KIRKLAND LAKE DISCOVERIES

Management's Discussion and Analysis

For the Three and Nine Months Ended December 31, 2023

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This management's discussion and analysis ("MD&A") of the financial position and results of activities of Kirkland Lake Discoveries Corp. ("KLD" or the "Company") is prepared as of February 26, 2024 and should be read in conjunction with the condensed consolidated interim financial statements and related notes for the three and nine months ended December 31, 2023 and December 31, 2022 ("Interim Financial Statements") and the audited annual consolidated financial statements and related notes for the years ended March 31, 2023 and March 31, 2022 ("Annual Financial Statements").

The Company's Interim Financial Statements have been prepared by management in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee "(IFRIC").

Unless otherwise stated, all amounts discussed herein are denominated in Canadian dollars ($), which is the functional and reporting currency of the Company. Additional information relating to KLD is available on the *System for Electronic Document Analysis and Retrieval* + ("SEDAR+" at www.sedarplus.ca) and on the Company's website at www.kirklandlakediscoveries.com.

Forward-Looking Statements

This MD&A may contain statements that may be deemed "forward-looking statements", that reflect the Company's current expectations and projections about its future results. Forward-looking statements relate to management's expectations or beliefs about future performance, events, or circumstances that include, but are not limited to, reserve or resource potential, exploration and operational activities, and events or developments that the Company expects or targets. Where used in this MD&A, words such as: "future", "plans", "scheduled", "expects", "intends", "estimates", "forecasts", "will", "may", "could", "would", and similar expressions are intended to identify forward-looking statements, which by their very nature, are not guarantees of the Company's future operational or financial performance. Although the Company believes that these statements are based on reasonable assumptions, all forward-looking statements involve known and unknown risks and uncertainties that may cause the actual performance, events, or circumstances of the Company to be materially different than anticipated. The forward-looking information in this MD&A describes the Company's expectations as of the date of this MD&A.

The Company and its operations are also subject to many risks, including the Company's liquidity and financing capability, fluctuations in gold prices, market conditions, results of current exploration activities, delays in obtaining government permits and approvals and such other risks as discussed herein and in other publicly filed disclosure documents.

When relying on the Company's forward-looking information to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. Forward-looking statements are based on management's current plans, estimates, projections, beliefs, and opinions and KLD does not undertake any commitment to update forward-looking statements should the assumptions related to these plans, estimates, projections, beliefs, and opinions change, except as required by law.

Incorporation and Organization of the Company

The Company was incorporated under the laws of British Columbia on March 6, 1984. Pursuant to Articles of Amendment filed and effective May 10, 2023, the Company changed its name from Warrior Gold Inc. to Kirkland Lake Discoveries Corp. On May 25, 2023, the Company completed the acquisition of New Found Gold Corp.'s Lucky Strike property, which is contiguous to the Company's KLC property. The Company's shares trade on the TSX Venture Exchange ("TSX-V") under the symbol "KLDC" (formerly WAR). The Company's head office and operating office is located at Suite 1400, 25 Adelaide Street East, Toronto, Ontario, Canada, M5C 3A1 and its registered office is located at Suite 700, 595 Burrard Street, Vancouver, British Columbia, Canada, V7X 1S8.

KLD has one wholly owned subsidiary, RD Minerals S.A. de C.V., a Mexican-registered company.

Company Overview

The Company is engaged in the acquisition and exploration of mineral properties, with a current focus on precious and other critical metals in northern Ontario, Canada. The Company holds one of the largest contiguous land positions in the Blake River Assemblage, of the Kirkland Lake Gold Camp, a camp that has produced in excess of 47 million ounces of gold in its 100-year history.

Prior to the acquisition of the Lucky Strike property in May 2023, the Company's area of focus was on its Goodfish-Kirana Project (the "GFK") located just north of the town of Kirkland Lake.

On May 25, 2023, the Company acquired New Found Gold Corp.'s ("NFG") Lucky Strike Property increasing the Company's land position to a total of 38,067 hectares and 53 km of length (Figure 1).

The Company is now identifying the combined land packages as the KL West Side (Goodfish Kirana and KLW), the KL East Side (Lucky Strike, KL Central and Arnold) and the KL Bridge. Target areas will be referred to within these broader land packages, for example, within the Goodfish Kirana property, the Jo Zone, the Lucky Strike property, and the Hurricane Zone (Figure 1).

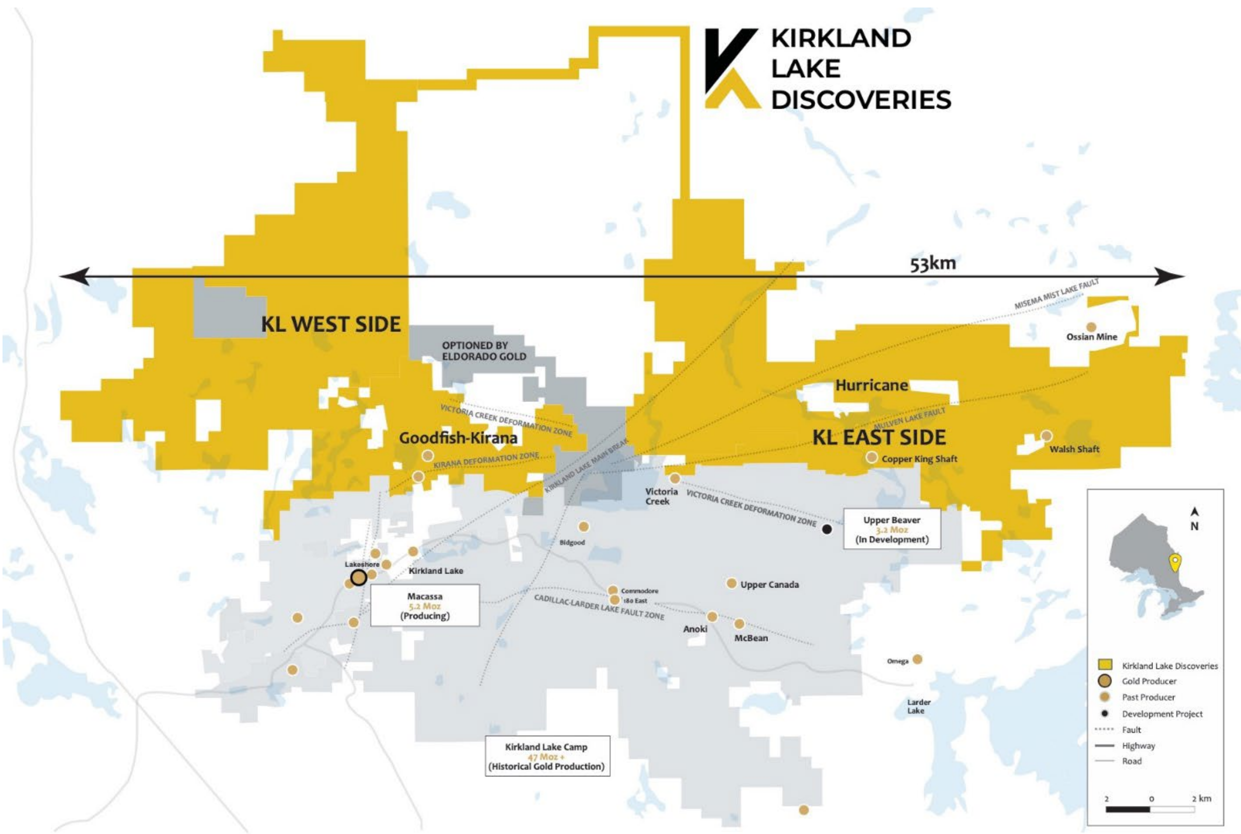

Figure 1 - KLD combined land package.
* Data compiled by DigiGeoData Inc. from the Government of Ontario Mining Lands Administration System (MLAS).

The combined property lies to the north of Agnico Eagle's producing Macassa Mine on the Main Break and the Upper Beaver deposit which is currently under development review. Agnico believes that the Upper Beaver will be a low-cost mine that will produce 150,000 to 200,000 ounces of gold per year. The Upper Beaver deposit is situated within the Blake River Assemblage, which is part of the Abitibi greenstone belt. This geological setting is similar to that of the KLD properties, sharing the same host rocks. Furthermore, the Company's KL West Side, lies just north of the "Mile of Gold", a line of seven mines that has yielded over 25 Moz of gold over the last 80 years from one of the world's largest gold deposits. The mines (Toburn, Slyvanite, Wright Hargreaves, Lakeshore, Teck-Huges, Beaver and Macassa) lie along a geological fault called the "Main Break" which is part of the system of faults that hosts the famous gold camps of Timmins, Matachewan, Kirkland Lake, Rouyn-Noranda and Val d'Or. Structures that transect the GFK, specifically the Kirana Break, are second-order structures of this major break and may also host significant mineralization.

As of the date of this MD&A, the Company's land position is 1,343 claims and 29 patented claims, totalling 38,102 hectares.

Recent Developments

On May 25, 2023, the Company acquired New Found Gold Corp.'s ("NFG") Lucky Strike Property as more fully described below. Denis Laviolette was appointed Chairman of the board of directors and Peter Winnell resigned from the board of directors.

On July 31, 2023, Christina McCarthy and Vincent Dubé-Bourgeois, two NFG appointees, were appointed to the board of directors.

On September 1, 2023, the Company signed an agreement with BM Strategic Capital Corp. for corporate financial services, and Natalia Samartseva was appointed as Chief Financial Officer.

On January 29, 2024, the Company signed a Cooperation Agreement with Beaverhouse First Nation advancing exploration and the next phase of drilling at the Hurricane Zone on the Lucky Strike Property. The agreement commits the Company to provide BHFN an opportunity to participate in the benefits of the Project through access to business opportunities, employment, and training.

Acquisition of New Found Gold's Lucky Strike Property - The Transaction

The acquisition of New Found Gold's Lucky Strike Property by Warrior Gold Inc., now Kirkland Lake Discoveries Corp., was completed on May 25, 2023, following shareholder approval. The acquisition involved issuing 28,612,500 common shares to NFG, valued at $4,657,482, and granting a 1.0% net smelter return royalty to NFG on future production.

Additionally, the Company conducted a private placement offering on May 30, 2023, raising $7,848,007 in gross proceeds. This offering included 18,690,000 non-flow-through units and 11,547,299 flow-through units. Each non-flow-through unit comprised one common share and one common share purchase warrant, while each flow-through unit included one common share and one-half of one common share purchase warrant. The company paid cash commissions in the aggregate amount of $467,880, professional fees and regulatory fees totalling $411,473 and issued broker warrants valued at $164,000.

The net proceeds from the offering were intended to fund exploration programs and general working capital purposes. As of December 31, 2023, approximately $1.4 million had been spent on exploration programs, $1.3 million on general and administrative expenses, and $4.3 million remained unused. All securities issued in connection with the private placement were subject to a statutory hold period of four months plus a day.

Exploration

Kirkland Lake Discoveries Corp. initiated a drill campaign on July 20, 2023, encompassing three phases totalling 10,000 meters. Phase 1, completed on the Goodfish Kirana (GFK) Project, aimed to extend the Jo Zone at depth and down-plunge, based on promising results from previous assays. The campaign also targeted new GFK regional prospects identified through geophysical surveys and geological analysis. The Phase 2 drill program, commenced in late January 2024 and is focused on the Lucky Strike Property, namely the Hurricane Zone. The Phase 3 drilling will further explore targets identified in Phases 1 and 2.

Additional fieldwork for the summer of 2024 is planned to follow up on results from regional targets on the KL West Side and the KL East Side.

KL West Side - Goodfish-Kirana Project (the "GFK Project")

Kirkland Lake Discoveries Corp.'s primary focus since 2018 has been the Goodfish-Kirana Project, which comprises 237 cell claims and 29 patented claims spanning 4,375 hectares. The project area includes the Kirana Deformation Zone (DZ), a significant geological structure known for gold mineralization, with historical discoveries dating back to the early 1900s.

The Company has conducted eight drilling campaigns, totalling 17,281 meters in 72 holes with encouraging results. The Jo Zone shear has a strike length of 650 m with mineralization to 375 m vertical depth zone Anomalous and high-grade gold has been intersected in 88% drill holes. Notably, drill hole GK21-05. intersected visible gold at 419.3 meters, assaying 72.10 g/t Au in one half of the core and 561 g/t Au in the other half over 0.50 meter, marking the highest assay to date on the Goodfish.

The results of the drill programs have been reported in press releases dated June 6, 2019, June 20, 2020, September 23, 2020, April 14, 2021, November 18, 2021, February 9, 2022, and November 23, 2023 (found on SEDAR+ and the Company's website).

Following the most recent drill program, DGI Geoscience performed downhole OTV (optical televiewer) on 8 of the 9 drill holes (KLD23-08 blocked) to record true orientations of veins sets, faults and deformation zones.

KL East Side – Lucky Strike Property

The KL East Side - Lucky Strike Property, situated east of KLD's Goodfish-Kirana project in Kirkland Lake, Ontario, comprises 644 unpatented mining claims covering roughly 11,506 hectares (116 km^2). Agnico Eagle's Upper Beaver deposit is located roughly 6 km to the south of the property boundary.

The Lucky Strike hosts two major regional structures, the Misema-Mist Lake Fault and the Mulven Lake Fault, both trending east-northeast across the property. These faults are believed to be extensions of the Kirkland Lake Main Break, which controls gold mineralization in the Kirkland Lake Gold Camp approximately 16 km to the west-southwest. Recent studies by MERC* suggest that these faults are deep-seated structures, extending approximately 10 km into the crust.

The geological setting of the area consists of Archean volcanic and volcaniclastic rocks of the Blake River assemblages, along with later intrusions and dikes. Gold and base metal mineralization are found in various locations throughout the Lucky Strike Project, occurring in veins ranging from shallow dipping to near-vertical feeder veins or major structural breaks.

Key areas of interest identified on the property include the Walsh Mine Area, FP Zone, and Labyrinth Zone:

- The Walsh Mine Area: Historical records indicate significant gold assays, with recent grab samples assaying up to 65.5 g/t Au. Diamond drilling in the past has intersected notable gold grades.
- The FP Zone: Defined by high-grade diamond drill intersections and surface mineralization, including significant gold assays from channel sampling.
- The Labyrinth Zone: Discovered recently, exhibiting intense deformation and mineralization. Diamond drilling has returned promising gold grades.

A high-resolution heliborne magnetic survey (100 m and 50 m line spacings) conducted by ALS GoldSpot in June 2023 provided detailed geophysical data on the property, leading to enhanced structural and geological interpretations. This survey revealed five generations of lineaments and faults, aiding in identifying areas for further exploration.

Fieldwork conducted from June to November 2023 included grab sampling (400 samples) across KLD's landholdings, with a focus on the Lucky Strike claim group. Significant findings include historical showings east of Misema Lake, now collectively referred to as the Hurricane Zone, which exhibited gold and copper mineralization. The results of the program have been reported in a press release dated November 23, 2023 (found on SEDAR+ and the Company's website).

The Phase 2 exploration drill program at the Hurricane Zone started on January 26, 2024. The program designed by the KLD technical team, will target the Jensen, Whiskey Jack, Whiskey Jack East, Wood and the Norwood showings, plus other geophysical targets of merit. Drilling is expected to be completed by the end of March 2024.

KL West Side – KLW and KL East Side - KLC Properties

The KLW property is contiguous to and west of the Company's GFK Project and the KLC property is contiguous to the Company's Arnold Property which is adjacent to both Agnico Eagle's Kirkland Lake Project and the Company's recently acquired Lucky Strike Project in the heart of the Kirkland Lake Gold Camp. Acquired in 2021 through an option agreement, additional claims were added in 2022 and 2023 increasing the land package to 373 claims, 29 patents. The KLW property hosts numerous intersecting northeast and northwest-trending faults and structures that cut through a variety of the volcanic-dominated Blake River Group. Felsic and mafic-ultramafic intrusive rocks are also present giving the KLW land package a variety of environments conducive to orogenic gold mineralization. Numerous pits, shafts and workings are present on the property which has seen little systematic exploration.

The KLC land package is transected by over 12 km of the Kirkland Lake Fault, a deep crustal-scale deformation zone that is intimately related to the gold deposits in the Kirkland Lake Gold Camp and that also hosts several known kimberlite bodies. The KLC property is proximal to the east-west trending Victoria Creek Deformation Zone which is associated with Agnico Eagle's Upper Beaver complex. The Victoria Creek gold deposit lies along the same structural trend and hosts a historical mineral resource (NI 43-101 non-compliant) of 4.9Mt at 3.43 g/t Au.

In 2022, a field mapping and sampling program on the KLW and KLC claim groups was undertaken and collected 239 grab samples over 45 field days. The results of the program have been reported in a press release dated October 19, 2022 (found on SEDAR+ and the Company's website).

The Company is presently planning a summer 2024 field sampling and mapping program for the KLW and KLC properties.

Overall Performance and Results of Operations

Changes in Financial Position

Changes in the Company's financial position since March 31, 2023 relate primarily to due to the acquisition of Lucky Strike and concurrent private placement financing completed in May 2023.

Total assets increased to $14,670,080 at December 31, 2023, from $5,424,100 at March 31, 2023, primarily as a result of an increase in cash of $4,272,004 and exploration and evaluation assets of $4,712,184. The most significant assets at December 31, 2023 were cash of $4,342,638 (March 31, 2023: $70,634 and exploration and evaluation assets of $10,035,964 (March 31, 2023: $5,323,780). Cash increased by $4,272,004 during the nine months ended December 31, 2023 primarily as a result of gross proceeds for common shares and warrants issued in private placements of $7,848,007, net of share issuance costs paid of $806,010, and cash used in operating activities of $2,650,637.

Results of Operations for the nine months ended December 31, 2023

For the nine months ended December 31, 2023, KLD incurred a net loss of $2,513,003 compared to a net loss of $794,069 for the nine months ended December 31, 2022. Significant variances in operating expenses and other income (expenses) between the nine-months ended December 31, 2023 and December 31, 2022 include:

Exploration Costs – $1,437,057 (2022 - $578,776) – Exploration costs increased by $858,281. The Company completed 3,000 m of drilling as part of its Phase 1 (2023) drilling program at the Goodfish Kirana property and incurred $393,285 in drilling costs and $128,268 in assay costs in connection with the drilling program. The Company also incurred $55,309 in geophysical survey costs related to the survey conducted on the Goodfish Kirana property. During the same period, the Company incurred $253,208 in geophysical survey costs related to completion of a high-resolution heliborne magnetic, VLF-EM, and radiometric survey in June 2023 on the Lucky Strike project area. The Company also incurred $146,250 in geological costs related to geological studies conducted on the Lucky Strike project. During the comparative period, the Company incurred $578,776 in exploration costs, of which $390,819 related to geophysical surveys conducted on the KL West and KL East properties.

Investor relations and corporate development expenses – $172,988 (2022 - $83,217) – Investor relations and corporate development expenses increased by $89,771 due to the Company engaging third-party consultants to generate market awareness.

Salaries and consulting fees – $403,498 (2022 - $195,448) – Salaries and consulting fees increased by $208,050 primarily due to a higher number of personnel required to support an increase in exploration and corporate activity.

Share-based compensation – $530,129 (2022 - $44,000) – Share-based compensation increased by $490,129. A total of 4,800,000 fully-vested stock options were granted during the nine months ended December 31, 2023 compared to no stock options granted and only continuous vesting of previously granted options during the comparative period ended December 31, 2022.

Settlement of flow-through share premium – $278,746 (2022 - $68,753) – Settlement of flow-through share premium increased by $209,993 during the period ended December 31, 2023. The Company incurred $1,407,080 (nine months ended December 31, 2022 - $372,351) in Qualifying CEE and amortized a total of $278,746 (nine months ended December 31, 2022 - $68,753) of its flow-through liabilities.

Other income – $77 (2022 - $198,328) – Included in other income for the nine months ended December 31, 2022 is $196,728 of grant funds received from the Ontario government under the Ontario Junior Exploration Program ('OJEP'). The Company was eligible for the grant funds by demonstrating equivalent amounts having been incurred on exploration expenditures.

Results of Operations for the three months ended December 31, 2023

For the three months ended December 31, 2023, KLD incurred a net loss of $1,027,887 compared to a net income of $7,329 for the three months ended December 31, 2022. Significant variances in operating expenses and other income (expenses) between the three-month periods ended December 31, 2023 and December 31, 2022 included:

Exploration Costs – $246,090 (2022 - $55,512) – Exploration costs increased by $190,578 compared to the previous period. The Company incurred $109,248 in geological costs as a result of the completion of geological studies on the Lucky Strike property. The Company incurred $54,758 in geophysical survey costs related to the survey conducted on the Goodfish Kirana property. During the comparative period, the Company incurred $55,512 in exploration costs consisting primarily of geological fees and camp costs.

Salaries and consulting fees - $127,344 (2022 - $64,500) – Salaries and consulting fees increased to $188,024 during the period ended December 31, 2023 primarily due to a higher number of personnel required to support an increase in exploration and corporate activity.

Share-based compensation – $530,129 (2022 - $Nil) – Share-based compensation increased by $530,129. A total of 4,800,000 stock options were granted during the three months ended December 31, 2023 compared to no stock options granted during the comparative period ended December 31, 2022.

Other income – $77 (2022 - $198,328) – Included in other income for the three months ended December 31, 2022 is $196,728 of grant funds received from the Ontario government under the Ontario Junior Exploration Program ('OJEP'). The Company was eligible for the grant funds by demonstrating equivalent amounts having been incurred on exploration expenditures.

The following is a summary of certain selected financial information, extracted from the Interim Financial Statements.

Quarterly Information

The following is a summary of the eight most recently completed quarters:

Quarter ended	(Loss) Income for the period	(Loss) Earnings per share *	Total Assets
	$	$	$
March 31, 2022	(380,721)	(0.01)	5,897,858
June 30, 2022	(518,483)	(0.02)	5,453,340
September 30, 2022	(282,915)	(0.01)	5,643,910
December 31, 2022	7,329	0.00	5,584,689
March 31, 2023	(250,237)	(0.01)	5,424,100
June 30, 2023	(520,688)	(0.01)	16,668,546
September 30, 2023	(964,427)	(0.01)	15,471,781
December 31, 2023	(1,027,887)	(0.01)	14,670,080
* Basic and fully diluted			

KLD has incurred losses in each of the last eight quarters, except for the three months ended December 31, 2022. For the period ended December 31, 2023, a materially higher loss is due to $530,129 in share-based compensation expense recognized during the period. For the periods ended September 30, 2023, June 30, 2023 and June 30, 2022 materially higher losses were associated with higher exploration expenditures incurred compared to other periods.

Liquidity and Capital Resources

At December 31, 2023, KLD had working capital of $4,278,672 (working capital deficiency at March 31, 2023 - $405,246). The Company completed a financing for aggregate gross proceeds of $7,848,007 in May 2023, however, additional capital will be required to meet the Company's ongoing corporate costs and to undertake the Company's exploration program planned for 2024.

The Company's exploration and evaluation assets presently have no proven or probable reserves, and based on information to date, it has not yet determined whether these properties contain economically recoverable resources. The recoverability of amounts shown for exploration and evaluation assets are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production.

Although the Company presently has sufficient financial resources to cover its existing obligations, the Company expects to require further funding in the longer term to fund its planned programs for the next year. Management is actively targeting sources of additional financing through alliances with financial, exploration and mining entities, or other business and financial transactions which would assure the continuation of the Company's operations and exploration programs. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is solely dependent upon its ability to generate such financing. These items give rise to material uncertainties which may cast a significant doubt on the company's ability to continue as a going concern.

The sources of funds currently available to the Company for its acquisition and exploration projects are solely from equity financing. The Company does not have bank debt or banking credit facilities in place as at the date of this report.

Flow-through commitments

Flow-through share arrangements entitle the holder of the flow-through share to a 100% tax deduction in respect of qualifying Canadian exploration expenses as defined in the Income Tax Act, Canada ("Qualifying CEE").

During the nine months ended December 31, 2023, the Company incurred $1,407,080 (nine months ended December 31, 2022 – $372,351) in Qualifying CEE and amortized a total of $278,746 (nine months ended December 31, 2022 – $68,753) of its flow-through liabilities.

The flow-through premium liability does not represent a cash liability to the Company and is to be fully amortized to the condensed interim statements of income (loss) and comprehensive income (loss) pro-rata with the amount of qualifying expenditures that will be incurred.

As at December 31, 2023, the Company must spend another $2,630,567 of Qualifying CEE December 31, 2024 to satisfy its remaining current flow-through liability of $239,142.

The Company was required to spend certain flow-through funds by December 31, 2022 under the look-back rule offered by the Canada Revenue Agency ('CRA'). The Company was not able to incur all such expenditures within the timeline and as a result paid Part XII.6 tax to the CRA of $5,669 during the nine months ended December 31, 2023 (nine months ended December 31, 2022: $Nil). The Company has incurred these qualified expenditures in the calendar year 2023.

Other commitments

As at December 31, 2023, the Company had the following commitments (in addition to those disclosed elsewhere in this MD&A):

	Total **$**	1 Year $	1-3 Years $	After 3 Years $
Payments for exploration and evaluation assets	$25,000	$25,000	-	-
Office lease obligations	$13,500	$13,500	-	-
Total contractual obligations	$38,500	$38,500	-	-

Outstanding Share Capital

The Company is authorized to issue an unlimited number of common shares. As of December 31, 2023, and as of the date of this MD&A, the Company had 88,624,522 common shares, 30,237,299 warrants, 1,802,238 brokers' warrants and 6,780,000 stock options issued and outstanding.

Related-Party Transactions

All transactions with related parties have occurred in the normal course of operations and on terms and conditions that are similar to those of transactions with unrelated parties and are measured at the amount of consideration paid or received.

There are no ongoing contractual commitments resulting from these transactions with related parties.

Key management personnel compensation

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

Three months ended December 31, 2023	Salaries and Consulting fees $	Share-based compensation $	Total $
President, Chief Executive Officer and Director	45,000	88,355	133,355
Chief Financial Officer	15,000	-	15,000
Non-executive directors	-	220,887	220,887
Total	60,000	309,242	369,242

Three months ended December 31, 2022	Salaries and Consulting fees $	Share-based compensation $	Total $
President, Chief Executive Officer and Director	45,000	-	45,000
Former Chief Financial Officer	12,000	-	12,000
Total	57,000	-	57,000

Nine months ended December 31, 2023	Salaries and Consulting fees $	Share-based compensation $	Total $
President, Chief Executive Officer and Director	135,000	88,355	223,355
Chief Financial Officer	20,000	-	20,000
Former Chief Financial Officer	20,000	-	20,000
Non-executive directors	-	220,887	220,887
Total	175,000	309,242	484,242

Nine months ended December 31, 2022	Salaries and Consulting fees $	Share-based compensation $	Total $
President, Chief Executive Officer and Director	136,323	8,351	144,674
Former Chief Financial Officer	36,000	2,669	38,669
Former Chief Geologist, Consultant	-	2,021	2,021
Non-executive directors	2,000	15,251	17,251
Total	174,323	28,292	202,615

As at December 31, 2023, there was $209 payable to key management personnel in respect of key management compensation and expense reimbursements included in accounts payable and accrued liabilities (March 31, 2023 - $45,103). The amounts are unsecured, non-interest bearing and without fixed terms of repayment.

Included in expense recoveries of $28,416 for the nine months ended December 31, 2023 is $26,103 related to a write-off of amounts payable to the Company's President, Chief Executive Officer and Director (nine months ended December 31, 2022 - $Nil).

The Company has a compensation agreement with the Chief Executive Officer ("CEO") for $15,000 per month, which is automatically renewable for successive one-year terms. In the event of the CEO's termination without cause, the Company would owe a lump-sum payment equivalent to 12 months of salary.

Critical Accounting Policies and Estimates

The Company prepares its financial statements under IFRS as issued by the International Accounting Standards Board ("IASB").

The preparation of the consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

The financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at period end that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to the following:

Critical accounting estimates

Valuation of Options Granted and Warrants Issued

The fair value of common share purchase options granted and warrants issued as part of the share issuance costs is determined at the issue date using the Black-Scholes option pricing model. The Black-Scholes model involves nine key inputs to determine the fair value of an option, which are: risk-free interest rate, exercise price, market price at the grant date, expected dividend yield, expected life, and expected volatility. Certain of the inputs are estimates that involve considerable judgment and are or could be affected by significant factors that are out of the Company's control. The Company is also required to estimate the future forfeiture rate of options based on historical information in its calculation of share-based payments expense. These estimates impact the values of stock-based compensation expense, share capital, and reserves.

Computation of Income Taxes

The determination of tax expense for the period and deferred tax assets and liabilities involves significant estimation and judgment by management. In determining these amounts, management interprets tax legislation in a variety of jurisdictions and make estimates of the expected timing of the reversal of deferred tax assets and liabilities. Management also makes estimates of future earnings which affect the extent to which potential future tax benefits may be used.

The Company is subject to assessments by taxation authorities, which may interpret legislation differently. These differences may affect the final amount or the timing of the payment of taxes. We provide for such differences where known based on our best estimate of the probable outcome of these matters.

Shares Issued to Acquire Exploration and Evaluation Assets

From time to time, the Company issues common shares in the course of acquiring exploration and evaluation assets. When shares are issued without cash consideration, the transaction is recognized at the fair value of the assets received. In the event that the fair value of the assets cannot be reliably determined, the Company will recognize the transaction at the fair value of the shares issued. These estimates impact the value of share capital and exploration and evaluation assets.

Valuation of flow-through premium

The determination of the valuation of flow-through premium is subject to significant judgment and estimates. The flow-through premium is valued as the estimated premium that investors pay for the flow-through feature, being the portion in excess of the market value of shares without the flow-through feature.

Critical accounting judgments

Impairment of Exploration and Evaluation Assets

Management is required to assess impairment in respect to the Company's intangible mineral property interests. The triggering events are defined in IFRS 6. In making the assessment, management is required to make judgments on the status of each project and the future plans towards finding commercial reserves. The carrying value of each exploration and evaluation asset is reviewed regularly for conditions that may suggest impairment. This review requires significant judgment.

Factors considered in the assessment of asset impairment include, but are not limited to, whether there has been a significant adverse change in the legal, regulatory, accessibility, title, environmental or political factors that could affect the property's value; whether there has been an accumulation of costs significantly in excess of the amounts originally expected for the property's acquisition, development or cost of holding; and whether exploration activities produced results that are not promising such that no more work is being planned in the foreseeable future. If impairment is determined to exist, a formal estimate of the recoverable amount is performed, and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount.

Management has determined that there were no indicators of impairment as at December 31, 2023.

Presentation of financial statements as a going concern

Presentation of the condensed consolidated interim financial statements as a going concern which assumes that the Company will continue in operation for the foreseeable future, obtain additional financing as required, and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due involves significant judgment by management.

Financial Instruments Risk Management

The Company has exposure to credit, liquidity and market risks from its use of financial instruments. This note provides information about the Company's exposure to each of these risks, and the Company's objectives, policies and processes for measuring and managing such risks. The board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company does not have financial instruments that potentially subject the Company to credit risk. Overall, the Company's credit risk has not changed significantly from the prior year. Sales taxes recoverable are due from the Canada Revenue Agency and the Company places its cash with financial institutions with high credit ratings, therefore in management's judgment, credit risk is low.

There have been no changes in management's methods for managing credit risk since March 31, 2023.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in paying obligations as they come due. The Company's financial liabilities consist of accounts payable and accrued liabilities, loan payable and lease liability. Accounts payable consists of invoices payable to trade suppliers for capital expenditures, field operating activities, and general corporate expenses. Substantially all of the Company's financial liabilities have contractual maturities of less than 90 days and are subject to normal trade terms. The Company addresses its liquidly risk through equity financing obtained through sale of common shares and units. While the Company has been successful in securing financing in the past, there is no assurance that it will be able to do so in the future. As December 31, 2023, the Company has a working capital of $4,278,672 (March 31, 2023 - working capital deficiency of $405,246).

There have been no changes in management's methods for managing liquidity risk since March 31, 2023.

Market risk

Market risk is the risk that changes in market prices, such as commodity prices, interest rates and foreign exchange rates will affect the Company's net earnings or the value of financial instruments. The objective of the Company is to manage and mitigate market risk exposures within acceptable limits, while maximizing returns.

(i) Currency risk

Financial instruments that impact the Company's net earnings or other comprehensive income due to currency fluctuation include cash accounts denominated in US dollars. Fluctuations in the exchange rate between the US dollar and the Canadian dollar at December 31, 2023 would not have a material impact on the Company's profit/ loss.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is not exposed to interest rate risk as it does not hold any funds in interest bearing accounts.

(iii) Commodity price risk

Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company's property has exposure to predominantly gold. Commodity prices, especially gold, greatly affect the value of the Company and the potential value of its property and investments.

(iv) Equity price risk

Equity price risk is the risk that the fair value of or future cash flows from financial instruments will significantly fluctuate because of changes in market prices. The Company does not have any investments in equity instruments at December 31, 2023 or March 31, 2023 and therefore is not exposed to equity price risk.

Capital Management

The Company's objectives when managing capital are:

- To safeguard our ability to continue as a going concern in order to develop and operate our current projects;
- Pursue strategic growth initiatives; and
- To maintain a flexible capital structure which lowers the cost of capital.

In assessing the capital structure, we include in our assessment the components of equity consisting of common shares, stock options and warrants, and deficit that as at December 31, 2023 totalled $14,347,616 (March 31, 2023 - $4,919,693).

In order to facilitate the management of capital requirements, the Company prepares annual expenditure budgets and continuously monitors and reviews actual and forecasted cash flows. The annual and updated budgets are monitored and approved by the Board of Directors. To maintain or adjust the capital structure, the Company may, from time to time, issue new shares, issue new debt, repay debt or dispose of non-core assets. The Company's current capital resources are sufficient to carry out our exploration plans and support operations through the current operating period.

The Company is not subject to any capital requirements imposed by a regulator.

There were no changes in the Company's approach to capital management during the nine months ended December 31, 2023.

Other Risks and Uncertainties

The success of KLD's business is subject to a number of factors including, but not limited to, those risks normally encountered by junior resource exploration companies such as exploration uncertainty, operating hazards, more onerous environmental regulation, competition with companies having greater resources, fluctuations in the price and demand for minerals, fluctuations in exchange rates and lack of operating cash flow.

KLD exposed to a number of risks, including, but not limited to:

- KLD has limited cash resources and there can be no assurance that the Company will be able to raise sufficient cash to develop or joint venture its properties;
- The volatility of global capital markets over the past several years has generally made the raising of capital by equity or debt financing more difficult. The Company is dependent upon capital markets to raise additional financing in the future.
- Although the Company has taken 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;
- KLD continues to seek complementary joint venture opportunities for its Goodfish-Kirana Project and will require additional financing to fund its plans and any possible transactions;
- KLD has a history of operating losses and the Company expects to incur significant operating losses for the foreseeable future;
- KLD's success is dependent on future exploration work results and mineral prices;
- In order to develop its mineral properties, the Company requires experienced senior management, personnel and consultants and is substantially dependent upon the services of a few key individuals for the successful operation of its business; and
- The development of an exploration project is subject to extensive laws and regulations by various government agencies and First Nations engagement that take time and which may make exploration and advanced exploration work more challenging.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements contemplated at this time.

Proposed Transactions

From time to time, similar to other mineral exploration enterprises, the Company may evaluate, acquire or dispose of property assets, or form business relationships such as joint ventures, as determined by Management, based on exploration results, opportunities, the competitive nature of the business, and capital availability. No such transaction is pending at this time.

Management's Report on Internal Control over Financial Reporting

In connection with National Instrument 52-109 Certification of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109") adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.

Cautionary Notes Regarding Forward-Looking Statements

This MD&A contains forward looking statements which reflect management's expectations regarding the Company's future growth, results from operations (including, without limitation, statements about the Company's opportunities, strategies, competition, expected activities and expenditures as the Company pursues its business plan, the adequacy of the Company's available cash resources and other statements about future events or results), performance (both operational and financial) and business prospects, future business plans and opportunities. Wherever possible, words such as "predicts", "projects", "targets", "plans", "expects", "does not expect", "budget", "scheduled", "estimates", "forecasts", "anticipate" or "does not anticipate", "believe", "intend" and similar expressions or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative or grammatical variation thereof or other variations thereof, or comparable terminology have been used to identify forward-looking statements. These forward-looking statements include, among other things, statements relating to mineral properties; the Company's goals regarding exploration and potential development of its projects; the Company's future business plans; expectations regarding the ability to raise further capital; the market price of gold; expectations regarding any environmental issues that may affect planned or future exploration and development programs and the potential impact of complying with existing and proposed environmental laws and regulations; the ability to retain and/or maintain any require permits, licenses or other necessary approvals for the exploration or development of its mineral properties; government regulation of mineral exploration and development operations in Ontario; the Company's compensation policy and practices; the Company's expected reliance on key management personnel, advisors and consultants; and other factors.

Forward-looking statements are not a guarantee of future performance and is based upon a number of estimates and assumptions of management in light of management's experience and perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances.

As of the date of this MD&A, without limitation, assumptions about: the ability to raise any necessary additional capital on reasonable terms to advance exploration and development of the Company's mineral properties; future prices of gold and other metal prices; the timing and results of exploration and drilling programs; the demand for, and price of gold; that general business and economic conditions will not change in a material adverse manner; the Company's ability to procure equipment and operating supplies in sufficient quantities and on a timely basis; the geology of the Company's projects; the accuracy of budgeted exploration and development costs and expenditures; future currency exchange rates and interest rates; operating conditions being favourable such that the Company is able to operate in a safe, efficient and effective manner; the Company's ability to attract and retain skilled personnel; political and regulatory stability; the receipt of governmental, regulatory and third-party approvals, licenses and permits on favourable terms; obtaining required renewals for existing approvals, licenses and permits on favourable terms; requirements under applicable laws; sustained labour stability; stability in financial and capital goods markets; availability of equipment.

Furthermore, such forward-looking information involves a variety of known and unknown risks, uncertainties and other factors which may cause the actual plans, intentions, activities, results, performance or achievements of the Company to be materially different from any future plans, intentions, activities, results, performance or achievements expressed or implied by such forward-looking statements. Such risks include, without limitation: the Company may fail to find a commercially viable deposit at any of its mineral properties; there are no resources or mineral reserves on any of the properties in which the Company has an interest; the Company's plans may be adversely affected by the Company's reliance on historical data compiled by previous parties involved with its mineral properties; mineral exploration and development are inherently risky; the mineral exploration industry is intensely competitive; additional financing may not be available to the Company when required or, if available, the terms of such financing may not be favourable to the Company; fluctuations in the demand for gold; the Company may not be able to identify, negotiate or finance any future acquisitions successfully, or to integrate such acquisitions with its current business; the Company's exploration activities are dependent upon the grant of appropriate licenses, concessions, leases, permits and regulatory consents, which may be withdrawn or not granted; the Company's operations could be adversely affected by possible future government legislation, policies and controls or by changes in applicable laws and regulations; there is no guarantee that title to the properties in which the Company has a material interest will not be challenged or impugned; the Company faces various risks associated with mining exploration that are not insurable or may be the subject of insurance which is not commercially feasible for the Company; the volatility of global capital markets over the past several years has generally made the raising of capital more difficult; compliance with environmental regulations can be costly; social and environmental activism can negatively impact exploration, development and mining activities; the success of the Company is largely dependent on the performance of its directors and officers; the Company's operations may be adversely affected by First Nations land claims; the Company and/or its directors and officers may be subject to a variety of legal proceedings, the results of which may have a material adverse effect on the Company's business; the Company may be adversely affected if potential conflicts of interests involving its directors and officers are not resolved in favour of the Company; the Company's future profitability may depend upon the world market prices of gold; dilution from future equity financing could negatively impact holders of the Company's securities; failure to adequately meet infrastructure requirements could have a material adverse effect on the Company's business; the Company's projects now or in the future may be adversely affected by risks outside the control of the Company; the Company is subject to various risks associated with climate change; other factors discussed under "*Risk and Uncertainties*".

Although the Company has attempted to identify important factors that could cause actual actions, events, conditions, results, performance or achievements to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events, conditions, results, performance or achievements to differ from those anticipated, estimated or intended.

The Company cautions that the foregoing lists of important assumptions and factors are not exhaustive. Other events or circumstances could cause actual results to differ materially from those estimated or projected and expressed in, or implied by, the forward-looking statements contained herein. 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 information. Accordingly, readers should not place undue reliance on forward-looking statements.

Forward-looking statements contained herein are made as of the date of this MD&A and the Company disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as and to the extent required by applicable securities laws.