November 30, 2018.

- Consulting fees increased by $606,347 primarily due to the compensation to the Company's CEO and President. R. David Russell, of a total of $442,500 pursuant to the service agreement entered on January 11, 2019. There was no compensation incurred to the Company's former CEO and President during the comparative period.
- Accounting, audit and legal fees increased by $94,911, an increase of 133% compared to comparable period, due to fees related to merger with Explor completed on December 23, 2019.
- A total of 4,600,000 options were granted on March 28, 2019, to an employee, officers and directors of the Company valued at $45,813. The options were vested immediately and as such, the options were expensed on grant date.
- An increase of $71,855 of travel expense compared to comparative period due to increase activities in exploring opportunities such as sale of property interests and project acquisitions.

Cash used in operating activities was $1,188,890 during the year ended November 30, 2019, an increase of $891,118 compared to $297,772 in the prior year. The increase is mainly due to the increased in administrative and general expenses of $970,168 compared to comparative period.

Cash used in investing activities was $926,966 for the year ended November 30, 2019 compared to $1,461 in the comparative period. The increase of 925,505 was primarily resulted due to:

- Prior to the completion of the merger with Explor, the Company subscribed 10,000,000 units of Explor at a price of $0.05 per unit with the total amount of $500,000.
- $323,487 in cash on exploration costs, of which $322,774 was spent on Neal Property in Idaho.
- Purchase of $116,278 reclamation bond with respect to site reclamation and closure obligations in Neal Property.

The increase is offset by $50,000 and $25,000 cash proceeds in connection to the sale of HPM and Manibridge properties, respectively.

The Company generated a net cash of $3,421,079 (2018 - $Nil) in financing activities for the year ended November 30, 2019. The Company completed multiple non-brokered private placements for a total net proceeds of $238,139. Additionally, the Company issued convertible debentures in September and October 2019, generating net proceeds of $3,182,940.

Results of Operations – three months ended November 30, 2019.

We generated no operating revenues during the three months ended November 30, 2019, which is unchanged from the three months ended November 30, 2018. We recorded a net loss of $728,930 or $0.01 per share for the three months ended November 30, 2019, compared to net loss of $505,256 or $0.01 per share for the three months ended November 30, 2018. The increase in net loss was primarily due to the increase in administration and general expenses of $402,486 (2018 - $68,791), accretion expense of $143,492 (2018 - $Nil) and unrealized loss on FVTPL investments of $189,746 (2018 - $Nil), offset by the $Nil (2018 - $432,314) of impairment of royalty interest.

Total comprehensive loss was $722,251 for the three months ended November 30, 2019, compared to $493,069 in the comparative period. This was mainly due to the increase in net loss of $229,190 and the effect of the currency translation adjustment of $6,679 compared to the comparative period.

The following table summarizes our administration and general expenses:

For the three months ended	November 30, 2019	November 30, 2018
Accounting, audit and legal fees	$ 81,254	$ 16,799
Consulting	115,954	6,371
Depreciation	158	227
Directors' fees	11,241	11,816
Investor relations	2,213	299
Occupancy costs	477	652
Office and miscellaneous	17,553	5,990
Regulatory, filing and transfer agent fees	8,911	97
Salaries and benefits	127,608	24,632
Travel	37,116	1,938
Total	$ 402,485	$ 68,821

Total administration and general expenses for the three months ended November 30, 2019 were $402,485, up from $68,820 for the three months ended November 30, 2018, an increase of 485%.

- Consulting fees increased by $109,583 primarily due to the compensation to the Company's CEO and President. R. David Russell, of a total of $90,100 for the three months ended November 30, 2019. The Company did not incur any compensation to the Company's former CEO and President during the comparative period.
- Accounting, audit and legal fees increased by $64,455 or 384% due to fees related to increased legal fees related to the merger with Explor completed in December 2019.
- Salaries and benefits increased by $102,976, an increase of 418% compared to the comparable period, mainly due to one-time bonus granted to an employee.
- An increase of $35,178 of travel expense compared to comparative period due to increase activities in exploring opportunities such as project acquisitions.

Cash used in operating activities was $765,172 during the three months ended November 30, 2019, compared to $67,823 in the fourth quarter of the prior year. The increase of $697,350 in the cash used in operating activities is primarily due to the increase in total administration and general expenses.

Cash used in investing activities was $849,791 (2018 - $234) for the three months ended November 30, 2019. The increase of $849,558 due to investment to Explor's units for a gross total of $500,000, increase of $439,441 of exploration costs and reclamation bond, primarily for Neal Project.

The Company raised $3,279,412 through a non-brokered private placement completed on September 24, 2019 and convertible debentures issued in September and October 2019.

Liquidity and Capital Resources

Currently, none of our property interests generate revenue. Our capital needs have historically been met by the issuance of securities (either through private placements, the exercise of stock options, or the issuance of shares for services, property or other assets). Fluctuations in our share price will affect our ability to obtain future financing, and future financing will represent dilution to existing shareholders. During the year ended November 30, 2019, the Company had a net loss of $1,324,338 (2018 – $734,621), negative cash flow from operations of $1,188,890 (2018 – $297,772) and working capital as at November 30, 2019 of $944,156 (2018 –working capital deficiency of $407,837). The Company is subject to risks and challenges similar to companies in a comparable stage of exploration. As a result of these risks, there are material uncertainties which cast significant doubt as to the Company's ability to continue as a going concern. There is no assurance that the Company's funding initiatives will be successful, and these condensed interim consolidated financial statements do not reflect the adjustments to carrying values of assets and liabilities and the reported condensed interim consolidated statements of financial position classifications that would be necessary if the going concern assumption was inappropriate. These adjustments could be material. Additional funding will be necessary to advance its exploration and development efforts and discussions are ongoing in monetizing some Company assets to assist this. While the Company has been successful in doing so in the past, there can be no assurance that it will be able to do so in the future.

We had cash and restricted cash equivalents of $1,601,290 as at November 30, 2019 compared to $274,340 as at November 30, 2018. This balance includes restricted cash equivalents of $20,000 (November 30, 2018 - $5,000) which are funds invested in guaranteed investment certificates with maturities of less than year as security for corporate credit cards.

The exploration and development of our exploration and evaluation projects will require substantial additional capital. Going forward, we continue to seek joint venture and other arrangements with partners by which we can advance the exploration of our properties without bearing all of the exploration costs directly. Management reviews the properties on a regular basis and abandons claims and writes off their book value when it is determined that further exploration is not likely to be productive

Off-Balance-Sheet Arrangements

We have not entered into any off-balance-sheet financing arrangements.

Subsequent events

On December 23, 2019, the Company completed the amalgamation with Explor (Note 21) and issued 95,198,612 common shares in exchange for all of the issued and outstanding shares of Explor. The amalgamation was completed through amalgamating Explor with the Company's wholly owned subsidiary, 2227390 Alberta Ltd., incorporated solely for the purpose of acquiring Explor. Concurrent to the completion of the Amalgamation, the Company changed its name from Pure Nickel Inc. to Galleon Gold Corp

As a result of the amalgamation, the Company is exposed to certain contingent liabilities associated with Explor. Canada Revenue Agency (CRA) has issued notice of assessments in connection to Explor's spending obligations on flow through financings raised in 2011 – 2013 and 2015 – 2017. CRA has disqualified certain Canadian Exploration Expenses ("CEE") that were previously reported and assessed penalties on the shortfall of CEE spending. Explor has filed notices of objection to the CRA and is awaiting responses on both objections. A claim for damages was filed with the Superior Court of Quebec against Explor and its officers and directors in March 2018, the claim related to non-compliance with flow-through share agreements.

On December 30, 2019, the Company closed a flow through private placement 12,500,000 units at a price of $0.08 per unit for gross proceeds of $1,000,000 ("Private Placement"). Each unit consists of one common share and one-half of one common share purchase warrant, each warrant entitling the holder to purchase one additional common share at an exercise price of $0.12 for a period of two years after closing. The Company paid a finder's fee of 7% cash, amounting to $70,000 and issued 875,000 compensating warrants, exercisable into one common share at a price of $0.08 for a period of 2 years.

On January 9, 2020, Eric Sprott, through 2176423 Ontario Ltd., a corporation that is beneficially owned by him, converted the Debenture, in the principal amount of $3,000,000, into 60,000,000 common shares. Additionally, the Company closed a debt settlement agreement to settle the interest owed on the Debenture of $82,177 by issuance of 1,027,218 common shares at a price of $0.08 per share on January 22, 2020.

On February 25, 2020, the Company settled an aggregate amount of $70,000 for interest owed on a convertible debenture assumed through the amalgamation with Explor. The debt was settled by the issuance of 1,000,000 common shares at a price of $0.07 per share.

Related Party Transactions

Compensation awarded to key management personnel

Key management personnel include the Company's directors, chief executive officer and chief financial officer. Compensation expenses for key management personnel include:

For the years ended		November 30, 2019		November 30 2018
Salaries, consulting and other short-term benefits	$	637,827	$	24,000
Directors' fees		43,688		42,938
Share-based compensation		37,347		–
	$	718,862	$	66,938

Included in the accounts payable and accrued liabilities as of November 30, 2019 was $50,236 (2018 - $604,329) due to officers of the Company, $Nil (2018 - $56,435) due to directors of the Company and $489,254 (2018- $598,349) due to the Company's former President and CEO.

Transactions with related parties
On May 26, 2018, a transition agreement was agreed to which governed the services provided by, and the transition of the Company's former CEO and President. On January 11, 2019, the transition agreement was not renewed, and the Company's former President and CEO ceased performing his services for the Company. As of November 30, 2019, a total of $489,254 (November 30, 2018 - $598,349) due to the Company's former President and CEO has been included in accrued liabilities.

On January 11, 2019, the Company appointed a new President and CEO, R. David Russell ("D. Russell"). The consulting agreement with the Company's President and CEO contain clauses requiring additional payments of up to US$728,000 be made upon termination of contract.

Critical Accounting Estimates and Policies

(i) *<u>Use of estimates</u>*
The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future years affected. The most significant source of estimation uncertainty is related to share-based payments, valuation warrants in investments and equity, fair value of financial instruments, impairment of equipment, exploration and evaluation properties, the reversal of impairment loss of previously recognized royalty interest, discount rates for convertible debentures and deferred tax.

The Company recognizes the deferred tax benefit related to tax assets and tax losses to the extent recovery is probable. Assessing the recoverability of deferred income tax assets requires management to make significant estimates of future taxable profit and expected timing of reversals of existing temporary differences. To the extent that future cash flows and taxable profit differ significantly from estimates, the ability of the Company to realize the deferred tax assets recorded at the statement of financial position's date could be affected. In addition, future changes in tax laws could limit the ability of the Company to obtain tax deductions in future years from tax assets and tax losses.

At the end of each reporting year, the Company assesses whether or not there has been an impairment of the capitalized royalty interest, or if there is any indication that an impairment loss recognized in prior years for royalty interests may no longer exist or may have decreased. This requires that the Company considers observable market data, significant changes in market conditions, and evidence if the royalty's economic performance will be other than previously expected. Significant judgement required in estimating future cash flows associated with the royalty includes future commodity prices, foreign exchange rates, and production volumes.

(ii) Critical judgments
The judgments that management has applied in the application of the Company's accounting policies that have the most significant effect on the amounts recognized in these consolidated financial statements are the policies on exploration and evaluation properties, royalty interest and functional currency.

The Company's accounting policy for exploration costs results in certain items being capitalized according to the expected recoverability of the projects. This policy requires management to make certain assumptions as to future events and circumstances, in particular whether an economically viable extraction operation can be established. Any such assumptions may change as new information becomes available.

The Company considers at the end of each accounting year, whether or not there has been an impairment of the capitalized exploration and evaluation properties. For non-producing exploration and evaluation properties, this assessment is based on whether factors that may indicate the need for a write-down are present. If the Company has determined that the deferred costs of non-producing properties may not be recovered based on current economics or permitting considerations, the Company would be required to write-down the recorded value of its exploration and evaluation properties which would reduce the Company's earnings and net assets.

The functional currency of the Company and its subsidiary have been assessed by management based upon consideration of the currency and economic factors that influence costs, financing and similar items. Changes to these factors may have an impact on the judgment applied in the determination of the functional currency.

Adoption of new accounting pronouncements

The Company has adopted IFRS 15 Revenue from Contracts with Customers ("IFRS 15") and IFRS 9 Financial Instruments ("IFRS 9") effective December 1, 2018. These changes were made in accordance with the applicable transitional provisions.

IFRS 15 - Revenue from Contracts with Customers
The IASB replaced IAS 18, Revenue, in its entirety with IFRS 15, Revenue from Contracts with Customers. The standard uses a five-step model for revenue recognition that applies to contracts with customers and two approaches to recognizing revenue, at a point in time or over time, the assessment of which required judgment. The Company adopted IFRS 15 using the modified retrospective approach, where the cumulative impact of adoption was required to be recognized in retained earnings as of August 1, 2018 and comparatives were not required to be restated. The adoption of this new standard had no impact on the amounts recognized in the Company's consolidated financial statements.

IFRS 9 - Financial Instruments
The Company has adopted all of the requirements of IFRS 9 as of December 1, 2018. IFRS 9 replaced IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 utilizes a revised model for recognition and measurement of financial instruments and a single, forward-looking "expected loss" impairment model. Most of the requirements for classification and measurement of financial liabilities were carried forward in IFRS 9, so the Company's accounting policy with respect to the measurement of financial liabilities is unchanged.

As a result of the adoption of IFRS 9, management has changed its accounting policy for financial assets retrospectively, for assets that were recognized at the date of application, which was December 1, 2018. The change did not impact the carrying value of any financial assets on this date.

The following table shows the original classification under IAS 39 and the new classification under IFRS 9:

Financial Assets / Liabilities	IAS 39 Classification	IFRS 9 Classification
Cash	Loans and receivables	Amortized cost
Restricted cash	Loans and receivables	Amortized cost
Accounts payable and accrued liabilities	Amortized cost	Other financial liabilities

NEW AND REVISED STANDARDS AND INTERPRETATIONS TO BE ADOPTED IN THE FUTURE

New accounting standards, amendments and interpretations issued but only effective for the Company beginning on or after January 1, 2019 are as follows:

In January 2016, the IASB issued IFRS 16, which will replace IAS 17 Leases. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard will be effective for annual periods beginning on or after January 1, 2019, with earlier application permitted for entities that apply IFRS 15 Revenue from Contracts with Customers at or before the date of initial adoption of IFRS 16. The Company is adopting IFRS 16 on December 1, 2019 and has assessed that there is not expect material impact of this new standard on its consolidated financial statements.

Disclosure Controls and Procedures

There have been no significant changes in the Company's internal control over financial reporting during the year ended November 30, 2019 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

Management of the Company has separately filed on SEDAR (at www.sedar.com) the Form 52-109FV2 Venture Issuer Basic Certificate at the same time as having filed the Company's condensed interim condensed interim consolidated financial statements and MD&A for the year ended November 30, 2019. In contrast to the certificate required under National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings* ("NI 52-109"), the venture issuer certificate on Form 52-109FV2 does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109.

In particular, the certifying officers filing certificates for venture issuers are not making any representations relating to the establishment and maintenance of:

- controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and
- a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's generally accepted accounting principles.

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in their certificate(s). Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement, on a cost effective basis, DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Economic Factors

Our financial performance will be directly affected by the exploration activities to be conducted on our projects, the results of those activities, and the possible development of the properties for commercial production of nickel and/or other valuable minerals. Should the results of such exploration activities warrant bringing any of the projects into commercial production, substantial additional funds would be required. Until such time as commercial production is achieved (and there can be no assurance it will be), we will continue to incur administrative costs and exploration expenditures that are either deferred or expensed, depending upon the nature of those expenditures, resulting in continuing operating losses and significant cash requirements.

In the future, should the development of our exploration and evaluation projects occur, then our financial performance will become more closely linked to the prices obtained for the gold and/or other metals produced.

We report our financial results in Canadian dollars although our revenues, if any, will be primarily earned in US dollars, while our expenses are in both currencies. The Canadian dollar has shown significant volatility compared with the US dollar. As a result, prices of commodities (such as gold and silver) as well as the Canadian value of disbursements incurred in United States funds have been highly volatile. We take this volatility and anticipated trends in metal prices and foreign exchange rates into consideration when evaluating our business, prospects and projects and expenditures thereon.

Risks

Any investment in our common shares involves a high degree of risk. Selected risk factors are shown below. In addition to the other information presented in this Management Discussion and Analysis, you should consider the following risk factors carefully in evaluating Galleon Gold Inc., our business, and the mineral exploration and mining industry.

We have a limited operating history and as a result there is no assurance we can operate profitably or with a positive cash flow.

We are an exploration stage company. Our operations are subject to all the risks inherent in the establishment of an exploration stage enterprise and the uncertainties arising from the absence of a significant operating history. Investors should be aware of the difficulties normally encountered by mineral exploration companies and the high rate of failure of such enterprises. The likelihood of success must be considered in light of the problems, expenses, difficulties, complications and delays encountered in connection with the exploration of the exploration and evaluation properties that we plan to undertake. These potential problems include, but are not limited to, unanticipated problems relating to exploration, and additional costs and expenses that may exceed current estimates. The amounts disbursed by us in the exploration of the mineral claims may not result in the discovery of mineral deposits. Problems such as unusual or unexpected formations of rock or land and other conditions are involved in mineral exploration and often result in unsuccessful exploration efforts. If the results of future exploration programs do not reveal viable commercial mineralization, we may decide to abandon our claims and in fact have abandoned some already.

If we do not obtain additional financing, our business will fail and investors could lose their investment.
We had cash of $1,581,290 and net working capital of $944,156 as at November 30, 2019. We do not currently generate revenues or cash flows from operations (except for interest income and payments that are credited to exploration and evaluation properties on the balance sheet rather than being identified as revenues in our statement of operations). The exploration and development of our mineral projects will require substantial additional capital. In order to maintain certain of our property claims, we must incur certain minimum exploration expenditures on an ongoing basis. There can be no assurance that we will have the funds required to make such expenditures or that those expenditures will result in positive cash flow. There are no arrangements in place for additional financing and there is no assurance that we will be able to find such financing if required. We are an exploration company with an accumulated deficit of $56,898,392 as at November 30, 2019. With ongoing cash requirements for exploration, development and new operating activities, it will be necessary to raise substantial funds from external sources. If we do not raise these funds, we will be unable to pursue our business activities, and our investors could lose their investment. If we are able to raise funds, investors could experience a dilution of their interests that would negatively affect the market value of the shares.

Because there is no assurance that we will generate revenues, we face a high risk of business failure.
We have not earned any revenues to date and have never had positive cash flow. Before being able to generate revenues, we will incur substantial operating and exploration expenditures without receiving any revenues. If we are unable to generate significant revenues from our activities, we will not be able to earn profits or continue operations. Based upon current plans, we expect to incur significant operating losses in the future. We cannot guarantee that we will be successful in raising capital to fund these operating losses or generate revenues in the future. There is no assurance that we will ever generate any operating revenues or ever achieve profitable operations. If we are unsuccessful in addressing these risks, our business may fail and our investors could lose some or all of their investment.

There are no known reserves of minerals on our mineral claims and there is no assurance that we will find any commercial quantities of minerals.
We have not found any mineral reserves on our claims and there can be no assurance that any of the mineral claims under exploration contain commercial quantities of any minerals. Even if commercial quantities of minerals are identified, there can be no assurance that we will be able to exploit the reserves or, if we are able to exploit them, that it can be done on a profitable basis. Substantial expenditures will be required to locate and establish mineral reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site, and substantial additional financing may be required. It is impossible to ensure that the exploration or development programs planned by us will result in a profitable commercial mining operation. The decision as to whether a particular property contains a commercial mineral deposit and should be brought into production will depend on the results of exploration programs and/or feasibility studies, and the recommendations of duly qualified engineers and geologists. Several significant factors will be considered, including, but not limited to: (i) the particular attributes of the deposit, such as size, grade and proximity to infrastructure; (ii) metal prices, which are highly cyclical; (iii) government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection; (iv) ongoing costs of production; and (v) availability and cost of additional funding.

The effect of these factors cannot be accurately predicted, but the combination of these factors may result in us receiving no return or an inadequate return on invested capital.

Because of the speculative nature of the exploration of natural resource properties, there is substantial risk that our business will fail.
While the discovery of a commercially viable ore body may result in substantial rewards, few exploration and evaluation properties which are explored are ultimately developed into producing mines. There is no assurance that any of the claims that we will explore or acquire will contain commercially exploitable reserves of minerals. Exploration for natural resources is a speculative venture involving substantial risk. Even a combination of careful evaluation, experience and knowledge may not eliminate such risk. Hazards such as unusual or unexpected geological formations, formation pressures, fires, power outages, labour disruptions, flooding, cave-ins, landslides, and the inability of us to obtain suitable machinery, equipment or labour are all risks involved with the conduct of exploration programs and the operation of mines.

Development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supply are important determinants, which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure could adversely affect our operations, financial condition and results of operations.

We are subject to market factors and volatility of commodity prices beyond our control.
The marketability of mineralized material that we may acquire or discover will be affected by many factors beyond our control. These factors include market fluctuations in the prices of minerals sought which are highly volatile, the proximity and capacity of natural resource markets and processing equipment, and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The effect of these factors cannot be predicted, but may result in a very low or negative return on invested capital. Prices of certain minerals have fluctuated widely, particularly in recent years, and are affected by numerous factors beyond our control. Future mineral prices cannot be accurately predicted. A severe decline in the price of a mineral being produced or expected to be produced by us would have a material adverse effect on us, and could result in the suspension of our exploration programs or mining operations.
Our stock price could be volatile.
Market prices of securities of many public companies have experienced significant fluctuations in price that have not been related to the operating performance, underlying asset values or prospects of such companies. The market price of our common shares has been and is likely to remain volatile. Results of exploration activities, the price of gold and silver, future operating results, changes in estimates of our performance by securities analysts, market conditions for natural resource companies in general, and other factors beyond our control could cause a significant decline of the market price of our common shares.

If we do not make certain payments or fulfill other contractual obligations, we may lose our option rights and interests in our joint ventures.
We may, in the future, be unable to meet our share of costs incurred under option or joint venture agreements to which we are a party and we may have our interest in the properties subject to such agreements reduced as a result. Furthermore, if other parties to such agreements do not meet their share of such costs, we may be unable to finance the cost required to complete programs. The loss of any option rights or interest in joint ventures would have a material, adverse effect on us.

We may not have good title to our exploration and evaluation properties, potentially impairing our value.
The acquisition of title to exploration and evaluation properties is a very detailed and time-consuming process. Title to exploration and evaluation properties may be disputed. Although we believe we have taken reasonable measures to ensure proper title to our properties, there is no guarantee that title to any of our properties will not be challenged or impaired. Third parties may have valid claims underlying portions of our interests, including prior unregistered liens, agreements, transfers or claims, including aboriginal land claims, and title may be affected by, among other things, undetected defects or unforeseen changes to the boundaries of our properties by governmental authorities. As a result, we may be constrained in our ability to operate our properties or unable to enforce our rights with respect to our properties. An impairment to or defect in our title to our properties could have a material adverse effect on our financial condition or results of operations. In addition, such claims, whether or not valid, will involve additional cost and expense to defend or settle.

If key employees or contractors leave the company, we will be harmed since we are heavily dependent upon them for all aspects of our activities.
We are dependent upon key employees and contractors, the loss of any of whom could have a negative impact on our ability to operate the business and could cause a decline in the value of, or cash flows from, our properties or additional costs resulting from a delay in development or exploration of properties.

If we do not comply with all applicable regulations, we may be forced to halt our business activities and/or incur significant expense.
We are subject to government and environmental regulations. Permits from a variety of regulatory authorities are required for many aspects of exploration, mining operations and reclamation. We cannot predict the extent to which future legislation and regulation could cause additional expense, capital expenditures, restrictions, and delays in the development of our Canadian and/or US properties, including those with respect to unpatented mining claims.

Failure to comply with applicable environmental laws, regulations and permitting requirements may result in enforcement actions including orders issued by regulatory or judicial authorities that may result in operations ceasing or being curtailed; and may include corrective measures requiring capital expenditures, installation of additional equipment, or other expensive and/or time-consuming remedial actions. Parties engaged in the exploration or development of exploration properties may be required to compensate those suffering loss or damage by reason of such parties' activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Our activities are not only subject to extensive federal, provincial, state and local regulations controlling the exploration and mining of exploration and evaluation properties, but also the possible effects of such activities upon the environment as well as costs, cancellations and delays resulting from lobbying activities of environmental groups. Future legislation and regulations could cause additional disbursements, capital expenditures, restrictions and delays in the development of our properties, the extent of which cannot be predicted. Also, as noted above, permits from a variety of regulatory authorities are required for many aspects of mine operation and reclamation. In the context of environmental permitting, including the approval of reclamation plans, we must comply with known standards, existing laws and regulations that may entail greater or lesser costs and delays, depending on the nature of the activity to be permitted and how stringently the regulations are implemented by the permitting authority.

If we become more active on our properties, compliance with environmental regulations may increase our costs. Such compliance may include feasibility studies on the surface impact of proposed operations; costs associated with minimizing surface impact, water treatment and protection, reclamation activities including rehabilitation of sites, on-going efforts at alleviating the mining impact on wildlife, and permits or bonds as may be required to ensure our compliance with applicable regulations. The costs and delays associated with such compliance may result in us deciding not to proceed with exploration, development or mining operations on any exploration and evaluation properties.

Exercise of outstanding options, and other future issuances of securities, will result in dilution of our common shares.
As at November 30, 2019, share capital consisted of 86,493,339 issued and outstanding common shares and 4,600,000 options outstanding and exercisable at a price of $0.05 with five years term from date of issuance and 2,416,667 outstanding warrants with exercise price of $0.12 and two years term from date of issuance.

As at March 27, 2020, share capital consisted:

- 256,219,169 issued and outstanding common shares;
- 11,362,500 outstanding and exercisable options with exercise price ranges from $0.05 to $0.30;
- 21,089,155 outstanding warrants with exercise price range from $0.12 to $0.20.

The holders of the options were given an opportunity to profit from a rise in the market price of the common shares with a resulting dilution in the interest of the other shareholders. Our ability to obtain additional financing during the period such rights are outstanding may be adversely affected and the existence of the rights may have an adverse effect on the price of the common shares. The holders of options may exercise such securities at a time when we would otherwise be able to obtain any needed capital by a new offering of securities on terms more favourable than those provided by those outstanding rights. The increase in the number of common shares issued and outstanding and the possibility of sales of such shares may depress the market price of our common shares. In addition, as a result of any such issuances the votes of existing shareholders will be diluted.

Our business is subject to risks arising from epidemic diseases, such as recent outbreak of the COVID-19 illness.
The recent outbreak of novel coronavirus, specifically identified as "COVID-19", has been declared a global pandemic by the World Health Organization in March 2020. The outbreak has spread across the globe and is impacting worldwide economic activity. A public health epidemic, including COVID-19, poses the risk that the Company, our employees, contractors, suppliers and partners may be prevented from conducting business activities for an indefinite period of time due to shutdowns that are either self-imposed or mandated by the governmental authorities. Specifically, the COVID-19 outbreak may have an adverse impact on global economic conditions which could have an adverse effect on our business and financial condition. The extent, to which the COVID-19 outbreak impacts our financial results, will depend on future developments that are currently uncertain and cannot be predicted.

Forward-Looking Statements

This Management Discussion and Analysis includes forward-looking statements concerning our future performance, operations, and financial performance and financial condition. These forward-looking statements may include, among others, statements with respect to our objectives and strategies to achieve those objectives, as well as statements with respect to our beliefs, plans, expectations, anticipations, estimates, and intentions. When used herein, the words "plan", "believe", "anticipate", "may", "should", "intend", "estimate", "expect", "project", and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such words. These forward-looking statements are based on current expectations. We caution that all forward-looking information is

inherently uncertain and actual results may differ materially from the assumptions, estimates, or expectations reflected or contained in the forward-looking information, and that actual future performance will be affected by a number of factors including economic conditions, technological change, regulatory change, and competitive factors, many of which are beyond our control.
Future events and results may vary significantly from what is expected. We are under no obligation (and we expressly disclaim any such obligation) to update or alter the forward-looking statements whether as a result of new information, future events or otherwise.

Additional Information

Additional information about Galleon Gold is available on our website at *www.galleongold.com* on the SEDAR website at *www.sedar.com*.