BLACKROCK GOLD CORP. (Formerly Almo Capital Corp.)
Management Discussion and Analysis
For the Year Ended October 31, 2018

Reported on February 20, 2019

General

The following management's discussion and analysis ("MD&A") on performance, financial condition, and prospects should be read in conjunction with the audited financial statements and notes thereto for the years ended October 31, 2018 and October 31, 2017. The Company's financial statements are prepared in accordance with International Financial Reporting Standards. All financial information is presented in Canadian dollars unless otherwise stated. All references to a year refer to the year-ended on October 31st of that year, and all references to a quarter refer to the quarter ended on October 31st of that year. The date of this MD&A is February 20, 2019.

This MD&A contains forward-looking information and statements, which are based on the conclusions of management. The forward-looking information and statements are only made as of the date of this MD&A.

Additional information on the Company is available on SEDAR at www.sedar.com and on the Corporation's website at www.blackrockgold.ca.

Forward-Looking Statements

This MD&A includes certain statements that may be deemed "forward-looking statements" as defined under applicable securities law. Other than statements of historical facts, statements in this discussion including, but not limited to expected or anticipated events or developments are forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include, but are not limited to, market prices, demand for the Company's products, exploration and evaluation successes or delays, continued availability of capital and financing, general economic, market or business conditions, statements regarding planned exploration activities, trends in the markets for precious metals and other commodities, technological advancement, competition, other statements that are not historical facts, and the risk factors identified herein. These forward-looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of the Company, including, but not limited to, changes in market trends, risks associated with resource assets, risks inherent in mineral exploration, risks associated with development, construction and mining operations, the uncertainty of future profitability, commodity prices, industry conditions, dependence upon regulatory, environmental, and governmental approvals, and the uncertainty of obtaining additional financing. The information provided herein with respect to the Company's properties and activities should be read in reference to the technical reports and other relevant disclosure documents prepared by or on behalf of the Company, which may be viewed by interested parties at www.sedar.com. Although the Corporation believes the expectations expressed in any forward-looking statement are based on reasonable assumptions, investors are cautioned that any such statements are not guarantees of future performance and those actual results or developments may differ materially from those projected in the forward-looking statements.

Management's Responsibility for Financial Statements

The Company's management is responsible for the presentation and preparation of annual consolidated financial statements and the MD&A. The consolidated financial statements have been prepared in accordance with IFRS. The MD&A has been prepared in accordance with the requirements of securities regulators, including National Instrument 51-102 of the Canadian Securities Administrators.

Description of Business

Blackrock Gold Corp. (Formerly Almo Capital Corp.) (herein "the Company") was incorporated under the Companies Act of the Province of British Columbia on April 16, 1999. Pursuant to CDNX (TSX Venture Exchange) Policy Number 2.4 the Company was established as a Capital Pool Company and the shares started trading on the CDNX under the symbol APT on July 20, 2000. For its qualifying transaction, the Company acquired Property #1, D.D. Mineral Property containing nickel, cobalt, copper, platinum, palladium and gold in the Cariboo Mining Division on December 16, 2003 and completed its requirements on April 30, 2006 by spending at least $240,582 on exploration of the D.D. Mineral Property.

The Company is engaged in the acquisition, exploration and development of mineral properties in North America. The Company owns 100% the Moore Property Located in the Kamloops Mining Division of British Columbia. The company recently entered into a Lease Agreement on Silver Cloud project situated in Elko, Nevada, and known as the Silver Cloud Project (the "Property"). The Lease affords the Company all rights and privileges incidental to ownership, including rights to explore, develop, and mine the Property. The term of the Lease is 10 years from October 27, 2017 and so long thereafter as a) exploration and/or development is taking place on the Property and/or b) the Property is held by the Company or it successors and assigns, unless earlier terminated in accordance with the terms of the Lease.

Effective July 27, 2016, the Company changed its name from Almo Capital Corp. to Blackrock Gold Corp. The Company's shares began trading on the TSX Venture Exchange ("TSX-V") under the symbol "BRC.V" on July 27, 2016 and also trade on the OTCQB under the symbol "BKRRF".

The Company owns 100% of Blackrock Gold Corp., a US company that was inactive up to October 31, 2018, but was created to ultimately hold and operate the Company's US resource projects.

<u>Selected Annual Information</u>

	October 31, 2018	October 31, 2017	October 31, 2016
Net Sales or Revenue	-	-	-
General and administrative expenses	$1,148,042	$647,437	$366,760
Other items	-	$170,960	$234,097
Net Loss	$1,148,042	$818,397	$600,857
Net loss per share basic and fully diluted	$0.04	$0.04	$0.08
Total assets	$1,127,371	$187,120	$1,318,587

The above data has been prepared in accordance with International Financial Reporting Standards.

Summary of Quarterly Results

	Oct 2018	Jul 2018	Apr 2018	Jan 2018	Oct 2017	Jul 2017	Apr 2017	Jan 2017
General and administrative expenses	369,814	536,072	213,099	82,350	179,692	97,314	119,653	250,778
Other expenses (income)	-	-	-	-	993,041	-	(856,672)	34,591
Net income (loss)	(369,814)	(536,072)	(213,099)	(82,350)	(1,172,733)	(97,314)	737,019	(285,369)
Net Profit (loss) / share	(0.01)	(0.01)	(0.01)	(0.00)	(0.06)	(0.00)	0.04	(0.02)
Total Assets	1,127,371	903,819	1,255,942	203,317	187,120	1,284,422	1,399,541	1,256,662

For each of the above periods, the Company had no revenue from the Company's mineral properties.

General and Administrative Expenses

	Year Ended October 31, **2018**	2017
Operating expenses		
Accounting and audit	**$ 15,000**	$ 15,000
Bank charges and interest	**2,727**	849
Consulting fees	**156,232**	80,345
Foreign exchange loss	**4,285**	9,953
Insurance	**7,002**	2,333
Interest expense	**9,941**	2,167
Management fees	**238,590**	75,000
Marketing and communications	**172,998**	227,778
Legal fees	**56,618**	76,325
Office expense	**8,623**	7,222
Regulatory and filing fees	**27,855**	44,403
Rent	**10,426**	2,700
Share-based payments	**308,380**	33,780
Travel	**36,219**	6,384
Wages	**93,146**	63,198
Loss from operations	**1,148,042**	647,437
Other expenses (income):		
Write-off of exploration and evaluation assets	**-**	1,027,632
Gain on settlement of debt	**-**	(856,672)
Net and Comprehensive Loss for the year	**$1,148,042**	$818,397
Basic and Diluted Loss per share	**$(0.04)**	$(0.04)
Weighted average number of shares outstanding		
Basic and Diluted	**31,711,477**	20,614,097

The expenses incurred by the Company are typical of junior exploration companies that do not have established mineral reserves. Expenses are not incurred evenly over the quarters as a result of non-recurring activities or events and availability of capital.

The Company was significantly more active during the year ended October 31, 2018 as compared with the same period last year. As a result, expenses across the board have increased compared with the same period last year. Of note, the following expenses changed significantly from the prior year:

Consulting fees increased from $80,345 in 2017 to $156,232 in 2018 due to the company hiring new consultants for business development and retaining a contract administrative assistant for the CEO.

Interest expense increased from $2,167 in 2017 to $9,941 in 2018 due to new loans obtained by the Company.

Management fees increased from $75,000 in 2017 to $238,590 in 2018. The increase was due to compensation paid to the Company CEO and CFO.

Marketing and communications costs, which include investor relations costs, decreased slightly from $227,778 in 2017 to $172,998 in 2018. The Company focused its efforts on financing and promoting the Silver Cloud deal. As such, marketing and communications expenditures remain a large part of expenditures.

Share-based compensation increased from $33,780 in 2017 to $308,380 in 2018 due to stock options granted to the officers, directors, and key consultants of the Company.

Travel increased from $6,384 in 2017 to $36,219 in 2018 due to additional travel caused by the head office of the Company being located in Canada, the CEO of the Company residing in the USA, and the Silver Cloud project being located in a different state in the USA.

Wages increased from $63,198 in 2017 to $93,146 in 2018 due to salary increases and bonuses.

Related Party Transactions

All transactions with related parties have occurred in the normal course of operations and management represents that they have occurred on a basis consistent with those involving unrelated parties, and accordingly that they are measured at fair value.

As at October 31, 2018, the Company owed $45,264 (October 31, 2017 - $69,642) to related parties as follows:

i. $32,791 (2017 - $nil) to a company controlled by a former CEO of the Company for consulting fees;
ii. $9,857 (2017 - $nil) to the President and CEO of the Company for management fees;
iii. $2,616 (2017 - $nil) to the former interim CEO of the Company for salary;
iv. $nil (October 31, 2017 - $40,308) to a director of the Company for a non-interest bearing advance. In November 2017, this advance was converted to a loan (see Note 5);
v. $nil (2017 - $1,709) to a former President and CEO of the Company for miscellaneous expenditures paid on behalf of the Company;
vi. $nil (2017 - $25,000) to a former CEO of the Company for consulting fees; and
vii. $nil (2017 - $2,625) to a company controlled by a former CFO of the Company.

During the year ended October 31, 2018, the Company incurred interest expense of $8,461 (2017 – $2,167) on loans payable to directors of the Company and issued 1,162,273 bonus warrants in respect of these loans.

10,670,000 of the Units issued by the Company in 2018 were issued to insiders of the Company.

Key Management Compensation

During the year ended October 31, 2018, the Company incurred salaries & management fees payable to senior officers totalling $355,325 (2017 - $135,000). Of this amount, $102,478 (2017 - $nil) was paid to Gregory Schifrin, $118,056 (2017 - $nil) was paid to Paul Kania, $15,000 (2017 - $30,000) was paid to Randip Minhas, $87,000 was paid to Amit Kumar (2017 - $60,000), $nil (2017 - $10,000) was paid to David Robinson, and $nil (2017 - $35,000) was paid to Michael O'Connor. On April 1, 2018, the Company entered into a management services agreement for CFO and accounting services for a period of 12 months. $118,056 of the contract amount of $125,000 was paid during the year and the entire amount was expensed when the contractor resigned. The other amounts are incurred on a month-by-month basis.

During the year ended October 31, 2018, $274,220 (2017 - $33,780) in share-based compensation was in respect of officers and directors of the Company. Of this amount, $99,750 (2017 - $nil) was paid to Greg Schifrin, $59,800 (2017 - $nil) was paid to Brian Morris, $17,010 (2017 - $nil) was paid to Deepak Malhotra, $17,010 (2017 - $nil) was paid to Hendrik van Alphen, $17,010 (2017 - $nil) was paid to Alan Carter, $17,010 (2017 - $nil) was paid to Catalin Kilofliski, $17,010 (2017 - $8,043) was paid to Thomas S. Bruington II, $11,960 (2017 - $9,650) was paid to John Seaberg, $11,380 (2017 - $nil) was paid to Paul Kania, $5,980 (2017 - $nil) was paid to Kevin Strong, $22,780 was paid to Amit Kumar (2017 - $nil), and $nil (2017 - $16,087) was paid to Michael O'Connor.

Loans Payable

Loans payable at October 31, 2018 and 2017 is comprised of the following:

	October 31, 2018		October 31, 2017	
Related parties:				
Principal (i, iii, iv)	$	105,478	$	24,114
Interest		10,628		2,167
Repayment (v)		(26,888)		-
		89,218		26,281
Arms-length:				
Principal (ii, iii, iv)		19,983		789,878
Interest		1,480		96,794
Repayment (vi)		-		(30,000)
Gain on debt settlement (vi)		-		(856,672)
		21,463		-
Total	$	110,681	$	26,281

(i) On November 10 and 14, 2017, the Company entered into loan agreements with two current directors of the Company to borrow a total of $81,364 for a period of one year. Of this amount, $40,308 was a non-interest bearing advance at October 31, 2017 that was converted into a loan (see Note 7). As further consideration for advancing the loans, the Company issued a total of 1,162,273 bonus warrants to the directors exercisable at a price of $0.07 per share for a period of 12 months. Subsequent to year end, these loans were extended for an additional six-month term expiring on May 10 and 14, 2019.

(ii) On November 27, 2017, the Company entered into a loan agreement with an arms-length party to borrow $19,983 for a period of one year. As further consideration for advancing the loan, the Company issued 285,714 bonus warrants to the lender exercisable at a price of $0.07 per share for a period of 12 months.
(iii) These loans are unsecured and bear interest at 8% per annum with interest accruing and payable at maturity. Principal and all accrued and unpaid interest is payable in full on maturity or upon demand after six months and can be prepaid in full or in part at any time without penalty. Overdue principal and accrued interest bear interest at 8% per annum.
(iv) Loan agreements that include bonus warrants are considered to be a compound financial instrument with the liability and equity component being classified separately in the consolidated statements of financial position on the date of issuance. The fair value of the liability component is determined first, with the residual value, if any, being allocated to the equity component. At the time of issuance, the fair value of the liability component was determined not to be materially different from the loan proceeds. Accordingly, no amount has been allocated to the equity component.
(v) The principal balance of $24,114 and interest of $2,774 was repaid during the year.
(vi) In 2013, the Company entered into loan agreements with two private companies controlled by the former President and CEO of the Company who resigned in April 2016. Pursuant to loan amendment agreements in 2013, the maturity dates were extended from August 31, 2013 to August 31, 2018 and interest on the loans was waived effective November 1, 2011. In February 2017, the Company settled these loans for an aggregate payment of $30,000. The Company realized an $851,672 gain on settlement of the loans.

Liquidity and Capital Resources

Working capital on October 31, 2018 was $230,603 (October 31, 2017 – $34,836), which is the current assets minus the current liabilities of the Company. The sources of cash in the period included cash from issuing common shares, stock options exercised, and borrowing (loans).

The Company's continuation as a going concern is dependent on its ability to raise equity capital or borrowings sufficient to meet current and future obligations. Future operations, acquisitions and exploration will require additional capital, which the Company anticipates could come from loans, private placements and public offerings of the Company's shares. There can be no assurances that management's plans for the Company will be successful. To date, the Company has not earned operating revenue. The Company is uncertain that it can raise capital to meet its obligations, fund operations, or advance its mineral projects. The Company is subject to significant liquidity risk.

The consolidated financial statements for the year ended October 31, 2018 have been prepared on a going concern basis, which contemplates the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future. This MD&A does not give effect to any adjustment which would be necessary should the Company be unable to continue as a going concern and therefore, be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in this MD&A.

	October 31, 2018	October 31, 2017
Working capital (deficiency)	$ 230,603	$ 34,836
Deficit	$ 4,025,403	$ 2,877,361

Accounting Principles

The audited consolidated annual financial statements have been prepared in accordance with IFRS. The policies and estimates are considered appropriate under the circumstances, but are subject to judgments and uncertainties inherent in the financial reporting process. See also Note 2 in the consolidated financial statements for the year ended October 31, 2018 for additional detail on accounting principles.

Financial Instruments

Financial instruments must be classified at one of three levels within a fair value hierarchy according to the relative reliability of the inputs used to estimate their values. The three levels of the hierarchy are as follows:
Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2: Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3: Inputs that are not based on observable market data.

Cash is measured using Level 1. The Company does not have any financial instruments that are measured using Level 2 or Level 3 inputs. The carrying value of receivables, accounts payable and accrued liabilities and employment liability approximate fair value because of the short-term nature of these instruments. During the year, there were no transfers between Level 1, Level 2, and Level 3 classified assets and liabilities.

Recent Accounting Pronouncements

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company has not yet early adopted any of these standards and is currently evaluating the impact, if any, that these standards might have on its financial statements. Those that may be applicable to the Company are as follows:

Standard	Title	Applicable for financial years beginning on/after
IFRS 9	Financial instruments	January 1, 2018
IFRS 16	Leases	January 1, 2019

Under IFRS 9, financial assets are required to be classified into three measurement categories on initial recognition: those measured at fair value through profit and loss, those measured at fair value through other comprehensive income and those measured at amortized cost. Investments in equity instruments are required to be measured by default at fair value through profit or loss. However, there is an irrevocable option for each equity instrument to present fair value changes in other comprehensive income. Measurement and classification of financial assets is dependent on the entity’s business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

IFRS 9 provides a three-stage expected credit loss model for calculating impairment for financial assets. Expected credit losses are required to be recognized when financial instruments are initially recognized, and the amount of expected credit losses recognized are required to be updated at each reporting date to reflect changes in the credit risk of the financial instruments.

On initial recognition, IFRS 9 requires financial liabilities to be classified as subsequently measured at amortized cost except for when one of the specified exceptions applies.

Under IFRS 16, virtually all leases are required to be accounted for as finance leases rather than operating leases, where the required lease payments are disclosed as a commitment in the notes to the financial statements. As a result, leased assets ("right-of-use" assets) and the related lease liability will be required to be recognized on the statement of financial position. The Company has yet to assess the full impact of IFRS 16.

Mineral Property Expenditures

The Company incurred $711,471 during the year ended October 31, 2018 for acquisition and exploration expenditures.

Mining Properties Owned by Blackrock Gold Corp.

<u>Silver Cloud Project</u>

On October 27, 2017 the Company entered into a lease agreement (the "Lease") with Pescio Exploration, LLC ("Pescio" or the "Lessor") with respect to 552 unpatented lode mining claims situated in Elko, Nevada, and known as the Silver Cloud Project (the "Property"). The Lease affords Blackrock all rights and privileges incidental to ownership, including rights to explore, develop, and mine the Property. The term of the Lease is 10 years from October 27, 2017 and so long thereafter as a) exploration and/or development is taking place on the Property and/or b) the Property is held by Blackrock or its successors and assigns, unless earlier terminated in accordance with the terms of the Lease.

On March 22, 2018, the Company received approval from the TSX Venture Exchange for the arrangements with respect to the Lease.

To acquire and maintain the Lease in good standing, Blackrock:

(a) reimbursed the Lessor US$92,308 for the 2017 Bureau of Land Management ("BLM") fee;
(b) paid US$100,000 and issued 1,000,000 common shares of the Company to the Lessor at a price of $0.13 per share;
(c) paid US$100,000 in lease payments to the Lessor for year 1;
(d) must perform a minimum total of 15,000 feet of drilling on the Property during the first 3 years of the term of the Lease;
(e) must drill an additional 90,000 feet from years four to nine and 20,000 feet each subsequent year;
(f) must pay all BLM permit costs. The Company paid BLM fees of US$92,544 in 2018. The next BLM payment in the amount of US$92,544 is due on or before July 15, 2019; and
(g) must make additional payments to the Lessor of US$100,000 in year 2, US$150,000 in year 3, US$200,000 in year 4, US$250,000 in year 5, US$500,000 in year 6, US$750,000 in year 7 and US$1,500,000 per year starting in year 8. The next lease payment in the amount of US$100,000 is due on or before October 27, 2019.

The Company will also pay a royalty of 3.5% of the gross value of production (the "Gross Royalty") on the sale of minerals from the Property. All annual payments made by the Company and described above will be credited cumulatively against the Company's commitments pursuant to the Gross Royalty. Furthermore, the Company has an option to buy down the Gross Royalty by 1.5% to 2.0% by payment to the Lessor of US$3,000,000 at its sole discretion and at any time on or before October 28, 2022.

NEVADA – Silver Cloud	October 31, 2017	Net Additions	October 31, 2018
Acquisition	$ -	$ 661,898	$ 661,898
Geology and Consulting	-	49,573	49,573
TOTAL	$ -	$ 711,471	$ 711,471

Portrero Gold-Silver Project

On October 24, 2016, the Company signed a letter of intent to earn up to 80% interest in the Portrero Gold-Silver Project 235 kilometres north-west of Durango, Mexico. During 2017, the Company withdrew from the agreement due to lower than expected gold and silver values in the rock samples. As such, the Company wrote off costs totalling $34,591 related to this project during the year-ended October 31, 2017. Prior to withdrawing from the agreement, the Company paid US$25,000.

DD Property

By an agreement dated April 30, 2003 (amended August 25, 2003 and September 5, 2003) the Company acquired a 50.01% interest (subject to a 3% Net Smelter Returns (“NSR”) royalty) in 17 mineral claims located in the Cariboo Mining Division, for consideration of $1.01 in cash and by incurring exploration expenditures totaling $200,000 (incurred). By an agreement dated July 29, 2015, the Company acquired the remaining 49.99% interest in the DD property claims. Pursuant to this agreement, the pre-existing 3% NSR royalty was terminated. During the year ended October 31, 2017, the Company wrote off costs totalling $115,870 related to this project as management had no plans to complete any additional work on the property. The claims were allowed to lapse in 2018.

Moore Property

By an agreement dated September 10, 2004, the Company had an option to acquire a 100% interest in 34 mineral claims located in the Kamloops Mining Division. In order to earn its 100% interest in this property, the Company paid $5,000 and incurred $50,000 in exploration expenditures. During the year ended October 31, 2017, the Company wrote off costs totalling $877,171 related to this project as management had no plans to complete any additional work on the property. These claims will be allowed to lapse as they come due between 2019 and 2021.

Disclosure of Outstanding Share Data:

- Share capital authorized: Unlimited common shares
- Share capital issued as of October 31, 2018 42,992,518 common shares
- Share capital issued as of February 20, 2019 42,992,518 common shares
- Share purchase options outstanding, October 31, 2018 4,050,000 share purchase options
- Share purchase options outstanding, February 20, 2019 4,050,000 share purchase options
- Share purchase warrants outstanding, October 31, 2018 16,304,653 share purchase warrants
- Share purchase warrants outstanding, February 20, 2019 10,852,987 share purchase warrants

Risk and Uncertainties

The company is in the mineral exploration and development business and as such is exposed to a number of risks and uncertainties that are not uncommon to other companies in similar businesses. The industry is capital intensive and subject to fluctuations in metal prices, market sentiment, foreign exchange and interest rates. There is no certainty that properties which the Company has described as assets on its balance sheet will be realized at the amounts recorded.

The only sources of future funds for further exploration programs or if such exploration programs are successful for the development of economic ore bodies and commencement of commercial production thereon, which are presently available to the Company are borrowing, the sale of equity capital or the offering of the Company of an interest in its properties to be earned by another party carrying out further exploration or development. Although the Company was successful in accessing the equity market during the past year, there is no certainty or assurance that such sources of financing will be available on acceptable terms, if at all.

Other risks include:

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’s primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in bank accounts held with two major banks in Canada. As most of the Company’s cash is held by two banks, there is a concentration of credit risk. This risk is managed by using major banks that are high credit, quality financial institutions as determined by rating agencies.

Liquidity Risk
Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company attempts to manage liquidity risk by maintaining a sufficient cash balance. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations. As at October 31, 2018, the Company had cash of $210,029 to settle current liabilities of $185,297. The Company is subject to significant liquidity risk. The Company has a limited history of operations and no material earnings to date and there can be no assurance that the business of the Company will be successful or profitable.

No dividends have been paid to date. Payment of any future dividends, if any, will be at the discretion of the Company’s board of directors.

The Company will need additional funding to complete its short and long-term objectives. The ability of the Company to raise such financing in the future will depend on the prevailing market conditions, as well as the business performance of the Company. Current global financial conditions have been subject to increased volatility as a result of which access to public financing has been negatively impacted. There can be no assurances that the Company will be successful in its efforts to raise additional financing on terms satisfactory to the Company.

The market price of the Company’s shares at any given point in time may not accurately reflect the long-term value. If adequate funds are not available or not available on acceptable terms, the Company may not be able to take advantage of opportunities, to develop new projects or to otherwise respond to competitive pressures

Foreign currency risk
The Company's functional currency is the Canadian dollar; however there are expenses, assets, and liabilities in US dollars. The Company is exposed to financial risk arising from fluctuations in foreign exchange rates and the degree of volatility in these rates. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

Personnel risk
The Corporation is dependent upon the services of key executives, including the Chief Executive Officer. Also, certain of the directors and officers of the Corporation also serve as directors and/or officers of other companies and, consequently, there exists the possibility for such directors and officers to be in a position of conflict.

Management's Report on Internal Controls

Disclosure controls and procedures ("DC&P") have been designed to provide reasonable assurance that all material information related to the Company is identified and communicated on a timely basis. Management of the Company, under the supervision of the President and Chief Executive Officer and the Chief Financial Officer, is responsible for the design and operations of DC&P. There have been no changes in the Company's DC&P during the year ended October 31, 2018.

The Company's management is responsible for establishing and maintaining adequate internal controls over financial reporting ("ICFR") to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with applicable IFRS. However, due to inherent limitations, internal control over financial reporting may not prevent or detect all misstatements and fraud. Also, projections of any evaluation of effectiveness in future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. There have been no changes in the Company's internal control over financial reporting during the year ended October 31, 2018 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

The Corporation's controls are based on the COSO framework. COSO (Committee of Sponsoring Organizations of the Treadway Commission) is a joint initiative of the American Accounting Association, the American Institute of Certified Public Accountants, Financial Executives International, the Association of Accountants and Financial Professionals in Business and the Institute of Internal Auditors dedicated to providing thought leadership through the development of frameworks and guidance on enterprise risk management, internal control and fraud deterrence.

Corporate Governance Practices

The disclosure required pursuant to National Instrument 58-101-Disclosure of Corporate Governance Practices was made by the Corporation in its Management Information Circular which was mailed to shareholders and is accessible via the Internet for public viewing on the System for Electronic Document Analysis and Retrieval at www.sedar.com.

Critical Accounting Estimates

Critical accounting estimates used in the preparation of the financial statements. These estimates involve considerable judgment and are, or could be, affected by significant factors that are out of the Company's control. The Company's recorded value of the Company's mineral properties is in all cases, based on historical costs that are to be recovered in the future. The Company's recoverability evaluation is based on market conditions of minerals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through mining operations or by sale or by joint venture. The Company is in an industry that is exposed to a number of risks and uncertainties, including exploration risk, development risk, commodity price risk, operating risk, regulatory risk, ownership and political risk, funding and currency risk as well as environmental risk and risks arising out of the traditional territories of Native Indian Bands. The Company's financial statements have been prepared with these risks in mind. All of the assumptions set out herein are potentially subject to significant change and out of the Company's control. These changes are not determinable at this time.

Subsequent Events

The following transactions occurred subsequent to the year-end:

(i) On November 10, 2018, the CEO of the Company's subsidiary was tragically killed in an accident. As a result, a payment of US$7,000 became payable under his employment agreement.
(ii) On November 28 and 29, 2018, the Company entered into loan extension agreements with two directors of the Company, extending the loans for an additional six month term expiring on May 10 and 14, 2019. The number of bonus warrants to be issued with respect to the extension agreements has not yet been determined.
(iii) On January 14, 2019, the Company entered into a loan agreement with a director of the Company, to borrow US$25,000 with an interest rate of 8% per annum to be repaid within 12 months or on demand after 6 months. As further consideration for advancing the loan, the Company will issue bonus warrants exercisable at a price of CAD$0.05 per share for a period of 12 months. The number of bonus warrants to be issued has not yet been determined.

Additional Information

Updated additional information relating to the Company is available at the SEDAR website: www.sedar.com. Shareholders should go to Blackrock Gold Corp.'s company profile for updated information. Shareholders are encouraged to register their shares with the Company. Shareholders who register their shares in their name will be entitled to receive up to date news releases as and when they are released.