

STAKEHOLDER GOLD CORP.
MANAGEMENT DISCUSSION & ANALYSIS
For the quarter ended September 30, 2017

The following management's discussion and analysis (the "MD&A") of the financial condition and results of the operations of Stakeholder Gold Corp. ("Stakeholder" or "the Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the quarter ended September 30, 2017. This MD&A should be read in conjunction with the Company's unaudited financial statements and related notes for the periods ended September 30, 2017 and 2016. The financial statements have been prepared in compliance with International Financial Reporting Standards ("IFRS") and reported in Canadian dollars unless otherwise stated.

Further information regarding the Company and its operations are filed electronically on the System for Electronic Document Analysis and Retrieval (SEDAR) in Canada and can be obtained from www.sedar.com and or on the Company's website at www.stakeholdergold.com.

DATE OF MD&A

This MD&A was prepared November 28, 2017.

FORWARD-LOOKING INFORMATION

This management's discussion and analysis may contain forward-looking statements reflecting the Company's objectives, estimates and expectations. These statements are identified by the use of verbs such as "estimate", "believe", "anticipate", "intend", "expect", "plan", "may", "should", "will", and the negative thereof, or other variations thereon or comparable terminology. By their very nature, these types of statements involve risk and uncertainty. Consequently, results could differ materially from the Company's projections or expectations.

NATURE OF ACTIVITIES

Stakeholder, which was incorporated on February 1, 2011 under the Canada Business Corporations Act and is a mineral exploration company engaged in the acquisition, exploration and development of mineral resource properties. The Company is currently focusing its exploration activities in Canada on precious metals properties located in the Yukon, and continues to evaluate and will acquire additional properties as capital and opportunities present themselves.

RECENT EVENTS

On February 7, 2017 the Company announced additional results of its Eastern Zone RAB drilling program, the results of which are contained within the MD&A.

On March 8, 2017, Stakeholder announced entering into an option agreement on Goldstorm Property in Elko, Nevada.

On May 5, 2017, The Company released its NI43-101 on the Goldstorm Property.

On May 8, 2017, Stakeholder announced it had received TSX-V approval of the option agreement on the Goldstorm Property.

On July 6, 2017 the Company announced it had hired Mr. Robert Cuffney as the exploration manager for its Nevada exploration efforts.

On September 14, 2017, Stakeholder announced the expansion of its ground position at the Goldstorm Project, Elko County, Nevada being an additional 1,160 acres located on the Crawford Ranch which is contiguous to existing claims.

Yukon Gold Exploration

On April 22, 2015 Stakeholder announced initiation of a geological data review by GroundTruth Exploration Inc. (a Shawn Ryan exploration Company) of Dawson City, Yukon. GroundTruth has completed the review of the Company's Ballarat gold property exploration data, and Shawn Ryan has joined the Company's Exploration Advisory Committee for review and consultation on Ballarat as well as other properties in the White Gold District.

The White Gold district is today one of the most exciting gold exploration camps in the world with a developing history of significant gold discoveries. GroundTruth have collected more than 250K soil samples in the White Gold area which have resulted in discoveries such as the Golden Saddle deposit, the Coffee deposit, the Betty, QV and Rosebute and several other high potential targets.

For further information and a podcast covering GroundTruth exploration methods and the Ballarat property exploration potential, please refer to the Company's website which can be found at: www.stakeholdergold.com

Option Agreement with Mountain View Gold Corp.

Stakeholder has entered into a property option agreement with Mountain View Gold Inc. ("MVG") and Mountain View Gold Corp. ("Mountain View"), a wholly-owned subsidiary of MVG, pursuant to which Mountain View has granted the Corporation an option to earn up to a 100% interest in Mountain View's Goldstorm property, located in Elko County, Nevada.

The Property

The Property is located in the Snowstorm Mountains Mining District in the western part of Elko County, Nevada.

The center of the Property is approximately 17 km northwest of the town of Midas, the location of Klondex's Ken Snyder ("Midas") underground gold mine and approximately 18 km east-northeast of Newmont's open pit Twin Creeks gold mine. The Property contains numerous historic prospects with no obvious production; the earliest known exploration dates to 1907. There was no activity on the Property between the 1930's and 1980. An aeromagnetic survey, along with trenching, was conducted in the 1980's. Drilling exploration commenced in 1989 and was conducted by various companies through 2000. Geologic mapping was published in 1993. Mexivada acquired the Property in 2007, and West Kirkland Mining leased the Property in 2010 and drilled two core holes.

The exploration target/model for the Property is based on the Midas mine located about 16 km (10 miles) to the south-east. Goldstorm sits near the intersection of three important gold-bearing structural corridors: the Getchell Trend; the Carlin/Midas Trend; and the Northern Nevada Rift. It is interpreted that the intercept in hole DH-2010- 1 is near the top of a blind, potentially high grade shoot similar to the geological setting observed at the Midas Mine.

In September 2017, Stakeholder announced expansion of the ground position at the Goldstorm Project, Elko County, Nevada. This addition includes 1,160 acres located on the Crawford Ranch which is contiguous to existing claims.

The Company's combined ground position now encompasses 3,806 contiguous acres of exploration leases. This enhanced land position surrounds both the Clayton Veins system and the Prochnau Veins system and covers their respective strike extensions. The combined project now includes: 828 acres first optioned from Mountainview; 1,818 acres of additional claims acquired by staking and the additional land now under option on the Crawford Ranch.

First Option

Under the terms of the agreement, the corporation has the sole exclusive right and option to earn an initial 40% interest in the property (the "First Option"), by: (i) paying to Mountain View cash consideration in the amount of USD\$40,000, (ii) issuing to Mountain View 1,250,000 common shares in the capital of the Corporation (the "Common Shares"), (iii) issuing to Mountain View an additional 1,250,000 Common Shares on the nine month anniversary of the date of the agreement, and (iv) incurring certain exploration expenditures on the property of not less than USD\$750,000 within 12 months of the effective date of the Agreement or by paying to Mountain View the balance of such amount not incurred by the corporation prior to that date.

On September 3, 2017, MVG and Stakeholder amended the agreement to state Stakeholder was required to make best efforts to incur expenditures of USD\$350,000 by December 31, 2017 and USD\$750,000 within 18 months of the effective date of the agreement.

Second Option

Following the completion of the First Option, the Corporation has the option to earn a further 40% interest in the property (the "Second Option"), by: (i) issuing to Mountain View 1,750,000 common shares upon the date of exercise (the "Second Option Exercise Date"), (ii) issuing to Mountain View an additional 1,750,000 common shares on the three month anniversary of the Second Option Exercise Date, (iii) incurring certain exploration expenditures on the property of not less than USD\$750,000 within nine months of the Second Option Exercise Date or by paying to Mountain View the balance of such amount not incurred by the Corporation prior to that date, and (iv) delivering a technical report relating to the property.

Third Option

Following the completion of the second option, the Corporation has the option to earn a further 20% interest in the property (the "Third Option"), by either: (i) paying to Mountain View cash consideration equal to \$20 per ounce of gold or gold equivalent multiplied by the total ounces of gold or gold equivalent (measured, indicated and inferred) on the Property as set out in a technical report, to be dated no later than 60 days prior to the exercise date of the Third Option, or (ii) issuing to Mountain View 3,000,000 Common Shares.

With approval being received from the Exchange in May 2017, Stakeholder paid USD \$40,000 and issued 1,250,000 common shares pursuant to the terms and conditions of the agreement.

As a result of the TSX-V approval, the management is conducting a strategic review of the project, in an effort to optimize the value of developing the Goldstorm gold project. This review will evaluate all possible scenarios to define drill targets and other opportunities to determine where the mineralization lays. Given the extensive land package of potential mineralized ground under license, the company intends to expand its optionality for unlocking long term value from the asset. This will include expanding the footprint in the Goldstorm area and a drilling program scheduled for the third quarter of 2017.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUES WITHOUT SIGNIFICANT REVENUE

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2017	2016	2017	2016
Interest income	\$ -	\$ 1,990	\$ 376	\$ 4,692
Expenses				
Management and consulting	63,100	40,528	227,430	306,858
Investor and shareholder relations	63,916	4,859	168,064	37,260
Professional fees	8,858	14,730	37,486	26,933
Administrative	40,915	99,973	112,734	209,476
Exploration expenses	(19,700)	102,894	14,750	289,944
Share based payments	-	26,500	-	305,800
	157,088	289,484	560,464	1,176,271

OVERVIEW

As of September 30, 2017 the Company incurred a net loss of \$560,088 (2016–\$1,71,579) and had a deficit of \$11,643,049 (December 31, 2016–\$11,082,961). The Company had a positive working capital position of \$293,371 (December 31, 2016–\$975,676). These material uncertainties cast a significant doubt regarding the Company’s ability to continue as a going concern.

For a discussion of trends that are reasonably likely to affect the Company’s business, see “Liquidity and Capital Resources – Trends” below.

OPERATING ACTIVITIES

Revenues

The exploration properties acquired by the Company are still in the exploration and development stage. Until sufficient work has been completed to confirm the feasibility of any specific interest being placed into production, it is not anticipated that Stakeholder will have any material revenue. No revenues have been reported for the periods ended September 30, 2017 or 2016.

Expenses

For the first three quarters of 2017, the Company incurred a loss \$560,088 (2016–\$1,171,579). The main fluctuation in expenses are explained as follows:

Management and consulting fees declined as a result of lower fees being charged by the new Chief Financial Officer and less consultants that were used in 2016 to raise capital. Investor and shareholder relations increased due to an IR campaign launched in Europe late in the second quarter of 2017. Professional fees increased due to legal charges associated with the Mountain View Gold option agreement. Administrative expenses decreased as a result of directors' fees paid in 2016 not paid in 2017. Stock based compensation decreased as a result of no options being issued or vesting in the first nine months of 2017.

SELECTED FINANCIAL INFORMATION

The following information has been extracted from the Company's financial statements:

September 30,	2017	2016
Operations	\$	\$
Revenue	-	-
Net income (loss)	(560,088)	(1,171,579)
Basic and diluted income (loss) per share	(0.02)	(0.07)
Balance Sheet		
Total Assets	1,081,212	1,157,779
Working capital	293,571	975,676
Cash dividends declared	NIL	NIL

SUMMARY OF QUARTERLY RESULTS

Selected financial information for each of the last eight quarters:

Quarter Ended	Revenue	(Loss) income for the Period	Earnings(Loss) per Share *
	\$	\$	\$
September 30, 2017	Nil	(157,087)	(0.01)
June 30, 2017	Nil	(191,792)	(0.01)
March 31, 2017	Nil	(211,244)	(0.01)
December 31, 2016	Nil	(1,102,421)	(0.10)
September 30, 2016	Nil	(287,494)	(0.02)
June 30, 2016	Nil	(329,980)	(0.02)
March 31, 2016	Nil	(555,105)	(0.01)
December 31, 2015	Nil	(2,140,955)	(0.03)

* Earnings (Loss) per share data is basic and diluted

The Company's level of activity and expenditures during a specific quarter are influenced by the availability of working capital, the availability of additional external financing, the time required to gather, analyze and

report on geological data related to mineral properties, the results of the Company's prior exploration activities on its properties and the amount of expenditure required to advance its projects.

INVESTING ACTIVITIES

The Company holds a portfolio of mineral properties located in the Yukon and the United States. The Company explores for its own account. The Company may also derive revenue and furthers exploration or development by farming out mineral property interests in whole, or in part, to other exploration companies for a mix of cash, shares and work expenditure commitments.

White Gold Area

The Dawson Range area overlaps with the Klondike and Stewart gold camps where over 20 million ounces of placer gold have been produced to date. The hard rock gold potential of the Dawson Range had not been fully recognized until 2009 when Underworld Resources Inc. announced the Golden Saddle discovery. This discovery led to a massive staking rush in 2010, followed by a second major discovery by Kaminak Gold Corp. on its Coffee Creek project. The Dawson Range is currently one of the busiest exploration districts in Canada. Stakeholder holds a total of 17,046 hectares in the Dawson Range. Ballarat is located midway between Golden Saddle (now held by Kinross) and Coffee Creek. The Selwyn, Marion, Thistle Mountain and Coffee properties are also located in the district.

The Dawson Range remained free of ice during the last period of glaciation. Because of this, the region is characterized by rolling hills with steep-sided, V-shaped valleys. There is very little bedrock exposure and a thick local soil has developed which prevented early prospectors from finding much by traditional "pack and boots" prospecting. Modern, GPS-guided soil geochemical surveys have proven to be a very effective tool for identifying large mineralized systems. At this early stage, it appears that the geology is prospective for a range of deposits from narrow, low-tonnage, high-grade deposits to broad, large-tonnage, low-grade gold deposits. This part of Yukon is relatively accessible by a number of summer roads and airstrips built by placer miners. The Yukon River also offers a transportation corridor to barge in fuel, equipment and supplies.

Ballarat

The 200 claim (4,140ha) Ballarat property lies approximately 100km due south of Dawson City, Yukon. Stakeholder holds Ballarat 100%. In July 2012, the Company completed a five hole, 753 metre core drilling program to test two strong gold-in-soil trends outlined in work completed during 2010. Drill results were below expectations although low grade gold mineralization was intersected in three of the five holes. Management feels that the drilling program did not follow the identified gold anomalies. In December 2012, the Company wrote off all development expenses. Geochemical surveys completed in 2011 identified a number of gold-in-soil anomalies on the eastern part of the property. Recent GroundTruth interpretation of results coupled with the property's known geological merits and history of successful placer mining suggests that more investigation should be undertaken. In particular a more detailed soil sampling program has been recommended, which is expected to be followed by surface trenching and GT Probe sampling. This program could provide useful information quickly and cost effectively in relation to near surface or subsurface gold deposition that may be economic similar to the known deposits nearby.

In May 2016 Stakeholder announced plans for exploration on Ballarat and in July 2016 completed Phase 1 of that exploration program. A strong gold in soils anomaly manifested in what is now called the Ballarat Eastern Zone. Gold in soils was complemented by gold assays from gold rock chip samples.

Work on the Eastern Zone of the Ballarat property identified an extensive anomalous gold in soils area with gold assays also evidenced in rock samples. The Eastern Zone is identified over 700+ meters of strike length, is open along strike and is evidenced over a width in excess of 300 meters. A prospective extension of the Eastern Zone is also manifest almost 2,000 meters along strike in an area now referred to as the Skye Zone. The newly identified Eastern Zone (on its eastern extent) is located approximately 500 meters from the proposed route for the road which is being built to the Coffee project mine and which is expected to be completed during 2018. The proposed road route passes over the Eastern portion of the Ballarat property in close proximity to the newly identified Eastern Zone gold anomaly, and could provide significant logistical advantages for the Company in the event of an economic mineral discovery. Additional work on this property is being considered for the summer of 2017.

Current information about the Eastern Zone gold anomaly and Ballarat property can be found on the Company's website at: www.stakeholdergold.com.

Goldstorm Project

The Property is situated in the Snowstorm Mountains Mining District in the western part of Elko County, Nevada. The Property is located approximately 17 km northwest of Klondex's Ken Snyder ("Midas") underground gold mine, approximately 18 km east-northeast of Newmont's Twin Creeks gold mine and approximately 25 km northeast of Barrick Gold's Turquoise Ridge mine.

A National Instrument 43-101 technical report on the property has been filed on SEDAR and is available on the Stakeholder Gold website at: <http://stakeholdergold.com/goldstorm-project/ni-43-101-technical-report/>

The Property contains numerous historic prospects, and the earliest known exploration dates to 1907. There was no activity on the Property between the 1930's and 1980. An aeromagnetic survey, along with trenching, was conducted in the 1980's. Drilling exploration commenced in 1989 and was conducted by various companies through 2000. Geologic mapping was published in 1993. Mexivada acquired the Property in 2007, and West Kirkland Mining leased the Property from Mexivada in 2010.

In 2010, West Kirkland Mining drilled two core holes on the Property. Drill hole WG-1001 is located on the Clayton Veins system, situated about 1 km south-southwest of the more extensively explored Northern zone. Beginning at 64.4 m depth, the hole intercepted a 2 m vein zone that assayed 5.5 g/t Au, including a 1 m interval @ 9.29 g/t Au and 73 g/t Ag. The Clayton Veins system trends NW-SE and has been tested by only this one drill hole. The parallel Prochnau Veins system, located about 300 m to the NE, has not yet been drill-tested. Both these vein systems are open along strike and to depth. Evidence of veining has been traced over 2,000 m strike length, and these veins will be the subject of exploration drilling planned to be undertaken by Stakeholder in the coming months.

The exploration target/model for the Property is based on the Midas mine located about 16 km (10 miles) to the southeast. Goldstorm sits near the intersection of three important gold-bearing structural corridors: the Getchell Trend; the Carlin/Midas Trend and the Northern Nevada Rift.

The Company's combined ground position now encompasses 3,806 contiguous acres of exploration leases. This enhanced land position surrounds both the Clayton Veins system and the Prochnau Veins system and covers their respective strike extensions. The combined project now includes: 828 acres first optioned from Mountainview; 1,818 acres of additional claims acquired by staking and the additional land now under option on the Crawford Ranch.

Coffee

Stakeholder holds the 10-claim (208ha) Coffee property adjacent to, and enclosed by, Kaminak's Coffee property. These claims are located approximately 5km east of Kaminak's Supremo discovery, announced on May 26, 2010.

FINANCING ACTIVITIES

On February 26, 2016, the Company closed a non-brokered private placement. This private placement consisted of \$150,000 of flow-through financing (issuance of 1,500,000 shares priced at \$0.10) and \$600,000 of hard dollar financing (issuance of 6,000,000 shares priced at \$0.10), for total gross proceeds of \$750,000.

On September 3, 2016, the Company closed tranche 1 of a non-brokered private placement with proceeds of \$1,220,695 comprised of 2,441,390 units of which 600,000 were flow through and 1,841,390 were hard dollar. Each unit comprised of one common share and one half warrant.

On October 5, 2016, the Company closed tranche 2 of a non-brokered private placement, issuing 1,205,115 units each comprised of one common share and one half warrant for proceeds of \$602,558.

LIQUIDITY

As of September 30, 2017 the Company incurred a net loss of \$560,088 (2016-\$1,171,579) and had a deficit of \$11,643,049 (December 31, 2016-\$11,082,961). The Company had a positive working capital position of \$525,107 (December 31, 2016-\$975,676). These material uncertainties cast a significant doubt regarding the Company's ability to continue as a going concern.

The Company is involved in funding activities and will continue to source additional financing; however, there is no assurance that such financing will be available when required, or under terms that are favourable to the Company. The Company may also elect to advance the exploration and development of mineral properties through joint-venture participation. When financing conditions are not optimal, the Company may enter into option agreements or other solutions to continue its activities, or may slow its activities until conditions improve.

RELATED PARTY TRANSACTIONS

- * Included in receivables is an amount due from a related company which has common officers and directors for \$Nil (December 31, 2016 - \$2,840). The amount is unsecured, non-interest bearing and due on demand.
- * The Company incurred rent of \$15,444 (2016 - \$15,444) charged by companies with common officers and/or directors.
- * As at September 30, 2017 accounts payable and accrued liabilities include \$90,414 (2016 - \$119,549) due to companies controlled by officers and directors.

In accordance with IAS 24, key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

The remuneration of directors and key management of the Company was as follows for periods ended September 30:

	2017	2016
Remuneration	\$ 226,900	\$ 281,550
Share based payments	-	279,300
	\$ 226,900	\$ 560,850

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

Management is often required to make judgments, assumptions and estimates in the application of generally accepted accounting principles that have a significant impact on the financial results of Stakeholder. A comprehensive discussion of Stakeholder's significant accounting policies is contained in note 3 to the financial statements.

As is common with exploration companies, the Company's ability to continue its on-going and planned exploration activities and continue operations as a going concern, is dependent upon the recoverability of costs incurred to date on mineral properties, the existence of economically recoverable reserves, and the ability to obtain necessary equity financing from time to time. Should the Company be unable to continue as a going concern, amounts realized from disposal of its assets (primarily its mining properties) on a liquidation basis may be significantly less than their carrying amounts.

Management continues to pursue various alternatives, including private placements, to raise capital. It is not possible to determine with certainty the success or adequacy of this or other initiatives.

The following is a discussion of the accounting estimates that are critical in determining Stakeholder's financial results:

Impairment

Assets, including property and equipment, and deferred exploration expenditures, are reviewed for impairment whenever events or changes in circumstances indicate that their carrying amounts exceed their recoverable amounts.

There are a few circumstances that would warrant a test for impairment of deferred exploration expenditures, which include: the expiry of the right to explore, substantive expenditure on further exploration is not planned, exploration for and evaluation of the mineral resources in the area have not led to discovery of commercially viable quantities, and/or sufficient data exists to show that the carrying amount of the asset is unlikely to be recovered in full from successful development or by sale. If information becomes available suggesting impairment, the amount capitalized is written off in the consolidated statement of comprehensive income (loss) during the period the new information becomes available.

In the determination of carrying values and impairment charges, management looks at the higher of recoverable amount or fair value less costs to sell. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period.

USE OF FINANCIAL INSTRUMENTS, OFF BALANCE SHEET ARRANGEMENTS AND CONTRACTUAL OBLIGATIONS

The Company has not entered into any specialized financial agreements to minimize its investment risk, currency risk or commodity risk. There is no off-balance sheet arrangements that are likely to have a material effect or future effect on the Company's financial condition that have not been disclosed in the consolidated financial statements.

Additional disclosure concerning the Company's contractual obligations is provided in Note 5 and Note 10 in the financial statements for the period ended September 30, 2017, copies of which are filed on the SEDAR website at www.sedar.com.

Disclosure Controls and Procedures and Internal Controls over Financial Reporting

There were no significant changes to the Company's internal control over its financial reporting for the period ended September 30, 2017, which have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

As of September 30, 2017, the Company evaluated its disclosure controls and procedures and internal control over financial reporting. These evaluations were carried out under the supervision of the Company's president and chief financial officer. Based on these evaluations, the president and chief financial officer concluded that the design and operation of these internal controls and procedures and internal control over financial reporting was effective.

Recent Accounting Pronouncements

The International Accounting Standards Board ("IASB") or the International Financial Reporting Interpretations Committees ("IFRIC") have issued a number of new or revised standards or interpretations that will become effective for future periods and have a potential implication for the Company.

IFRS 9 Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 15 Revenue from Contracts ("IFRS 15") establishes principals for recognizing revenues based on a five-step model which is to be applied with all contracts with customers. The Company plans to adopt the new standard for the year ended December 31, 2017.

The Company has not early adopted any of these standards or interpretations and is currently assessing the impact of the revised standards and interpretations on its financial statements.

DISCLOSURE OF OUTSTANDING SHARE DATA

The following is for disclosure of information relating to the outstanding securities of the Company:

As at the date of this MD&A the Company had 21,188,662 common shares issued and outstanding.

As at the date of this MD&A the Company had 2,117,805 warrants outstanding.

As at the date of this MD&A the Company had 1,510,000 stock options outstanding.

RISK FACTORS

The Company's recorded value of its mineral properties is based on historical costs that expect to be recovered in the future. The Company's recoverability evaluation is based on market conditions for minerals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through the mining operations or by sale. The Company is in an industry that is exposed to a number of risks and uncertainties, including:

Price Volatility

Any future earnings will be directly related to the price of precious and base metals. Such prices fluctuate over time and are affected by numerous factors beyond the control of the Company.

Environmental

Operations, development and exploration projects could potentially be affected by environmental laws and regulations of the country in which activities are undertaken. The environmental standards continue to change and the global trend is to a longer, more complex process. Although the Company continuously reviews environmental matters and undertakes to comply with changes as expeditiously as possible, there is no assurance that existing or future environmental regulations will not materially adversely affect Stakeholder's financial conditions, liquidity or results of operations.

Certain environmental issues, such as storm events, storage seepage, dust and noise emissions, while having been assessed and strategies based on best practices have been adopted, there can be no assurance an unforeseen event will occur which could have a material effect on the viability of the Company's business and affairs.

Going Concern

As is common with exploration companies, the Company's ability to continue its on-going and planned exploration activities and continue operations as a going concern, is dependent upon the recoverability of costs incurred to date on mineral properties, the existence of economically recoverable reserves, and the ability to obtain necessary equity financing from time to time.

Interest Rate Risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company does not have any borrowings. Interest rate risk is limited to potential decreases on the interest rate offered on cash and cash equivalents held with chartered Canadian financial institutions. Sensitivity to a plus or minus 1% change in the interest rates could impact any renewals or extensions of

term deposits which would have no significant impact on the net loss due to the immateriality of the interest earned.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The key to success in managing liquidity is the degree of certainty in the cash flow projections. If future cash flows are fairly uncertain, the liquidity risk increases.

At September 30, 2017, Stakeholder had a cash balance of \$370,016 and current liabilities of \$141,125. The Company will be required to obtain additional financing for working capital and continued exploration and development of its properties.

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations. The Company is exposed to credit risk in its cash and cash equivalents, short-term investments, and receivables. The maximum credit risk represented by the Company's financial assets is represented by their carrying amounts. Concentration of credit risk exists with respect to the Company's cash and cash equivalents as substantially the entire amount is held at a single major Canadian financial institution. Credit risk on cash and cash equivalents and short-term investments is minimized by depositing with only reputable financial institutions. Management has reviewed the receivable balances and determined that the balances are collectible; accordingly there has been no allowance for doubtful accounts recorded.

November 28, 2017