MG CAPITAL CORPORATION

Management's Discussion and Analysis
For the period from incorporation on June 7, 2019 to April 30, 2020

This management's discussion and analysis ("MD&A") reviews the significant activities of MG Capital Corporation ("MG" or the "Company") and it's wholly owned subsidiary, DLP Resources Inc. ("DLP" or the "Subsidiary") and the financial results for the period from incorporation on June 7, 2019 to April 30, 2020. This MD&A should be read in conjunction with the accompanying financial statements for the period ended April 30, 2020 and the related notes thereto. The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). The financial statements have been prepared on a historical cost basis and presented in Canadian dollars.

The effective date of this MD&A is August 27, 2020.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including that within the Company's financial statements and MD&A, is complete and reliable.

CORPORATE SUMMARY

MG Capital Corporation is an exploration-stage company engaged in the acquisition, exploration and development of mineral properties of merit in British Columbia, Canada with the aim of developing them to a stage where they can be exploited at a profit or arranging joint ventures whereby other companies provide funding for development and exploitation.

The Company's head office is located at #201 – 135 - 10th Ave. S., Cranbrook, B.C., V1C 2N1.

The Company was incorporated on June 7, 2019.

On November 14, 2019, MG Capital Corp. ("MG") completed a reverse asset transaction pursuant to an Amalgamation Agreement with DLP (See Amalgamation Agreement below). Subsequently DLP became the wholly owned subsidiary of MG. MG is trading on TSX Venture Exchange under the symbol of DLP.V as of November 22, 2019.

Private Placement/Common Shares

In advance of the completion of the Qualifying Transaction (see note Amalgamation Agreement below), DLP completed a non-brokered private placement and raised gross proceeds of $1,152,007 (the "DLP Financing") upon its completion on October 11, 2019. In the DLP Financing, DLP raised $172,007 through the issuance of 1,323,131 flow-through common shares of DLP (each a "DLP FT Share") at a price of $0.13 per DLP FT Share and through the issuance of 9,800,000 units of DLP (each a "DLP Unit") at a price of $0.10 per DLP Unit and raised $980,000. Each DLP Unit is comprised of one DLP Share and one-half of one DLP Warrant. Each DLP Warrant will entitle the holder thereof to purchase one additional DLP Share at an exercise price of $0.15 per DLP Share for a period of 24 months from the date of issue, subject to the Acceleration Right (as defined below). Each DLP FT Share will be a flow through share which will qualify as a "flow-through share" as defined in s. 66(15) of the Income Tax Act (Canada).

The "Acceleration Right" means the right of DLP to accelerate the expiry date of the DLP Warrants to 30 days from the date notice of such acceleration is delivered to warrant holders if the closing price of the shares of the Resulting Issuer on the TSXV, or any other stock exchange on which such shares are then listed, is at a price equal to or greater than $0.25 for a period of twenty consecutive trading days.

DLP paid a cash commission equal to up to 7.5% of the aggregate combined gross proceeds raised from the sale of applicable DLP Units and DLP FT Shares to subscribers introduced to DLP by qualified finders and also expects to issue (i) such number of non-transferable warrants ("FT Finder Warrants") that is equal to 7.5% of the gross proceeds raised in respect of the issuance of DLP FT Shares to subscribers introduced to DLP by such finders, divided by $0.13 and (ii) such number of non-transferable warrants ("Unit Finder Warrants") that is equal to up to 7.5% of the gross proceeds raised in respect of the issuance of DLP Units to subscribers introduced to DLP by such finders, divided by $0.10. Each FT Finder Warrant will entitle the holder thereof to acquire one DLP Share for a period of 24 months from the closing date of the DLP Financing at a price of $0.13 per share. Each Unit Finder Warrant will entitle the holder thereof to acquire one DLP Share for a period of 24 months from the closing date of the DLP Financing at a price of $0.10 per share.

Amalgamation Agreement

On November 14, 2019, MG Capital Corporation ("MG") and DLP Resources Inc. ("DLP") closed their previously announced business combination which resulted in a reverse take-over of MG by the shareholders of DLP and which constituted MG's Qualifying Transaction, as defined under TSX Venture Exchange Policy 2.4 – Capital Pool Companies (the "Transaction"). The common shares of MG (the "MG Shares") resumed trading on the TSX Venture Exchange (the "TSXV") on November 22, 2019 – trading symbol TSXV: DLP.

The Transaction proceeded by way of a three cornered amalgamation (the "Amalgamation") pursuant to which DLP amalgamated with 1224395 B.C. Ltd., a wholly-owned subsidiary of MG incorporated under the laws of the Province of British Columbia, and MG acquired all of the issued and outstanding Class A Common Shares of DLP (the "DLP Shares"). The amalgamated entity became a wholly-owned subsidiary of MG and the shareholders of DLP were issued one MG Share in exchange for every one DLP Share held immediately prior to the completion of the Transaction. Each outstanding common share purchase warrant of DLP (each a "DLP Warrant") was also exchanged for one common share purchase warrant of MG ("MG Warrants") on the same terms and conditions as the original security.

Upon completion of the Transaction, there are an aggregate of 50,558,131 MG Shares issued and outstanding in the capital of the Corporation, of which the existing shareholders of MG hold approximately 10.9% in the capital of the Corporation, and the former shareholders of DLP hold approximately 89.1% in the capital of the Corporation, respectively.

Additional details immediately following the Transaction are as follows:

- 5,510,000 MG Shares are held by existing MG shareholders;
- 32,000,000 MG Shares are issued to DLP shareholders in exchange for DLP Shares;
- 1,323,131 MG Shares are issued to DLP shareholders in exchange for flow-through common shares of DLP ("DLP FT Shares") issued at a price of $0.13 per DLP FT Share;
- 9,800,000 MG Shares and 4,900,000 MG Warrants are issued to DLP shareholders in exchange for units of DLP ("DLP Units") issued at a price of $0.10 per DLP Unit. Each MG Warrant entitles the holder thereof to acquire one additional MG Share at an exercise price of $0.15 per MG Share for a period of 24 months from the closing of DLP's private placement completed on October 11, 2019 (the "Financing");
- 1,925,000 MG Shares are issued to Haywood Securities Inc. ("Haywood") as the finder's fee payable in connection with the Financing;

- 525,000 MG Warrants ("Unit Finder Warrants") were issued to Haywood in exchange for DLP Warrants, which is equal to 7.5% of the gross proceeds raised in respect of the Financing and the issuance of DLP Units, divided by $0.10. Each Unit Finder Warrant entitles Haywood to acquire one MG Share at an exercise price of $0.10 per MG Share for a period of 24 months from the closing of the Financing; and
- 49,042 MG Warrants ("FT Finder Warrants") are issued to Haywood in exchange for DLP Warrants, which is equal to 7.5% of the gross proceeds raised in respect of the Financing and the issuance of DLP FT Shares, divided by $0.13. Each FT Finder Warrant entitles Haywood to acquire one MG Share at an exercise price of $0.13 per MG Share for a period of 24 months from the closing of the Financing.

Resulting Issuer
After completion of the Transaction, and when approved by the shareholders of the Resulting Issuer, the Resulting Issuer's name will be changed to "DLP Resources Inc.".

Upon completion of the Transaction (i) the minimum amount was raised under the DLP Financing and (ii) the Finder's Fee was satisfied entirely through the issuance of 1,925,000 DLP Shares to Haywood, former shareholders of DLP hold approximately 88.8% of the Resulting Issuer common shares ("Resulting Issuer Shares") and MG shareholders holds 11.2% of the Resulting Issuer Shares. The Resulting Issuer carried on the mineral exploration business conducted by DLP, and the Resulting Issuer Shares were listed under the new trading symbol TSXV:DLP. On closing of the Transaction, the Resulting Issuer met the TSXV's initial listing requirements for a mining issuer.

The directors and officers and or companies controlled by them collectively will own a total of 14,222,222 Resulting Issuer shares, or 28.9% of the total number of Resulting Issuer Shares.

Earn-in Agreement

On March 1, 2020, the Company and DLP entered into a property earn-in agreement (the "Earn-In Agreement") with each of Jonathan Sean Kennedy, R.D. Craig Kennedy, Darlene E. Lavoie, Thomas Peter James Kennedy, Michael Cameron Kennedy and Frederick A. Cook (for Salt Spring Imaging, Ltd.) (together, the "Field Experts"). Under the Earn-In Agreement, the Field Experts have agreed to grant to MG and DLP an option to acquire up to a 100% interest in certain mineral claims comprising the Son of Captain, Liger and Hungry Miner properties (the "Properties"), which are situated in the vicinity of the Company's Aldridge 1, Aldridge 2 and Hungry Creek properties, respectively.

In order to exercise the option to acquire a 100% interest in the Properties (the "Option"), MG will issue an aggregate of 450,000 common shares of the Company (the "Earn-In Shares") through the issuance of 112,500 Earn-In Shares per year, over a four-year period, issuable to the Field Experts on a pro-rata basis.

Pursuant to the Earn-In Agreement, the Company will have the option at their discretion to accelerate the payments at any time during the four-year term and acquire the Properties on a 100% basis by immediately completing the issuance of the Earn-In Shares as described above.

Upon completion of the Earn-In Agreement, the Field Experts shall be entitled to a 1% NSR royalty payable on each of the Properties, with the Company being able to buy back such NSR royalties in exchange for an aggregate of $1,000,000, payable to the Field Experts on a pro-rata basis at the Company's discretion.

On March 25, 2020, the Company issued the first tranche of Earn-In Shares of 112,500 to the Field Experts.

British Columbia Properties

Aldridge 1 (RJ) & Aldridge 2 (JR) *– Pb/Zn prospects*

Aldridge 1 (RJ), totaling 3,231.2 ha, and the Aldridge 2 (JR), totaling 1,939.5 ha, mineral properties are separate claim blocks located 80 km southwest of Cranbrook B.C. on Highway 3 in the East Kootenay region of the province. They are separated by about 5.7 km north-south. Both the Aldridge 1 (RJ) & Aldridge 2 (JR) properties are Lead/Zinc prospects and are within the same favorable Leadville Corridor. The Aldridge 1 (RJ) property is centered on UTM (Nad83) coordinates 5446000N and 558000E; the Aldridge 2 (JR) property is centered on UTM coordinates 5457000N and 555000E.

On March 1, 2020, the Company entered into a property earn-in agreement (the "Earn-In Agreement") with each of Jonathan Sean Kennedy, R.D. Craig Kennedy, Darlene E. Lavoie, Thomas Peter James Kennedy, Michael Cameron Kennedy and Frederick A. Cook (for Salt Spring Imaging, Ltd.) (together, the "Field Experts") which added the four (4) Son of Captain claims totaling 126.75 ha to Aldridge 1 (RJ) and the Liger claim totaling 84.31 ha to Aldridge 2.

On March 15, 2020, the Company staked claims that increased the size of the Aldridge 1 property by 190 hectares to a total of 3,231.2 hectares.

Aldridge 1 (RJ) and Aldridge 2 (JR) properties had geological fieldwork performed on the ground during the field season. An MT Geophysical Survey was conducted, during November and completed in December, 2019, on the Aldridge 1 and 2 properties to test for Sullivan-style lead/zinc mineralization. The total paid for the survey was $185,650.

Redburn Property - *Cu/Co prospect*

The Redburn property is 5,359.5 hectares in size and is located 10 air-km north-east of Golden, B.C. Good logging roads and old logging roads give access to 50% of the property. The property is centered on UTM (Nad 83) coordinates 5698510N and 508355E. The Redburn property is a Copper/Cobalt prospect.

During the field season, a heavy mineral stream sediment sampling program was completed as well as a soil sampling program. There were 24 heavy mineral stream samples taken and 67 soil samples collected. A 2-day prospecting program was also completed during the quarter.

Hungry Creek Property *– Cu/Co prospect*

In early August, 2019, the Company staked the Hungry Creek property which is 4,261.5 ha in size and is located 35 km west of Kimberley, British Columbia. Good logging roads come to within 4 km of the property. The property is centered on UTM coordinates 5506699N and 538220E.

Hungry Creek property was staked as recent prospecting in the stream bed of Hungry Creek discovered numerous boulders of massive to semi massive sulfides. The Hungry Creek Property is 100% owned by DLP Resources Inc.

On March 1, 2020, the Company entered into a property earn-in agreement (the "Earn-In Agreement") with each of Jonathan Sean Kennedy, R.D. Craig Kennedy, Darlene E. Lavoie, Thomas Peter James Kennedy, Michael Cameron Kennedy and Frederick A. Cook (for Salt Spring Imaging, Ltd.) (together, the "Field Experts") which added the Hungry Miner claim totaling 62.67 ha, to the property.

During the field season, a Mag/VLF ground geophysical survey was completed, a soil sampling program was performed as well as prospecting and rock sampling.

Strategy Property

On August 26, 2019, the Company staked the standalone Strategy claim which is 211 hectares in size and located 1 km west of the Aldridge 1 (RJ) property. It was staked in response to competitor ground coming available. No work was performed on the property during the quarter.

On March 15, 2020, the Company staked claims that increased the size of the Strategy property by 211 hectares which doubled its size to a total of 422 hectares.

RESULTS OF OPERATIONS

During the quarter February 1 to April 30, 2020 (the "current period"), the Company incurred a loss of $149,141 (from June 7, 2019 to April 30, 2020 - $1,262,756).

Exploration Costs

During the current period, a total of $5,504 was spent the **Aldridge 1 and Aldridge 2 properties** (from June 7, 2019 to April 30, 2020 - $260,860) – refer to table below for details.

During the current period, a total of $1,250 was spent on the **Redburn property** (from June 7, 2019 to April 30, 2020 - $29,266) – refer to table below for details.

During the current period, at total of $700 was spent on the **Hungry Creek property** (from June 7, 2019 to April 30, 2020 - $48,702) – refer to table below for details.

For the period from incorporation on June 7, 2019 to April 30, 2020:

Exploration Costs	General	Aldridge 1	Aldridge 2	Redburn	Hungry Creek	Total
Geology-Fieldwork	$ -	$ 29,595	$ 19,134	$ 9,973	$ 16,480	75,182
Geology-Transport/Fuel	-	790	-	467	15,974	17,231
Geophysics	-	122,072	68,665	-	9,937	200,674
Geochemistry	-	-	-	17,250	4,347	21,597
Technical Report	-	12,469	4,311	-	-	16,780
Maps & Reproductions	-	2,152	1,672	1,576	1,964	7,364
Others	6,118	-	-	-	-	6,118
Total	**$ 6,118**	**$ 167,078**	**$ 93,782**	**$ 29,266**	**$ 48,702**	**$ 344,946**

Liquidity and Capital Resources

As at April 30, 2020, the Company had current assets of $433,906 which included cash of $414,728, total assets of $531,877 and total liabilities of $26,568. As at April 30, 2020, the Company had no long-term debt outstanding. There are no known trends in the Company's liquidity or capital resources.

The Company, to finance its operation and as part of the terms of the Amalgamation Agreement, completed a Private Placement totaling $1,152,007 in gross proceeds on October 11, 2019.

The Company has not paid any dividends on its common shares. The Company has no present intention of paying dividends on its common shares, as it anticipates that all available funds will be invested to finance the growth of its business.

The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and/or commence profitable operations in the future.

Summary of Quarterly Results

	June 7 to July 31, 2019	August 1 to October 31, 2019	November 1, 2019 to January 31, 2020	February 1 to April 30, 2020
Loss	$58,257	$269,246	$786,112	$149,141
Loss per Share	$0.00	$0.01	$0.02	$0.03

Commitments

The Company is required to incur exploration expenditures on its mineral claims to meet the conditions of holding its mineral rights and keep the mineral claims in good standing. Each provincial jurisdiction imposes expenditure requirements which vary from province to province and from year to year.

The Company has commenced field work on all its properties to incur enough exploration expenditures to keep all properties in for at least a minimum of 1 year ahead for their current expiration dates. This would put the majority of all claims in good standing until at least 2021.

Transactions with Related Parties

The Company's related parties include key management personnel and directors and any transactions with such parties for goods and/or services are made on regular commercial terms and are considered to be at arm's length. Key management are those personnel having the authority and responsibility for planning, directing, and controlling the Company and comprise the Chief Executive Officer and Chief Financial Officer of the Company.

During the quarter, salaries and benefits totaling $51,764, were paid to key management personnel (from June 7, 2019 to April 30, 2020, consulting/management fees totaling $90,000 and salaries and benefits totaling $66,964).

Contingencies

The Company has no contingencies as at the date of this MD&A.

Off Balance Sheet Arrangements

The Company has no off Balance Sheet arrangements as at the date of this MD&A.

Proposed Transactions

The Company has not entered into any undisclosed proposed transactions, except as detailed in "Subsequent Events", as at the date of this MD&A.

Investor Relations

CURRENT DATA SHARE

As at August 27, 2020, the Company had:
a) 58,674,636 common shares issued and outstanding
b) 5,790,188 share purchase warrants
c) 1,150,000 stock options.

INDUSTRY AND OPERATIONAL RISKS

The Company is subject to a number of risks and uncertainties, the more significant of which are discussed below. Additional risks and uncertainties not presently known to the Company may impact the Company's financial results in the future.

Financing Risks

Being a junior mining exploration company in Canada and in the exploration business means that the Company must raise the necessary financings for future exploration. Those financings depend to a large degree on commodity price trends, general investment sentiment for companies in the sector and the ability of the Company's ability to find and confirm the existence of minerals in sufficient quantities and qualities on its exploration lands. Management is of the view that these risks faced by the Company are not greater than those risk encountered by its peers in Canada.

The Company will require additional financing to conduct exploration on its mineral properties and to fund General and Administration costs. There is no assurance that the Company will be able to raise the required financing through equity financings, debt financings, divestment of its properties or joint venture arrangements. A lack of financing in the future could cause the Company to reduce or postpone exploration spending, reduce exploration and corporate personnel, reduce the size of its mineral property ownership and create going concern issues for the Company.

General Economic Risks

As the Company continues to focus on its exploration in Canada, the operations will be subject to economic, political and social risks inherent in doing business in Canada. The risks come from matters based on policies of the government, economic conditions, changes in tax regime, changes in regulation, foreign exchange fluctuations and other factors that may change in the future.

Environmental Risks

All phases of the Company's operations are subject to environmental regulations and potentially social licensing in the jurisdictions it operates in. World-wide environmental regulation is changing to require stricter standards and enforcement, increased fines for non-compliance, more assessment for projects, and a heightened degree of responsibility for companies and their officers, directors, employees and consultants. Although the company believes that it has taken the proper steps to protect the environment related to its operations, there is no assurance that future changes in environmental regulation in Canada will not adversely affect the Company's operations or result in substantial costs and liabilities in the future.

Aboriginal Claims Risks

Aboriginal peoples have claimed aboriginal title and rights to portions of Canada. The Company is not aware that any claims have been made in respect of its properties and assets; however, if a claim arose and was successful, such claim may have a material adverse effect on the Company's business, financial condition, results of operations and prospects.

Forward-looking statements

Certain information set forth in this MD&A, including management's assessment of the Company's future plans and operations, contains forward-looking statements, which are based on the Company's current internal expectations, estimates, projections, assumptions and beliefs, which may prove to be incorrect. Some of the forward-looking statements may be identified by words such as "expects", "anticipates", "believes", "projects", "plans" and similar expressions. These statements are not a guarantee of future performance and undue reliance should not be placed on them. Such forward-looking statements necessarily involve known and unknown risks and uncertainties, which may cause the Company's actual performance and financial results in future periods to differ materially from any projections of future performance or results expressed or implied by such forward-looking statements. The Company is a mineral exploration company and is exposed to a number of risks and uncertainties that are common to companies in the same business. These risks and uncertainties include, among other things, the speculative nature of mineral exploration and development activities, the Company's need for additional funding to continue its exploration efforts, operating hazards and risks incidental to mineral exploration, the Company's properties are in the exploration stage only and do not contain a known body of commercial ore, uncertainties associated with title to mineral properties, changes in general economic, market and business conditions; competition for, among other things, capital, acquisitions of mineral properties and skilled personnel; ability to obtain required mine licenses, mine permits and regulatory approvals required to proceed with mining operations; ability to comply with current and future environmental and other laws; actions by governmental or regulatory authorities including increasing taxes and changes in other regulations; and the occurrence of unexpected events involved in mineral exploration, development and production.

SUBSEQUENT EVENTS

1. **GRANT OF INCENTIVE STOCK OPTIONS**
   On June 1, 2020, the Company appointed Ian Gendall as President and entered into an Employment Agreement in which the Company granted 1,000,000 incentive stock options to Mr. Gendall with an exercise price of $0.15 per share for a five-year period, from the date of grant, in accordance with the terms of the Company's stock option plan.

2. **MOBY DICK PROPERTY**
   On June 26, 2020, the Company staked the Moby Dick claim totaling 527.27 ha which adjoins the DD Property to the east. The property is 100% owned by DLP.

3. **EXERCISE OF WARRANTS**
   On July 2, 2020, a total of 25,000 warrants, entitling the warrant holder to purchase one common share per one warrant, were exercised at $0.15 per share for total proceeds of $3,750. On July 15, 2020, a total of 75,000 warrants, entitling the warrant holder to purchase one common share per one warrant, were exercised at $0.15 per share for total proceeds of $11,250. On July 29, 2020, a total of 25,000 warrants, entitling the warrant holder to purchase one common share per one warrant, were exercised at $0.15 per share for total proceeds of $3,750. On August 19, 2020, total of 100,000 warrants, entitling the warrant holder to purchase one common share per one warrant, were exercised at $0.15 per share for total proceeds of $15,000.

4. **OPTION AGREEMENT – DD PROPERTY**
   On July 13, 2020, the Company signed a definitive option agreement to earn up to 75% of PJX Resources' DD Property. The key terms of the definitive option agreement are as follows:

   - The Company is to earn a 50% undivided interest in the DD Property by spending $4 million in exploration expenditures and making a total of $250,000 cash payments to PJX over 48 months of the effective date of the agreement.
   - The Company will have the right to earn an additional undivided 25% interest (75% total interest) by delivering a bankable commercial feasibility study on the DD Property within 96 months of the effective date of the agreement.
   - Upon the Company's exercise of the Option and acquisition of a 50% or 75% interest in the DD Property, as applicable, the parties will enter into a joint venture agreement for the further development of the Property.

5. **NON-BROKERED PRIVATE PLACEMENT**
   On July 29, 2020, the Company closed a non-brokered private placement of 2,922,051 common shares of the Company at a price of $0.19 per Common Share and 4,856,954 flow-through common shares of the Company at a price of $0.23 per FT Share, for combined gross proceeds of $1,672,289.

   In connection with the Placements, the Company paid an aggregate cash commission of $116,384 and issued an aggregate of 541,146 non-transferable Common Share purchase warrants of the Company to certain eligible finders. Each Finder's Warrant will entitle the holder thereof to acquire one Common Share of the Company for an exercise price of $0.25 per share for a period of two years from closing of the Financing.

6. GRANT OF INCENTIVE STOCK OPTIONS

On July 30, 2020, the Company appointed a new Director and granted 150,000 incentive stock options. The options will have a term of 5 years expiring July 30, 2025. The options shall vest over a 24-month period with one third vesting immediately, one third after 12 months and one third after 24 months. Each option will allow the holder to purchase one common share of the company at a price of $0.29 per share.

7. OPTION AGREEMENT – NZOU PROPERTY

On August 17, 2020 entered into an option agreement with 453999 BC Ltd. in relation to the NZOU (Na-zoo) property located contiguous to the DD and Moby Dick properties. The Optionor has granted to DLP the option to earn a 100% legal and beneficial interest in and to the NZOU Property.

Under the terms of the Option Agreement, DLP will earn a 51% interest in the NZOU Property by:

- incurring exploration expenditures of $15,000 by December 1st, 2020;
- the Company issuing 75,000 common shares of the Company (the "Shares") to the Optionor within 20 days of the date upon which the TSX Venture Exchange approves the Option Agreement;
- the Company issuing 75,000 Shares to the Optionor by February 28th, 2021;
- incurring exploration expenditures of $50,000 by December 31st, 2021;
- the Company issuing 75,000 Shares to the Optionor by February 28th, 2022; and
- the Company issuing 75,000 Shares to the Optionor by February 28th, 2023.

DLP will earn a 75% undivided interest in the NZOU Property making a cash payment of $100,000 to the Optionor by December 31st, 2024. The Option will be fully exercised, and DLP will accordingly earn a 100% undivided interest in the NZOU Property, upon the Company issuing 100,000 Shares to the Optionor by December 31st, 2025.

Following the exercise of the Option, the Optionor will be granted a royalty on the NZOU Property (the "Royalty"), being equal to 2.0% of Net Smelter Returns on the NZOU Property. DLP will be entitled at any time and from time to time to purchase up to 50% of the Royalty (being equal to 1.0% of Net Smelter Returns on the NZOU Property) from the Optionor at a purchase price of C$1,000,000.

DLP may, at its option, accelerate the cash payments and issuances of the Shares described above in order to fully exercise the Option prior to December 31st, 2025.

8. COVID-19

Novel Coronavirus ("COVID-19") - The Company could also be significantly adversely affected by the effects of a widespread global outbreak of a contagious disease, including the recent outbreak of respiratory illness caused by COVID-19. The Company cannot accurately predict the impact COVID-19 will have on it and the ability of others to meet their obligations with the Company, including uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries, resulting in an economic downturn that could further affect the Company and its ability to secure any necessary financing.