

## **Interim Management's Discussion and Analysis Quarterly Highlights For the Nine Months Ended September 30, 2020**

*The Company has elected to provide "Quarterly Highlights" as provided for a venture issuer by Section 2.2.1 of National Instrument 51-102F1.*

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### **INTRODUCTION**

Gitennes Exploration Inc. ("Gitennes" or the "Company") is a junior mineral exploration company listed under the trading symbol "GIT" on the TSX Venture Exchange. Gitennes is in the business of exploring for and advancing mineral deposits. The Company acquires properties directly by staking, through option agreements with prospectors or other exploration companies, and through reconnaissance programmes. As at September 30, 2020, the Company's mineral interests included the Snowbird gold property, located near Fort St. James in northern British Columbia, the Rivière-à-l'Aigle, New Mosher, and JMW gold properties located in northern Quebec, and a royalty interest in the Urumalqui silver property in Peru, which is owned by AndeanGold Ltd. ("Andean").

This Interim Management's Discussion and Analysis ("MD&A") is dated November 20, 2020 and provides information on the Company's activities for the nine months ended September 30, 2020, and subsequent activity to the date of this report. Consequently, this MD&A should be read in conjunction with the Company's September 30, 2020 condensed interim consolidated financial statements, prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Discussion of the Company, its operations and associated risks is further described in the Company's filings, which include the December 31, 2019 MD&A and audited consolidated financial statements, available for viewing at [www.sedar.com](http://www.sedar.com).

### **QUARTERLY HIGHLIGHTS**

Highlights of the Company's activities during the period under review are as follows:

- continued with planning and interpretive work on its Snowbird project;
- reviewed additional projects for acquisition;
- investigated potential funding opportunities;
- received a mineral exploration tax credit ("METC") refund of \$98,055 in February 2020;
- entered into agreements to acquire interests in the Rivière-à-l'Aigle, New Mosher, and JMW gold properties located in northern Quebec;
- abandoned the Maroon gold property, located near Terrace in northern British Columbia;
- completed a 1-for-10 share consolidation effective July 15, 2020;
- closed a private placement for gross proceeds of \$1,395,600 in August 2020;
- closed a private placement for gross proceeds of \$300,000 in September 2020.

With the closing of the recent financings, the Company looks forward to planning and completing further work on its properties.

Further information regarding the Company's corporate and exploration activities is provided below.

### **FINANCIAL CONDITION**

As at September 30, 2020, the Company had cash on hand of \$1,408,093 and working capital of \$1,011,743. Fees due to management of \$264,150, which have been accrued during various periods from 2017 to date, are classified as accounts payable and included in calculating working capital. Since 2015, management has been operating the Company without regularly paid compensation. Management has delayed or waived payment of its fees and reduced expenses to the bare minimum to help it through a prolonged market downturn.

## Liquidity and Financial Resources

Without operating revenues and recurring income from the sale or option of properties, the Company is dependent upon meeting its future capital requirements through the issuance of capital stock. Accordingly, as discussed in Note 1 to the September 30, 2020 condensed interim consolidated financial statements, management has identified certain conditions that cast significant doubt upon the Company's ability to continue as a going concern.

The Company's cash on hand increased from \$3,177 at December 31, 2019 to \$1,408,093 at September 30, 2020 as a result of cash provided by financing activities of \$1,496,646 exceeding cash used in operating activities of \$91,730. During the period, the Company closed two private placements for net proceeds of \$1,539,146 and repaid \$42,500 in long-term debt due to related parties. During the period, the Company also received a METC refund of \$98,055, which included interest of \$1,561, and a 2019 GST refund of \$23,329. Its working capital position moved from a deficiency of \$163,647 at December 31, 2019 to \$1,011,743 at September 30, 2020. Included in accounts payable is \$264,150 in accrued fees due to the chief executive officer and the chief financial officer, payment of which is currently not being requested. During the remainder of 2020, the Company must incur \$29,305 in qualifying expenditures in order to complete its 2019 flow-through expenditure obligation.

To earn its interest in the Snowbird project, the Company must incur exploration expenditures of approximately \$463,000 before September 30, 2021. To earn its initial interest in the Rivière-à-l'Aigle and New Mosher gold properties, the Company must issue 2,200,000 shares and incur \$2,500,000 in expenditures over a period of four years. All of these expenditures and share issuances are optional and at the discretion of the Company. In respect of its purchase of the JMW gold property, the Company must pay future consideration of a minimum of 750,000 shares by September 2021.

During the nine-month period, the Company paid or accrued administrative expenses of approximately \$284,000, excluding non-cash items. Exploration and evaluation expenditures incurred totalled approximately \$141,000 in the period, excluding the fair value of shares issued, and the Company recorded a recovery of approximately \$96,000 upon receipt of a METC refund. The Company establishes its administrative and exploration budgets based on expected cash resources and such budgets are regularly adjusted according to actual cash resources. Given the recent prolonged period of uncertainty in the capital markets, for junior exploration companies, the extent of such budgets and programs will be tailored to available cash resources.

The Company's current capital resources are sufficient to meet its minimum overhead requirements for the ensuing twelve months as well as its 2019 and 2020 flow-through expenditure requirements. In order to maintain ongoing operations, advance its mineral projects with currently planned exploration programmes, and settle amounts due to related parties, the Company will have to raise equity capital through the issuance of shares. Management believes that it will be able to raise equity capital as required in the long term, but recognizes the risks attached thereto. In addition, the out-break of the COVID-19 pandemic has introduced further uncertainty into the capital markets, which may negatively affect the future financing prospects of the Company. Although the Company has been successful in the past in obtaining financing, there can be no assurance that it will be able to obtain adequate financing in the future or that the terms of such financing will be favourable.

## FINANCIAL PERFORMANCE

### Loss

The Company's loss for the current and comparative quarters includes the following:

	2020		2019	
General and administrative	\$	139,018	\$	62,942
Exploration and evaluation		357,059		91,036
Total operating expenses		496,077		153,978
Gain on settlement of debt		(3,675)		-
Deferred income tax recovery		(157)		-
Loss for the quarter	\$	492,245	\$	153,978

The Company's loss for the current and comparative nine-month periods includes the following:

	2020	2019
General and administrative	\$ 283,979	\$ 156,995
Exploration and evaluation	269,430	91,241
Total operating expenses	553,409	248,236
Gain on settlement of debt	(3,675)	-
Impairment of Due from AndeanGold Ltd.	-	1,000
Deferred income tax recovery	(860)	-
Loss for the period	\$ 548,874	\$ 249,236

General and administrative expenses were higher in the current period primarily due to the overall increase in activity given the Company's recent share consolidation, financings, and property acquisitions. The most significant increases were in consulting, legal, and promotional costs.

There were minimal field exploration and evaluation costs incurred in the current and comparative periods, however, during the current period, the Company issued 1,000,000 shares (fair value of \$140,000) and incurred \$130,000 in respect of its acquisition of the JMW property. The Company also issued an additional 605,000 shares (fair value of \$84,700) as part of its option and finders' fee obligations under its Snowbird, RAL, New Mosher, and JMW agreements. The Company received a METC refund of \$96,494 in February 2020. The comparative period loss includes a write-down of the nominal balance of the Andean convertible debenture given the continuing Cease-Trade Order against that company.

#### Cash Flows

The main components of the Company's cash flows for the current and comparative quarters include the following:

	2020	2019
General and administrative expenses	\$ (138,862)	\$ (62,747)
Exploration and evaluation expenses	(132,359)	(10,536)
Changes in non-cash working capital items	120,900	84,450
Share capital issued for cash	1,539,146	508,641
Repayment of long-term debt - related parties	(42,500)	-
	\$ 1,346,325	\$ 519,808

The main components of the Company's cash flows for the current and comparative nine-month periods include the following:

	2020	2019
General and administrative expenses	\$ (283,511)	\$ (156,410)
Exploration and evaluation expenses	(44,730)	(10,741)
Changes in non-cash working capital items	236,511	149,991
Payment of reclamation bonds	-	(6,000)
Share capital issued for cash	1,539,146	508,641
Repayment of long-term debt - related parties	(42,500)	-
	\$ 1,404,916	\$ 485,481

General and administrative expenses were higher during the current period due to the increase in activity as detailed above. Exploration and evaluation expenses include the receipt of a METC refund of \$96,494; the Company issued \$224,700 in shares from treasury for property-related transactions during the current period. Changes in non-cash working capital items provided cash primarily from a GST refund, an increase in accounts payable, and a reduction in prepaid promotional costs. The cash provided by changes in non-cash working capital items during the comparative period results primarily from an increase in accounts payable. Financing activities for the current period include the completion of two private placements and the repayment of long-term debt due to the chief executive officer and the chief financial officer. Financing activities for the comparative period include the completion of one private placement.

## RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

The Company relies on its directors and officers for many of its administrative and professional services. Key management includes executive and non-executive directors and officers. The compensation paid or payable to key management for the periods ended September 30 is as follows:

	2020	2019
Administrative consulting fees – chief executive officer	\$ 47,000	\$ 45,000
Geological consulting fees – chief executive officer	3,000	-
Accounting fees – chief financial officer	33,500	31,500
	<u>\$ 83,500</u>	<u>\$ 76,500</u>

Accounts payable includes \$264,150 in fees due to the chief executive officer and the chief financial officer, which were accrued during various periods from 2017 to 2020 when the Company had minimal cash resources.

In addition, fees totalling \$42,500 due to the chief executive officer and the chief financial officer, which were accrued during 2015 and 2016, were repaid in the period. This balance was classified as long-term debt bearing interest at 8% per annum. Interest totalling \$2,552 was paid on these amounts during the period.

## OUTSTANDING SHARE DATA

Details of the Company's outstanding shares, options, and warrants are as follows:

	November 20 2020	September 30 2020	December 31 2019
Shares issued and outstanding	29,969,434	29,969,434	10,599,434
Outstanding stock options	635,000	635,000	635,000
Outstanding warrants	17,370,868	17,370,868	2,510,431
Diluted shares outstanding	<u>47,975,302</u>	<u>47,975,302</u>	<u>13,744,865</u>

On July 15, 2020, the Company consolidated its common shares on the basis of one post-consolidation share for each ten pre-consolidation shares. All information and per-share amounts in respect of issued and outstanding shares, stock options, warrants, and loss per share have been retrospectively adjusted to reflect the consolidation.

In June and July 2020, a total of 808,863 warrants expired unexercised.

In August 2020, the Company completed a non-brokered private placement of 15,247,500 shares and 12,317,500 warrants. The Company also issued an additional 851,800 warrants to finders in the placement. In September, the Company completed a non-brokered private placement of 2,500,000 shares and 2,500,000 warrants. In addition, during the period, the Company issued a total of 1,605,000 shares under its property agreements and 17,500 shares in settlement of a finder's fee payable.

Note 3 to the Company's September 30, 2020 condensed interim consolidated financial statements provides additional details regarding share capital, stock options, and share purchase warrants.

## MAJOR OPERATING MILESTONES

During the period under review, the Company continued with planning and interpretive work on its Snowbird project, reviewed additional projects for acquisition, and investigated potential funding opportunities. In addition, the Company received a METC refund of \$96,494. In May 2020, the Company abandoned the Maroon gold property, located in northern British Columbia and in June 2020, entered into agreements to acquire interests in the Rivière-à-l'Aigle, New Mosher, and JMW gold properties located in northern Quebec. On July 15, 2020, the Company completed a 1-for-10 share consolidation and, in August and September 2020, closed private placements for gross proceeds of \$1,395,600 and \$300,000, respectively.

## MINERAL PROPERTY SUMMARY

### Snowbird Project

In February 2017, the Company entered into an option agreement granting it the right to acquire a 100% interest in the Snowbird property located near Fort St. James, British Columbia. To earn its interest, the Company must, at its option, issue shares and incur exploration expenditures as follows:

Date for completion	Shares	Expenditures
Upon regulatory approval ( <i>issued</i> )	600,000	\$ -
On or before September 30, 2018 ( <i>issued, incurred</i> )	200,000	500,000
On or before September 30, 2019 ( <i>issued</i> )	200,000	-
On or before December 31, 2019 ( <i>incurred</i> )	-	500,000
On or before September 30, 2020 ( <i>issued</i> )	200,000	-
On or September 30, 2021 ( <i>i</i> )		500,000
	<u>1,200,000</u>	<u>\$ 1,500,000</u>

(i) The optionor granted a one-year extension from the original expenditure requirement date.

A finder's fee is payable on the transaction, which requires the issuance of shares in stages as the Company issues shares to the optionor. As at September 30, 2020, no further share issuances are required in respect of the Snowbird property. The agreement provides for a 2% net smelter returns royalty ("NSR") that, upon payment of royalty payments totalling \$1,300,000, reverts to an uncapped 1% NSR.

During 2017, the Company completed its first phase of exploration and drilling at Snowbird, which was focussed on the Main and North zones where historically the majority of work was concentrated. A total of 50 line-kilometres of high-resolution ground magnetometer data was collected and processed. The results from the survey clearly define the main structural corridor and the mariposite alteration zone ("MAZ") for over 2.5 kilometres as a prominent, northwest-southeast trending, generally linear, magnetic low feature with widths varying from 25 metres up to approximately 150 metres. In November 2017, the Company completed its phase-one drill programme consisting of 1,212 metres of NQ2 core in ten holes in the Main and North Zones.

The phase-one drilling produced multi-gram gold intervals in seven out of ten holes with the highest grade intersected at relatively shallow depth, approximately 50 metres below the surface, and it remains open. High-grade gold intercepts occur within and adjacent to the 25- to 150-metre wide MAZ in areas of high deformation (faulting/shearing) and are associated with key pathfinder elements arsenic and antimony. MAZ is the main target zone at Snowbird and is located within the 4.8-kilometre-long Sowchea Fault. Elevated gold, arsenic and antimony have historically been determined to occur at several locations over 2.3 kilometres of the Sowchea Fault. This target remains to be thoroughly drill tested. In July 2018, the Company commenced a phase-two drill programme and completed 1,612 metres of diamond drilling in ten holes in August 2018.

The objective of the Company's phase-two drill programme was to extend the high-grade gold mineralization identified in the 1980's along strike. This was successful as the North and Main Zone were connected. The majority of drill holes were collared in the North Zone but from locations northwest of previous 1980's drill holes, thereby extending North Zone mineralization and high grade along strike and up dip. Snowbird remains open at depth and along strike. Phase-two drilling also confirmed that diamond drilling of the Snowbird Project consistently returns high grade gold intersections. Intense alteration including silicification, carbonatization and chloritization throughout the entire strings of drill core combined with intense shearing indicates a strong and robust system conducive to hosting lode gold-style mineralization.

Hole SB18-06 intersected 22.5 g/t gold over 0.82 metres within 1.32 metres grading 15.13 g/t gold. Nine of ten holes intersected anomalous gold over intervals up to 4.5 metres wide while six of ten drill holes intersected gold grades greater than 1.0 g/t gold. Hole SB18-02 intersected 4.24 g/t gold over 0.7 metres from 114.8 to 115.5 metres and 4.53 g/t gold over 0.9 metres from 116 to 116.9 metres. Hole SB18-03 intersected 4.81 g/t gold over 0.5 metres from 30.4 to 30.9 metres.

Gitennes completed a 2,000-metre diamond drill programme, its third phase of drilling, in November 2019. The highlights of the drilling are as follows:

- Quartz-carbonate veins, which host gold mineralization at Snowbird, intersected multiple times in all ten drill holes;
- 11.3-metre vein intersected in Hole SB19-04;
- Heavily veined intervals intersected in several holes;
  - SB19-10 intersected intense veining over a length of 39 metres in drill core.
- Strong relationship between faulting, shearing and contacts observed with veining and zones of quartz-sericite and/or mariposite alteration with calcite, pyrite and antimony;
- 400-metre hole completed (SB19-10) – deepest drilled to date at Snowbird. The hole encountered pyrite-arsenopyrite in association with quartz-carbonate veining at depths never sampled before;
- SB19-10 did not cross the ultramafic body into the mudstone leaving room for the possibility of expansion of gold mineralization along the contact at depth.

### **Maroon Project**

In May 2018, the Company entered into an option agreement to acquire a 100% interest in the Maroon gold property located 35 kilometres north of Terrace, British Columbia. Over the term of the agreement, the Company paid the optionor \$15,000, issued 60,000 shares, and incurred exploration expenditures of \$11,670 to conduct a work programme that consisted of reconnaissance mapping and sampling and surveying of historic trenches and adits. The Company returned the property to the optionor in May 2020.

### **Urumalqui Project**

In December 2014 the Company sold its 40% interest in Urumalqui, located in Peru, to AndeanGold Ltd (“Andean”) and retained an uncapped NSR of 1.5% on all metals, with no buy-out or other provisions attached, and a convertible debenture (“CD”). The CD receivable has a face value of \$475,000, an annual interest rate of 6%, and is convertible into shares of Andean, at the Company’s option, at a conversion rate of \$0.06 per Andean share.

Since October 1, 2015, the common shares of Andean have been subject to a Cease-Trade Order. On December 31, 2015, the Company recorded an impairment loss to write down the carrying value to a nominal balance of \$1,000 and in 2019, recorded a full write-down of the CD receivable. Management remains committed to collecting the full amount of the CD, plus accrued interest, as future circumstances permit. The Company also holds 663,000 common shares of Andean, which are carried at nominal value.

### **Rivière-à-l’Aigle (“RAL”) Project**

In June 2020, the Company entered into an option agreement granting it the right to earn up to an 85% interest in the RAL property located in the Lac Windfall region of northern Quebec. To earn a 70% interest, the Company, at its option, must issue shares and incur exploration expenditures as follows:

	Shares	Expenditures
Upon regulatory approval ( <i>issued</i> )	150,000	\$ -
On or before September 30, 2021	250,000	150,000
On or before September 30, 2022	300,000	250,000
On or before September 30, 2023	300,000	400,000
On or before September 30, 2024	500,000	700,000
	1,500,000	\$ 1,500,000

Upon earning a 70% interest, the Company can elect to increase its interest in the property to 85% either by producing an inferred resource or completing a preliminary economic assessment (“PEA”) within 12 months of making such election. The Company will pay the optionor \$250,000 in cash or shares, at the Company’s option, upon producing an inferred resource or \$750,000 in cash upon delivering a PEA. The property is subject to a 1.5% NSR, which can be reduced to 0.5% upon payment of \$1,000,000 to the optionor. Upon earning either a 70% or 85% interest, the Company and the optionor will form a joint venture to further develop the property.

### **New Mosher Project**

In June 2020, the Company entered into an option agreement granting it the right to earn up to an 85% interest in the New Mosher property located in the James Bay region of northern Quebec. To earn a 70% interest, the Company, at its option, must issue shares and incur exploration expenditures as follows:

	Shares	Expenditures
Upon regulatory approval ( <i>issued</i> )	150,000	\$ -
On or before September 30, 2021	150,000	150,000
On or before September 30, 2022	150,000	250,000
On or before September 30, 2023	150,000	300,000
On or before September 30, 2024	400,000	300,000
	1,000,000	\$ 1,000,000

Upon earning a 70% interest, the Company can elect to increase its interest in the property to 85% either by producing an inferred resource or completing a PEA within 12 months of making such election. The Company will pay the optionor \$250,000 in cash or shares, at the Company's option, upon producing an inferred resource or \$750,000 in cash upon delivering a PEA. The property is subject to a 1.5% NSR, which can be reduced to 0.5% upon payment of \$1,000,000 to the optionor. Upon earning either a 70% or 85% interest, the Company and the optionor will form a joint venture to further develop the property.

### **JMW Project**

In June 2020, the Company entered into an agreement to purchase a 100% interest in the JMW property located in northern Quebec and a ten-claim property located in the Val-d'Or region of Quebec. The Company paid \$25,000 and issued an initial 1,000,000 shares to the owners of the properties. The Company must issue a further 750,000 shares to the vendors after twelve months, subject to an adjustment in the shares issuable to provide a minimum fair value of \$75,000 to the vendors. The property is currently subject to an NSR of 2%, one-half of which can be purchased for \$1,000,000. The Company will grant the vendors of the property a further 1.5% NSR, which can be reduced to 0.5% upon payment of \$1,000,000 to the vendors.

### **Novel Coronavirus (COVID-19)**

As at the date of this report, the Company's operations have not been materially affected by COVID-19. The Company has no staff and is currently being managed by the chief executive officer and chief financial officer, who work from home. Exploration programmes are conducted with the assistance of consultants and contractors. The Company intends to complete additional fieldwork in order to fulfill its flow-through obligations, and currently has exploration programmes underway at all three of its Quebec properties.

The out-break of the COVID-19 pandemic has introduced significant uncertainty into the capital markets. While the financing prospects of the Company may be negatively affected should the pandemic persist for an extended period of time, the field programmes necessary to fulfill its flow-through obligations can be funded from current working capital. Such fieldwork will only be undertaken with protocols in place to ensure the field work is conducted safely. While the future impact of this outbreak is difficult to predict, the Company will continue to monitor and assess the associated risks to the Company's operations and remain prepared to respond appropriately.

### **Qualified Person**

Justin Rensby, P.Geo. acts as the Company's "Qualified Person" as defined in National Instrument 43-101 and has reviewed this MD&A.

## **APPROVAL**

The Board of Directors of the Company has approved the disclosure contained in this Interim MD&A, a copy of which will be provided to any interested parties upon request.

### ***Cautionary Note***

*This document contains "forward-looking information" which may include, but is not limited to, statements with respect to the future financial or operating performance of the Corporation, its subsidiaries and its projects, the future supply, demand, inventory, production and price of minerals, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital, operating and exploration expenditures, costs and timing of the development of new deposits, costs and timing of future exploration, requirements for additional capital, government regulation of mining operations, environmental risks, reclamation expenses, title disputes or claims, limitations of insurance coverage and the timing and possible outcome of pending litigation and regulatory matters. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; actual results of reclamation activities; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices of minerals; possible variations of ore grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; political instability, insurrection or war; delays in obtaining governmental approvals or financing or in the completion of development or construction activities. Although the Corporation has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as of the date of this document and the Corporation disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.*