MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE NINE MONTH PERIOD ENDED APRIL 30, 2019

The following Management's Discussion and Analysis ("**MD&A**") of Metallic Minerals Corp. ("**Metallic**" or the "**Company**") is for the nine months ended April 30, 2019 and covers information up to the date of this MD&A.

This MD&A is dated **July 2, 2019**.

This MD&A should be read in conjunction with the Company's condensed consolidated interim financial statements and the notes thereto for the three and nine months ended April 30, 2019, which have been prepared in accordance with International Accounting Standard 34 – *Interim Financial Reporting* ("**IAS 34**") as issued by the International Accounting Standards Board ("**IASB**") using accounting principles consistent with International Financial Reporting Standards ("**IFRS**") as issued by the IASB. All dollar amounts herein are expressed in Canadian Dollars unless stated otherwise.

This MD&A includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical facts, that address exploration drilling, exploitation activities and events or developments that the Company expects are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

NATURE OF BUSINESS

The Company was incorporated in the Province of British Columbia ("**BC**") on May 3, 2007 under the Business Corporations Act (British Columbia) and was registered as an extra-territorial corporation under the Business Corporations Act (Yukon) on July 10, 2009. The Company is a reporting issuer in BC, Yukon, Alberta, Ontario, New Brunswick, Nova Scotia and Newfoundland and Labrador. The Company's common shares are traded on the TSX Venture Exchange ("**TSX-V**") under the symbol "MMG" and the OTC Exchange under the symbol "MMNGF".

The Company's principal business activity is the acquisition, exploration and development of silver and gold mineral properties. To date the Company has not generated any significant revenues.

OUTLOOK AND STRATEGY

Metallic Minerals Corp. is a growth stage exploration company, focused on the acquisition and development of high-grade silver and gold properties in the Yukon in under-explored districts with the potential to produce top-tier assets. Our objective is to create value through a systematic, entrepreneurial approach to exploration, reducing investment risk and maximizing the probability of long-term success.

OUTLOOK AND STRATEGY (continued)

Metallic is led by a management team with a track record of discovery and exploration success, including large scale development, permitting and project financing. Importantly, the team brings years of experience in the north, especially the Yukon, Alaska and British Columbia, where the team has established long-term working relationships with First Nations and First Nations Development Corporations, as well as local communities and regional governments.

Metallic is a member of the Metallic Group of Companies. The Metallic Group is a collaboration of leading precious and base metals exploration companies, with a portfolio of large, brownfields assets in established mining districts adjacent to some of the industry's highest-grade producers of silver, platinum group metals and copper. Member companies include Metallic Minerals (TSX-V: MMG) in the Yukon's Keno Hill silver district, Group Ten Metals (TSX-V: PGE) in the Stillwater PGM-Ni-Cu district of Montana, and Granite Creek Copper (TSX-V: GCX.H) in the Yukon's Carmacks copper district. The highly experienced management and technical teams at the Metallic Group have expertise across the spectrum of resource exploration and project development from initial discoveries to advanced development, including strong project finance and capital markets experience and have demonstrated a commitment to community engagement and environmental best practices. The founders and team members of the Metallic Group include highly successful explorationists formerly with some of the industry's leading explorer/developers and major producers and are undertaking a systematic approach to exploration using new models and technologies to facilitate discoveries in these proven historic mining districts. The Metallic Group sees an opportunity to maximize shareholder value for member companies by leveraging the combined decades of experience of its founders in mineral industry. The Metallic Group will also benefit by sharing resources for cost efficiency and providing access to specialized technical expertise and experienced corporate governance and management teams.

HIGHLIGHTS AND KEY DEVELOPMENTS (to the date of this report)

- On September 17, 2018, the Company announced initial exploration results from its McKay Hill project in the Yukon Territory including multiple new vein discoveries on the property;

- On October 3, 2018, the Company announced signing a new production royalty agreement on two additional areas on its Australia Creek property within the Klondike Gold District;

- On November 21, 2018 the Company closed two concurrent, non-brokered private placements resulting in total gross proceeds to the Company of $900,834 through the issuance of 4,039,971 units. The Company issued 3,415,221 non-flow-through units at a price of $0.22 per unit for total gross proceeds of $751,350, where each non-flow-through unit consists of one common share of the Company and one-half share purchase warrant. The Company also issued 622,854 flow-through units at a price of $0.24 per unit for gross total proceeds of $149,485, where each flow-through unit consists of one flow-through common share of the Company and one-half non-flow through share purchase warrant. Each whole warrant entitles the holder to acquire one common share of the Company at an exercise price of $0.33 with an expiry of November 21, 2021;

HIGHLIGHTS AND KEY DEVELOPMENTS (to the date of this report) (continued)

- In December 2018, the Company issued 250,000 common shares valued at $52,500 in accordance with the option agreement on the Australia Creek Property;

- On February 28, 2019, the Company granted 2,500,000 incentive stock options to directors, officers, employees and consultants of the Company. Each option allows the holder to purchase one common share of the Company at a price of $0.18 per share, expiring on February 28, 2024. The options are subject to certain vesting requirements in accordance with the Company's Long-Term Performance Incentive Plan; and

- On April 23, 2019, the Company announced its continued compilation and synthesis of historic exploration data on the East Keno target area, which covers the eastern-most 12 kilometers ("**km**") of the 35km long Keno Hill Silver District. Along with results from its 2018 exploration, analysis of the historic data confirms the presence of significant Keno-style silver mineralization, including eight separate multi-kilometer targets with highly-elevated silver, lead and zinc in soils and multiple high-grade rock samples over 1,000 grams/tonne ("**g/t**") and large areas and thicknesses of Keno Hill quartzite and greenstones, the most important host rocks for the largest deposits in the district, within these target areas, creating the settings for potential large Keno-type silver-lead-zinc deposits similar to those in the more developed West and Central parts of the district.

MINERAL PROPERTIES

YUKON SILVER PROJECTS

As shown in Figure 1 on Page 4, Metallic's core Keno Silver Project is located in the historic Keno Hill Silver District of Canada's Yukon Territory, with over 300 million ounces ("**ozs**") of high-grade silver in past production and current resources, and excellent existing infrastructure, including grid power, highway and road access. In addition, its McKay Hill Project is a historic producer and is located northeast of the Keno Hill Project in a newly emerging silver and gold mining district.

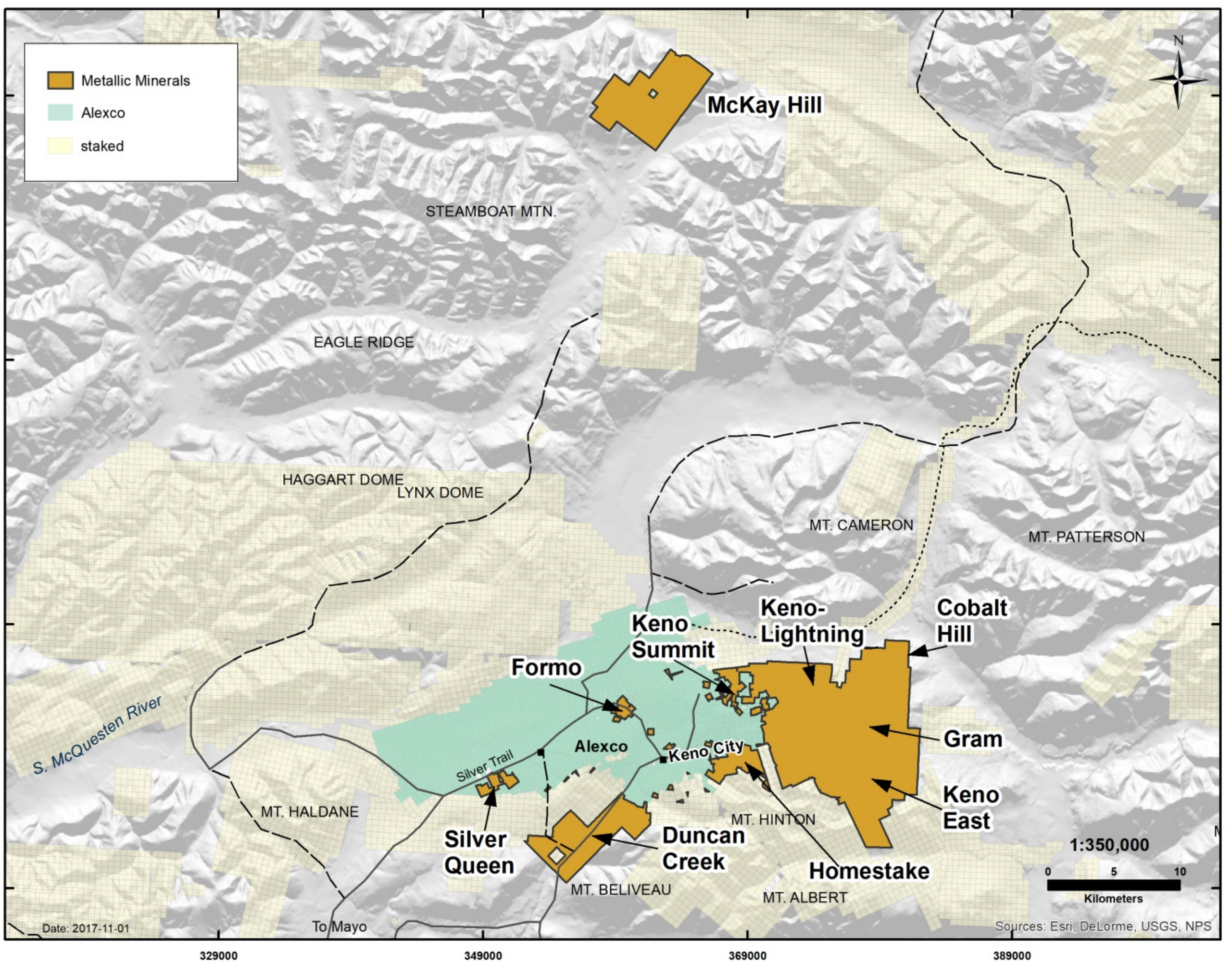

Figure 1. The Company's silver properties consist of the Keno Silver Project and McKay Hill Project located in central Yukon Territory of Canada. The Keno Silver Project comprises the Keno-Lightning (which includes Homestake), Silver Queen, Keno Summit, Gram, Duncan Creek, Cobalt Hill, Formo and Keno-East properties.

MINERAL PROPERTIES (continued)

YUKON SILVER PROJECTS (continued)

KENO SILVER PROJECT

Metallic's 100% owned Keno Silver Project covers 166 square kilometers ("**km^2**") within the Keno Hill Silver District located in Canada's Yukon Territory. The Keno Silver Project is a brownfields exploration project within one of the world's highest-grade silver districts, which has produced over 200 million ozs of high-grade silver over the past 100 years at an average grade exceeding 1,300 g/t. The Keno Silver Project, which is located near the communities of Keno City and Mayo, has excellent existing infrastructure with highway and road access, grid power and access to existing deep sea ports.

The Keno Silver Project covers the eastern portion of the Keno Hill Silver District along with newly acquired portions on the western and southern sides of the district. These areas of the district have been under-explored due to previously fragmented, private land ownership that has largely been consolidated by Metallic. The Keno Silver Project directly adjoins Alexco Resource Corp.'s operations, including the Bellekeno, Bermingham, Flame & Moth and Lucky Queen deposits, which contain over 100 million ozs of high-grade silver in current Measured & Indicated resources. Ten of the twelve known Keno-style high-grade silver structural trends occur on the project in areas underlain by the preferred host rocks within the district. There has been over 200 million ozs of historic silver production in the district with the largest individual mine hosting 100 million ozs of silver.

The Keno Silver Project has seen shallow, historic production from eight mines, including five with average grades above 5,000 g/t silver. Metallic has been compiling and integrating recent and historic geologic and geophysical data into its project database and modelling work.

The Keno Silver Project is made up of eight main properties comprising Keno-Lightning, Silver Queen, Keno Summit, Gram, Duncan Creek, Cobalt Hill, Formo and Keno-East.

a) ***Keno-Lightning Property***

The Keno-Lightning Property, which includes Homestake, is the largest property within the Keno Silver Project and is subject to a 3% Net Smelter Return Royalty ("**NSR**"). The Company has the option to buy back up to 2% of this NSR.

b) ***Silver Queen Property***

The 100% owned Silver Queen Property consists of 20 claims primarily on the western end of the Keno Hill Silver District.

The Silver Queen Property is subject to a 2% NSR and the Company has the option to buy back the full NSR.

MINERAL PROPERTIES (continued)

YUKON SILVER PROJECTS (continued)

KENO SILVER PROJECT (continued)

c) *Keno Summit Property*

The Company owns 100% of 17 claims and five leases on the Keno Summit Property.

Nine claims are subject to the same NSR as the Gram Property, seven claims and two leases are subject to the same NSR as the Silver Queen Property, three leases are subject to the same NSR as the Formo Property and one claim is not subject to an NSR.

d) *Gram Property*

The 100% owned Gram Property consists of 42 claims covering approximately 8.7 km^2 on the east side of the Keno Hill Silver District.

The Gram Property is subject to a 2% NSR for precious metals and a 1% NSR for base metals and the Company has the option to buy back the full NSR.

e) *Duncan Creek Property*

The Duncan Creek Property was staked by the Company in January 2017 along with other claims totaling approximately 30.2 km^2. The Company owns 100% of the Duncan Creek claims and they are not subject to any underlying royalties.

f) *Cobalt Hill Property*

The Company owns a 100% interest in the Cobalt Hill property covering 4.2 km^2 that are contiguous with the eastern end of the Keno-Lightning property in the Keno Hill Silver District.

Cobalt Hill is subject to a 3% NSR and the Company has the option to buy back up to 1.5% of this NSR.

g) *Formo Property*

The Company owns a 100% interest in 16 mining leases in the Keno Hill Silver District.

The Formo Property is subject to a 2% NSR for precious metals and a 1% NSR for base metals. The Company has an option to buy back the full NSR.

h) *Keno-East Property*

The Company staked additional ground in the Keno East target area, which covers the eastern and southern extension of the main Keno Hill Quartzite unit, as well as several areas with prospective greenstone targets.

MINERAL PROPERTIES (continued)

YUKON SILVER PROJECTS (continued)

KENO SILVER PROJECT WORK PROGRAMS

The Company conducted its inaugural field exploration programs on its Keno Silver Project during the summer and fall months of 2017 following a comprehensive review of modern and historic data. Metallic identified more than 40 target areas and prioritized 12 priority target areas for further evaluation in 2017 including geophysical and geochemical surveys, geologic mapping, and trenching. This was followed by a first phase of drilling focused on the Caribou and Homestake advanced target areas. A total of 1,320 m of diamond drill core was collected from 14 holes at the Caribou and two vein targets at Homestake targets. The results show that the Caribou and Homestake targets are classic Keno-type high-grade systems with bonanza grades, and that they remain open to further expansion down dip and along trend. During 2017 the Company advanced three targets to an initial resource delineation stage, six targets to drill-ready status and identified a number of earlier stage priority targets for further advancement.

In May 2018, the Company announced the initiation of its 2018 exploration programs at its 100% owned Keno Silver Project in Canada's Yukon Territory. The Company followed up on the success of its 2017 exploration program by conducting field exploration programs on its Keno Silver Project during the summer and fall months of 2018. Exploration activities in 2018 have focused on identifying and advancing the most prospective targets toward drill testing with the objective of rapidly advancing targets to initial resource definition. Work included a combination of target development and refinement along ten of the known mineralized trends traversing Metallic's holdings in the District, as well as step-out drilling at two of the three identified resource delineation targets including the Caribou, and Homestake targets. Permitting for drilling was completed for future testing of the Formo target and initial drilling was undertaken at the Gold Hill target. Work at the earlier stage targets included detailed stratigraphic mapping, soil sampling, and trenching. These earlier stage targets occur on the highly prospective, but lesser explored targets on the eastern and southern edges of the Keno Silver Project. Work continues on the Keno Silver project including geologic modelling and synthesis of recent and historic exploration data covering the East, Central and Western portions of the Keno Hill Silver District.

MCKAY HILL PROJECT

The Company owns a 100% interest in the McKay Hill Project, which covers 44 km^2 of claims located approximately 50 kms north of the Keno Hill Silver District in the Yukon Territory. McKay Hill is an historic high-grade silver producer and occurs within a belt of silver-lead-zinc related deposits that stretch from the Alaska border to the southern part of the Yukon that includes the famous Keno Hill Silver District. McKay Hill shows potential to host a significant district scale vein system similar to Keno Hill, with at least 37 identified vein structures that have seen very limited modern exploration. McKay Hill occurs at the western end of ATAC Resources Ltd.'s Rackla Gold project, an area that is emerging as a new significant district for silver, gold and associated base metals.

McKay Hill is subject to a 3% NSR and the Company has the option to buy back up to 2% of this NSR.

MINERAL PROPERTIES (continued)

YUKON SILVER PROJECTS (continued)

MCKAY HILL PROJECT WORK PROGRAMS

During the summer and fall months of 2017, the Company conducted field exploration programs on McKay Hill. Exploration work included follow-up rock and soil sampling, reconnaissance and detailed mapping of veins in the Central Zone and Independence Ridge areas. In addition, high resolution satellite photography was collected over the entire McKay Hill Project to provide mapping and topographic ground control for use in future programs. Sample results from the 2017 sampling program, as well as historic sampling results, were highlighted in Metallic's press release dated October 24, 2017.

Exploration in 2018 included detailed mapping, soil and rock sampling, and trenching at the Central Zone and other identified mineralized areas with the objective to development and refine potential drill targets. Geochemical surveys on McKay Hill have highlighted extensions of the known mineralization and several new areas with similar geophysical properties to those of areas of historic production. Soil sampling extended the existing soil grids to cover an area approximately 3 kilometers by 1.5 kilometers to expand the open anomalies. This work outlined six separate kilometer-scale areas of highly elevated silver, lead, zinc, copper and gold in soils and rock sampling. Results indicate a broader area of mineralization than has been previously recognized and suggests the potential for high-grade vein structures as well as potential for large scale, bulk minable targets. This year's program successfully achieved the key objectives of expansion of the main Central Zone target through trench, rock and soil sampling and identifying and refining six additional kilometric-scale target zones, including the West McKay, Bella, Red, Falls and Snowdrift and Independence Zones. A comprehensive exploration program is being planned for 2019 at McKay Hill in coordination with the Company's Keno Silver Project exploration activities.

KLONDIKE GOLD DISTRICT – ROYALTY PORTFOLIO

As shown in Figure 2 on Page 9, Metallic's alluvial properties consist of Australia Creek and Dominion Creek, which are tributaries of the Indian River, in the Klondike Gold District near Dawson City, Yukon. Australia Creek and Dominion Creek are part of the historic Klondike Gold District that is estimated to have produced over 20 million ounces of gold since its discovery in 1898. Australia Creek and its benches are now recognized by Yukon Geological Survey as an eastern continuation of the highly-productive Indian River drainage system, which is the largest placer gold producing area in the Yukon. Mining on the Indian River began in the late 1970's and has produced about 250,000 ounces, or more than 40% of all placer gold production in the Yukon through 2015.[1]

MINERAL PROPERTIES (continued)

KLONDIKE GOLD DISTRICT – ROYALTY PORTFOLIO (continued)

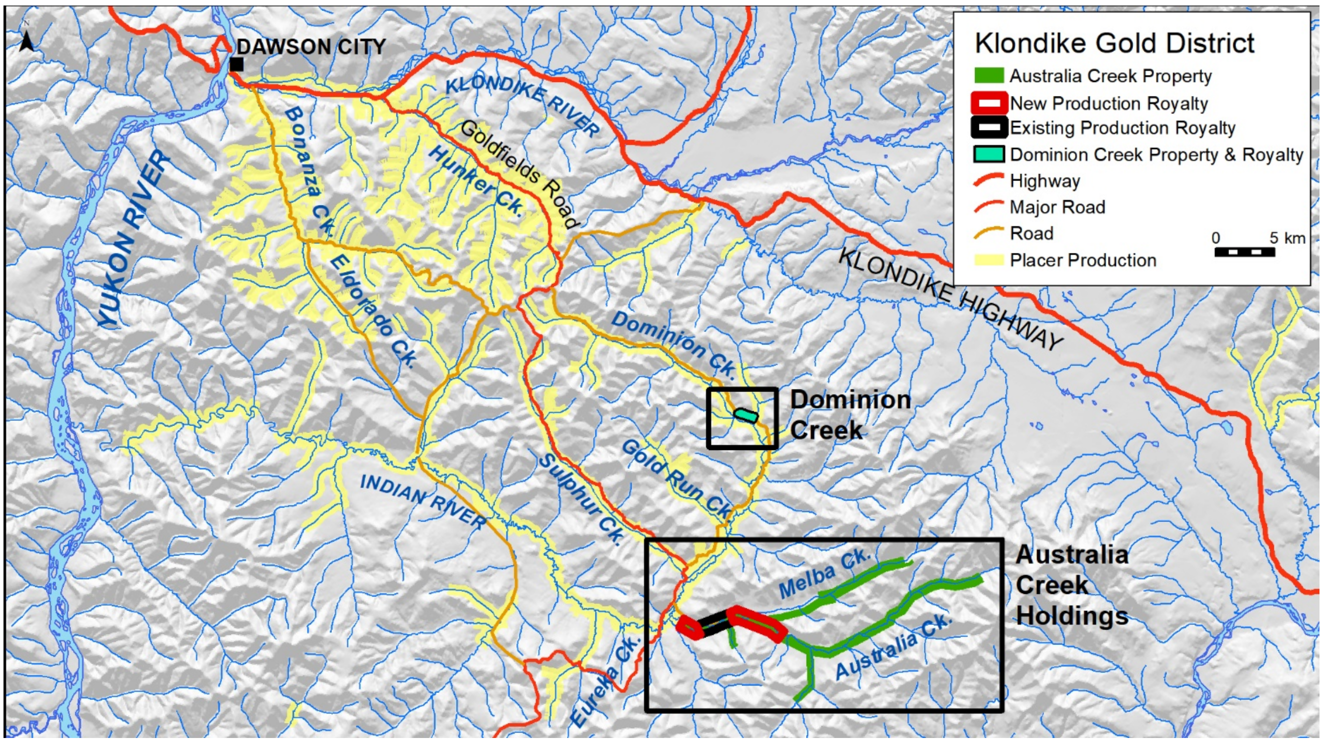

Figure 2. The Company's alluvial properties located in the Klondike Gold District, Yukon, consisting of Australia Creek and Dominion Creek.

[1] Yukon Geological Survey ("YGS") Yukon Placer Mining Industry Report 2010-2014.

AUSTRALIA CREEK PROPERTY

The Company has an option to acquire a 100% interest in approximately 26 miles (42 kms) of mining rights and 18 miles (29 kms) of bench claims along the Australia Creek drainage ("**Australia Creek Property**"), a tributary to the Indian River, in the Klondike Gold District near Dawson City, Yukon (see Figure 2 above). The vendors will receive a 4% royalty from the Company on all alluvial gold production. The Company has the ability to buy back the full royalty. One of the vendors is a related party as a director of the Company.

MINERAL PROPERTIES (continued)

KLONDIKE GOLD DISTRICT – ROYALTY PORTFOLIO (continued)

AUSTRALIA CREEK PROPERTY (continued)

In order to earn a 100% interest in the underlying Australia Creek Property, Metallic has the following remaining commitments:

- In December 2018, $25,000 is to be paid to one of the vendors (outstanding);
- In December 2019, a final payment of $25,000 is to be paid to one of the vendors; and
- In December 2019, the Company is to issue 275,000 common shares to the vendors, based on continued mining on the Australia Creek Property with gold royalty production or a new mining lease agreement with another operator on additional claims.

The Company has a production royalty agreement with respect to a two-mile portion of the Australia Creek Property ("**Lower Australia Creek**"). Under the production royalty agreement, the Company has given an experienced arms-length alluvial mining operator an exclusive right to mine Lower Australia Creek, in exchange for a 12% royalty on all gold production, payable to the Company.

In October 2018, the Company entered into a production royalty agreement covering four additional miles of valley bottom and bench alluvial claims in two blocks of its Australia Creek property with an experienced alluvial mining operator in exchange for a 10% royalty on all gold production. This portion of the property is fully permitted for full scale production mining allowing for production to proceed following completion of test work.

AUSTRALIA CREEK WORK PROGRAMS

In the fall of 2017, the operator of the lower Australia Creek lease covering 2 miles of valley and bench alluvial claims, mobilized to site and conducted test work. In October 2017, geophysical surveys were conducted on a portion of the Australia Creek Property in order to assist in defining depth to bedrock as well as defining paleo-channels. Work in 2018 included additional test mining and ground preparation.

In October 2018, the Company entered into a new production royalty agreement covering an additional four miles of valley bottom and bench alluvial claims in two blocks of its Australia Creek property. The Company has granted exclusive mining rights to experienced alluvial mining operators in exchange for a 10% royalty on all gold production. The property is road accessible and permitted for large-scale alluvial gold production. The operator mobilized mining equipment to the site and has been conducting exploration work including drilling and bulk sample test pit development, which has confirmed the presence of significant alluvial gold.

Metallic now has approximately 6 miles out of its 26 miles of valley and bench alluvial claims under production royalty agreements. The areas under royalty agreements are fully permitted for full scale production mining allowing for production to proceed following completion of test work. Metallic has initiated new alluvial mine permit applications on 8 miles of the Australia Creek drainage above its current operators. The Company is currently in discussions with additional experienced operators on further production royalty agreements on these highly prospective areas.

MINERAL PROPERTIES (continued)

KLONDIKE GOLD DISTRICT – ROYALTY PORTFOLIO (continued)

DOMINION CREEK PROPERTY

The Company acquired a 100% interest in mining rights from an arms-length party consisting of 10 claims totalling approximately 1 mile (1.6 km) along a bench of Dominion Creek, a tributary to the Indian River, in the Klondike Gold District near Dawson City, Yukon (see Figure 2 on Page 11). The Company also entered into a production royalty agreement with respect to these claims under which the Company has granted exclusive mining rights to an experienced alluvial mining operator in exchange for a 15% royalty on all gold production.

DOMINION CREEK WORK PROGRAM

On November 9, 2017, Metallic announced it had received the first royalty payments from test work conducted by the Dominion Creek operator totaling 10.7 ozs. Although the royalty was from a modest amount of test material, it confirms the presence of recoverable alluvial gold on the Dominion Creek Property. The proceeds from these royalty payments will be used to offset some of the corporate and operating expenses related to Metallic's exploration activities. The company anticipates receiving additional royalties from test mining in 2018.

QUALIFIED PERSON

Mr. Scott Petsel, P.Geo., VP Exploration for the Company and a Qualified Person within the meaning of National Instrument 43-101, has reviewed the technical information in this MD&A.

CAPITALIZED ACQUISITION COSTS

The changes in capitalized exploration and evaluation assets for the nine months ended April 30, 2019 is presented below:

	Keno Silver	McKay Hill	Australia Creek	Dominion Creek	Total
	$	$	$	$	$
Balance, July 31, 2018	494,741	25,449	292,183	80,000	892,373
Licensing costs	1,055	-	-	-	1,055
Shares issued	-	-	52,500	-	52,500
	1,055	-	52,500	-	53,555
Balance, April 30, 2019	495,796	25,449	344,683	80,000	945,928

MINERAL PROPERTIES (continued)

PROPERTY EXPENDITURES

A summary of the exploration and evaluation expenditures incurred for the nine months ended April 30, 2019 is presented below:

	Keno Silver Project	McKay Hill Project	Australia Creek	Dominion Creek	Klondike	Total
	$	$	$	$	$	$
Analysis	11,838	1,938	-	-	-	13,776
Camp costs	161,664	4,344	600	600	600	167,808
Community consultation and permitting	12,225	8,871	-	-	-	21,096
Consulting - geological	94,002	50	63	13	25	94,153
Consulting - geotechnical	19,716	-	-	-	-	19,716
Consulting - other	17,229	10,050	5,000	-	-	32,279
Drilling	374,108	-	-	-	-	374,108
Equipment and communication	(38,331)	5,491	1,000	-	-	(31,840)
Fuel	2,170	11,986	1,095	219	-	15,470
Salaries and benefits	173,853	72,603	11,079	343	2,654	260,532
Transportation and travel	61,754	16,905	481	54	3,899	83,093
	890,228	132,238	19,318	1,229	7,178	1,050,191
Less: Government grants	-	(25,000)	-	-	(40,000)	(65,000)
	890,228	107,238	19,318	1,229	(32,822)	985,191

OVERALL PERFORMANCE

FINANCIAL CONDITION

The net assets of the Company decreased from $1,493,413 at July 31, 2018 to $1,060,989 at April 30, 2019, a decrease of $432,424. The most significant assets at April 30, 2019 were exploration and evaluation assets of $945,928 (July 31, 2018: $892,373), due from related party of $242,381 (July 31, 2018: $280,869) and cash of $78,904 (July 31, 2018: $1,367,132). The liabilities at April 30, 2019 were accounts payable and accrued liabilities of $115,911 (July 31, 2018: $1,099,996), due to related parties of $94,690 (July 31, 2018: $Nil), a flow-through premium liability of $72,522 (July 31, 2018: $186,712) and loans payable of $22,000 (July 31, 2018: $22,000). The flow-through share premium liability is an estimated premium that investors pay for the flow-through feature. Upon eligible exploration expenses being incurred, the Company derecognizes the liability and recognizes a deferred tax liability for the amount of tax reduction renounced to the shareholders.

RESULTS OF OPERATIONS

Quarter ended April 30, 2019

The net loss for the quarter ended April 30, 2019 was $207,424 (2018: $515,674).

The most significant expenses for the quarter ended April 30, 2019 were consulting fees of $129,701 (2018: $127,222), share-based payments expense of $66,343 (2018: $101,309) and investor relations and corporate development expenses of $53,824 (2018: $91,778). Other items consisted of other income of $8,175 (2018: $44,150).

The majority of consulting fees of $129,701 consisted of fees charged by key management personnel including the CEO, the CFO and the VP Exploration.

The Company applies the fair value method of accounting for all awards of stock options by using the Black-Scholes Option Pricing Model. Variations in share-based payments expense is based on a number of factors including, but not limited to, the size and occurrence of grants during a particular period, the Company's share price at the time of an option grant and the timing of recording share-based payments expense based on vesting schedules. The share-based payments expense was $34,966 lower for the three months ended April 30, 2019. The Company granted 2,500,000 stock options during the three months ended April 30, 2019 with an exercise price of $0.18 per share.

The majority of investor relations and corporate development expenses of $53,824 consisted of advertising expenses, corporate advisory services, and costs for conferences.

Other income consisted exclusively of the settlement of flow-through share premium liability as a result of incurring qualified exploration expenditures.

RESULTS OF OPERATIONS (continued)

Nine months ended April 30, 2019

The net loss for the nine months ended April 30, 2019 was $1,834,088 (2018: $2,637,412).

The significant decrease in the net loss year-over-year is a result of the Company incurring fewer expenditures on its exploration programs and a lesser amount allocated to share-based payment costs.

The most significant expenses for the nine months ended April 30, 2019 were exploration expenditures of $985,191 (2018: $1,447,856), consulting fees of $374,932 (2018: $406,962) and investor relations and corporate development expenses of $345,132 (2018: $316,610) and share-based payments expense of $123,444 (2018: $464,160). Other items consisted of other income of $139,104 (2018: $139,007) and interest income of $492 (2018: $7,378).

The majority of exploration expenditures consisted of drilling costs of $374,108, salaries and benefits of field personnel of $260,532, camp costs of $167,808 and geological consulting fees of $94,153. The majority of exploration expenditures were incurred on Metallic's Keno Silver Project ($890,228). The Company did receive Yukon Mineral Exploration Program refunds totalling $65,000 from the Yukon government on its McKay Hill ($25,000) and Klondike ($40,000) properties.

The majority of consulting fees of $374,932 consisted of fees charged by key management personnel including $125,833 for the CEO, $79,725 for the VP of Exploration and $30,175 for the CFO. Other consulting fees included $55,000 to Midnight Mining, a company controlled by a director of the Company, and $33,822 to the Company's corporate communications consultant.

The majority of investor relations and corporate development expenses of $345,132 consisted of advertising expenses of $138,992, corporate advisory services of $125,213 and conference costs of $58,364.

Other income of $139,104 consisted exclusively of the settlement of flow-through share premium liability as a result of incurring qualified exploration expenditures.

CASH FLOWS

Nine months ended April 30, 2019

Cash decreased by $1,288,228 during the nine months ended April 30, 2019, from $1,367,132 at July 31, 2018 to $78,904 at April 30, 2019. The Company notes that it is in communication with the holders of its in-the-money share purchase warrants ahead of their July 30, 2019 expiry date that may bring in up to $1,746,600 in proceeds to the Company. The decrease in cash of $1,288,228 was a result of cash of $2,453,966 used in operating activities and cash of $18,555 used in investing activities, partially offset by cash of $1,184,293 provided by financing activities.

The cash of $2,453,966 used in operating activities consisted of a net loss of $1,834,088, a net change in non-cash working capital items of $651,863 and non-cash items of $31,985.

CASH FLOWS

Nine months ended April 30, 2019 (continued)

The cash provided by financing activities consisted of the Company completing two concurrent private placements resulting in net proceeds to the Company of $895,076 through the issuance of 4,038,075 units, receiving a net amount of $166,717 from related parties, $60,000 on the exercise of 600,000 share purchase warrants and receiving $62,500 as share subscriptions received in advance relating to the exercise of warrants.

SUMMARY OF QUARTERLY RESULTS

The following is a summary of the Company's financial results for the most recent eight quarterly periods:

	Q3, 2019	Q2, 2019	Q1, 2019	Q4, 2018
	$	$	$	$
Net loss for the period	(207,424)	(595,942)	(1,030,722)	(1,770,118)
Basic and diluted loss per share	(0.00)	(0.01)	(0.02)	(0.03)

	Q3, 2018	Q2, 2018	Q1, 2018	Q4, 2017
	$	$	$	$
Net loss for the period	(515,674)	(523,728)	(1,598,010)	(839,566)
Basic and diluted loss per share	(0.01)	(0.01)	(0.04)	(0.02)

Over the last eight quarters, the Company's net loss has ranged from $207,424 in Q3, 2019 to a net loss of $1,770,118 in Q4, 2018.

The most significant expenses in Q3, 2019 were consulting fees of $129,701, share-based payments expense of $66,343 and investor relations and corporate development costs of $53,824. See "*Results of Operations*" above for explanations of these expenses.

The increase in net losses in fiscal 2018 and Q1, 2019 is a result of the Company's recapitalization and the appointment of a new management team in 2018, the Company completing multiple financings, and the Company conducting significant exploration programs during fiscal 2018. The management team continues to seek ways to create shareholder value. The gross proceeds from the financings included flow-through dollars which have been and will continue to be spent on qualifying exploration expenditures for purposes of the Canadian Income Tax Act. As of April 30, 2019, the Company had approximately $542,000 of flow-through funds remaining to be spent prior to December 31, 2019.

LIQUIDITY AND CAPITAL RESOURCES

In management's view, given the nature of the operations, which currently consists of its interest in certain mineral properties, the most relevant financial information relates primarily to current liquidity, solvency and planned expenditures. The Company's financial success will be dependent upon the extent to which it can determine whether its resource properties contain reserves, which are economically recoverable.

Such development may take years to complete and the amount of resulting income, if any, is difficult to determine. The Company does not expect to receive significant income in the foreseeable future.

As at April 30, 2019, the Company had a total of $384,949 in cash, receivables, due from related party and prepaid expenses and deposits. The Company had working capital of $174,516 and no long-term debt. The Company completed non-brokered private placements resulting in total gross proceeds to the Company of $900,834 on November 21, 2018. In addition, the Company notes that it is in communication with the holders of the in-the-money share purchase warrants ahead of their July 30, 2019 expiry date that may bring in up to $1,746,600 in proceeds to the Company.

While the Company has been successful in obtaining the necessary financing through the issuance of common shares and loans from related parties in the past, there is no assurance it will be able to raise funds in this manner in the future and there remain material uncertainties that may cast significant doubt as to the Company's ability to continue as a going concern. The Company's trade and other payables are due in the short term.

OFF BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

CONTRACTUAL OBLIGATIONS

As a result of the issuance of flow-through shares on July 31, 2018 and November 21, 2018, the Company has a commitment to incur approximately $542,000 in qualifying Canadian exploration expenditures on or before December 31, 2019.

RELATED PARTY TRANSACTIONS

Key management personnel are the Directors and Officers of the Company. A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. These transactions are in the normal course of operations and are measured at their exchange amount, which is the amount agreed upon by the transacting parties.

RELATED PARTY TRANSACTIONS (continued)

In addition to key management personnel, the Company transacted with the following related parties during the nine months ended April 30, 2019:

- TruePoint Exploration Inc. ("**TruePoint**"), a privately held geological consulting firm that is a related party through its management contracts, which confer significant influence over operations. Charges are for exploration, management, accounting and office administration.

- Group Ten Metals Inc. ("**Group Ten**") and Granite Creek Copper Inc. ("**Granite Creek**") are public companies with Directors and/or Officers in common. Together with the Company, they are members of the Metallic Group of Companies which is a collaboration of leading precious and base metals exploration companies that leverage the experience of their founders and benefit by sharing resources for cost efficiency.

- Midnight Mining Services Ltd. ("**Midnight Mining**") is a private company controlled by Bill Harris, a director of the Company.

Details of transactions between the Company and related parties, in addition to those transactions disclosed elsewhere in these condensed consolidated interim financial statements, are described below.

a) Related Party Transactions

		Three months ended April 30,		Nine months ended April 30,	
		2019	2018	2019	2018
		$	$	$	$
Consulting fees	1	100,832	106,150	292,438	340,688
Exploration and evaluation assets	2	-	-	26,250	60,000
Exploration expenditures	3	-	2,950	-	64,750
Share-based payment expense	4	38,812	73,000	95,913	348,116
Transactions with TruePoint	5	201,368	-	201,368	-
		341,012	182,100	615,969	813,554

[1] Consulting fees for the three and nine months ended April 30, 2019 and 2018 consisted of fees earned by key management personnel including the CEO, CFO, VP Government & Community Relations, VP Exploration and Corporate Secretary, and fees earned by Midnight Mining.

[2] The amount of $26,250 for the nine months ended April 30, 2019 consisted of the value of 125,000 common shares issued to a director of the Company in relation to the Australia Creek option agreement (Note 4). The amount of $60,000 for the nine months ended April 30, 2018 consisted of a cash payment of $25,000 and 125,000 common shares valued at $35,000 issued to a director of the Company in relation to the Australia Creek option agreement.

[3] Exploration expenditures consisted of equipment rentals from Midnight Mining Services Ltd.

[4] Share-based payment expense is a non-cash item that consisted of the fair value of stock options that were granted to key management personnel.

[5] The transactions with TruePoint consisted of $83,426 for consulting fees, $82,010 for exploration and evaluation expenditures, $34,258 for corporate advisory fees and $1,674 for office and administration costs.

RELATED PARTY TRANSACTIONS (continued)

b) Related Parties Balances

The Metallic Group of Companies pay for certain shared costs on behalf of each other. The receivable and or payable balances with Group Ten and Granite Creek in the tables below are a result of these shared costs.

The Company's related party receivable balances consisted of the following:

	April 30, 2019	July 31, 2018
Current asset	$	$
Due from Group Ten	242,381	-
Non-current assets		
Due from Group Ten	-	167,969
Due from Granite Creek	-	112,900
	-	280,869

The Company's related party payable balances consisted of the following:

	April 30, 2019	July 31, 2018
Non-current liabilities	$	$
Due to Granite Creek	18,424	-
Due to TruePoint [1]	76,266	-
	94,690	-

[1] This payable balance is a result of the transactions with TruePoint noted in the table on Page 17 plus an opening balance of $1,862, partially offset by the sale of camp equipment in the amount of $123,240. On April 30, 2019, the Company completed the purchase of certain camp equipment from Midnight Mining and immediate sale to TruePoint. The total amount recorded was $123,240. The impact on the Company's books was a reduction of prepaids in the amount of $50,000, a recovery of exploration expenses of $44,850, a reduction of equipment of $17,500, an increase of share subscriptions received in advance of $12,170 and a reduction of accumulated depreciation of $1,280. No gain or loss was recorded.

RELATED PARTY TRANSACTIONS (continued)

b) Related Parties Balances (continued)

As at April 30, 2019, the Company owed its Officers $223,663 (July 31, 2018: $87,500) for consulting services. The CEO, CFO and VP Exploration will be converting $220,888 of this amount into shares by exercising warrants during the Company's fourth quarter ended July 31, 2019. Consequently, the $220,888 is included in share subscriptions received in advance at April 30, 2019. Also included in share subscriptions received in advance is an amount of $62,500 relating to proceeds received from the CEO prior to April 30, 2019 for an exercise of warrants that will be completed during the Company's fourth quarter ended July 31, 2019.

Included in deposits at April 30, 2019 was an amount of $Nil (July 31, 2018: $18,000) paid to Bill Harris, a director of the Company, in connection with the purchase of an exploration and evaluation asset.

PROPOSED TRANSACTIONS

As of the date of this report, there were no proposed transactions.

CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

i) Critical accounting estimates

Critical accounting estimates are estimates and assumptions made by management that may result in a material adjustment to the carrying amounts of assets and liabilities within the next financial year and include, but are not limited to, the following:

Share-based payments

The fair value of share-based payments is subject to the limitations of the Black-Scholes option pricing model that incorporates market data and involves uncertainty in estimates used by management in the assumptions. Because the Black-Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share prices, changes in subjective input assumptions can materially affect the fair value estimate.

ii) Critical accounting judgments

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements include, but are not limited to, the following:

Exploration and Evaluation Expenditures

The application of the Company accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is likely that future economic benefits will follow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after expenditures are capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the Company's profit or loss in the period the new information becomes available.

CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (continued)

ii) Critical accounting judgments (continued)

Title to Mineral Property Interests

Although the Company takes steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

Going Concern

The preparation of the Company's financial statements requires management to make judgments regarding the going concern of the Company, as discussed in Note 1 of the condensed consolidated interim financial statements for the nine months ended April 30, 2019.

FINANCIAL AND OTHER INSTRUMENTS

The Company's financial instruments are exposed to certain financial risks which are discussed in detail in Note 8 of the Company's condensed consolidated interim financial statements for the nine months ended April 30, 2019.

OTHER MD&A REQUIREMENTS

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

General and administration expenses for the nine months ended April 30 were as follows:

	2019	2018
	$	$
Consulting	374,932	406,962
Depreciation	2,795	-
Exploration expenditures	985,191	1,447,856
Investor relations and corporate development	345,132	316,610
Office and administration	51,069	79,314
Professional fees	29,742	22,049
Property evaluation	27,775	18,330
Share-based payment expense	123,444	464,160
Transfer agent, regulatory and filing fees	31,739	20,149
Travel and accommodation	1,865	8,367
	1,973,684	2,783,797

DISCLOSURE OF OUTSTANDING SHARE DATA

As of the date of this report, there were 66,045,304 common shares, 21,574,447 share purchase warrants and 7,200,000 stock options outstanding.

NEW AND REVISED ACCOUNTING STANDARDS

There were no new accounting standards adopted during the nine months ended April 30, 2019.

RISKS AND UNCERTAINTIES

The principal business of the Company is the acquisition, exploration and development of silver and gold mineral properties. Given the nature of the mining business, the limited extent of the Company's assets and the present stage of development, the following risk factors, among others, should be considered:

Exploration Stage Company

The Company does not hold any known mineral reserves of any kind and does not generate any revenues from production. The Company's success will depend largely upon its ability to locate commercially productive mineral reserves. Mineral exploration is highly speculative in nature, involves many risks and frequently is non-productive. There is no assurance that exploration efforts will be successful. Success in establishing reserves is a result of a number of factors, including the quality of management, the level of geological and technical expertise, and the quality of property available for exploration.

Once mineralization is discovered, it may take several years in the initial phases of drilling until production is possible, during which time the economic feasibility of production may change. Substantial expenditures are required to establish proven and probable reserves through drilling and bulk sampling, to determine the optimal metallurgical process to extract the metals from the ore and, in the case of new properties, to construct mining and processing facilities. Because of these uncertainties, no assurance can be given that exploration programs will result in the establishment or expansion of resources or reserves.

Operating History and Availability of Financial Resources

The Company does not have an operating history and has no operating revenues and is unlikely to generate any significant amount in the foreseeable future. Hence, it may not have sufficient financial resources to undertake by itself all of its planned mineral property acquisition and exploration activities. Operations will continue to be financed primarily through the issuance of securities.

The Company will need to continue its reliance on the issuance of such securities for future financing, which may result in dilution to existing shareholders. Furthermore, the amount of additional funds required may not be available under favourable terms, if at all. Failure to obtain additional funding on a timely basis could result in delay or indefinite postponement of further exploration and development and could cause the Company to forfeit its interests in some or all of its properties or to reduce or discontinue its operations.

RISKS AND UNCERTAINTIES (continued)

Price Volatility and Lack of Active Market

Securities markets in Canada and elsewhere continue to experience a high level of price and volume volatility, and the market prices of securities of many public companies have experienced significant fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. It may be anticipated that any quoted market for the Company's securities will be subject to such market trends and that the value of such securities may be affected accordingly. If an active market does not develop, the liquidity of the investment may be limited and the market price of such securities may decline below the subscription price.

Competition

The resource industry is intensively competitive in all of its phases, and the Company competes with many other companies possessing much greater financial and technical resources. Competition is particularly intense with respect to the acquisition of desirable undeveloped properties. The principal competitive factors in the acquisition of prospective properties include the staff and data necessary to identify and investigate such properties, and the financial resources necessary to acquire and develop the projects. Competition could adversely affect the Company's ability to acquire suitable prospects for exploration.

Government Regulations and Environmental Risks and Hazards

The Company's conduct is subject to various federal, provincial and state laws, and rules and regulations including environmental legislation. The Company has adopted environmental practices designed to ensure that it continues to comply with environmental regulations currently applicable to it. All of the Company's activities are in compliance in all material respects with applicable environmental legislation.

Environmental hazards may exist on the Company's properties, which may have been caused by previous or existing owners or operators of the properties. The Company is not aware of any existing environmental hazards related to any of its current property interests that may result in material liability to the Company.

Environmental legislation is becoming increasingly stringent and costs and expenses of regulatory compliance are increasing. The impact of new and future environmental legislation on the Company's operations may cause additional expenses and restrictions. If the restrictions adversely affect the scope of exploration and development on the resource property interests, the potential for production on the property may be diminished or negated.

Dependence on Key Personnel

The Company is dependent on a relatively small number of key directors, officers and senior personnel. Loss of any one of those persons could have an adverse effect on the Company. The Company does not currently maintain "key-man" insurance in respect of any of its management.

RISKS AND UNCERTAINTIES (continued)

Licenses and Permits

The operations of the Company require licenses and permits from various government authorities. The Company believes that it holds all necessary licenses and permits under applicable laws and regulations for work in progress and believes it is presently complying in all material respects with the terms of such licenses and permits. However, such licenses and permits are subject to change in various circumstances. There can be no guarantee that the Company will be able to obtain or maintain all necessary licenses and permits that may be required to explore and develop its properties, commence construction or operation of mining facilities or to maintain continued operations that economically justify the cost.

Title to Property

Although the Company has exercised the usual due diligence with respect to title to properties in which it has a material interest, there is no guarantee that title to the properties will not be challenged or impugned. The Company's mineral property interest may be subject to prior unregistered agreements or transfers, aboriginal land claims, government expropriation and title may be affected by undetected defects. In addition, certain mining claims in which the Company has an interest are not recorded in the name of the Company and cannot be recorded until certain steps are taken by other parties.

OTHER INFORMATION

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Director – Bill Harris
Director – Stephen Pearce
Director – Gregor Hamilton
Vice President, Exploration – Scott Petsel
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Listings

TSX Venture Exchange Symbol: "MMG"
US OTC: "MMNGF"