MANAGEMENT'S DISCUSSION AND ANALYSIS ("MD&A")
(For the Three and Six Months Ended June 30, 2020)

The following MD&A is intended to assist the reader to assess material changes in financial condition and results of operations of Thor Explorations Ltd. ("Thor" or the "Company") as at and for the three and six months ended June 30, 2020 and 2019.

This MD&A should be read in conjunction with the unaudited condensed consolidated financial statements and notes thereto for the three and six months ended June 30, 2020. These unaudited condensed consolidated financial statements have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), and in accordance with International Accounting Standard 34 – Interim Financial Reporting ("IAS 34").

All dollar amounts are expressed in Canadian dollars unless otherwise indicated. Note that additional information relating to the Company is available on SEDAR at www.sedar.com.

DATE

This MD&A is prepared as of August 31, 2020.

HIGHLIGHTS

This was a milestone period for the Company as the Segilola Gold Project reached Financial Close and the Final Investment Decision. Construction of the Segilola Gold Project ramped up significantly after having started in early February 2020.

The Company continues to keep its strong safety precautions and measures in order to operate safely in the midst of the COVID-19 pandemic.

The Company's EPC Contractor, Norinco International Cooperation Limited is making excellent progress on site with construction and procurement is on track and within budget, with First Gold Pour on track for Q2 2021.

Finally, subsequent to quarter end, the Company closed a private placement of approximately US$10 million, enabling the Company to carry out further exploration in Nigeria and on its Douta Project in Senegal, with the aim of expanding the Company's resource inventory over the next 12 months.

OVERVIEW

Thor Explorations Ltd. ("Thor" or the "Company") is a Canadian mineral development and exploration company and trades on the TSX Venture Exchange (the "Exchange") under the symbol "THX-V". The Company is engaged in the acquisition, exploration and development of mineral properties located in Nigeria, Senegal and Burkina Faso.

Thor is a growing West African focused gold company with a prospective portfolio of development and exploration projects in Nigeria, Senegal and Burkina Faso. The Company is in a transformational period, where it is currently in construction of its 100% owned Segilola Gold Project in Nigeria. First Gold Pour is scheduled for Q2 2021. The project is economically robust, and with strong prevailing gold prices, the Company is aiming, from its own internally-generated financial resources, to comprehensively explore its extensive licence holdings in the Segilola region, and at its Douta Project in Senegal, with the objective of substantially increasing gold resources, reserves and production.

The Company's main focus is currently on its 100% owned Segilola Gold Project located in Osun State, Nigeria approximately 120km northeast of Lagos. The Segilola Gold Project contains a high grade open pit probable reserve of 405,000 ounces of gold grading at 4.2 g/t within an open pit and underground indicated mineral resource estimate of 469,000 ounces of gold grading at 4.7 g/t. and an open pit and underground inferred mineral resource estimate of 162,000 ounces of gold grading at 7.4 g/t, with additional significant exploration upside potential. Please refer to the NI 43-101 technical report titled "Segilola Definitive Feasibility Study – March 2019", available on the Company's website in the 'Investors' section and on SEDAR for further details.

During the quarter, the Company closed the US$104.5m financing package and made the Final Investment Decision for the construction of the Segilola mine. The Company's current expectation is for first gold production in 2Q 2021. The first year's production is targeted at 100,000 ounces.

Figure 1: The Segilola Project Site

Thor currently has a substantial prospective land package in Nigeria which consists of tenure over nine exploration licences and one mining licence that cover a total of 912 km² of the prospective Ilesha Schist Belt that forms part of the crystalline basement complex of southwestern Nigeria. The licences are located in good proximity to the Segilola Gold Project and cover significant sections of the structural trends that extend from the Segilola high grade gold deposit. Initial stream sediment and soil sampling has revealed gold occurrences in all of the Company's exploration licences.

Thor also holds a 70% interest in the Douta Gold Project located in southeastern Senegal. The Douta Gold Project, located in southeastern Senegal, approximately 700 km east of the capital city Dakar, currently consists of an advanced stage gold exploration license which hosts two discoveries. The permit lies within the Kéniéba Inlier which hosts over 40 million ounces of gold deposits and has attracted major international mining companies. The Douta Gold Project lies within 5km of the Massawa Gold Deposit which was recently acquired by Teranga Gold Corporation from Barrick Gold Corporation ("Barrick") for US$430 million. The permit covers an area of 103 km^2, and lies in proximity to recent discoveries of significant gold deposits.

In Burkina Faso, Thor is in a joint venture with Barrick where it holds a 49% interest in two contiguous gold permits, Bongui and Legue, covering an area of 233 km^2, and a 49% interest in the Ouere gold permit, covering an area of approximately 241 km^2. These three Burkina Faso permits comprise the Central Houndé Project, located within the Houndé belt, 260 km southwest of the capital Ouagadougou, in western Burkina Faso. The Central Houndé Project is being advanced through a Farm-out Agreement with Barrick who can earn up to an 80% interest in the project. Barrick has previously has met the minimum spending requirement for the Phase 1 Earn-in, and as a result, as at June 30, 2020, has a 51% interest in the Central Houndé Project.

On June 12, 2020, the Company announced the undertaking of a private placement to raise up to US$10 million through the issue of new common shares. The private placement closed with institutional investors subsequent to the reporting date on July 13, 2020 raising a total of US$9.97 million. Refer to subsequent events for further detail. The Board is satisfied that, including the private placement, the Group has sufficient financial resources to meet its commitments for the next twelve months.

SIGNIFICANT EVENTS AND TRANSACTIONS

Segilola Project, Nigeria

Executive Summary

During the period, the Company reached the major milestone of Financial Close of its 100% owned Segilola Gold Project. The total financing package was US$104.5m which consisted of:

- US$21.08m in Equity
- US$1.95m supplier credit facility
- US$54m senior secured credit facility
- US$21m gold stream prepayment
- US$6.5m EPC deferred payment facility

Construction progress was ramped up during the quarter and significant construction progress was made throughout the second quarter. The construction camp was established and work started with construction at the site camp, water storage dam and process plant. Employment of Community Workers at the construction site increased throughout the period to over 150.

Safety measures and practices continued to be implemented to mitigate against the Covid-19 pandemic. The operations continued under waiver restrictions agreed with the Osun State Government.

Geotechnical Drilling of the construction foundations commenced and continued throughout the quarter. The Yantai Orient Metallurgy Design & Research Institute, continued with design work with drawings being finalised before construction.

The Mining Contract was submitted to the mining contractor Norinco for review. Work continued on optimisation of the Open Pit Mine Design and Schedule.

Compensation payments to land and crop owners were initiated with payments continuing through the period.

Health & Safety

Covid-19 restrictions introduced towards the end of the first quarter remained throughout the second quarter with temperature checks, social distancing and wearing of masks now a normal part of operating procedures. No Covid-19 cases have been recorded at site to date. Health and safety efforts, which focused on contractor management at site, continued with site health and safety rules being further consolidated. Systems and safe operating procedures continue to be developed to ensure compliance with safety rules.

Engineering, Procurement and Construction

Construction work began at the process plant with clearing of forest and soil, and the establishment of foundations. Work continued at the site camp and water storage dam.

Figure 2: The Segilola Project Plant Site

Mining Contract Tender

The mining contract document was sent out to the mining contactor for review. Discussions on the detail of mining operation management started. Further work is being undertaken to optimize the design of the open pit.

Project Office

The Project Management Office, has been developed further. Reporting templates are being designed and management plans developed.

Staffing

Staffing of the Project accelerated during the quarter with a number of new starters commencing work. The focus of staff additions has been on establishing an engineering resource for quality control during construction. A Human Resources Department has been established to ensure that the right people are recruited at the right time and also to ensure that best practice human resource policies are implemented. Over 150 Community workers have been engaged for construction activities at the site.

Social & Environment

With construction continuing apace on the Segilola Mine site, compensation to Project Affected Persons (PAPs) for the loss of land and assets continued in Q2 2020. Compensation focused on the water storage dam and road, the process plant area, the concrete batching plant site, topsoil storage areas and for new drilling sites within the mine footprint. Mop up surveys for land, assets and spatial data continued to enable further compensation for the mine footprint to be rolled out in Q3 2020.

Progress on a range of Health Safety Security and Environment (HSSE) management plans occurred with emphasis on rolling out SROLSafe. SROLSafe contains a series of safety procedures relevant to the construction and operation stages. The introduction of night shifts into the construction schedule in May 2020 triggered the development of procedures to address risks associated with night-time working (additional mobile lighting, reflective PPE, awareness of trip hazards etc).

With Nigerian Government Departments opening up after Covid-19 lockdown, environmental baseline monitoring on the Segilola Mine recommenced in June 2020 and samples taken were then able to be processed at Nigerian Government accredited laboratories.

As part of corporate social responsibility and duty of care, SROL's Covid 19 assistance was given to three host communities closest to the Mine project. This assistance consisted of the provision of practical assistance and palliatives to the three host communities, and was undertaken in early May to the end of June. This included the following:

S/N	Item	Amount
1	Masks	2000 masks
2	Sanitizers	300 sanitizers
3	Infrared Thermometers	1 to each community health center, Iperindo Police and LGA
4	Cleaning agents	Bleach: 1 container per community Detergents: 2 bags per community
5	Rice	Imogbara: 130 bags Odo-ijesa: 245 bags Iperindo: 240 bags Iperindo Police: 10 bags

Cleaning supplies provided to the Iperindo Health Centre and Odo-Ijesha Maternity home were supplied for three months in Q2 2020. This initiative was to aid with sanitizing and ensuring the local health centres were kept clean. Provision of food relief, in the form of rice, to vulnerable families which was a one-off, was also distributed by SROL staff with assistance from community members to the three host community households in May 2020.

SROL also donated $20,000 to the Africa Centre of Excellence for Genomics of Infectious Diseases (ACEGID) Lab towards their COVID 19 testing efforts. The lab is currently the only NCDC approved COVID 19 molecular testing lab in Osun State.

The Environment and Social Team were also cooperating with AFC's environment and social advisors on the formulation of ESAP2 which forms part of AFC's loan conditions. ESAP 2 requires a series of documents already proposed to be developed (and in many cases already developed) in line with the Project programme. Progress was made in Q2 on key deliverables including the Draft Livelihood Restoration Plan, Chemicals Management Plan, Waste Management Plan, Cyanide Management Plan, updates to the Water Management Plan, HR Plans and more SOPs within SROLSafe. The first tranche is due 1 month after Financial Close (due August 2020), others 2 months before commissioning (~February 21) and the final documents 6 months after commissioning (~Dec 21).

<u>Nigerian Exploration Licenses</u>

The high grade Segilola gold deposit is located on the major regional shear zone that extends for several hundred kilometres through the gold-bearing Ilesha schist belt (structural corridor) of Nigeria. Thor's exploration tenure comprises nine explorations licences. Together with the mining lease over the Segilola Gold Deposit. Thor's total exploration tenure amounts to 912 km^2.

Activities during the quarter comprised diamond drilling, regional stream sediment sampling and detailed auger soil sampling.

Q2 2020 Exploration Activities

Statistics

Drilling	**No. metres**
Resource development	286.0
Geotechnical	527.2
Exploration	844.2
Total	**1,657.4**

Geochemistry	**No. samples**
Core	528
Auger Soil	930
Stream Sediments	31
Total	**1,489**

Table 1: Segilola Exploration Statistics

Drilling

Drilling comprised eight resource development, four exploration diamond holes and three open pit geotechnical holes (Figure 1). A program of resource infill holes was completed to test a portion of the resource to provide further verification the scheduled first three months of plant feed.

Significant intersections include:

- **6.0m** grading at **5.35g/tAu**
- **13m** grading at **4.86g/tAu**
- **9.1m** grading at **4.60g/tAu**
- **5.1m** grading at **6.78g/tAu**

The drill results consisted of eight diamond core holes are considered to be very encouraging as they have, in most cases, returned higher grades than those estimated in the Definitive Feasibility Study ("DFS") resource block model. These results provide additional confidence that key production milestones will be achieved. Four exploration holes were completed to test for additional footwall mineralisation and down dip extensions of the resource. Assay data are pending.

This program was carried out by CMC (Nigeria). Analyses were carried out by MSA Laboratories in Vancouver. Assay results are summarised in Table 2.

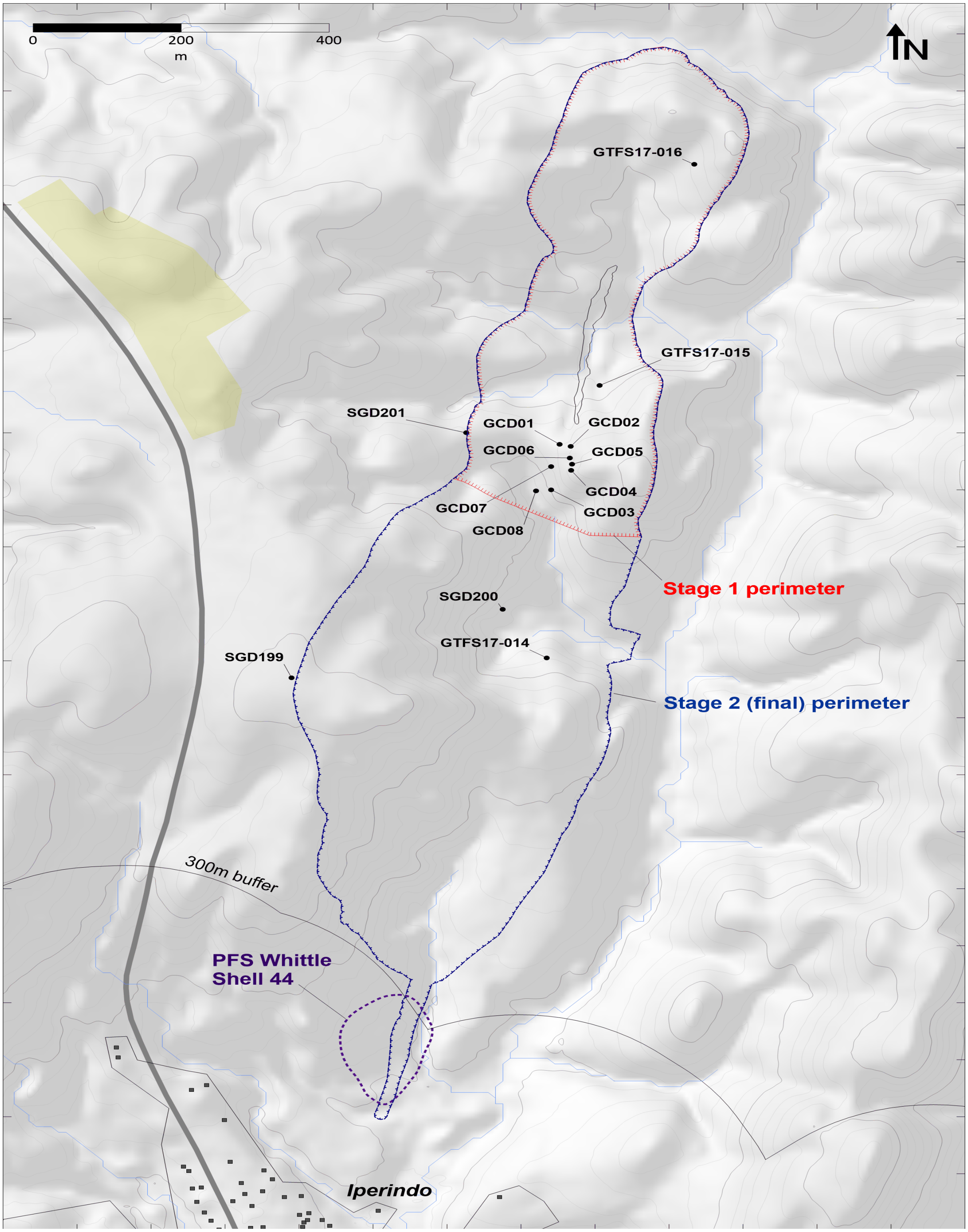

Figure 3: Drillhole location map

HOLE-ID	Easting	Northing	Elevation	Length (m)	From (m)	To (m)	Interval (m)	Grade (g/tAu)	True Width (m)
GCD01	4252	11647	330	50.5	0.0	2.5	2.5	2.56	1.8
GCD01					13.5	17.5	4.0	8.53	3.2
GCD01					32.0	36.0	4.0	7.21	2.9
GCD02	4261	11652	332	30.4	20.0	27.0	7.0	3.81	5.7
GCD03	4260	11569	320	40.9	11.2	21.5	10.3	1.85	8.1
GCD03					25.0	31.0	6.0	5.35	4.2
GCD04	4280	11610	338	30.5	0.0	13.0	13.0	4.86	9.1
GCD05	4277	11618	337	30.5	12.0	17.5	5.5	1.01	3.7
GCD06	4273	11629	336	45.3	1.0	8.0	7.0	3.15	5.5
GCD06					13.2	26.2	13.0	2.35	10.2
GCD07	4251	11608	325	45.8	23.0	31.1	8.1	3.15	6.4
GCD07					35.5	40.6	5.1	6.78	4.0
GCD08	4244	11562	314	47.2	24.0	33.1	9.1	4.60	7.3
GCD08					37.0	41.0	4.0	9.21	3.7

Table 2: Resource development drilling significant results (0.5g/tAu lower cut off, 3m internal dilution)

Geochemistry

Auger Geochemical Sampling

A further 930 samples have been collected during the quarter bringing the total number of auger soil samples to 1,258. Most of the samples were collected from the waste dump areas as part of a pre-cursor for sterilisation drilling. A northerly-trending anomaly was located near the eastern boundary of the proposed eastern waste dump and near the eastern rim of the proposed pit (Figure 4). Regional auger soil sampling continued along strike to the north from Segilola.

Subsequent to the period, Thor received the results from 900 auger drilling soil geochemical samples collected in the near-mine area around the Segilola gold deposit. This area is part of a larger survey area comprising 1,600 sample sites.

The results from these surveys returned numerous anomalous gold values within a large area measuring 3.3km along strike and up to 700m wide, located to the east of the Segilola mineralised structure and referred to as the "eastern gold target zone" (Figure 4).

Significant results:

- Several parallel trends with auger soil geochemistry of up to 1.9 g/t Au
- Stream sediment values of up to 1.96 g/t Au
- Rock chip sample of 1.55 g/t Au

The auger soil geochemistry data suggests that several anomalous trends are developed in NNE-trending zone that is parallel to the structure that hosts the Segilola gold deposit.

Thor has a comprehensive reverse circulation (RC) drilling program planned to test these targets.

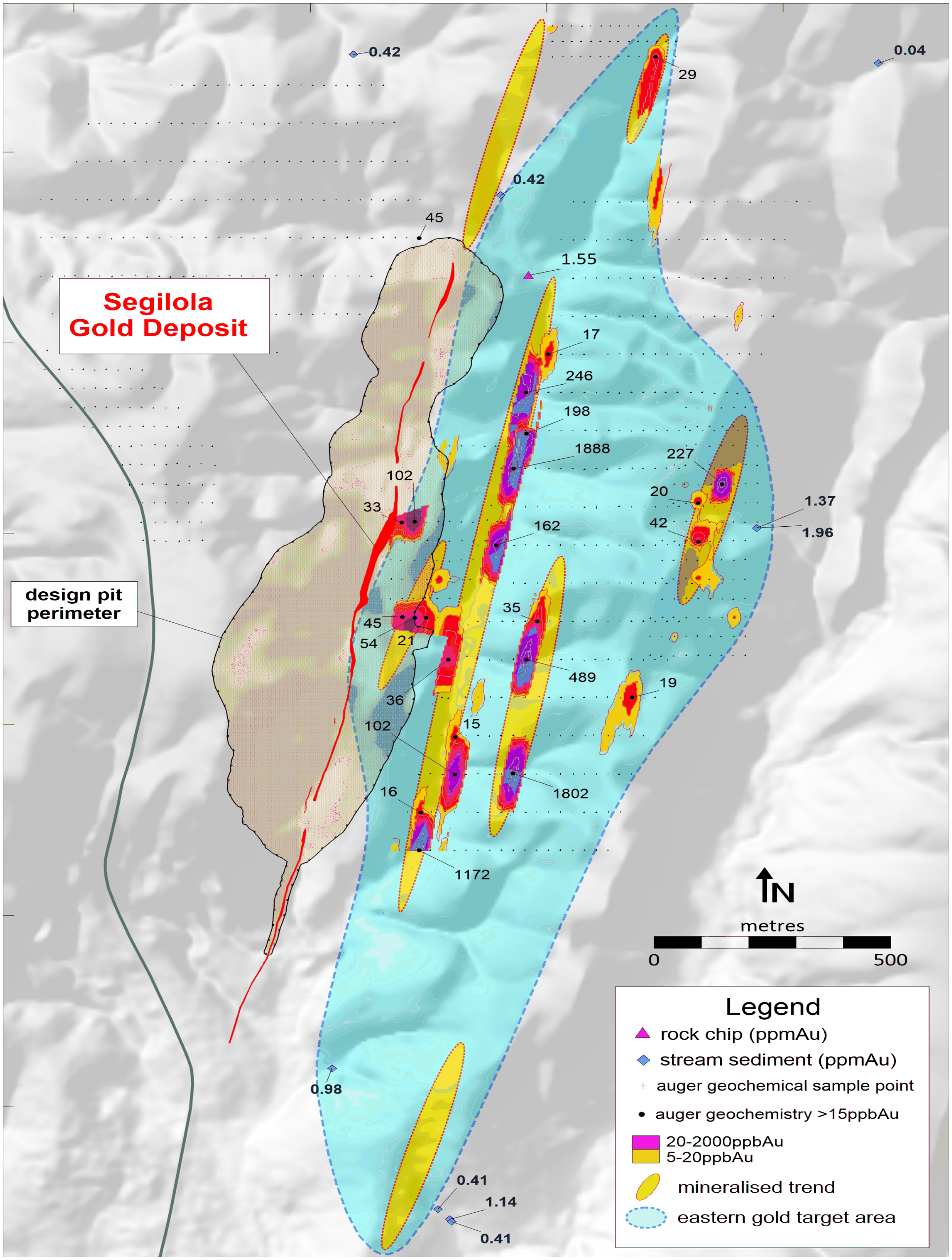

Figure 4: Auger geochemical sampling location map

Douta Project, Senegal

Geological mapping was undertaken in April 2020 to complete the understanding of the structural and geological setting of the drilling target for an 8,000 meter Auger drilling programme targeting four areas: Maka, Mansa, Makosa and Sambara prospects (Figure 5). Drilling commenced on both the Maka and Makosa Tail prospects. Subsequent to the period, the 8,000 auger program was completed on all four targets. Results are expected in mid September which will inform the Company as to how best design its impending RC drilling program in Senegal.

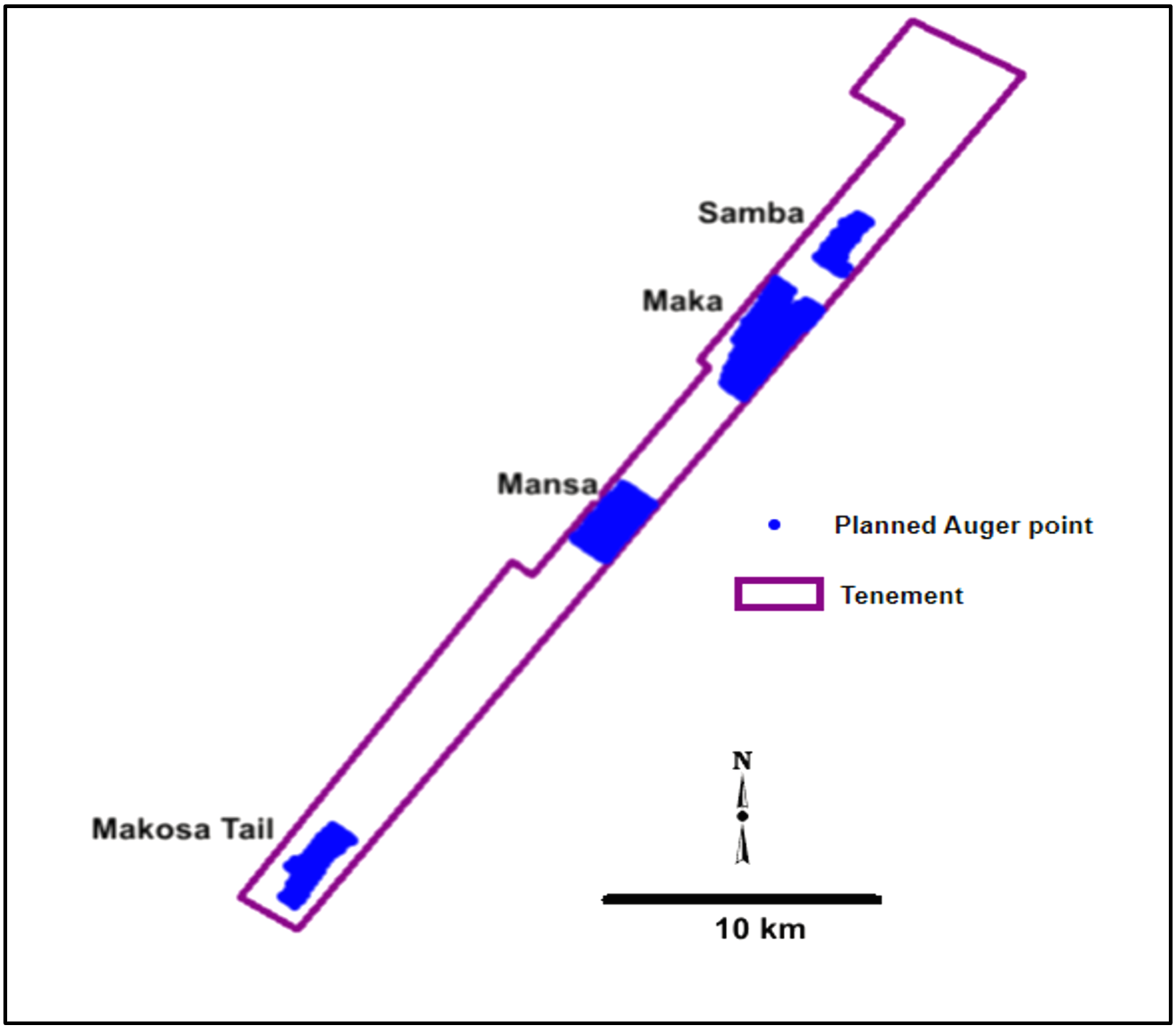

Figure 5: Douta Auger Plan

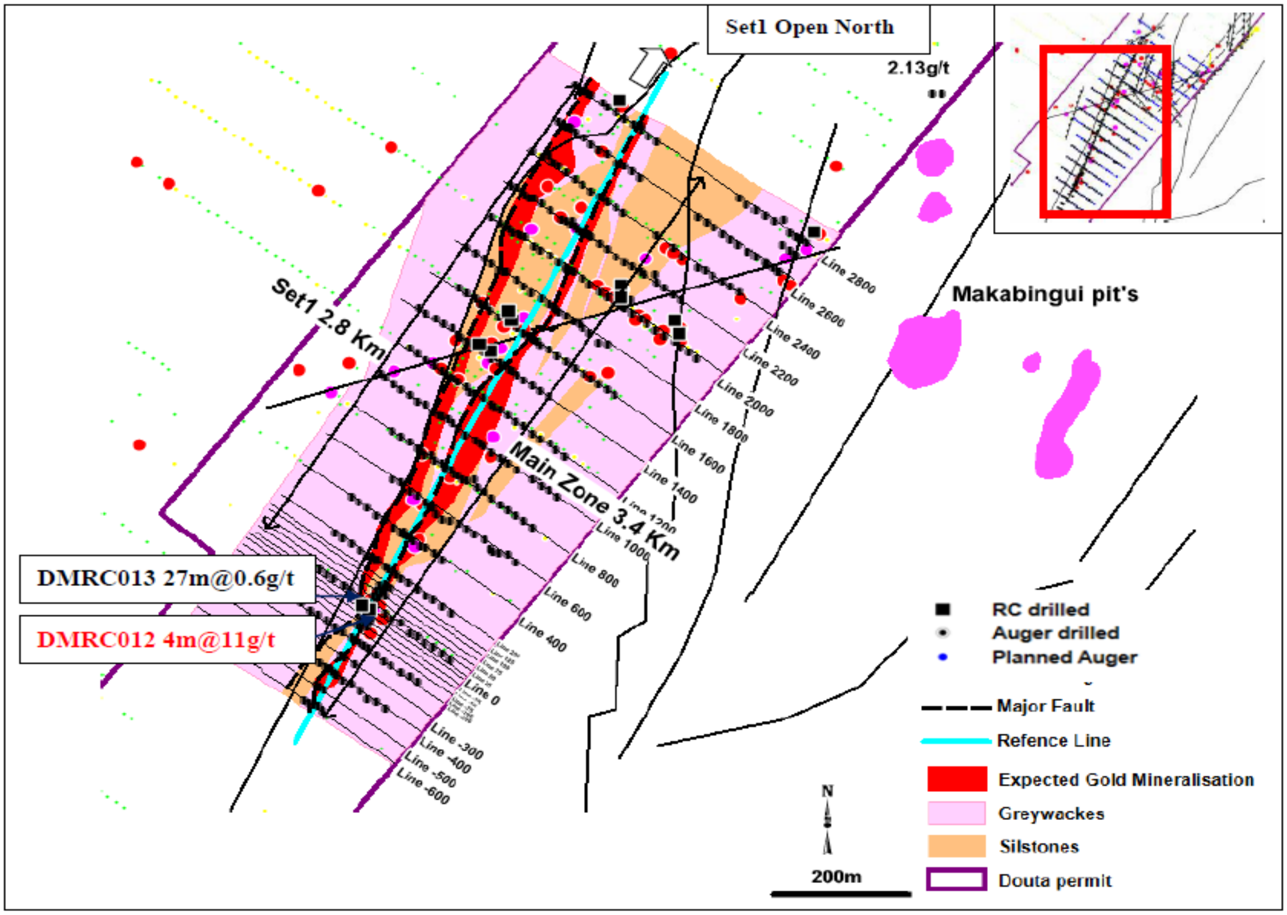

Figure 6: Maka auger drilling gold expected zone

At Maka, the expected mineralization zone was intercepted on Line -400 along the mapped NNE shear. The mineralization occurred along with the NNE shear in the deformed greywackes with stockwork. These deformed greywackes are outcropping on Line -400 on 100m in the small hill and at 50m north to DMRC012 on 10m widths (Figure 6). The gold mineralization is between two faults (Section Line-400) and near the contact of the shale and greywackes. This contact concentrates the energy of deformation and is favourable for fluid flow. The mineralization seems to be open to the south.

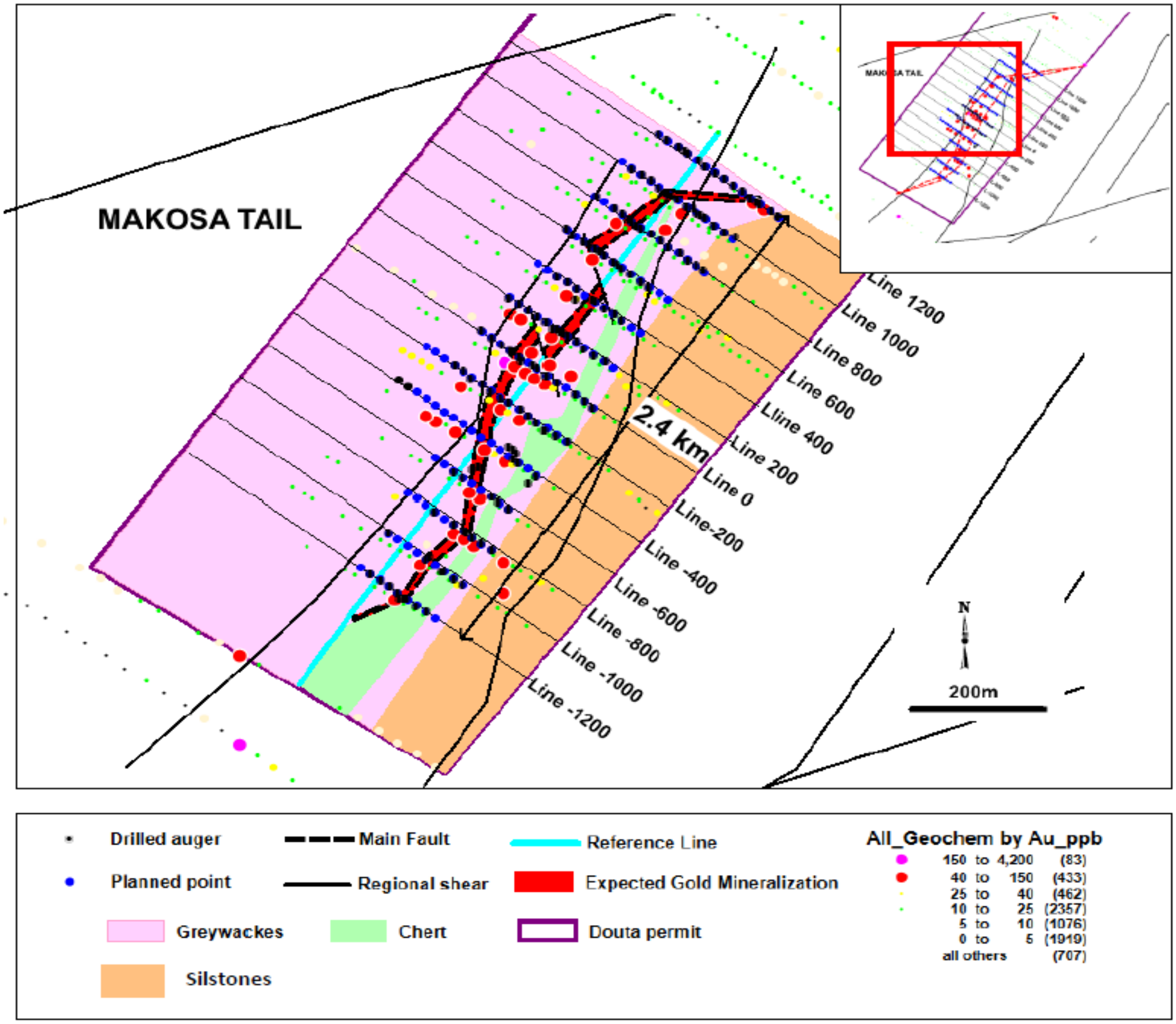

Figure 7: Makosa Tail drilling expected mineralization zone

On the Makosa Tail prospect, expected gold mineralization is over 2.4 km from Line -1200 to Line 1200, 50m to 15m wide, trending N030 to N040,dipping 70 to 80˚ west and following the regional NE shear that is controlling gold mineralization at the Makosa deposit. It is a large sigmoid system which is an excellent target for RC drilling. This prospect presents a favourable geological and structural setting with a high potential for economic gold discovery similar to Teranga Gold's 4Moz Massawa deposit located 5km to the south west.

Drilling Statistics by Prospect

Prospect	Meters drilled	Number of holes drilled	Drilling days	Samples collected	Samples dispatched
Maka	3,062	436	41	1,818	1,650
Makosa Tail	1,033	149	15	698	-
TOTAL	4,095	585	56	2,516	1,650

Table 3: Maka and Makosa Tail Auger drilling status

Burkina Faso

During the quarter, Barrick Gold Corp ("Barrick") continued its exploration work. Desktop re-evaluation work of all geochemical, geological and geophysical data across the prospecting license was undertaken with an aim to generate targets for further work.

Qualified Person's Statement

Scientific or technical information in this MD&A that relates to the Company's exploration activities in Nigeria, Senegal and Burkina Faso has been prepared under the supervision of Alfred Gillman (Fellow AusIMM, CP), who is designated as a "qualified person" under National Instrument 43-101 and has reviewed and approved the content of this MD&A. Mr Gillman consents to the inclusion in this MD&A of the information, in the form and context in which it appears.

Corporate Finance

On April 29, 2020, The Company announced that it had closed a private placement of 28,215,750 common shares of the Company with the Africa Finance Corporation **("**AFC**")** for gross proceeds of C$5,643,150 (US$4,250,000) to reach full funding of the Segilola Gold Project.

The Company also announced the issuance of 34,750,000 Common Shares to Norinco against US$5,000,000 of invoices under its EPC schedule.

The Company signed and closed definitive agreements with the AFC for the provision of a US$54,000,000 senior secured credit facility and a US$21,000,000 gold stream prepayment (refer to Note 11 of the Q2 2020 Unaudited Financial Statements for further detail on the terms of the gold stream prepayment). In connection with the Facility, the Company issued to AFC 33,329,480 Common Shares at a deemed price of C$0.20 per Common Share**.**

Following the signing of the definitive agreements, the Company made the Final Investment Decision to proceed with construction of the Project, following the implementation of Covid-19 procedures at the Project.

Highlights of the Financing:

- Total fundraising of US$104,500,000;
- Tranche 1 private placement (closed on December 5, 2019) raising gross proceeds of C$15,733,850 (US$11,830,000) through the issuance of 78,669,250 Common Shares at a price of C$0.20;
- Tranche 2 private placement raising gross proceeds of C$5,643,150 (US$4,250,000) through the issuance of 28,215,750 Common Shares to AFC at a price of C$0.20 per Common Share closed on April 29, 2020;
- Issuance of 34,750,000 shares to Norinco at a price of C$0.20 per Common Share in lieu of US$5,000,000 (C$6,950,000) of EPC construction costs;
- US$1,950,000 Supplier credit facility;
- US$21,000,000 gold stream prepayment;
- US$6,500,000 EPC deferred payment facility;
- US$54,000,000 senior secured credit facility.

The Company has received the proceeds of the AFC subscriptions and fully drawn down on the gold stream prepayment.

On June 12, 2020, the Company announced the undertaking of a private placement to raise up to US$10 million through the issue of new common shares. The placement concluded post reporting date on July 13, 2020 raising a total of US$9.97 million. Refer to subsequent events for further details.

OVERALL PERFORMANCE

For the six months ended June 30, 2020, the Company incurred a net loss of $464,385 ($0.00 loss per share) compared to a net loss of $1,329,983 ($0.00 loss per share) for the six months ended June, 2019. The decrease in net loss is primarily due to the reversal of impairment of receivables, partially offset by an increase in stock-based compensation expenses arising from the issue of options to directors, officers and group consultants.

For the three and six months ended June 30, 2020, the Company incurred the following costs across its mining tenements:

	Three Months ended June 30,		Six Months ended June 30,		Total cumulative expenditure
	2020	**2019**	**2020**	**2019**	**June 30, 2020**
Assets under construction	$ **19,258,867**	$ 853,881	$ **24,937,438**	$ 2,172,488	$ **36,782,246**
Exploration expenditures	**191,418**	67,945	**279,633**	135,986	**8,067,964**
Total	$ **19,450,285**	$ 921,826	$ **25,217,071**	$ 2,308,474	$ **44,850,210**

The majority of the expenditure for the six months ended June 30, 2020 was on the construction of the Segilola Gold Mine in Nigeria of $24,937,438 and exploration works at the Douta Gold Project in Senegal of $267,781.

During the quarter, there were no project acquisition payments related to the Company's licenses. The cumulative Segilola Gold Project, Nigerian exploration licenses, Douta Gold Project and Central Houndé Project expenditures at June 30, 2020 amount to $19,747,473, $35,896, $6,199,492 and $664,145 respectively.

On April 29, 2020, the Company announced the execution of definitive documents with the Africa Finance Corporation to reach full funding of the Segilola Gold Project in Nigeria ("the Project") and made the Final Investment Decision to proceed with construction of the Project. In accordance with the provisions of IFRS 6, this milestone achievement triggered a change in accounting treatment for expenditure on the Project whereby the costs incurred on the Project were transferred from Exploration and Evaluation Assets to tangible assets. This transfer has been reflected in the Q2 2020 Condensed Consolidated Interim Financial Statements.

As at June 30, 2020, the Company had cash of $808,158, restricted cash of $26,017,951, cash receivables of $1,763,158 and net working capital of $22,665,237 (December 31, 2019 - cash of $5,402,920, cash receivables of $1,145,837 and net working capital of $5,655,019).

SUMMARY OF QUARTERLY RESULTS

The table below sets forth selected results of operations for the Company's eight most recently completed quarters (in Canadian dollars, except per share amounts).

Description	**Q2 Jun 30 2020 $**	**Q1 Mar 31 2020 $**	**Q4 Dec 31 2019 $**	**Q3 Sep 30 2019 $**	**Q2 June 30 2019 $**	**Q1 Mar 31 2019 $**	**Q4 Dec 31 2018 $**	**Q3 Sep 30 2018 $**
Revenues	-	-	-	-	-	-	-	-
Net profit/(loss) for period	1,124,648	(1,589,033)	(3,069,974)	(487,506)	(769,811)	(560,172)	(773,290)	(415,388)
Basic and fully diluted loss per share	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total assets	100,439,234	54,754,250	53,712,727	46,408,726	45,771,069	45,154,089	45,234,303	46,339,901
Total long-term liabilities	(28,657,690)	(21,568)	(35,354)	(970)	(999)	(1,005)	(1,047)	(18,826)

RESULTS OF OPERATIONS

The review of the results of operations should be read in conjunction with the Company's unaudited condensed consolidated interim financial statements and notes thereto for the three and six months ended June 30, 2020.

Results of operations for the six months ended June 30, 2020 and 2019

Loss for the period

The Company reported a net loss of $464,385 ($0.00 loss per share) for the six months ended June 30, 2020 as compared to a net loss of $1,329,983 ($0.01 loss per share) for the six months ended June 30, 2019. The decrease in loss was largely the result of the reversal of an impairment made in 2019 against trade receivables of $1,769,663, as well as a decrease over the comparable six months to June 30, 2020 period in:

- office & miscellaneous costs of $60,324 from $143,207 in 2019 to $82,883 in 2020;
- foreign exchange gains of $233,223 from a loss of ($33,338) in 2019 to a gain of $199,885 in 2020; and
- travel costs of $34,906 from $87,871 in 2019 to $52,965 in 2020.

These decreases were partially offset by increases in:

- share based payments of $779,271 from $242,000 in 2019 to $$1,021,271 in 2020;
- directors' fees of $82,035 from $371,474 in 2019 to $453,509 in 2020;
- salary & consulting costs of $236,812 from $266,647 in 2019 to $503,459 in 2020; and
- investor relations costs of $112,235 from $73,364 in 2019 to $185,599 in 2020.

Revenue

The Company does not have any operating revenue. The Company's sole source of income is interest income on cash balances. No interest was earned during the six months ended June 30, 2020 and 2019.

Results of operations for the three months ended June 30, 2020 and 2019

Loss for the period

The Company reported a net profit of $1,124,648 ($0.00 profit per share) for the three months June 30, 2020 as compared to a net loss of ($769,811) ($0.00 loss per share) for the three months ended June 30, 2019. The increase in profit was largely the result of:

- reversal of an impairment made in 2019 against trade receivables of $1,698,730;
- a decrease in travel costs of $42,905 from $34,184 in 2019 to a credit of ($8,721) arising from the refund of flights cancelled owing to Covid-19;
- a decrease in office & miscellaneous costs of $47,184 from $72,656 in 2019 to $25,472 in 2020;
- a decrease in share-based payments of $242,000 from $242,000 to $nil in 2020; and
- an increase in foreign exchange gains of $101,067 from $2,601 in 2019 to $103,668 in 2020.

These decreases were partially offset by increases:

- in salary & consulting costs of $98,957 from $137,621 in 2019 to $236,578 in 2020
- in directors' fees of $56,141 from $185,253 in 2019 to $241,394 in 2020; and
- in investor relations of $61,289 from $49,128 in 2019 to $110,417 in 2020.

Revenue

The Company does not have any operating revenue. The Company's sole source of income is interest income on cash balances. No interest was earned during the three months ended June 30, 2020 and 2019.

SELECTED ANNUAL INFORMATION

FOR THE YEAR ENDED	DECEMBER 2019 $	DECEMBER 2018 $	DECEMBER 2017 $
Total revenues	Nil	Nil	Nil
Net loss	(4,887,463)	(4,192,061)	(2,646,010)
Loss per share – basic and diluted	0.01	0.01	0.01
Total assets	53,712,727	45,234,303	36,051,988
Total long-term liabilities	35,354	1,047	18,896
Cash dividends declared	Nil	Nil	Nil

LIQUIDITY AND CAPITAL RESOURCES

The Company had cash of $808,158, restricted cash of $26,017,951, cash receivables of $1,763,157 and net working capital of $22,665,237 as at June 30, 2020 (December 31, 2019: cash of $5,402,920, cash receivables of $1,145,837 and net working capital of $5,655,019). The increase in cash and restricted cash balance of $21,423,189 and increase in working capital of $17,010,218 are mainly due to funds received from the issue of new common shares of $6,885,253 and the prepayment of a gold stream from the AFC of $28,197,757 (US$21,000,000), partially offset by expenditure on mineral properties of $13,400,227 and operational overheads of $1,177,614.

The Company has no source of income, however following the completion of the project financing of the Segilola Gold Project raising US$104 million and the closing of a private share placement post reporting date on July 13, 2020 raising US$9.97 million (refer to subsequent events for further detail), the Board is satisfied that the Group has sufficient financial resources to meet its commitments for the next twelve months.

RELATED PARTY DISCLOSURES

A number of key management personnel, or their related parties, hold or held positions in other entities that result in them having control or significant influence over the financial or operating policies of the entities outlined below. A number of these entities transacted with the Company during the current or comparative reporting periods.

a) Trading transactions

The Company's related parties consist of companies owned by executive officers and directors as follows:

	Nature of relationship
Goldstream Capital Corporation	Directors Fees

b) Compensation of key management personnel

There are no other related party disclosures other than those disclosed in the Company's unaudited condensed consolidated interim financial statements and notes thereto for the three and six months ended June 30, 2020.

OFF–BALANCE SHEET ARRANGEMENTS

Except as otherwise noted, the Company is not committed to any material off-balance sheet arrangements.

PROPOSED TRANSACTIONS

Except as otherwise noted, the Company does not have any other material proposed transactions.

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

a) Future accounting pronouncements

There are no other standards issued by IASB, but not yet effective, that are expected to have a material impact of the group.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Group's financial instruments consist of cash, amounts receivable, investments, accounts payable, accrued liabilities and lease liabilities.

Fair value of financial assets and liabilities

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The carrying amount for cash, amounts receivable, and accounts payable, accrued liabilities and lease liabilities on the statement of financial position approximate their fair value because of the limited term of these instruments.

Financial risk management objectives and policies

The Group has exposure to the following risks from its use of financial instruments

- Credit risk
- Liquidity and funding risk
- Market risk

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these consolidated financial statements.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous years unless otherwise stated in these notes.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility. Further details regarding these policies are set out below.

Financial instruments by category

The accounting policies for financial instruments have been applied to the line items below:

June 30, 2020		Total
Assets		
Cash and cash equivalents	$	808,158
Restricted cash		26,017,951
Amounts receivable		1,763,158
Total assets measured at amortised cost		**28,589,267**

		Total
Liabilities		
Accounts payable and accrued liabilities	$	6,053,196
Lease Liabilities		66,536
Total liabilities measured at amortised cost	**$**	**6,119,732**

December 31, 2019		Total
Assets		
Cash and cash equivalents	$	5,402,920
Restricted cash		-
Amounts receivable		1,145,837
Total assets measured at amortised cost		**6,548,757**

		Total
Liabilities		
Accounts payable and accrued liabilities	$	1,032,776
Borrowings		-
Lease Liabilities		96,665
Total liabilities measured at amortised cost	**$**	**1,129,441**

Credit risk
Credit risk is the risk of an unexpected loss if a counterparty to a financial instrument fails to meet its contractual obligations. The credit risk associated with cash and receivables is believed to be minimal.

Cash consists of cash on deposit in Canadian, UK, Nigerian and Senegalese Chartered banks that are believed to be creditworthy.

At June 30, 2020, amounts receivable is comprised primarily of share subscription monies to be received from subscribers pursuant to private placements. The Company has formed the opinion that it is exposed to credit risk and counterparty risks. In accordance with the provisions of IFRS 9 the Company undertook a credit assessment risk with regards to this outstanding receivable and determined that it was appropriate to retain an impairment provision for $312,040 as at June 30, 2020.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at June 30, 2020 and December 31, 2019 were as follows:

		June 30, 2020		December 31, 2019
Cash	$	808,158	$	5,402,920
Restricted cash		26,017,951		-
Amounts receivable		1,763,158		1,145,837
Total	**$**	**28,589,267**	**$**	**6,548,757**

Liquidity and funding risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company ensures that there is sufficient capital in order to meet short-term business requirements, after taking into account the Company's holdings of cash. The Company's cash is held in business accounts and are available on demand. Funding risk is the risk that the Company may not be able to raise equity financing in a timely manner and on terms acceptable to management. There are no assurances that such financing will be available when, and if, the Company requires additional equity financing.

In the normal course of business, the Company enters into contracts and performs business activities that give rise to commitments for future minimum payments.

The following table summarizes the Company's significant remaining contractual maturities for financial liabilities at June 30, 2020 and December 31, 2019.

Contractual maturity analysis as at June 30, 2020

	Less than 3 months $	3 – 12 Months $	1 – 5 Year $	Longer than 5 years $	Total $
Accounts payable	4,743,418	316,824	-	-	5,060,242
Accrued liabilities	992,954	-	-	-	992,954
	5,736,372	316,824	-	-	6,053,196

Contractual maturity analysis as at December 31, 2019

	Less than 3 months $	3 – 12 Months $	1 – 5 Year $	Longer than 5 years $	Total $
Accounts payable	232,860	247,319	-	-	480,179
Accrued liabilities	552,597	-	-	-	552,597
	785,457	**247,319**	**-**	**-**	**1,032,776**

Market risk

The Company is subject to normal market risks including fluctuations in foreign exchange rates and interest rates. Interest rate risk is the risk arising from the effect of changes in prevailing interest rates on the Company's financial instruments. While the Company manages its operations in order to minimize exposure to these risks, the Company has not entered into any derivatives or contracts to hedge or otherwise mitigate this exposure.

a) Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Group's income and operating cash flows are substantially independent of changes in market interest rates as the Group has no significant interest-bearing assets or liabilities. See note 11 of the Consolidated Financial Statements. The Group's management monitors the interest rate fluctuations on a continuous basis and acts accordingly. The Group has no material interest rate exposure as at June 30, 2020.

b) Foreign currency risk

The Group seeks to manage its exposure to this risk by ensuring that where possible, the majority of expenditure and cash of individual subsidiaries within the Group are denominated in the same currency as the functional currency of that subsidiary.

The Company's exploration expenditures, certain acquisition costs and other operating expenses are principally denominated in United States Dollars and UK Pounds Sterling. The Company's exposure to foreign currency risk arises primarily on fluctuations between the Canadian Dollars and the United States Dollars and UK Pounds Sterling. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations.

The following table shows a currency of net monetary assets and liabilities by functional currency of the underlying companies for the period ended June 30, 2020:

	Functional currency					
	Canadian dollar	US dollar	Pound Sterling	Nigerian Naira	West African Franc	Total
Currency of net monetary asset/(liability)	June 30, 2020 CAD$	June 30, 2020 CAD$	June 30, 2020 CAD$	June 30, 2020 CAD$	June 30, 2020 CAD$	June 30, 2020 CAD$
Canadian dollar	(357,728)	-	-	-	-	(357,728)
US dollar	1,620,305	-	-	(6,894,112)	-	(5,273,807)
Pound Sterling	(112,252)	-	8	-	-	(112,244)
Nigerian Naira	-	-	-	(23,025)	-	(23,025)
West African Franc	-	-	-	-	(352,870)	(352,870)
Australian dollar	(25,144)	-	-	-	-	(25,144)
Total	1,125,181	-	8	(6,917,137)	(352,870)	(6,144,818)

The following table shows the currency of net monetary assets and liabilities by functional currency of the underlying companies for the year ended December 31, 2019:

	Functional currency					
	Canadian dollar	US dollar	Pound Sterling	Nigerian Naira	West African Franc	Total
Currency of net monetary asset/(liability)	December 31, 2019 CAD$	December 31, 2019 CAD$	December 31, 2019 CAD$	December 31, 2019 CAD$	December 31, 2019 CAD$	December 31, 2019 CAD$
Canadian dollar	(384,467)	-	-	-	-	(384,467)
US dollar	6,300,514	-	-	400	-	6,300,914
Pound Sterling	(128,754)	-	9	-	-	(128,745)
Nigerian Naira	-	-	-	35,580	-	35,580
West African Franc	-	-	-	-	(303,941)	(303,941)
Australian dollar	(3,360)	-	-	-	-	(3,360)
Total	5,783,933	-	9	35,980	(303,941)	5,515,981

The following table discusses the Company's sensitivity to a 5% increase or decrease in the Canadian Dollar against the United States Dollar:

June 30, 2020	Canadian Dollar Appreciation By 5%	Canadian Dollar Depreciation By 5%
Comprehensive income (loss)		
Financial assets and liabilities	$ 190,000	$ (190,000)
December 31, 2019		
Comprehensive income (loss)		
Financial assets and liabilities	$ 315,000	$ (315,000)

ADDITIONAL INFORMATION

Additional disclosure of the Company's material change reports, news releases and other information can be obtained on SEDAR at www.sedar.com

Disclosure of Outstanding Share Data

a) Authorized:

Unlimited common shares without par value

b) Common shares issued:

Common shares issued:	Number
Balance, June 30, 2020	545,647,445
Balance, August 31, 2020	621,195,975

c) The number of warrants that were outstanding, and the remaining contractual lives of the warrants at June 30, 2020 and as at the date of this report, were as follows:

Exercise Price	Number Outstanding	Weighted Average Remaining Contractual Life	Expiry Date
$0.28	44,453,335	1.17	August 31, 2021
$0.18	1,664,534	0.17	August 31, 2020
	46,117,869	1.13	

During the three and six months ended June 30, 2020, no warrants were issued.

During the year ended December 31, 2018, 44,453,335 warrants were issued to subscribers as a part of the private placement ("closing options") that closed on August 31, 2018. These warrants were issued with an exercise price of $0.28 per share with an exercise period of three years from the date of closing. In addition, the Company issued a total of 1,497,867 broker warrants plus 166,667 broker warrants as an advisory fee, each broker warrant being exercisable for a common share at C$0.18 for a period of two years from the date the closing options were issued. No warrants expired during the three and six months ended June 30, 2020 or the year ended December 31, 2019.

d) The number of stock options that were outstanding and the remaining contractual lives of the options at June 30, 2020 were as follows:

Exercise Price	Number Outstanding	Weighted Average Remaining Contractual Life	Expiry Date
$0.12	9,750,000	1.56	January 16, 2022[1]
$0.12	500,000	1.85	May 7, 2022[2]
$0.145	12,800,000	2.70	March 12, 2023
$0.140	750,000	3.27	October 5, 2023
$0.20	14,250,000	4.55	January 16, 2025
	38,050,000	3.10	

[1] On July 5, 2019 the Company announced an extension of the expiry date from January 16, 2020 to January 16, 2022. All other conditions of the options remain the same.

[2] On July 5, 2019 the Company announced an extension of the expiry date from May 7, 2020 to May 7, 2022. All other conditions of the options remain the same.

The Company has granted employees, consultants, directors and officers share purchase options. These options were granted pursuant to the Company's stock option plan.

During the six months ended June 30, 2020, 14,250,000 options were issued.

During the year ended December 31, 2019, no options were issued. During the year ended December 31, 2018, 13,550,000 options were issued, and during the year ended December 31, 2017 10,250,000 options were issued. No options expired during the year ended December 31, 2019 or the year ended December 31, 2018.

Under the 2020 Share Option Plan, 44,900,000 common shares of the Company are reserved for issuance upon exercise of options.

MINERAL PROPERTY ASSETS EXPENDITURES

Deferred mineral property expenditures for the six months ended June 30, 2020 are as follows:

	Deferred exploration and acquisition expenditures (E&E)				Assets under construction
	Douta Gold project, Senegal	Central Houndé Project, Burkina Faso	Nigerian Exploration Licenses	Total E&E	Segilola Project
Assays and assessments	$ -	$ -	$ 4,453	$ 4,453	$ 33,490
Geophysics, surveys and mapping	-	-	-	-	-
Camp expenses, equipment and rental	10,440	-	-	10,440	151,579
Contractor labour	-	7,235	-	7,235	230,966
Depreciation	3,540	164	-	3,704	36,068
Drilling and drilling preparation costs	95,273	-	-	95,273	720,307
Technical reports & analysis	-	-	-	-	215,671
Exploration - consulting	31,872	-	-	31,872	707,597
Definitive Feasibility Studies	-	-	-	-	-
Personnel costs	-	-	-	-	363,180
Environmental & social programmes	-	-	-	-	274,122
Rentals and equipment	975	-	-	975	-
Salaries and wages	88,085	-	-	88,085	(159,368)
Travel and accommodation	2,228	-	-	2,228	177,346
Vehicles and Fuel	35,368	-	-	35,368	24,893
Other	-	-	-	-	118,145
EPC Contract	-	-	-	-	20,499,429
Project Finance Costs	-	-	-	-	1,356,780
Land use compensation payments	-	-	-	-	187,233
Deferred expenditures	$ 267,781	$ 7,399	$ 4,453	$ 279,633	$ 24,937,438
Acquisition costs and payments	-	-	-	-	-
	$ 267,781	$ 7,399	$ 4,453	$ 279,633	$ 24,937,438
Foreign exchange - Opening Balance	317,651	58,535	(11,864)	376,186	(11,864)
Foreign exchange - Additions	(141,152)	(11,916)	638,627	(153,553)	(769,227)
Total Expenditures	$ 444,280	$ 54,018	$ 6,305,334	$ 502,265	$ 24,156,347

Total mineral property expenditures as at June 30, 2020 are as follows:

	Deferred exploration and acquisition expenditures (E&E)				Assets under construction
	Douta Gold Project, Senegal	**Central Houndé Project, Burkina Faso**	**Nigerian exploration licenses**	**Total E&E**	**Segilola Gold Project, Nigeria**
Assays and assessments	$ 794,028	$ 80,280	$ 29,207	$ 903,515	$ 167,263
Geophysics, surveys and mapping	40,714	4,448	-	45,162	7,527
Camp expenses, equipment and rental	764,814	65,456	-	830,270	340,797
Contractor labour	159,120	86,464	-	245,584	231,018
Depreciation	517,617	4,458	-	522,075	181,576
Drilling and drilling preparation costs	1,441,028	135,030	-	1,576,058	3,504,961
Technical reports & analysis	26,501	3,264		29,765	1,462,703
Exploration - consulting	708,897	98,326	-	807,223	1,910,914
Definitive Feasibility Studies	-	-	-	-	2,026,057
Personnel costs	46,453	23,486	-	69,939	2,091,662
Environmental & social programmes	-	-	-	-	1,312,638
Rentals and equipment	57,345	8,674	-	66,019	-
Salaries and wages	1,652,961	187,560	-	1,840,521	35,074
Travel and accommodation	287,857	48,956	-	336,813	767,681
Vehicles	470,838	58,564	-	529,402	73,176
Other	215,356	31,615	18,647	265,618	334,579
EPC Contract	-	-	-	-	20,790,607
Project Finance Costs	-	-	-	-	1,356,780
Land use compensation payments	-	-	-	-	187,233
Deferred expenditures	$ 7,183,529	$ 836,581	$ 47,854	$ 8,067,964	$ 36,782,246
Acquisition costs and payments	6,199,492	664,145	35,896	6,899,533	19,747,473
	$ 13,383,021	$ 1,500,726	$ 83,750	$ 14,967,497	$ 56,529,719
Foreign exchange	769,401	109,228	(403)	878,226	(1,036,943)
Total Expenditures	$ 14,152,422	$ 1,609,954	$ 83,347	$ 15,845,723	$ 55,492,776

SUBSEQUENT EVENTS

On June 12, 2020, the Company announced the undertaking of a private placement to raise up to US$10 million through the issue of new common shares. On July 10, 2020, the Company announced that it had closed a first tranche of the placement raising a total of US$9.2 million through the issuance of 69,479,167 common shares. On July 13, 2020 the Company announced the closing of the second and final tranche of the private placement raising US$0.77 million through the issuance of an additional 6,069,363 common shares. The closing of the second tranche increased the aggregate raised by the Company under the private placement to US$9.97 million through the issuance of an aggregate of 75,548,530 common shares at a price of C$0.18 per share.

Subsequent to the reporting date and to the date of signing this report, a further US$1,246,500 in outstanding share subscription funds has been received. The related impairment provision has been adjusted in the Consolidated Statement of Financial Position as at June 30, 2020 to reflect the receipt of these funds.

The emergence of the Covid-19 coronavirus pandemic has caused a severe adverse effect on the business environment on a global scale. The Group may be affected by disruptions to its operations in one or more locations, particularly for the foreseeable future in light of the government responses to the spread of Covid-19 or other potential pandemics. The Group's Nigerian operations have been declared as an essential business by the Nigerian authorities and so are not subject to closure.

The Board is aware of the various risks that the pandemic presents that include but are not limited to financial, operational, staff and community health and safety, logistical challenges and government regulation. At present, the Board believes that there should be no significant material disruption to its operations in Nigeria and continues to monitor these risks and the Group's business continuity plans. Management maintains constant dialogue with the local Nigerian Government and monitors the situation among the local communities as well as the broader environment.

The Group has conducted a review of operations in Senegal and has determined that given the size of the operations to be undertaken in the near term and the limited number of personnel involved, that with the introduction of rigorous hygiene practices including the wearing of masks and regular hand sanitization, operations will continue. The Board continues to monitor the situation closely.

Work on the Joint Operation in Burkina Faso has been restricted to remote desk work in 2020 to the date of signing this report.

INVESTOR RELATIONS

The Company engaged the services of Blytheweigh, Fig House Communications and Ms Kirsti Mattson to assist with investor relations during the three and six months ended June 30, 2020. These third parties provide Thor with public and investor relations services, including advising on aspects of Thor's TSX-V announcements and press releases, presentations and communications with analysts, journalists and investors.

RISKS AND UNCERTAINTIES

The following discussion summarizes the principal risk factors that apply to the Company's business and that may have a material adverse effect on the Company's business, financial condition and results of operations, or the trading price of the Common Shares.

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. The primary risk factors affecting the Company are set forth below and the risks discussed below should not be considered as all inclusive.

Exploration, Development and Operating Risks

Mineral exploration and development operations generally involve a high degree of risk. The Company's operations are subject to all the hazards and risks normally encountered in the exploration, development and production of gold, base metals and other minerals, including unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding and other conditions involved in the drilling and removal of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability.

The Company's activities are directed towards the search for, evaluation of, and development of mineral deposits. There is no certainty that the expenditures to be made by the Company will result in discoveries of commercial quantities of minerals. There is aggressive competition within the mining industry for the discovery and acquisition of properties considered to have commercial potential. The Company will compete with other interests, many of which have greater financial resources than the Company has for the opportunity to participate in promising projects. Significant capital investment is required to achieve commercial production from successful exploration efforts.

Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are: the particular attributes of the deposit, such as size, grade and proximity to infrastructure; metal prices which are highly cyclical; and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital.

Construction Risk

The Company is subject to inherent uncertainties and risks related to the construction and start-up of the Segilola Gold Project, the principal of which include: delays in pre-commissioning and ramp-up to commercial production; delays associated with contractors; budget overruns due to changes in costs of fuel, labour, power, materials and supplies; inflation and exchange rate risks; and potential opposition from non-governmental organizations, environmental groups or local groups which may delay or prevent activities.

The Company's ability to meet construction, development, and production schedules and cost estimates for the Segilola Gold Project cannot be assured. The Company has prepared estimates of capital costs and/or operating costs for the Segilola Gold Project, but no assurance can be given that such estimates will be achieved. Delays in the commencement of commercial production, failure to achieve cost estimates or material increases in costs due to increases in foreign exchange rates, imposition of exchange control restrictions, and delays in obtaining tax exemptions, could all have an adverse impact on future cash flows, profitability, results of operations and the financial condition of the Company. In order to mitigate this construction risk, the Company has signed an EPC Contract on a lump sum turnkey basis which provides Thor with a fixed price of US$67.5 million for the full delivery of design, engineering, procurement, construction and commissioning of the proposed 650,000 ton per annum gold ore processing plant within 18 months of the commencement date and includes guarantees for construction schedule and plant performance.

Land Title

Title insurance generally is not available, and the Company's ability to ensure that it has obtained secure claim to individual mineral properties or mining concessions from time to time may be severely constrained. In addition, unless the Company conducts surveys of the claims in which it holds direct or indirect interests, the precise area and location of such claims may be in doubt. In addition, such mineral properties may be subject to prior unregistered liens, agreements, transfers or claims, and title may be affected by, among other things, undetected defects.

The Company has obtained title reports from Nigerian legal counsel with respect to the Segilola Gold Project, Senegal legal counsel with respect to the Douta Gold Project and from Burkina Faso counsel with respect to the Central Houndé Project, but this should not be construed as a guarantee of title. Other parties may dispute title to any of the Company's mineral properties and any of the Company's properties may be subject to prior unregistered agreements or transfers and title may be affected by undetected encumbrances of defects or governmental actions.

In addition, the Company may be unable to operate its properties as permitted or to enforce its rights with respects to its properties.

Political Risks

Future political actions cannot be predicted and may adversely affect the Company. Changes, if any, in mining or investment policies or shifts in political attitude in the countries in which the Company holds property interests in the future may adversely affect the Company's business, results of operations and financial condition. Future operations may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on production, price controls, export controls, currency remittance, income taxes, foreign investment, maintenance of claims, environmental legislation, land use, land claims of local people, water use and mine safety.

Failure to comply strictly with applicable laws, regulations and local practices relating to mineral right applications and tenure, could result in loss, reduction or expropriation of entitlements. The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on the Company's consolidated business, results of operations and financial condition.

Government Regulation

The mineral exploration and development activities which may be undertaken by the Company may be subject to various laws governing prospecting, development, production, taxes, labour standards and occupational health, mine safety, toxic substances, land use, water use, land claims of local people and other matters.

Exploration and development activities may also be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on future exploration and production, price controls, export controls, currency availability, foreign exchange controls, income taxes, delays in obtaining or the inability to obtain necessary permits, opposition to mining from environmental and other non-governmental organizations, limitations on foreign ownership, expropriation of property, ownership of assets, environmental legislation, labour relations, limitations on repatriation of income and return of capital, limitations on mineral exports, high rates of inflation, increased financing costs, and site safety. This may affect both the Company's ability to undertake exploration and development activities in respect of its properties, as well as its ability to explore and operate those properties in which it currently holds an interest or in respect of which it obtains exploration and/or development rights in the future.

No assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail development or future potential production. Amendments to current laws and regulations governing operations and activities of mining and milling or more stringent implementation thereof could have a substantial adverse impact on the Company.

Permitting

The Company's operations may be subject to receiving and maintaining permits from appropriate governmental authorities. There is no assurance that delays will not occur in connection with obtaining all necessary renewals of such permits for future operations. Management of the Company believes it has received the necessary permits for the current operations. Prior to any development on any properties, the Company must receive permits from appropriate governmental authorities. There can be no assurance that the Company will obtain and/or continue to hold all permits necessary to develop or continue operating at any particular property. See also "Exploration, Development and Operating Risks" above.

Environmental Risks and Hazards

All phases of the Company's operations are subject to environmental regulation in the jurisdictions in which it operates and will be subject to environmental regulation in the jurisdictions in which it will operate in the future. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation. They also set forth limitations on the generation, transportation, storage and disposal of solid and hazardous waste. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the properties in which the Company holds interests from time to time which are unknown to the Company and which have been caused by previous or existing owners or operators of the properties. Government approvals and permits may in the future be required in connection with the Company's operations. To the extent such approvals are required and not obtained, the Company may be curtailed or prohibited from proceeding with planned exploration, production or development activities.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions there under, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in the exploration or development of mineral properties may be required to compensate those suffering loss or damage by reason of the activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Amendments to current laws, regulations and permits governing operations and activities of mining and exploration companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in exploration expenses or capital expenditures or require abandonment or delays in development of new properties.

Foreign Currency Exchange Rates

Fluctuations in currency exchange rates, principally Nigerian Naira, West African CFA franc, British pound, US dollar and Australian dollar exchange rate and, to a lesser extent, other exchange rates, can impact the Company's earnings and cash flows. Certain of the Company's obligations and operating expenses may from time to time be denominated in Nigerian Naira, West African CFA franc, British pound and US dollar. If the value of the Nigerian Naira, West African CFA franc, British pound and US dollar increases relative to the Canadian dollar, the Company's results of operations, financial condition and liquidity could be materially adversely affected.

Insurance and Uninsured Risks

The Company's business is subject to a number of risks and hazards generally, including adverse environmental conditions, industrial accidents, labour disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods and earthquakes. Such occurrences could result in damage to mineral properties or production facilities, personal injury or death, environmental damage to the Company's properties or the properties of others, delays, monetary losses and possible legal liability.

The Company currently only maintains nominal liability insurance. The Company may also be unable to maintain insurance to cover certain risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration and production is not generally available to the Company or to other companies in the mineral exploration industry on acceptable terms. The Company might also become subject to liability for pollution or other hazards which may not be insured against or which the Company may elect not to insure against because of premium costs or other reasons. Losses from these events may cause the Company to incur significant costs that could have a material adverse effect upon its financial performance and results of operations.

Infrastructure

Mining, processing, 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 the Company's operations, financial condition and results of operations.

Management of the Company believes that the infrastructure in Nigeria, Senegal and Burkina Faso is comparable to those in any remote mining location located in other parts of the world.

Competition May Hinder Corporate Growth

The mining industry is competitive in all of its phases. The Company faces strong competition from other mining companies in connection with the acquisition of properties producing, or capable of producing, precious and base metals. Many of these companies have greater financial resources, operational experience and technical capabilities than the Company. As a result of this competition, the Company may be unable to acquire or maintain attractive mineral exploration properties on terms it considers acceptable or at all. Consequently, the Company's operations and financial condition could be materially adversely affected.

Additional Capital

The development of the Company's properties will require substantial additional financing. Failure to obtain sufficient financing may result in delaying or indefinite postponement of exploration, development or production on any or all of the Company's properties from time to time, or even a loss of property interest. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favourable to the Company.

Gold Price

The price of the Common Shares, the Company's financial results and exploration and development activities may in the future be significantly adversely affected by declines in the price of gold. The gold price fluctuates widely and is affected by numerous factors beyond the Company's control such as the sale or purchase of gold by various central banks and financial institutions, interest rates, exchange rates, inflation or deflation, fluctuation in the value of the United States dollar and foreign currencies, global and regional supply and demand, and the political and economic conditions of major gold-producing countries throughout the world. The gold price is subject to fluctuations, and future serious price declines could cause development of any properties in which the Company may hold an interest from time to time to be impracticable. Future production from the Company's properties, if any, will be dependent upon, among other things, a gold price that is adequate to make these properties economic.

In addition to adversely affecting the Company's financial condition and exploration and development activities, a declining gold price can impact operations by requiring a reassessment of the feasibility of a particular project. Such a reassessment may be the result of a management decision or may be required under financing arrangements related to a particular project. Even if the project is ultimately determined to be economically viable, the need to conduct such a reassessment may cause substantial delays or may interrupt operations until the reassessment can be completed.

Dependence on Key Personnel

The Company has a small management team and the loss of a key individual or the inability to attract suitably qualified personnel in the future could materially and adversely affect the Company's business.

Limited Operating History

The Company has no history of generating revenue or profits. There can be no assurance that it will generate profits in the future.

Covid-19

The emergence of the Covid-19 coronavirus pandemic has caused a severe adverse effect on the business environment on a global scale. The Company may be affected by disruptions to its operations in one or more locations, particularly for the foreseeable future in light of the government responses to the spread of Covid-19 or other potential pandemics. The Company's Nigerian operations have been declared as an essential business by the Nigerian authorities and so are not subject to closure. The Company decided to proceed with construction, following the implementation of Covid-19 procedures at the Segilola Gold Project, established in accordance with industry best practice and the guidelines set out by the Osun State Government and the Ministry of Mines and Steel Development. The Company maintains constant dialogue with local Nigerian government and monitors the situation among the local communities as well as the broader environment.

The Board is aware of the various risks that the pandemic presents that include but are not limited to financial, operational, staff and community health and safety, logistical challenges and government regulation. The Board continues to monitor these risks and the Company's business continuity plans.

Market Price of Common Shares

Securities of publicly-listed mineral resource companies can be subject to substantial volatility, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in North America, China and globally and market perceptions of the attractiveness of particular industries. The Company's share price is also likely to be significantly affected by short term changes in the price or in its financial condition or results of operations as reflected in its quarterly earnings reports. Other factors unrelated to the Company's performance that may have an effect on the price of the Common Shares include the following: the extent of analytical coverage available to investors concerning the Company's business may be limited if investment banks with research capabilities do not continue to follow the Company; lessening in trading volume and general market interest in the Company's securities may affect an investor's ability to trade significant numbers of Common Shares; the size of the Company's public float may limit the ability of some institutions to invest in the Company's securities; and a substantial decline in the price of the Common Shares that persists for a significant period of time could cause the Company's securities to be delisted from the exchange on which they trade, further reducing market liquidity.

As a result of any of these factors, the market price of the Common Shares at any given point in time may not accurately reflect the Company's long-term value. Securities class action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Company may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

Future Sales of Common Shares by Existing Shareholders

Sales of a large number of Common Shares in the public market, or the potential for such sales, could decrease the trading price of the Common Shares and could impact the Company's ability to raise capital through future sales of Common Shares.

Conflict of Interest

Certain of the directors and officers of the Company also serve as directors and/or officers of other Companies involved in mining and/or natural resource exploration and development and consequently there exists the possibility for such directors and officers to be in a position of conflict. Any decision made by any of such directors and officers involving the Company will be made in accordance with their duties and obligations to deal fairly and in good faith with a view to the best interest of the

Company and its shareholders. In addition, each of the directors is required to declare and refrain from voting on any matter in which such directors may have a conflict of interest in accordance with the procedures set forth under applicable laws.

Additional information

Additional information relating to the Company is available on SEDAR at www.sedar.com.

Caution Regarding Forward-Looking Information:

Certain information contained in this MD&A constitutes forward-looking information, which is information relating to future events or the Company's future performance and which is inherently uncertain. All information other than statements of historical fact may be forward-looking information. Forward-looking information is often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words or phrases (including negative variations) suggesting future outcomes or statements regarding an outlook. Forward-looking information contained in this MD&A includes, but is not limited to, the Company's expectations regarding its future work capital requirements, including its ability to satisfy such requirements, the exposure of its financial instruments to various risks and its ability to manage those risks.

Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The Company believes the expectations reflected in the forward-looking information are reasonable but no assurance can be given that these expectations will prove to be correct and readers are cautioned not to place undue reliance on forward-looking information contained in this MD&A.

The forward-looking information contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as otherwise required by law. All of the forward-looking information contained in this MD&A is expressly qualified by this cautionary statement.