



REDSTAR GOLD CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS FOR THE THREE MONTHS ENDED JUNE 30, 2019

OVERVIEW AND INTRODUCTORY COMMENT

Redstar Gold Corp. (“Redstar” or the “Company”) is an exploration stage company engaged in the acquisition, exploration and development of mineral properties in North America. The Company is incorporated and domiciled in Canada under the Business Corporations Act (British Columbia), and its registered office is 1177 West Hastings Street, Suite 1710 Vancouver, BC, V6E 2L3. The Company is focused on High-Grade Gold Projects in the Americas with low geo-political risk, and currently advancing the Unga Gold Project in Alaska, USA. The Company is listed on the TSX Venture Exchange under the symbol “RGC”.

This MD&A is dated August 20, 2019 and discloses specified information up to that date. Unless otherwise noted, all currency amounts are expressed in Canadian dollars. The following information should be read in conjunction with the unaudited condensed consolidated interim financial statements and the related notes for the three months ended June 30, 2019 and the Company’s audited consolidated financial statements for the year ended March 31, 2019 and the related notes thereto.

Additional information relevant to the Company and the Company’s activities can be found on SEDAR at www.sedar.com, and/or on the Company’s website at www.redstargold.com.

MAJOR INTERIM PERIOD OPERATING MILESTONES

An exploration program is planned for Q3 with sampling and structural mapping to refine drill targets. A new sub-surface agreement is being negotiated with The Aleut Corporation (“TAC”) on the lands adjacent to the Company’s patented and State claims. The completion of this agreement will allow the Company to initiate its 2019 exploration program (see “Subsequent Event” section).

The Company is continuing its data compilation exercise. Additionally, the Company may consider various options, including the possibility of selected partnerships, to advance the nearly 40 distinct areas of mineralization identified and defined in our recent Technical Report.

The Company reached an 18 month surface access agreement with the Unga Corporation - the longest to date.

INTERIM PERIOD FINANCIAL CONDITION

Capital Resources

During the three months ended June 30, 2019, 19,085,200 warrants expired unexercised and 450,000 options expired unexercised.

The Company is aware of the current conditions in the financial markets and has planned accordingly. The Company’s current treasury and the future cash flows from equity issuances and the potential exercise of warrants and options, along with the planned developments within the Company will allow its



efforts to continue throughout fiscal 2020. If the market conditions prevail or improve, the Company will make adjustment to budgets accordingly.

Liquidity

As at June 30, 2019, the Company had working capital of \$2,771,302 (March 31, 2019 – \$2,308,772). As at June 30, 2019, cash totaled \$1,155,104, a decrease of \$279,377 from \$1,434,481 as at March 31, 2019. The decrease was mainly due to expenditures of \$271,290 from operating activities and exploration and evaluation assets expenditures of \$8,087.

Operations

For the three months ended June 30, 2019 compared with the three months ended June 30, 2018:

During the three months ended June 30, 2019, the Company incurred only \$83,001 (2018 - \$60,828) in resources property expense.

Excluding the non-cash depreciation of \$1,014 (2018 - \$1,426) and share-based compensation of \$25,178 (2018 - \$Nil), the Company's general and administrative expenses amounted to \$118,905 (2018 - \$90,439), an increase of \$28,466. The change in the expenses was mainly due to increase in: management fees (2019 - \$80,625; 2018 - \$31,250) because a new President joined the Company in March 2019. The general and administrative expenses varied over the period but the overall effect of these variances was not material.

During the three months ended June 30, 2019, the Company reported a loss of \$291,531 (2018 – \$160,058), an increase of \$131,473 from 2018.

SIGNIFICANT RELATED PARTY TRANSACTIONS

During the quarter, there were no significant transactions with related parties.

COMMITMENTS, EXPECTED OR UNEXPECTED, OR UNCERTAINTIES

As of the date of the MD&A, the Company had no outstanding commitments.

Other than disclosed in this MD&A – Quarterly Highlights, the Company does not have any commitments, expected or unexpected, or uncertainties.

SUBSEQUENT EVENT

After the period end, the Company reached and concluded an eight (8) year Exploration Agreement on the lands outside and adjacent to the Company's wholly owned Patented and State Claims. The TAC Exploration Agreement also includes a mining agreement with a twenty (20) year extendable term. To date all of the recent exploration and discoveries achieved by the Company have been on its Patented and State claims. This agreement secures long term exploration targets as well as a defined mining agreement which provides mutually agreeable terms and a stable foundation to Redstar and TAC.

RISK FACTORS

In our MD&A filed on SEDAR June 27, 2019 in connection with our annual financial statements (the "Annual MD&A"), we set out our discussion of the risk factors which we believe are the most significant risks faced by Redstar. An adverse development in any one risk factor or any combination of risk factors could result in material adverse outcomes to the Company's undertakings and to the interests of



stakeholders in the Company including its investors. Readers are cautioned to take into account the risk factors to which the Company and its operations are exposed. To the date of this document, there have been no significant changes to the risk factors set out in our Annual MD&A.

DISCLOSURE OF OUTSTANDING SHARE DATA

The authorized share capital of the Company consists of an unlimited number of common shares without par value. The following is a summary of the Company's outstanding share data:

	Issued and Outstanding	
	June 30, 2019	August 20, 2019
Common shares outstanding	300,050,293	300,050,293
Stock options	10,050,000	10,050,000
Fully diluted common shares outstanding	310,100,293	310,100,293

QUALIFIED PERSON

William J. Burnett, MSc, CPG-11263, is the Company's qualified person, and has reviewed the exploration projects described throughout the MD&A and is responsible for the design and conduct of the exploration programs and the verification and quality assurance of analytical results.

Cautionary Statements

This document contains "forward-looking statements" within the meaning of applicable Canadian securities regulations. All statements other than statements of historical fact herein, including, without limitation, statements regarding exploration results and plans, and our other future plans and objectives, are forward-looking statements that involve various risks and uncertainties. Such forward-looking statements include, without limitation, our estimates of exploration investment, the scope of our exploration programs, and our expectations of ongoing administrative costs. There can be no assurance that such statements will prove to be accurate, and future events and actual results could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from our expectations are disclosed in the Company's documents filed from time to time via SEDAR with the Canadian regulatory agencies to whose policies we are bound. Forward-looking statements are based on the estimates and opinions of management on the date the statements are made, and we do not undertake any obligation to update forward-looking statements should conditions or our estimates or opinions change, except as required by law. Forward-looking statements are subject to risks, uncertainties and other factors, including risks associated with mineral exploration, price volatility in the mineral commodities we seek, and operational and political risks. Readers are cautioned not to place undue reliance on forward-looking statements.