



MARITIME RESOURCES

MARITIME RESOURCES CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the year ended December 31, 2022

(Expressed in Canadian dollars)



This Management's Discussion and Analysis ("MD&A") of Maritime Resources Corp. and its subsidiary ("Maritime" or the "Company") is dated April 26, 2023 and provides an analysis of our audited consolidated financial results for the years ended December 31, 2022 and 2021. This MD&A should be read in conjunction with Maritime's audited financial statements and notes thereto for the years ended December 31, 2022 and 2021 (the "Financial Statements"), which are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"), available on www.sedar.com. This MD&A contains forward-looking statements that are based on management's current expectations, are not historical in nature and involve risks and uncertainties. Forward-looking statements are not guarantees as to Maritime's future results as there are inherent difficulties in predicting future results. Accordingly, actual results could differ materially from those expressed or implied in forward-looking statements (please see "Cautionary Note Regarding Forward-Looking Information" below). The Company's common shares trade on the Toronto Venture Stock Exchange (the "TSX-V") under the stock trading symbol MAE. Additional information relevant to the Company's activities, including the Company's audited financial statements, can be found at www.sedar.com or the Company's website at www.maritimeresourcescorp.com.

Maritime is a Canadian-based junior gold and base metals exploration company focused on re-starting the past producing Hammerdown gold mine, located near the Baie Verte Mining District and Springdale in Newfoundland and Labrador as well as exploration on its other properties in the region. Of the total Maritime property of 39,225 hectares, the Company holds a 100% interest in 37,050 hectares, or 94.5%, with the remaining 2,175 hectares, or 5.5%, under option agreements to earn 100% ownership. The Green Bay Property hosts the former Hammerdown gold mine including resource estimates on two gold deposits, the Hammerdown and the Orion deposits, separated by a 1.5 kilometre distance.

2022 AND RECENT HIGHLIGHTS

- Closed the sale of the Daniel Property, located in Québec, to Nuva Minerals Corp. for gross cash proceeds of \$100,000 in March 2022 subsequent to December 31, 2022. The Company holds a 1% NSR on the property.
- Received provincial government funding commitment of \$1 million from the Climate Change Challenge Fund for Hammerdown's proposed mineral sorting facility subsequent to December 31, 2022.
- Granted incentive stock options to certain officers, directors, employees and/or consultants of the Corporation to purchase up to 4,950,000 common shares in the capital of the Company until February 28, 2028, at an exercise price of \$0.05 per share subsequent to December 31, 2022.
- Submitted of the Project Development Plan and the Closure Plan to the province of Newfoundland and Labrador subsequent to December 31, 2022.
- Engaged InnovExplo to complete a NI 43-101 mineral resource estimate on Orion expected by mid 2023.
- Drilled 12 drill holes (1,588 metres ("m")) at the Orion Project in 2022, focused on testing for possible plunging high-grade mineralized shoots and verified the continuity and grade of the mineralized zones within the interpreted mineralized shapes as defined by previous drilling.
- A follow-up drilling program confirmed a mineralized corridor over a strike length of 500 m in Area 22 during the fall of 2022, occurring along a 2.4 km-long magnetic low corridor that spans the distance from Orion to Hammerdown.
- Closed the sale of a 1% Net Smelter Return Royalty on its Lac Pelletier Property located in Québec to Metalla Royalty & Streaming Ltd. for \$300,000 on October 4, 2022.
- Completed a non-brokered private placement of 74,000,000 common shares at a price of \$0.05 per common share for gross proceeds of \$3,700,000 on September 22, 2022.
- Filed a Feasibility Study technical report for the development of the Hammerdown Gold Project on October 6, 2022 with an effective date of August 15, 2022, with \$102.8 million after tax net present value (5% discount), 48.1% internal rate of return, 1.7 year payback at US\$1,750/oz base case gold price and \$75 million in initial capital.
- Completed a 6-hole 1,367 m condemnation drilling program in early 2022, 300 m south of the Hammerdown Gold Project where drill hole DC-22-02 intersected a broad interval of near surface disseminated and vein hosted gold mineralization with 30.2 m grading 0.76 grams per tonne ("gpt") gold, including 8.9 m grading 1.74 gpt gold. The discovery opened a new target area trending towards the northeast end of the proposed pit shell.



- Sold its Nomad marketable securities, received on the sale of its royalty interests in a number of Canadian exploration projects in Québec, British Columbia and Ontario, for net cash proceeds of \$961,897 in June 2022. The Nomad marketable securities were received pursuant to the sale of the royalty interests on January 21, 2022.
- Exercised its option to acquire a 100% interest in mineral licenses optioned from various prospectors in the Whisker Valley Project area on March 22, 2022.
- Exercised its option to acquire a 100% interest in the Spruce Pond mineral licenses on March 10, 2022.

OVERVIEW

The Company is a gold and base metals exploration company with a focus on Canadian mining opportunities with advanced exploration assets in Newfoundland and Labrador, Canada. The Green Bay Property hosts the former producing Hammerdown gold mine. Maritime is focused on advancing the Hammerdown Gold Project towards a production decision by having completed the feasibility study and continuing its work towards obtaining all remaining project permitting, as well as testing near-mine exploration targets. The Company continues to monitor the economic environment including, but not limited to, the financial markets, commodity prices, the inflationary environment, supply chain constraints and workforce availability as part of its assessment of the appropriate time to consider a development decision.

Maritime also has a number of highly prospective gold exploration projects including the Whisker Valley and Gull Ridge properties, which are contiguous with the Green Bay Property, strategically located on the Baie Verte and Springdale Peninsulas, a prolific gold and base metals mining district. The Whisker Valley Property hosts earlier stage exploration targets that have returned excellent results from the first phase trenching and geophysical programs carried out in late 2017. Further widespread mapping, prospecting, trenching, diamond drilling and geochemical surveys were completed on the Whisker Valley Property as discussed in the Property Geology and Exploration Potential section below.

The Company intends to raise funding through debt financing, equity issuances, sales of royalties or asset sales, or a combination thereof as needed having announced its Feasibility Study results, to support continued progress towards the development of the Hammerdown Gold Project and general working capital purposes.

Feasibility Study – Hammerdown Gold Project

On October 7, 2022, the Company filed a technical report for the Feasibility Study results for the 100% owned Hammerdown Gold Project (“Hammerdown” or the “Project”) in the Baie Verte mining district of Newfoundland and Labrador, Canada with an effective date of August 15, 2022. The Feasibility Study supports a technically straightforward, brownfields open pit mine and gold processing operation benefiting from low capital intensity and rapid payback. Unless otherwise indicated, all dollar amounts are expressed in Canadian dollars.

Highlights:

- Open pit mine with run of mine (“ROM”) grade of 4.46 gpt gold, life of mine (“LOM”)
- On-site crushing and sorting plant producing 700 tonnes per day (“tpd”) of mill feed grading 6.76 gpt gold
- Mineral processing at Maritime’s 100% owned 700 tpd gold circuit at the Nugget Pond mill facility
- LOM payable gold production of 247,000 ounces (“oz”), averaging 50,000 oz annually
- \$102.8 million after tax net present value (“NPV”) (5% discount) with 48.1% internal rate of return (“IRR”), 1.7 year payback at US\$1,750/oz base case gold price (three year trailing average)
- \$75.0 million in initial capital with \$4.9 million in net sustaining capital
- US\$912/oz gold all-in sustaining cost (“AISC”)



- Several near-mine exploration opportunities to expand resources and extend mine life

See “*Hammerdown Gold Project – Feasibility Study*” section below for a detailed discussion.

Nugget Pond Gold Plant and Other Assets Acquisition

On April 12, 2021, pursuant to the terms of an asset purchase agreement, the Company acquired the Nugget Pond gold plant in the Baie Verte mining district of Newfoundland and Labrador, the Lac Pelletier gold project in Rouyn Noranda, Québec and several other exploration properties and royalty interests in key mining camps across Canada (collectively, the “Assets”) from two subsidiaries of Rambler Metals and Mining PLC, namely Rambler Metals and Mining Canada Limited and 1948565 Ontario Inc. (together, “Rambler”) (the “Acquisition”). The consideration paid by the Company for the Assets was comprised of the assumption of certain liabilities associated with the Assets, a payment of US\$2,000,000 in cash, and the issuance of the number of common shares of the Company equal to \$500,000, based on the 30-day volume weighted average price of the common shares as of the closing date of the acquisition, representing 3,571,428 common shares issued at a price of \$0.14 and having a value of \$660,714 based on the closing share price of Maritime on April 12, 2021. In addition, a deposit of \$200,000 was paid to Rambler on March 12, 2020. Sprott Capital Partners LP (“Sprott”) acted as advisor to Maritime in connection with the acquisition and were issued 400,000 common shares of the Company in consideration for such services.

The Company also assumed a reclamation liability associated with Nugget Pond gold plant assets in their current non-operating state of \$718,750. The Company incurred transaction costs of \$315,765 in addition to the deposit of \$200,000 paid to Rambler on March 12, 2020 totaling \$515,765 and included \$82,000 for the non-cash value of the 400,000 common shares issued for advisory services.

The assets acquired included:

- Nugget Pond gold circuit – an existing carbon-in-pulp leach plant that last operated in 2012 and was previously used to process ore from the Hammerdown mine. The gold circuit is located within an active copper processing and tailings storage complex currently operated by Rambler. As part of the Feasibility Study, Maritime determined the optimal configuration to operate both the Nugget Pond gold circuit and copper concentrator concurrently and independently without any impact on Rambler’s current operations. Certain matters related to the access and use of the gold circuit remain subject to final agreement.
- Lac Pelletier gold property – located in Rouyn Noranda, Québec approximately five km south of Glencore’s Horne smelter and three km north of the Cadillac Larder-Lake Break in the Abitibi Greenstone Belt.
- A portfolio of Canadian mineral exploration properties and currently non-producing royalty interests.

Liquidity

On September 22, 2022, the Company completed a non-brokered private placement of 74,000,000 common shares at a price of \$0.05 per common share for gross proceeds of \$3,700,000. Legal, regulatory and other cash costs associated with the private placement totalled \$48,545. The net proceeds of the Offering are being used for: (i) final permitting costs with respect to the Hammerdown Gold Project; (ii) remaining costs associated with the Company’s feasibility study referenced in its public record; (iii) completing up to 5,000m of drilling at the Hammerdown Project and/or the Orion Deposit; and (iv) general corporate and working capital purposes. During the fourth quarter of 2022, the Company sold a 1% NSR Royalty on its Lac Pelletier Property located in Québec to Metalla Royalty & Streaming Ltd. for \$300,000 and sold the Manitoba property to Hudbay Minerals Inc. for cash consideration of \$200,000.

Maritime’s ability to fund its exploration and development activities and to continue as a going concern is dependent upon its ability to obtain the necessary financing. The Company has incurred losses since inception, has no sources



of reoccurring revenue and does not have sufficient working capital to continue beyond one year. The Company does expect to obtain additional financing during the second quarter of 2023.

HAMMERDOWN GOLD PROJECT – FEASIBILITY STUDY

On August 23, 2022, the Company announced completion of a positive feasibility study (the “Feasibility Study”) for the 100% owned Hammerdown Gold Project (“Hammerdown” or the “Project”) in the Baie Verte mining district of Newfoundland and Labrador, Canada. The Feasibility Study contemplates a technically straightforward, brownfields open pit mine and gold processing operation with low capital investment and rapid payback.

Table 1. Feasibility Study Results

ITEM	UNITS	TOTAL
Mine life	years	5
Ore tonnes	kt	1,895
Waste tonnes	Mt	38.5
Strip ratio	waste:ore	20.3
ROM ore production	tpd	1,200
ROM gold grade	Au gpt	4.46
Sorting plant waste rejection	%	40.0
Sorting plant gold recovery	%	95.0
Mill throughput	tpd	700
Mill head grade after sorting	Au gpt	6.76
Tonnes milled	Kt	1,189
Mill gold recovery	%	95.5
Gold produced	oz	247,346
Avg. annual production	oz	50,000
Mining cost	\$/t mined	4.49
Mineral processing	\$/t milled	48.06
Trucking from sorting plant to mill	\$/t milled	25.50
General and administrative	\$/t milled	12.04
Cash costs ^{1,4}	US\$/oz	897
AISC per ounce gold ^{1,4}	US\$/oz	912
Total initial capital ³	\$M	75.0
Total sustaining capital	\$M	4.9
Avg. annual free cash flow	\$M	41.4
After-tax NPV(5%) ⁴	\$M	102.8
After-tax IRR ⁴	%	48.1
Payback period ²	years	1.7

1. See "Non-IFRS Measures" below.

2. Payback is defined as achieving cumulative positive free cashflow after all cash costs and capital costs, including sustaining capital costs and is calculated from the start of production.

3. Excludes initial working capital requirements.

4. \$0.77 US\$/C\$ exchange rate.



Mining

The Feasibility Study contemplates open pit mining from the Hammerdown deposit, including the higher grade narrow Hammerdown veins and the thicker, lower grade Wisteria zone. The Hammerdown mine is designed as a conventional truck and shovel open pit operation with one year of pre-production stripping and five years of subsequent mining. ROM ore from Hammerdown would be sent to the on-site crushing and ore sorting plant to produce the mill feed product that would be hauled to the Company's gold circuit at the Nugget Pond mill for final processing. Current mineral resources contained within the Orion deposit have not been considered as part of the Hammerdown Feasibility Study and remain subject to ongoing exploration, environmental and technical studies.

A total of 1.895 million tonnes of ROM ore is scheduled to be mined from the Hammerdown pit with a diluted grade averaging 4.46 gpt Au. A total of 38.5 million tonnes of non-acid generating waste rock will also be produced and stored in a waste rock stockpile to the south of the open pit.

The open pit has been designed and scheduled to maximize project rate of return. Pit slope optimization has been undertaken based on geotechnical data collected between 2019 and 2021. Hammerdown's open pit development consists of three phases of pushbacks with overburden thickness averaging under 2 m. Mining will be completed by conventional drill/ blast/ load/ haul methods on 5 meter benches in ore and 10 m benches in waste where practical. Waste loading and haulage will be handled by 7 m³ hydraulic excavators and 55 tonne payload haul trucks. Ore loading and hauling will be handled by a fleet of 4 m³ hydraulic excavators with a 7 m³ front end loader as backup and 38 tonne payload articulated haul trucks.

Grade control in the open pit is a key part of the mining process and will be accomplished through a combination of 5 metre bench heights, 50,000 m of close spaced diamond drilling (15 m centres, 10 m vertically) to identify and report vein orientations and grades to the mine planners, selective excavation under GPS control, and mine geological control. The ore sorting process is integrated to remove dilution taken with the narrow veins during the mining process.

Mineral Processing

As a brownfields gold project, Hammerdown has a history of high gold recoveries through an industry standard carbon-in-pulp leaching circuit at the Nugget Pond mill. Between 2000-2004 Richmond Mines processed 291,400 tonnes of material grading 15.8 gpt Au from Hammerdown at Nugget Pond. Recoveries averaged 97% with a total of 143,000 ounces of gold produced during this time.

The Feasibility Study's approach to mineral processing includes a crushing and sorting stage at the Hammerdown mine site to remove dilution and concentrate the ROM material into a high-grade feed product for the mill. This product would be hauled 140 km to the Nugget Pond mill for final mineral processing including grinding, thickening, carbon in pulp leaching, refining to doré bars and disposal of tailings.

The crushing and sorting plant at Hammerdown is designed for 1,200 tpd of ROM feed with an ultimate capacity of 1,800 tpd, providing significant over-capacity to allow operating flexibility. ROM feed would go through primary and secondary crushing stages to produce a 50mm minus product. A three-deck screening plant would convey the fine fraction (minus 12mm) to the feed storage building and two separate coarse size fractions to two sorters operating in parallel. Sorter No.1 would receive a 12-25mm size fraction and sorter No. 2 would receive the 25-50mm size fraction. X-ray transmission ("XRT") sorting with compressed air would be used to concentrate the material containing sulphides, separating it from the inert waste rock dilution taken during the mining process. The sorting process has been designed to operate without the use of water, relying on X-ray sensing and compressed air to separate the high-grade feed product from the waste. Sorted product material would be conveyed to a final tertiary crushing stage to reduce the product to 12mm minus and stockpiled in the feed storage building. Sorted reject material would be stockpiled and back hauled to a storage pile for long term closure. Metallurgical test work supporting the design of the plant was completed on several bulk samples of Hammerdown mineralization at two



different manufacturer's facilities. On average, a crushing and sorting rejection rate of 40% is expected with gold recovery of 95.0%.

At the Nugget Pond mill, the sorted product from Hammerdown is planned to be processed at a rate of 700 tpd. Highway haulage trucks carrying 30 tonne payloads will offload at Nugget Pond via an automated truck unloader that will convey the material to a covered stockpile. Reclaim feeders will transfer the fine material to the grinding circuit, consisting of a 10.5' x 21' x 1,000 hp ball mill and a 450 hp vertical grinding mill to achieve a final P80 grind size of 50 microns. Post grinding the slurry would proceed through the existing carbon in pulp leach ("CIP") circuit to produce gold doré bars and a tailings product that would be deposited in the existing tailings management area. Gold recovery through the Nugget Pond gold circuit is estimated to be 95.5%. All metallurgical test work was conducted at Blue Coast Research Ltd. under the direction of Canenco Consulting Corp.

Operating and Capital Costs

Capital costs have a basis of estimate at Class 3 (FEL3) with a stated -15%/+30% accuracy (after the Association for the Advancement of Cost Engineering International) and are stated in Q2 2022 Canadian dollars.

Capital cost contingency has been allocated on scopes of work. The combined contingency for all scopes of work is equivalent to 20% of direct costs, excluding mining equipment and pre-stripping. More than 82% of equipment costs, bulk materials and labour rates are estimated with budget quotes from vendors. The remaining 18% of costs are estimated from consultant databases on precedent projects, or from factoring such items as freight and construction indirect costs from supply pricing.

Mine equipment is assumed to be acquired through a combination of leasing for most production and support equipment, rentals for pioneering drills, and purchase of some support equipment.

The initial capital cost, including contingency, is estimated at \$75.0M and net LOM sustaining capital cost is estimated at \$4.9M, net of closure costs and salvage values for major equipment, for a total capital cost of \$80.0M.

Table 2. Capital Costs

ITEM	UNITS	TOTAL
Mining	\$M	10.6
Site development	\$M	4.7
Mineral processing	\$M	24.7
Water management	\$M	0.6
On-site infrastructure	\$M	5.9
Project indirect costs	\$M	17.3
Owner's costs	\$M	4.0
Subtotal	\$M	67.9
Contingency	\$M	7.2
Total initial capital	\$M	75.0
Sustaining capital	\$M	11.0
Closure	\$M	3.5
Salvage	\$M	(9.6)
Total net sustaining capital	\$M	4.9
Total capital	\$M	80.0



Mine operating costs, including pre-stripping, are estimated at \$4.31/t moved with a strip ratio of 20.3 (waste:ore) over the LOM.

Processing and tailings storage related costs are estimated at \$48.06/t processed. General and administration costs are estimated at \$12.04/t processed. Diesel costs are estimated at \$1.53 per litre and power at \$0.085 per kWh (net charge for generated power).

Overall LOM Cash Costs are estimated at US\$897 per payable ounce of gold. The LOM All-In Sustaining Costs are estimated at US\$912 per payable ounce of gold.

Table 3. Operating Costs

Item	Units	Total
ROM tonnes	kt	1,895
Tonnes milled	kt	1,189
Payable gold produced	oz	247,346
Mining costs	\$/t mined	4.49
Trucking	\$/t milled	25.50
Mineral processing	\$/t milled	48.06
G&A	\$/t milled	12.04
Total	\$/t milled	234.45
Refining, royalties	\$M	9.3
On-site operating costs	\$M	278.7
Net sustaining capital	\$M	4.9
All in sustaining costs	US\$/oz	912

Infrastructure and Facilities

At the Hammerdown mine site, the main structure will be the crushing and sorting plant. Other structures have been planned to site operational requirements and will include an administration complex, security gatehouse, explosive storage facility, truck scales, a warehouse, and a mine equipment maintenance shop (See Figure 1). Site geotechnical investigations have been performed to support the engineering effort for site infrastructure design. Power will be supplied to the Hammerdown site by a new 570 m long utility line connection to the existing 25 kV grid at Route 391, operated by Newfoundland and Labrador Hydro. The entrance to the Hammerdown site is located a short distance from Route 391 via the Shoal Pond forest access road. A new 2 km bypass road is envisioned to ensure safe passage for the general public, rerouting light vehicle and other traffic away from the Hammerdown mine area.

At the Nugget Pond mill, the main facilities will be the material handling system and covered mill feed stockpile ahead of the grinding and CIP circuits. An existing, operational, and fully permitted tailings storage facility is present and will be operated under a custom processing agreement with Rambler Mining and Metals Canada Limited. Power is supplied by an existing line connection to the provincial power grid. An existing 10 km access road connects Nugget Pond to provincial Highway 414. Upgrades to the access road have been incorporated into the Feasibility Study to address widening and culvert replacements in certain areas.

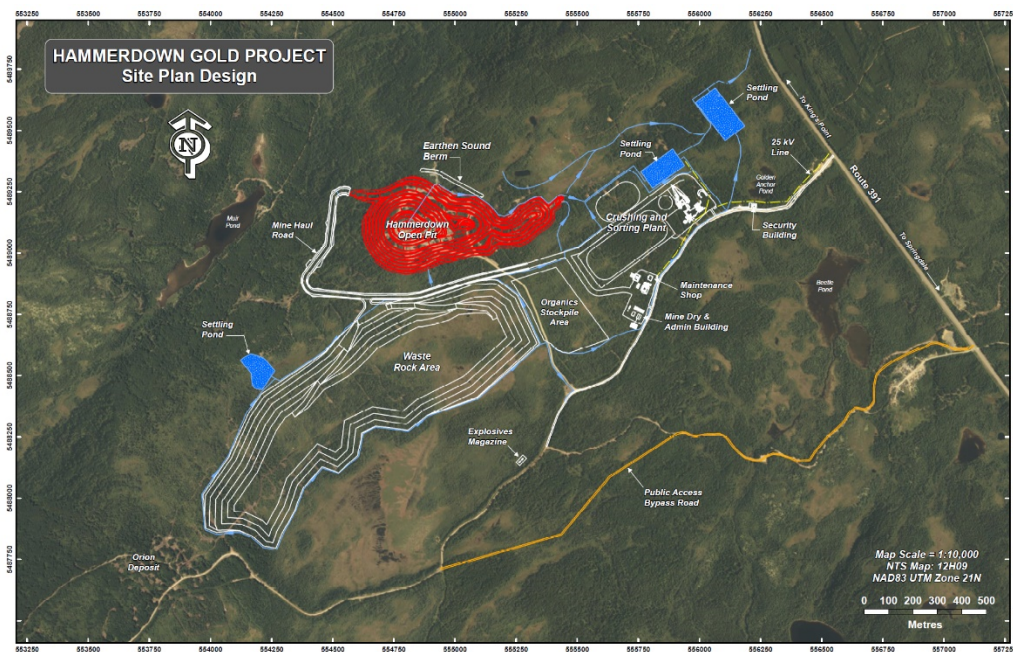


Figure 1. General Site Plan – Hammerdown

Environment, Regulatory and Socioeconomics

In July 2020, the Hammerdown Project was registered as per the requirements of the Newfoundland and Labrador *Environmental Assessment Act*. In May of 2021, the Government of Newfoundland and Labrador (the “NL Government”) approved the Project and issued a release from Environmental Assessment (“EA”). As an environmentally stable brownfield site that was previously closed and rehabilitated in 2004, Hammerdown continues to present favourable characteristics in support of future development. Comprehensive geochemical studies of waste rock have concluded that all waste material is stable and inert, posing no challenges throughout planned operations or future closure. The site contains no fish habitat or fish populations, and proposed development requires minimal diversions of ephemeral drainage features only. Also, within and surrounding its small two-square km footprint, the proposed Hammerdown Project contains no species at risk.

Processing sorted material for the Hammerdown Project will be performed at the Nugget Pond mill site, approximately 140 km from the Hammerdown Project site. The gold leach circuit and tailings facilities at Nugget Pond are fully permitted, and these permits will be updated to acknowledge processing requirements for Hammerdown feed. Sorting technology proposed for the Hammerdown Project removes waste rock from the run of mine feed, reducing greenhouse gas emissions from mill feed transport by approximately 40% (19,000 T) throughout the LOM.

Future permitting in support of the start of construction at Hammerdown will focus on the completion and submission of both the Project Development Plan, and the Rehabilitation and Closure Plan during 2023. Provincial regulatory approval is required for these two LOM plans prior to the start of construction.

Maritime anticipates significant socioeconomic benefits for both the communities within the Project region, and the Province. The Project will contribute over \$64.4 million in direct federal and provincial taxation benefits over the LOM with an additional operational expenditure forecasted at over \$278.7 million. Approximately 1,000 person years of direct employment will be generated for operations, in addition to local contract opportunities for mill feed transport and other operational support services. Maritime has previously received provincial government approval for its Employment and Benefits Agreement and its Gender Equity and Diversity Plan for the Hammerdown Project.



Project Economics

At the base case gold price (US\$1,750 per ounce Au and a \$0.77 US\$/C\$ exchange rate), the Project generates an after-tax NPV_{5%} of \$102.8M and an after-tax IRR of 48.1%. Payback on initial capital is 1.7 years.

LOM after-tax FCF is estimated at \$129.7M on an undiscounted basis. Average after-tax FCF while mining Hammerdown is estimated at \$41.4M per annum.

Table 4. Gold Price Sensitivity

Gold price (US\$/oz)	Units	\$1,600	\$1,750	\$1,900
NPV _(5%)	\$M	77.7	102.8	128.4
IRR	%	38.0	48.1	58.4
Payback	Years	2.3	1.7	1.3
Total undiscounted FCF	\$M	101.2	129.7	158.9
Avg. annual FCF	\$M	35.7	41.4	47.2

Further Project Opportunities

Several opportunities exist to extend the mine life and improve Project economics:

- Orion deposit:** The Orion deposit remains open at depth and along strike. Diamond drilling in 2021 intersected mineralization similar to the Wisteria zone at Hammerdown with 4.8 gpt Au over 13.6 m, including 7.0 gpt Au over 8.1 m in drill hole BB-20-133 (*see the Company's press release dated January 19, 2021*). Further drilling is planned at Orion with the goal of extending the deposit and firm up Measured and Indicated mineral resources that could extend the mine life. Additional environmental baseline and technical studies will be conducted to support a project registration for an EA with the province.
- Orion / Hammerdown trend:** A 5 km magnetic low trend between the Orion and Hammerdown deposits was identified by Maritime's exploration team. New discoveries have been made at Orion North and in Area 22, both along this trend. Most recently a new zone of gold mineralization similar to Hammerdown's Wisteria zone was intersected only 300 m south of Hammerdown in Area 22 with 0.76 gpt Au over 30.2 m at a depth of 90 m below surface in drill hole DC-22-02 (*see the Company's press release dated June 22, 2022*). This trend has been unexplored by previous operators and where drilling did occur, the core was not sampled completely. Maritime anticipates there is excellent potential to increase the mine life by focusing exploration efforts along this trend.
- Capital costs with used equipment:** Several pieces of major equipment including the mine fleet, crushing plant and grinding mills may be sourced on the used equipment market. This could potentially reduce the capital costs and lead time to receive this equipment.
- Reagent and fuel pricing:** The recent global challenges with inflation and the supply chain for fuel and reagents has resulted in a dramatic rise in pricing. Any improvements in these situations are anticipated to lower these costs, subsequently lowering the Project operating costs. Diesel fuel and reagents for mineral processing are two of the major operating costs for the Project.

Project Next Steps

The Hammerdown Feasibility Study contemplates ground-breaking for site construction in the second half of 2023, with a total 12-month construction period and first gold production in 2024. This schedule is dependent upon the completion of final permitting and the receipt of approval for Rehabilitation and Closure and Development plans, as well as project financing.



The Company continues to monitor the economic environment including, but not limited to, the financial markets, commodity prices, the inflationary environment, supply chain constraints and workforce availability as part of its assessment of the appropriate time to consider a development decision.

The Company intends to focus on the following as it advances the Project:

- **Project Permitting:** The Company anticipates approval of the Hammerdown Closure and Development plans by the Province during the first half of 2023.
- **Exploration drilling near Hammerdown:** The Company's exploration plans for 2022/2023 are expected to focus on the Orion – Hammerdown trend where potential exists to draw new mineral resources into the Hammerdown mine plan.
- **Engineering, Procurement and Construction Management ("EPCM"):** Award contract for EPCM and begin detailed Project planning upon the receipt of final permits, a development decision and project financing.

Mineral Resources and Mineral Reserves

The Mineral Resource estimate ("MRE") for the Hammerdown deposit has been updated and was prepared in accordance with National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101") and outlined in Table 5. The updated MRE replaces the Company's previous MRE dated February 29, 2020. The updated MRE is based on a gold price of US\$1,800 per ounce. Mineral Resources are inclusive of Mineral Reserves reported in this document. The updated MRE for the Hammerdown deposit is based on 595 surface diamond drill holes and 192 underground diamond drill holes for a total of 72,808 m of drilling and 80 trenches and channels for a total of 266 m of sampling. The MRE for the satellite Orion deposit, located 2.3 km southwest of the Hammerdown deposit, remains unchanged.

Table 5. Mineral Resource Estimate – Hammerdown, June 30, 2022

Category	Tonnes (kt)	Grade Au gpt	Contained Gold (koz)
Open Pit Resources			
Measured	698	5.47	123
Indicated	2,146	3.00	207
Total Measured & Indicated	2,845	3.61	330
Total Inferred	302	1.31	13
Underground Resources			
Measured	1	7.05	-
Indicated	54	5.10	9
Total Measured & Indicated	55	5.10	9
Total Inferred	66	4.00	9

Notes:

1. Mineral Resource Estimate completed by Pierre Landry, P.Geo., of SLR Consulting (Canada) Ltd., an independent qualified person ("QP"), as defined by NI 43-101.
2. Effective date: June 30, 2022. All Mineral Resources have been estimated in accordance with Canadian Institute of Mining and Metallurgy and Petroleum ("CIM") definitions, as required under NI 43-101.
3. Open Pit Mineral Resources are inclusive of Mineral Reserves
4. Open Pit Mineral Resources are estimated at a cut-off grade of 0.50 g/t Au.
5. Open Pit Mineral Resources are reported at a block cut-off from whole blocks measuring 2.5 m x 1.0 m x 2.5 m.
6. Mineral Resources are estimated using a long-term gold price of US\$1,800 per ounce, and a US\$/C\$ exchange rate of 0.75.
7. Bulk density is 2.84 t/m³ for rock and 1.90 t/m³ for mined out areas.
8. Underground Mineral Resources are estimated at a cut-off grade of 2.00 g/t Au.



9. Underground Resources are reported at a block cut-off from whole blocks measuring 2.5 m x 1.0 m x 2.5 m and have been subject to additional reporting shapes to remove isolated blocks.
10. Numbers may not add due to rounding.
11. Mineral Resources reported demonstrate reasonable prospect of eventual economic extraction, as required under NI 43-101.
12. Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability.
13. The Mineral Resources may be materially affected by environmental, permitting, legal, marketing, and other relevant issues.

The Mineral Reserve estimate for Hammerdown is based on an open pit mine plan and production schedule outlined in the Feasibility Study. Table 6 presents the Mineral Reserve estimate for the Hammerdown Project. Proven and Probable Mineral Reserves amount to 1.895 million tonnes at 4.45 g/t Au, containing 272,000 gold ounces. The Mineral Reserve estimate is based on the economic assumptions in Note 3 of Table 6.

Table 6. Mineral Reserve Estimate – Hammerdown, August 15, 2022

Zone & Class	Tonnes (kt)	Diluted Grade (Au gpt)	Contained Gold (koz)
Proven			
Vein	556	5.94	106
Wisteria	-	-	-
Total Proven	556	5.94	106
Probable			
Vein	1,134	4.19	153
Wisteria	206	1.99	13
Total Probable	1,340	3.85	166
Total Proven and Probable	1,895	4.46	272

Notes:

1. Mineral Reserve Estimate completed by Tysen Hantelmann of JDS Energy & Mining Inc., an independent QP as defined by NI 43-101.
2. Effective date; August 15, 2022. All Mineral Reserves have been estimated in accordance with CIM definitions required under NI 43-101.
3. Mineral Reserves are estimated at a gold cut-off of 0.73 g/t for Veins and 1.06 g/t for Wisteria Zone based on: gold price of US\$1,650/oz; exchange rate of \$0.77 US\$:C\$; combined transport, treatment, payables and royalties of US\$25/oz; an overall metallurgical recovery (including ore sorting) of 90.25% for Veins and 85.5% for Wisteria; and an overall processing operating cost of C\$45/t ore mined for Veins and C\$62/t ore mined for Wisteria.
4. The final FS pit design contains an additional 94 kt of Inferred resources above the economic cut-off grade at an average grade of 1.62 g/t Au. Inferred Mineral Resources are considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as Mineral Reserves, and there is no certainty that any part of the Inferred Resources could be converted into Mineral Reserves.
5. Tonnages are rounded to the nearest 1,000 t, gold grades are rounded to two decimal places. Tonnage and grade measurements are in metric units; contained gold is reported as thousands of troy ounces.

NI 43-101 Technical Report

A Feasibility Study Technical Report with an effective date of August 15, 2022, prepared by JDS Energy & Mining Inc. and Halyard Inc. was filed on SEDAR on October 6, 2022. The Technical Report has been filed in accordance with the requirements of National Instrument 43-101 – Standards of Disclosure for Mineral Projects. Gord Doerkson, P.Eng., Project Manager of JDS Energy & Mining Inc.; Michael Franceschini, P.Eng., Project Manager of Halyard Inc.; Pierre Landry, P.Geo. and Dorota El Rassi, M. Sc., P. Eng. of SLR Consulting (Canada) Ltd. are the qualified persons (“QPs”), as defined by NI 43-101 responsible for the scientific and technical information in the *Hammerdown Gold Project – Feasibility Study* section of this MD&A.



Qualified Persons

Disclosure of a scientific or technical nature in the *Hammerdown Gold Project – Feasibility Study* section of this MD&A has been approved by Mr. Garrett Macdonald, P.Eng., President and CEO of Maritime and Mr. Larry Pilgrim, P.Geo., Exploration Manager of Maritime. Mr. Macdonald and Mr. Pilgrim are QPs and have verified the data disclosed in the *Hammerdown Gold Project – Feasibility Study* section of this MD&A, including sampling, analytical and test data underlying the information it contains. This included a site inspection, drill database verification, and independent analytical test work.

Gord Doerksen, P.Eng., Tysen Hantelmann, P.Eng. and Carly Church, P.Eng. Geo. of JDS Energy & Mining Inc. are the QPs responsible for the overall study, mine plan and mineral reserves, infrastructure and CAPEX and financial modeling respectively. Michael Franceschini, P.Eng. and Ivana Sabaj Abumohor, P.Eng. of Halyard Inc., are the QPs responsible for the mineral processing plant design. Stacy Freuidgmann, P.Eng. of Canenco Consulting Corp. is the QP responsible for the metallurgical test work. Shawn Russell, P.Eng.; Hans Arisz, P.Eng.; Carolyn Anstey-Moore, P.Geo. and Leanne Stein, P.Eng. of GEMTEC Consulting Engineers and Scientists Limited are the QPs responsible for site wide soils investigations, water balance, water management system, hydrogeological considerations, environmental baseline studies, project permitting and rehabilitation and closure costing. Robert Bowell, PhD, C.Geol., P.Geo. of SRK Consulting (UK) Limited is the QP responsible for the site wide geochemical characterization. Pierre Landry, P.Geo., and Dorota El Rassi, M. Sc., P. Eng. of SLR Consulting (Canada) Ltd. are the QPs for the Hammerdown mineral resource estimate. All QPs cited in the Feasibility Study Technical Report are independent of Maritime and have reviewed the contents of this MD&A.

Data Verification and Analytical Procedures

All samples assayed and pertaining to the *Hammerdown Gold Project – Feasibility Study* section of this MD&A were completed by Eastern Analytical Limited (“EAL”) located at Springdale, Newfoundland and Labrador. EAL is an ISO 17025:2005 accredited laboratory for a defined scope of procedures. EAL has no relationship to Maritime. Samples are delivered in sealed plastic bags to EAL by Maritime field crews where they are dried, crushed, and pulped. Samples are crushed to approximately 80% passing a minus 10 mesh and split using a riffle splitter to approximately 250 grams. A ring mill is used to pulverize the sample split to 95% passing a minus 150 mesh. Sample rejects are securely stored at the EAL site for future reference. A 30-gram representative sample is selected for analysis from the 250 grams after which EAL applies a fire assay fusion followed by acid digestion and analysis by atomic absorption for gold analysis. Other metals were analyzed by applying an acid digestion and 34 element ICP analysis finish. EAL runs a comprehensive QA/QC program of standards, duplicates and blanks within each sample stream.

HAMMERDOWN GOLD PROJECT – PERMITTING

Environmental Assessment

On May 10, 2021, the Project was officially released from environmental assessment which enables the Company to proceed with obtaining the necessary permits and approvals required to support future development. The registration document and the environmental preview report can be found on the Government of Newfoundland and Labrador website <https://www.gov.nl.ca/ecc/projects/project-2091/>.

Employment and Benefits, Gender Equity and Diversity and Technology Plans

The Company has received regulatory approval of each of the following provincially required documents in support of future development:

Industrial Employment and Benefits Plan – commits the Company to provide employment and business opportunities, training, and research and development within the Province;



Gender Equity and Diversity Plan – commits the Company's to incorporate measures to support gender equity and diversity in its workforce;

Best Available Control Technology Analysis – requires that technology decisions made relative to Project execution consider energy, environmental and economic impacts.

Early Works Abridged Plan

To advance site development, Maritime determined that there would be benefit in proceeding with early site clearing work in preparation for the official start of construction. A mechanism under provincial legislation provides proponents the opportunity to complete 'early works' essential for timely project start up, and which alleviates potential risk to proposed future development. A condensed development and closure plan ("Abridged Plan") as well as financial assurance is required to be submitted for approval of early works. In August 2021, Maritime submitted an Abridged Plan to address site vegetation removal and excavation of soil from a portion of the proposed open pit development. On September 21, 2021, Maritime received approval from the provincial government to proceed with early works at the Hammerdown site and subsequent to September 30, 2021, financial assurance totaling \$72,981 was filed with the Province to cover the related rehabilitation liability. Timber harvesting permits and regulatory approval for an expanded surface lease boundary were also received from the Province during September 2021 to support this work. The early works tree clearing program was completed during the fourth quarter of 2021 and first quarter of 2022.

Other Required Permits and Approvals

Regulatory approval is required for Life of Mine plans which address development of the site, operations and closure. The Development Plan was submitted to the Department of Industry, Energy and Technology ("IET") on December 21, 2022. The Hammerdown Rehabilitation and Closure Plan was submitted on February 2, 2023. Both plans are in the review process by IET and approvals are anticipated by the end of the second quarter of 2023.

Other ancillary permits will be required to support site construction, building erection and operations. These permitting processes will be ongoing throughout any proposed construction and routine regulatory review and approval processes are not expected, at this time, to negatively impact the progression of any site work.

Community Engagement

Maritime continues to engage with regional stakeholders of local communities as well as support local initiatives within the communities in which it operates.

OUTLOOK

The Company's plans for the remainder of 2023 include advancing the Hammerdown Gold Project towards a development decision by completing project permitting activities, evaluating project financing alternatives and completing additional exploration programs with the aim of extending the proposed mine life. The primary gold exploration targets lie within a 5 km radius of the Hammerdown Gold Project and have the potential for additional shallow mineral resources. A mineral resource estimate for the Orion gold project will be completed by mid 2023.

Regional exploration programs will be conducted at the Whisker Valley and Gull Ridge projects throughout 2023 pending financing. At Whisker Valley exploration for gold will focus on the Gary Vein system and the El Strato project where diamond drilling programs are planned to test the extent of the known mineralized zones. Exploration activities at the Gull Ridge project will include prospecting, soil sampling and geological mapping of key targets for nickel, copper and platinum group metals with the goal of identifying targets for follow up diamond drilling.



Greenfields Exploration Interests

Green Bay Project

Birchy Island Pond (Au)

Located 5 km east of Hammerdown, this target is a newly discovered quartz vein system defined on surface by a mineralized boulder train at the intersection of several faults highlighted on surface as a well-defined 4 km long linear structure. Ground based IP surveys have identified several chargeable anomalies suggesting the presence of disseminated sulphide mineralization. Phase 1 exploratory drilling was completed which included 5 drill holes totaling 1,116 m with drill hole BIP-21-03 intersecting 0.90 gpt gold Au over 3.42 m, including 10.86 gpt Au over 0.20 m. At least three styles of mineralized veins were reported in the drill core.

Timber Pond (Au-Ag-Cu)

Timber Pond is located 8 km east of Hammerdown. Phase 1 exploratory drilling was completed including 5 drill holes totaling 647 m. Drilling confirmed the historical massive and disseminated sulphide mineralization as well as a lens of gold mineralization in the hanging wall to the massive sulphides. Two holes encountered significant gold mineralization with hole TP-21-05 returning 2.33 gpt Au over 4.0 m, including 6.08 gpt Au over 1.5 m and hole TP-21-03 encountering high grade silver consisting of 0.73 gpt Au and 339.7 gpt Ag over 2.0 m, including 1.12 gpt Au and 659.0 gpt Ag over 1.0 m. A new interpretation of both historical and 2021 drilling is being completed to plan future work to test the potential extension along strike and downdip.

Golden Anchor/Beetle Pond (Au)

This gold zone is located 1 km east of the Hammerdown Deposit and is interpreted as being an extension of the Golden Anchor prospect that has been offset by folding and faulting. The Beetle Pond Trend is located 500 m East of Golden Anchor and is associated with a high-grade gold and base metal in soil trend that extends for over 325 m and is associated with a large coincident magnetic and IP anomaly. Beetle Pond was drilled as part of the Company's 2022 drilling program with the first hole encountering a quartz/sulphide vein with abundant visible gold. Samples of the mineralized interval were sent for rush analysis and returned a grade of 150.37 gpt Au over 0.20 m in drill hole GA-22-46. Additional drilling is being contemplated to test extensions of the mineralized veins system between the Golden Anchor and Beetle Pond prospects.

Whisker Valley Project

Three mineralized corridors define the abundance of gold mineralization discovered to date on the Whisker Valley Property, the Gary Vein Trend, the Fluorite Trend and the El Strato Trend.

Gary Vein System (Au)

The Gary vein mineralized corridor occurs within a north-south trending erosional window exposing Burlington Granodiorite between rhyolitic and felsic tuffaceous units of the younger King's Point Volcanic Complex to the east and west. A significant number of gold bearing quartz veins and abundant mineralized float have been discovered along this north south corridor covering an area 3 km north-south by 1.5 km east-west. It is believed that the mineralized corridor continues further to the north and south along the exposed Burlington Granodiorite window. The Gary gold-bearing quartz vein system is the most significant discovery to date on the property. Trenching has exposed the east-west trending vein system for a distance of 320 m, and it remains open in both directions. Systematic channel sampling along the Gary Vein trench have demonstrated continuity of significant gold mineralization along its 320-m exposed length and over potentially mineable widths. Expansion of the soil grid to the south, additional ground IP and diamond drilling is planned for 2023, pending further financing.

*Fluorite Zone (Au)*

A new mineralized zone containing widespread disseminated pyrite with extensive silica and potassic alteration has been identified at Whisker Valley 1 km east of the Gary vein system. This zone is characterized as an extensive hydrothermal breccia system containing gold, zinc, fluorite, and rare earth elements that is geologically similar to other alkalic epithermal systems such as the world class Cripple Creek gold deposits in Colorado, USA. The surface extents of this system are not yet known however similar alteration and mineralization has been exposed in trenching and prospecting over several hundred metres. Four grab samples from the trenched area returned appreciable amounts of gold ranging from 0.45 gpt gold to 1.32 gpt gold. The new alkalic epithermal gold prospect is located stratigraphically above an exposed and highly altered monzonite intrusion that is believed to be the alkaline porphyry root of the epithermal prospect. Ground based IP surveys and diamond drilling was completed in 2021 along with hyperspectral scanning of the core. Assay results from the drilling are being interpreted, however, ICP-34 analysis of core is still pending. To advance the understanding and prospectivity of the Fluorite Zone, an advanced study of lithogeochemical sampling and detailed geological mapping along with an expanded soil sampling grid is required, pending further financing.

El Strato Trend (Au)

In January 2023, Maritime optioned additional claims on the El Strato gold trend further consolidating an emerging gold mineralized system stretching over 7 kms. The El Strato gold prospect hosts numerous gold and base metal occurrences and trends centered around the Whisker Valley and Middle Arm secondary fault structures. Previous exploration identified widespread gold mineralization associated with secondary structures hosting quartz, carbonate and base-metal-rich veins considered to be indicative of a structurally controlled orogenic gold system. Historic grab samples of outcrop reported gold grades up to 239.6 gpt gold and angular float samples ranging from anomalous to 72.0 gpt gold. Limited historical drilling at the El Strato area has intersected up to 3.15 gpt gold over 3.2m, and 14.23 gpt gold over 1.2 m (ES-11-23) – (News Release Cornerstone Capital Resources Inc, August 3, 2011). Soil sampling throughout the El Strato property has outlined several high-grade multi-station/multi-line gold anomalies near the Middle Arm Fault. None of these results have been verified by Maritime and are considered historical, however representative sampling by Maritime in 2022 returned outcrop samples grading 21.83 gpt gold and 2.95 gpt gold at the Voodoo Brook showing which confirmed the high-grade nature of the mineralization.

Gull Ridge Project (Ni, Cu, Co)

The Gull Ridge Pluton is a large highly magnetic polyphase intrusion located in the southwest end of the Maritime land package and is historically under explored. Historical work in the area highlighted widespread disseminated and patchy sulphide mineralization of pyrite, chalcopyrite and pyrrhotite and possible pentlandite. Historical assays from chips and grabs of outcrop reported 0.04 to 0.15% Cu and 0.03 to 0.10% Ni. Initial prospecting, trenching, and diamond drilling in 2021 were successful in identifying widespread potentially hydrothermal magmatic sulphide mineralization. Airborne IP Geophysics (AIP) identified a large chargeability anomaly measuring 4.5 km long by 1.5 km wide contained within the magnetic expression of the Gull Ridge Pluton. Soil sampling over a portion of the intrusion identified anomalous Ni in a soil trend over a strike length of 4 km within the broader AIP Anomaly. The Gull Ridge Project is very early stage and the 2021 phase one field work of prospecting, reconnaissance soil sampling, IP surveys and drilling generated a significant database of information that will be evaluated to plan to identify targets and further work in the area. The airborne VTEM and ZTEM surveys completed in 2021 are being interpreted to better understand the mineralizing events related to the Gull Ridge Pluton.

Exploration Highlights – 2022

During the fourth quarter of 2022, the Company completed a 4,206 m drilling program at the Hammerdown Gold Project to test a series of shallow gold targets along a 3 km stretch of the Hammerdown trend between the Orion and Golden Anchor gold zones, as well as in-fill drilling at Orion to support the updated resource calculation to be completed during 2023.



In the Spring of 2022, the Company completed a 6-hole 1,367 m condemnation drilling program at the Hammerdown Gold Project. The focused drill program tested a coincident gold and geophysical trend which extended from the Orion North Zone towards the northeast along a prominent magnetic low trend. Broad spaced drilling identified a 30.2 m-wide zone of near surface gold mineralization closely resembling the gold mineralization seen in the Main Zone at the Orion deposit and the new Wisteria Zone at the Hammerdown deposit. Based on positive results, an additional 14 drill holes (2,618m) were completed in the fall of 2022 to test for potential, along strike and at depth, of the new mineralization now known as Area 22.

Highlights:

- Drill hole DC-22-02 in Area 22 intersected a broad interval of near surface disseminated and vein hosted gold mineralization with 30.2 m grading 0.76 gpt Au, including 8.9 m grading 1.74 gpt Au in a new zone.
- DC-22-02 is located 700m northeast and along strike of the newly discovered Orion North trend and 300 m south of Hammerdown's Wisteria Zone on the southern edge of the pit shell. This discovery opens a new target area trending towards the northeast end of the proposed pit shell.
- The additional 14 drill holes completed at the Area 22 target partially delineated a mineralized corridor over a strike length of 500 m. Mineralization encountered in drilling exhibits similarities to the Orion and Wisteria deposits and occurs along a 2.4 km-long magnetic low corridor that spans the distance from Orion to Hammerdown. Assay results reported low-grade gold mineralization, with localized high-grade veining in shear zone hosted disseminated pyrite. Highlights include drill hole MP-22-219 which intersected 0.54 gpt Au over 38.0 m, including 0.71 gpt Au over 23.0 m and drill hole MP-22-220 which intersected 0.60 gpt Au over 10.5 m, including 19.1 gpt Au over 0.2 m. MP-22-227 which intersected 4.54 gpt Au over 2.85 m including 37.23 gpt Au over 0.30 m at a depth of only 57 m below surface and drill hole MP-22-225 which intersected 28.55 gpt Au over 0.20 m at a depth of 192 m.
- To date 2,618 m have been drilled in 14 drill holes at Area 22 following up on the initial discovery of 30.2 m grading 0.76 gpt Au, including 8.9 m grading 1.74 gpt Au in drill hole DC-22-02 in the footwall to the Captain Nemo Fault. Mineralization encountered in drilling exhibits similarities to the Orion and Wisteria deposits and occurs along a 2.4-km-long magnetic low corridor that spans the distance from Orion to Hammerdown. The mineralization remains open at depth and along strike toward the Orion North zone and Orion deposit 800 m to the southwest. This area has seen limited historical drilling.
- The gold mineralization at Area 22 is coincident with a prominent magnetic low trend which extends over 1 km to the northeast of the discovery hole and 2 km southwest towards the Orion deposit. Mineralization is open in all directions and a follow up exploration program is currently being planned.
- Beetle Pond Zone: 12.1m grading 19.9 gpt Ag, 0.48 gpt Au, 0.03% Cu, 0.12% Pb and 0.25% Zn, including 4.1 m grading 40.9 gpt Ag, 1.1 gpt Au, 0.04% Cu, 0.12% Pb and 0.28% Zn in drill hole GA-22-48.

Exploration at Orion in 2022 focused on additional definition drilling in the deposit's central corridor to test for possible plunging high-grade mineralized shoots to support a new resource calculation scheduled for completion in mid-2023. The additional 2022 infill drilling at Orion has verified the continuity and grade of the mineralized zones within the interpreted mineralized shapes as defined by previous drilling. To date, 12 drill holes have been completed for a total of 1,588 m of diamond drilling. Orion is a structurally controlled gold deposit with the best grade and thickest zones of mineralization appearing at the convergence of multiple fault structures. The Company utilized televue surveys and new information from the 2022 drill program to generate a comprehensive geological model to better understand grade distribution and structural controls on the mineralization. Maritime has engaged engineering consultants InnovExplo of Val d'Or, Québec to complete a mineral resource estimate on Orion by mid-2023.

**EXPLORATION PROJECTS OVERVIEW****Green Bay Project**

Maritime's Green Bay Property in central Newfoundland and Labrador hosts the Company's gold and base metal deposits. The Hammerdown Mine, which closed in 2004, includes the adjacent Rumbullion and Muddy Shag Gold deposits. The Orion gold deposit is situated 1.5 km to the southwest and the historic Lochinvar base-precious metal VMS deposit is located one km east of Hammerdown.

On May 16, 2018, the Company entered into an option agreement to earn a 100% interest in the Inomin property consisting of certain mineral claims that extend the Green Bay property. On September 17, 2021, the Company paid the final payment comprised of cash consideration of \$125,000 and 500,000 shares with a fair value of \$65,000 to exercise its option in full to acquire 100% interest in the Green Bay Inomin property. The Company paid aggregate cash consideration of \$300,000 and 2,000,000 common shares with an aggregate fair value of \$235,000 over a period of four years. The Inomin property is subject to a 1.0 % NSR of which 100% can be purchased for \$500,000. The project also has an underlying NSR of 2.5% of which 1.5% can be purchased for \$1,000,000.

On January 22, 2020, the Company entered into an option agreement to earn a 100% interest in the Spruce Pond property ("Spruce Pond"), which is contiguous to the Hammerdown project. On March 10, 2022, the Company made the final payment of \$30,000 and 250,000 common shares with a fair value of \$33,750 to exercise its option in full to acquire 100% interest for aggregate cash consideration of \$60,000 and 750,000 common shares with a fair value of \$80,000 over a two year period.

The 6.25 km² Spruce Pond consists of 25 claim units. Historical work on Spruce Pond has uncovered abundant angular gold bearing quartz-pyrite float, bearing a strong resemblance to the Hammerdown high grade gold-quartz sulfide veins. With the Spruce Pond option, the Company increases its land position a further 2.5 km east along the Hammerdown mineralized/structural trend. The Spruce Pond project is subject to a 1.0% NSR of which 50% can be purchased for \$500,000. During the summer of 2021, a soil sampling grid was established over the Spruce Pond grid and sample collection is ongoing. A ground IP survey is also planned for the area.

Whisker Valley Project

The Whisker Valley project is comprised of 33 licenses, 610 claim units and 15,250 hectares and is located 10 km northwest of the Company's high-grade Hammerdown Gold Project. The Company currently holds 216 square km² along a strike length of 31.5 km of the favorable geology that is host to numerous gold prospects and showings.

On February 27, 2017, the Company entered into an agreement to acquire a 100% interest in the Whisker Valley Property in the Baie Verte mining district of Newfoundland and Labrador, Canada. On March 22, 2022, the Company completed the final payment of \$100,000 and 500,000 common shares with a fair value of \$62,500 to exercise its option in full for aggregate cash consideration of \$300,000 and 1,500,000 common share with a fair value of \$169,250 over a 5 year period.

The Company is required to make an additional payment to the optionors of \$50,000 on each of the first, second and third anniversary of the Exercise Date. Subsequent to December 31, 2022, the Company paid \$50,000 on the first anniversary of the Exercise Date. The property is subject to a 2.5% NSR, of which 1% can be purchased for \$1,000,000 on or before the end of the second anniversary of commencement of commercial production.

On December 27, 2020, the Company exercised its option in full to acquire 100% interest in the Strugglers Pond property in Newfoundland and Labrador, Canada (contiguous to Whisker Valley), for aggregate cash consideration of \$30,000 and 100,000 shares with an aggregate fair value of \$11,350 over a period of three years. The Company has the option to buy-back one-half of the 2% NSR royalty for \$1,000,000 on or before the end of the second anniversary of commercial production.



On November 23, 2019, the Company exercised its option in full to acquire 100% interest in the El Strato property in Newfoundland and Labrador, Canada (contiguous to Whisker Valley), for aggregate cash consideration of \$40,000 and 750,000 shares with an aggregate fair value of \$61,250 over a period of two years. The Company has the option to buy-back one-half of the 2% NSR royalty for \$1,000,000 on or before the end of the second anniversary of commercial production.

Subsequent to December 31, 2022, on January 31, 2023, the Company entered into an agreement to acquire a 100% interest in certain mineral property interests located on the Whisker Valley property in the Baie Verte mining district of Newfoundland and Labrador, Canada, under the following terms:

	Cash \$
Upon signing ⁽¹⁾	10,000 (paid)
January 31, 2024	15,000
January 31, 2025	25,000
	50,000

⁽¹⁾ Subsequent to December 31, 2022, the Company made a \$10,000 payment per the property Option agreement.

The Company has the option to buy-back one-half of the 1% NSR royalty for \$500,000 on or before the end of the second anniversary of commercial production.

Gull Ridge Project

In January 2021, the Company staked additional claims to the south of the new Gull Ridge project area comprised of 2,300 hectares on 92 claim units situated in the southern part of the Baie Verte Peninsula. The Gull Ridge Property has been recognized by Maritime as a significantly underexplored target area for base and precious metals. In 2021, the Company commenced drilling on drill targets at Gull Ridge based on the VTEM and magnetic survey data and detailed ground EM surveys; and continues to complete reconnaissance scale mapping along with soil sampling and prospecting; and, carry out IP geophysical surveys in select areas pending positive results. As previously discussed, the Company completed a deep looking regional ZTEM survey and interpretation of the results and is ongoing with early indications of anomalous areas being defined for ground follow-up.

On December 21, 2021, the Company entered into an agreement to acquire a 100% interest in certain mineral property interests located on the Gull Ridge property in the Baie Verte mining district of Newfoundland and Labrador, Canada, under the following terms:

	Cash \$	Common shares #
Upon signing/ approval	10,000 (paid)	50,000 (issued)
January 7, 2023 ⁽¹⁾	10,000	50,000
January 7, 2024	10,000	50,000
January 7, 2025	20,000	100,000
	50,000	250,000

⁽¹⁾ Subsequent to December 31, 2022, the Company made a \$10,000 payment and issued 50,000 shares per the property Option agreement.

The Company has the option to buy-back one-half of the 1% NSR royalty for \$500,000 on or before the end of the second anniversary of commercial production.

Lac Pelletier

The Company acquired a 100% interest in the Lac Pelletier property from Rambler in April 2021, located southwest of Rouyn Noranda, Québec, Canada in the Abitibi Greenstone Belt. Lac Pelletier is subject to a 1% NSR royalty to



Glencore (formerly Xstrata and Falconbridge). Maritime allocated a value of \$1,764,869 to the Lac Pelletier exploration property upon acquisition. Lac Pelletier is an advanced exploration project located 1.5 km north of the Cadillac Larder Lake Fault adjacent to the historic Stadacona Mine and 8.0 km east of Yamana's Wasamac gold project, in the heart of the Abitibi greenstone belt. The project benefits from its proximity to infrastructure, extensive surface and underground diamond drilling and over 3,000 m of existing underground development.

On October 5, 2022, the Company closed the sale a 1% NSR on its Lac Pelletier Property located in Québec to Metalla Royalty & Streaming Ltd. for cash consideration of \$300,000. Selling costs related to the transaction were \$5,558. The net proceeds of \$294,442 were credited against the Lac Pelletier mineral property.

On May 11, 2022, Maritime announced the completion of a mineral resource estimate for the Lac Pelletier gold project in Rouyn Noranda, Québec. The mineral resource estimate demonstrates an extensive gold resource suited for potential underground mining (See Press Release dated May 11, 2022 on the Company's website and on SEDAR).

Highlights include:

- 41,300 tonnes grading 3.99 gpt Au for 5,300 ounces (Measured)
- 639,900 tonnes grading 4.09 gpt Au for 84,100 ounces (Indicated)
- 681,200 tonnes grading 4.08 gpt Au for 89,400 ounces (Total Measured and Indicated)
- 1,099,000 tonnes grading 3.89 gpt Au for 137,600 ounces (Inferred)
- Project has valid certificate of authorization for 1,000 tonnes per day production
- Considerable exploration upside along strike and at depth

**Cautionary Statement: There is no certainty that Indicated mineral resource estimates will be converted to the Measured resource and Proven and Probable mineral reserve categories and there is no certainty that the new mineral resource estimate will be realized. There is no guarantee that Inferred mineral resource estimates can be converted to Indicated or Measured mineral resource categories, or that Indicated or Measured mineral resource estimates will be converted to mineral reserves. Mineral resource estimates that are not mineral reserves do not have demonstrated economic viability. The mineral resource estimates may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant risks, uncertainties and other factors.*

Other Exploration Properties

The following exploration properties were acquired from Rambler in April 2021 and were ascribed a nominal fair value.

Owl Creek West – The Company holds a 35% interest in the Owl Creek West joint venture with Newmont Canada who holds 65%. The property is located in Timmins, Ontario, Canada.

Rod-Linda-McKayseff (RLM) – The Company held a 100% interest in the RLM property, located in Snow Lake, Manitoba, Canada. On December 15, 2022, the Company sold the Manitoba property to Hudbay Minerals Inc. for cash consideration of \$200,000 pursuant to a purchase and sale agreement. The asset was reduced by \$10,932 to \$nil and a gain of \$189,068 was recorded through profit and loss. The gross cash proceeds of \$200,000 were held in escrow until the transfer of the claims were completed subsequent to December 31, 2022, on February 17, 2023.

Daniel – The Company held a 100% interest in the Daniel property, located in Matagami, Québec, Canada. Subsequent to December 31, 2022, the Company closed the sale of the Daniel Property to Nuvau Minerals Corp. for gross cash proceeds of \$100,000. Maritime holds a 1% NSR on the property for which Nuvau has the right to buy back with a one-time payment of \$1,000,000.

Wright – The Company holds a 100% interest in the Wright property, located in Temiscaming, Québec, Canada.

**Royalty Interests**

A portfolio of royalty interests in a number of Canadian exploration projects in Québec, British Columbia and Ontario were acquired from Rambler in April 2021 and together were allocated a value of \$1,254,300. On January 21, 2022, Maritime completed an asset sale transaction with Nomad under which the Company sold a portion of its royalty portfolio for 96,818 Nomad common shares, fair valued at \$832,635 based on the closing share price on the transaction date. As part of the asset sale process, a right of first refusal associated with one of the royalties was exercised and the applicable royalty was sold for \$375,300. Total net consideration in cash and shares for the royalty package was valued at \$1,183,373 (net of transaction costs of \$24,562). The book value of the royalty portfolio on the date of disposition was \$1,254,300, resulting in a loss on sale of \$70,927.

FINANCIAL POSITION**Cash and restricted cash**

As at December 31, 2022, cash totaled \$2,503,453 (2021 – \$4,339,859). The decrease in cash was mainly due to expenditures on the Company's exploration activities, the Hammerdown Feasibility Study and related permitting activities and corporate general and administrative expenses. At December 31, 2022, restricted cash of \$200,000 was held in escrow pursuant to the sale of the Manitoba claims and was released subsequent to December 31, 2022, on February 17, 2023 following transfer of the claims.

Marketable securities

Pursuant to the sale of its royalty interests on January 21, 2022, Maritime was issued 96,818 Nomad common shares which were recorded as marketable securities with a fair value of \$832,635, using the closing share price on the transaction date. Marketable securities are classified as financial assets measured at fair value through profit or loss and recorded at fair value using the quoted market prices and accordingly, are classified as Level 1 within the fair value hierarchy. During the year ended December 31, 2022, the marketable securities were measured at a fair value resulting in a gain of \$135,370. The Nomad common shares were subject to a statutory hold period that expired on May 22, 2022 and were sold in June 2022 for cash proceeds of \$961,897, net of commission, and the Company recorded a loss on sale of marketable securities of \$6,108. A dividend payment of \$4,841 was received from Nomad and recorded in other income during the year ended December 31, 2022.

Receivables

As at December 31, 2022, receivables of \$136,715 (2021 – \$298,216) related mainly to input sales tax.

Property, plant and equipment

	Mill Equipment	Right of use assets	Furniture and Leaseholds	Vehicles	Exploration Equipment	Total
	\$	\$	\$	\$	\$	\$
Net book value – Dec 31, 2020	-	45,113	13,210	16,071	-	74,394
Additions	1,394,300	408,630	15,648	52,788	93,248	1,964,614
Depreciation	-	(37,159)	(8,618)	(18,948)	(17,880)	(82,605)
Net book value – Dec 31, 2021	1,394,300	416,584	20,240	49,911	75,368	1,956,403
Additions	-	65,697	-	-	-	65,697
Depreciation	-	(115,603)	(9,715)	(19,118)	(26,840)	(171,276)
Net book value – Dec 31, 2022	1,394,300	366,678	10,525	30,793	48,528	1,850,824

As at December 31, 2022 and 2021, the Nugget Pond mill is not considered available for use and accordingly is not being depreciated.


Mineral properties

Expenditures incurred on the Company's exploration properties and mineral interests, follow:

	Green Bay \$	Whisker Valley \$	Gull Ridge \$	Lac Pelletier \$	Other ON QC & MB \$	Royalty Interests \$	Total \$
Balance, December 31, 2020	15,939,12	2,621,402	71,001	-	-	-	18,631,532
Acquisition costs	145,000	75,000	12,665	1,764,869	-	1,254,300	3,251,834
Acquisition costs – shares	95,000	43,500	-	-	-	-	138,500
Exploration expenses:							
Drilling and assaying	3,119,712	703,309	307,561	-	-	-	4,130,582
Geology	1,323,656	400,661	316,496	35,681	-	-	2,076,494
Geophysics	536,024	512,541	205,262	-	-	-	1,253,827
Property	127,445	525	-	9,855	-	-	137,825
Feasibility study	720,695	-	-	-	-	-	720,695
Early works site tree clearing	428,531	-	-	-	-	-	428,531
Environmental & permitting	507,024	33,137	-	-	-	-	540,161
	7,003,087	1,768,673	841,984	1,810,405	-	1,254,300	12,678,449
Less: Recoveries and grants	(76,500)	-	-	-	-	-	(76,500)
Net additions	6,926,587	1,768,673	841,984	1,810,405	-	1,254,300	12,601,949
Balance, December 31, 2021	22,865,71	4,390,075	912,985	1,810,405	-	1,254,300	31,233,481
Acquisition costs	30,000	100,000	-	-	-	-	130,000
Acquisition costs – shares	33,750	62,500	6,250	-	-	-	102,500
Exploration expenses:							
Drilling and assaying	1,547,167	144,582	57,196	-	-	-	1,748,945
Geology	1,085,538	136,715	43,215	107,132	-	-	1,372,600
Geophysics	27,443	5,206	2,209	-	-	-	34,858
Property	82,010	3,875	-	11,771	17,570	-	115,226
Feasibility study	1,456,701	-	-	-	-	-	1,456,701
Environmental & permitting	375,090	23,999	-	-	-	-	399,089
	4,637,699	476,877	108,870	118,903	17,570	-	5,359,919
Less: Sale of Royalty Interests	-	-	-	-	-	(1,254,300)	(1,254,300)
Less: Sale of Lac Pelletier 1% NSR	-	-	-	(294,442)	-	-	(294,442)
Less: Sale of MB Properties	-	-	-	-	(10,932)	-	(10,932)
Less: Recoveries and grants	(60,000)	-	-	-	-	-	(60,000)
Net additions/disposals	4,577,699	476,877	108,870	(175,539)	6,638	(1,254,300)	3,740,245
Balance, December 31, 2022	27,443,41	4,866,952	1,021,855	1,634,866	6,638	-	34,973,726

During the year ended December 31, 2022 and 2021, the Company received \$60,000 and \$76,500, respectively, pursuant to an application made with the Government of Newfoundland and Labrador in respect of the Newfoundland and Labrador Mineral Incentive Junior Exploration Assistance Program (JEAP) grant for exploration conducted during the calendar years 2021 and 2020, respectively.

As at December 31, 2022, the Company has provided deposits totaling \$10,000 (2021 – \$18,192) to vendors as advance payments for services to be provided related to the Hammerdown feasibility study. A deposit of \$72,981 for reclamation purposes has been made to the Government of Newfoundland and Labrador on at the Hammerdown project as at December 31, 2022.

Accounts payable and other liabilities

As at December 31, 2022, accounts payable and accrued liabilities were \$845,448 (2021 – \$821,237) and relate mainly to activities at the Company's exploration projects during the period.

**Reclamation liability**

The Company's estimates of future decommissioning and restoration for reclamation and closure costs for its gold plant milling assets are based on reclamation standards that meet Canadian regulatory requirements. Elements of uncertainty in estimating these amounts include potential changes in regulatory requirements, reclamation plans and cost estimates, inflation and discount rates and timing of expected expenditures. At this time, the undiscounted amount of estimated cash flows required to settle the decommissioning and reclamation costs, related to the Nugget Pond gold circuit assets acquired on April 12, 2021, is estimated at \$718,750. Upon the commencement of work at the Nugget Pond facility, the Company's reclamation obligation will be reevaluated to include any change in closure costs as the Company's environmental footprint changes. At December 31, 2022, the estimated future cash flows were discounted using a risk-free rate of 3.27% (2021 – 1.42%) and an inflation rate of 2% (2021 – 2%) resulting in nominal accretion on the liability at this time. The Company has recorded the undiscounted amount of estimated reclamation costs and will re-evaluate the estimated timing and value of outflows annually and will revise its estimate if necessary, as well as upon commencement of work.

Private placements and flow-through premium liability

- On September 22, 2022, the Company completed a non-brokered private placement of 74,000,000 common shares at a price of \$0.05 per common share for gross proceeds of \$3,700,000. Legal, regulatory and other cash costs associated with the private placement totalled \$48,545.
- On April 12, 2021, the Company completed a non-brokered private placement with Tembo Capital of 30,770,000 common shares at a price of \$0.13 per common share for gross proceeds of \$4,000,100 and 1,846,200 common share purchase warrants with each warrant being exercisable into one common share at a price of \$0.1794 per common share until April 12, 2023. Legal, regulatory and other cash costs associated with the private placement totalled \$70,488.
- On March 22, 2021, the Company completed a brokered private placement of 38,500,000 common shares on a flow-through basis at a price of \$0.1794 per flow-through common share for gross proceeds of \$6,906,900. The private placement was completed by a syndicate of agents led by Canaccord Genuity Corp. and including Dundee Goodman Merchant Partners, a division of Goodman & Company, Investment Counsel Inc., Sprott and iA Private Wealth Inc. (collectively, the "Agents").

In connection with the closing of the private placement, the Company paid to the Agents a cash fee of \$414,414 of the aggregate gross proceeds raised pursuant to the offering and issued an aggregate of 2,310,000 non-transferable compensation warrants with each compensation warrant being exercisable into one common share at a price of \$0.1794 per common share until March 22, 2023 with a fair value of \$131,670. The flow-through shares were issued at a premium of \$1,324,400 and require the Company to incur eligible Canadian exploration expenditures of \$6,906,900 before December 31, 2022. Pursuant to the Company incurring eligible flow-through expenditures, the flow-through premium liability was reduced to \$nil and \$223,319 was recognized into income during the nine month period ended September 30, 2022. Legal, regulatory and other cash costs associated with the private placement totalled \$212,134.

<i>Flow-through premium liability</i>	<i>\$</i>
Balance – December 31, 2020	203,613
Flow-through premium liability additions	1,324,400
Settlement of flow-through premium to income	(1,304,694)
Balance – December 31, 2021	223,319
Settlement of flow-through premium to income	(223,319)
Balance – December 31, 2022	-

**Shares issuances related to property option agreements**

During the year ended December 31, 2022, the Company issued:

- 50,000 (2021 – nil) common shares valued at \$6,250 (2021 – \$nil) in connection with the Gull Ridge property;
- 250,000 (2021 – 250,000) common shares valued at \$33,750 (2021 – \$30,000) in connection with the Spruce Pond property;
- 500,000 (2021 – 300,000) common shares valued at \$62,500 (2021 – \$43,500) in connection with the Whisker Valley property;
- Nil (2021 – 500,000) common shares valued at \$nil (2021 – \$65,000) in connection with the Inomin property.

Warrant exercises

During the year ended December 31, 2021, 13,165,940 common shares were issued upon the exercise of warrants for gross cash proceeds of \$1,974,891. The value of the exercised warrants of \$51,901 was transferred from reserves to share capital.

Other share issuances

Pursuant to the Acquisition on April 12, 2021, 3,571,428 common shares of the Company were issued to Rambler for partial consideration for the purchase of the Assets with a fair value of \$660,714 and on June 3, 2021, 400,000 common shares were issued for advisor services with a fair value of \$82,000.

Royalty units

During fiscal 2016, the Company issued Royalty Units with a price of \$0.01 per Royalty Unit, and, subject to written consent of the Company, may be assigned or transferred in their entirety only. The proceeds of \$210,700 received in relation to the Royalty Units has been recorded as a Royalty Reserve within Equity. Royalty Units will return 100% of the original investment made by the purchasers and is to be paid out of production from the Company's Green Bay project. The likelihood of the project going into production cannot be determined at this time. Total royalties payable from the Royalty Units ("Royalty Payment") are capped at \$3,440,500 being the price for which the Equity Units (comprised of common shares and common share warrants) and Royalty Units were purchased. Royalty Payments will be made annually beginning on the first anniversary of the date of commencement of commercial production for the Project. Royalty Payments will be funded solely from 10% of annual net cash flow from the Project, with net cash flow representing net production revenues realized from the Project after deduction of all Project operating and debt servicing costs. At the option of the Company, Royalty Payments will be paid either in cash or in gold.



RESULTS OF OPERATIONS

	2022	2021	2020
	\$	\$	\$
Expenses			
Salaries and benefits	1,050,710	1,180,107	746,380
Administration	249,553	251,819	196,020
Consulting	62,890	4,770	10,510
Directors' fees and expenses	100,400	88,516	79,856
Investor relations and promotion	224,042	347,740	288,661
Professional fees	282,599	84,037	65,956
Share based payment	6,397	893,914	469,729
Depreciation	171,276	82,605	27,049
Interest expense on lease liability	39,244	6,767	138
	(2,187,111)	(2,940,275)	(1,884,299)
Interest income	3,357	18,023	22,062
Other income	4,841	-	-
Loss on sale of royalty interests	(70,927)	-	-
Gain on marketable securities	135,370	-	-
Loss on sale of marketable	(6,108)	-	-
Gain on sale of Manitoba properties	189,068	-	-
Flow-through premium liability recovery	223,319	1,304,694	563,401
Loss before income taxes	(1,708,191)	(1,617,558)	(1,298,836)
Deferred income tax expense	(79,000)	-	-
Loss and comprehensive loss	(1,787,191)	(1,617,558)	(1,298,836)
Loss per share	Nil	Nil	(0.01)
Total assets	39,914,201	38,089,501	26,156,853

For the year ended December 31, 2022, the Company incurred a loss and comprehensive loss in the amount of \$1,787,191 (2021 – \$1,617,558). Expenses during the year ended December 31, 2022 were lower than the comparative period mainly due to lower share based payment expenses resulting from nil stock options being granted during 2022, partially offset by increased consulting and professional fees as the Company supported the advancement of the Hammerdown project through to feasibility.

Directors' fees were \$100,400 for the year ended December 31, 2022 (2021 – \$88,516). The increase was mainly due to the addition of one director.

During the year ended December 31, 2022, the Company incurred \$75,935 (2021 – \$74,715) for an office lease included in Administration.

On January 21, 2022, Maritime sold its royalty portfolio for cash consideration of \$375,300 and 96,818 Nomad common shares, fair valued at \$832,635 based on the closing share price upon close, totaling net consideration of \$1,183,373 (net of transaction costs of \$24,562). The book value of the royalty portfolio on the date of disposition was \$1,254,300, resulting in a loss on sale of \$70,927.

During the year period ended December 31, 2022, the marketable securities were measured at a fair value and resulted in a gain of \$135,370. The Nomad common shares were subject to a statutory hold period that expired on May 22, 2022 and were sold during June 2022 for cash proceeds of \$961,897, net of commission, and the Company recorded a loss on sale of marketable securities of \$6,108.

Other income during the year ended December 31, 2022 related to a dividend payment of \$4,841 received from Nomad.



During the year ended December 31, 2022, deferred tax expenses of \$79,000 (2021 – \$nil) was recognized due to timing differences on mineral properties.

On December 15, 2022, the Company sold the Manitoba property to Hudbay Minerals Inc. for cash consideration of \$200,000 pursuant to a purchase and sale agreement. The asset was reduced by \$10,932 to \$nil and a gain of \$189,068 was recorded through profit and loss.

Pursuant to qualifying flow-through expenditures incurred during the year ended December 31, 2022, the flow-through premium liability was reduced by \$223,319 (2021 – \$1,304,694), respectively, and recorded in income as Recognition of the flow-through premium liability. The flow-through premium recovery was lower during 2022 due to the lower flow-through eligible expenditures during the period, as well as the Company has incurred all required flow-through expenditures to date with no outstanding commitment at current.

SUMMARY OF QUARTERLY RESULTS

The following table summarizes information derived from the Company's financial statements for each of the eight most recently completed quarters.

	Dec 31	Sep 30	Jun 30	Mar 31	Dec 31	Sep 30	Jun 30	Mar 31
in thousands, except per share amounts	2022	2022	2022	2022	2021	2021	2021	2021
	\$	\$	\$	\$	\$	\$	\$	\$
Net income (loss):								
(i) in total	(415)	(395)	(452)	(525)	(234)	(494)	(653)	(237)
(ii) per share ⁽¹⁾	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cash	2,503	3,525	1,315	2,827	4,340	7,827	10,873	10,327
Marketable securities	-	-	-	886	-	-	-	-
Accounts payable and accruals	845	438	997	925	821	1,093	1,027	1,045
Exploration and evaluation assets	34,974	34,122	33,522	31,619	31,233	28,666	25,965	20,834
Debt	nil	nil	nil	nil	nil	nil	nil	nil
Deficit	(13,513)	(13,287)	(12,968)	(12,536)	(12,011)	(11,777)	(11,544)	(10,924)

⁽¹⁾ Fully diluted loss per share amounts are not shown as they would be anti-dilutive.

For the three months ended December 31, 2022, the Company incurred a loss and comprehensive loss in the amount of \$415,001 (2021 – \$233,930). Maritime's loss in each period primarily reflects the level general and administrative expenses. Cash balances fluctuated as a result of the various financings, combined with expenditures in the periods.

The Company's operations are not driven by seasonal trends, but rather by reaching project milestones such as completing various geological, technical, environmental and socio-economic objectives as well as closing the financings needed to fund the Company's activities. The operating results of junior exploration companies typically demonstrate wide variations from period to period. These variances arise from fluctuations in such costs as share-based compensation and level of exploration activity.

TRANSACTIONS WITH RELATED PARTIES

Key Management Personnel

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.



Compensation to key management personnel for services rendered were as follows for the years ended December 31:

	2022	2021
	\$	\$
Salaries	895,261	945,893
Directors' fees	90,000	78,333
Share based payments	-	707,900
	985,261	1,732,126

At December 31, 2022, the Company included in accounts payable and accrued liabilities \$26,374 (2021 – \$26,719), comprised of \$22,500 of directors' fees and expenses payable to the members of board of directors of the Company and \$3,874 payable to the Chief Executive Officer for travel and related expenses. Amounts due to related parties are non-interest bearing with no specific terms of repayment.

Related-party transactions

Effective February 1, 2019, the Company entered into a sublease for office space in Toronto, with a corporation that is related by virtue of having directors, as well as the Chief Financial Officer and Corporate Secretary in common.

For the years ended December 31, the Company was charged the following:

	2022	2021
	\$	\$
Rent	75,935	74,715
Office administration	5,794	4,847
	81,729	79,562

LIQUIDITY AND CAPITAL RESOURCES

The Company has no operations that generate cash flow at this time. The Company's future financial success will depend on its success in re-starting the past producing Hammerdown gold mine and, also on the expansion of, or discovery of, one or more economic mineral deposits or business opportunities. The process can take years, can consume significant resources and is largely based on factors that are beyond the control of the Company and its management.

Management's objective is to ensure that there is sufficient capital to minimize liquidity risk and to continue as a going concern. As an exploration stage company, the Company has financed its activities primarily by the issuance of equity securities. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future, or that the terms of such financings will be favourable.

Working Capital

The Company had \$2,050,117 in working capital as at December 31, 2022 (2021 – \$3,871,420) (see "Non-IFRS Measures"). As at December 31, 2022, the Company had no debt, unused lines of credit or other arrangements in place to borrow funds, and had no off-balance sheet arrangements. However, the Company may use debt financing in future. The Company does not use hedges or other financial derivatives.

The Company manages its liquidity risk (i.e., the risk that it will not be able to meet its obligations as they become due) by forecasting cash flows from operations together with its investing and financing activities. Expenditures are adjusted to ensure liabilities can be funded as they become due. Management and the Board of Directors are actively involved in the review, planning, and approval of significant expenditures and commitments.

**Operating Activities**

Cash and restricted cash used in operating activities was \$1,862,826 for the year ended December 31, 2022 (2021 – \$1,865,638). Operating activities related to increased corporate activity as the Company progressed its feasibility study and permitting to further de-risk its Hammerdown Project.

Financing Activities

Financing activities during the year ended December 31, 2022 resulted in cash inflows of \$3,557,491 (2021 – \$12,146,758) mainly from the non-brokered private placement financing during September for gross proceeds of \$3,700,000 partially offset by the repayment of lease liabilities.

Investing Activities

Investing activities, relating predominantly to exploration and evaluation expenditures on the Company's exploration properties partially offset by net cash proceeds from the sale of the Company's royalty portfolio and marketable securities, resulted in cash outflows of \$3,331,071 during the year ended December 31, 2022 (2021 – \$12,359,877). During the comparative period in 2021, the Company completed the acquisition of the gold plant and other assets as well as incurred higher exploration expenditures.

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, marketable securities, receivables, deposits, accounts payable and accrued liabilities and lease liabilities. The carrying value of receivables, and accounts payable and accrued liabilities approximate their fair values due to the short-term nature of these instruments. The carrying value of the Company's lease liabilities is measured at the present value of the discounted future cash flows. The fair value of cash and marketable securities are measured based on level 1 of the fair value hierarchy.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below.

Credit risk

Credit risk is the risk of a financial loss to the Company if a counter-party to a financial instrument fails to meet its contractual obligation. The Company's receivables consist primarily of tax receivables due from federal and provincial government agencies. The Company has no customers or trade receivables as at December 31, 2022. The Company does not have a significant concentration of credit risk with any single counter-party. The Company's cash is invested in interest bearing accounts at major Canadian chartered banks. Because of these circumstances, the Company does not believe it has a material exposure to credit risk. Receivables are due from a government agency.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The risk that the Company will realize a loss in cash is limited because the Company's deposits are redeemable on demand.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding. During the year ended December 31, 2022, Maritime sold its marketable securities for cash proceeds of \$961,897, net of commission. The Company completed a non-brokered private placement of 74,000,000 common shares at a price of \$0.05 per common share for gross proceeds of \$3,700,000 on September 22, 2022 and on October 4, 2022 sold a 1% NSR Royalty on its Lac Pelletier Property located in Québec to Metalla Royalty & Streaming Ltd. for \$300,000 and sold the Manitoba property to Hudbay Minerals Inc. for cash consideration of \$200,000 on December 15, 2022.



Subsequent to December 31, 2022, the Company closed the sale of the Daniel Property to Nuvau Minerals Corp. for gross cash proceeds of \$100,000.

The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. As at December 31, 2022, the Company had cash totalling \$2,703,453 (2021 – \$4,339,859) to settle accounts payable and accrued liabilities of \$845,448 (2021 – \$821,237). Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. As at December 31, 2022 and 2021, the Company's accounts payable and accrued liabilities have contractual maturities of less than 60 days and are subject to normal trade terms.

Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

CONTINGENCIES

The Company may be subject to various contingent liabilities that occur in the normal course of operations. The Company is not aware of any pending or threatened proceedings that would have a material adverse effect on the financial position or future results of the Company.

OFF BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

NEW AND AMMENDED IFRS PRONOUNCEMENTS

Certain new accounting standards and interpretations have been issued that are not mandatory for reporting periods ending December 31, 2022 and have not been early adopted by the Company. For details of these new accounting standards, refer to Note 3 of the Company's consolidated financial statements for the years ended December 31, 2022 and 2021, which are available on the Company's website and on SEDAR.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The discussion and analysis of Maritime's financial condition and results of operations are based upon its financial statements, which are prepared in accordance with IFRS. The preparation of the financial statements requires the Company to make estimates and judgements that affect the reported amounts of assets and liabilities, revenues and expenses, and related disclosure of contingent assets and liabilities at the date of the financial statements. Actual results may differ from these estimates under different assumptions or conditions. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are discussed in more detail in the Company's financial statements for the year ended December 31, 2022, which are available on SEDAR at www.sedar.com.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The information included in the Financial Statements and this MD&A is the responsibility of management, and their preparation in accordance with IFRS requires management to make estimates and their assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the



Financial Statements, and the reported amount of income and expenses during the reported period. Actual results could differ from those estimates.

DISCLOSURE OF SECURITIES OUTSTANDING

As at April 26, 2023, the following common shares, common share purchase options and common share purchase warrants were outstanding.

	Expiry date	Exercise price per share	Number of shares and number of shares on exercise
Common shares			474,308,601
Common share purchase options	06-Dec-2023	\$ 0.11	4,805,000
Common share purchase options	18-Jun-2024	\$ 0.10	4,450,000
Common share purchase options	20-May-2025	\$ 0.085	5,550,000
Common share purchase options	10-Sep-2025	\$ 0.17	600,000
Common share purchase options	24-Jun-2026	\$ 0.18	4,850,000
Common share purchase options	29-Jul-2026	\$ 0.18	2,000,000
Common share purchase options ⁽¹⁾	28-Feb-2028	\$ 0.05	4,950,000
Common share purchase options			27,205,000
Common share purchase warrants ⁽²⁾			Nil

⁽¹⁾ Granted subsequent to December 31, 2022.

⁽²⁾ 4,156,200 warrants expired unexercised subsequent to December 31, 2022.

NON-IFRS MEASURES

This MD&A refers to working capital, which is not a recognized measure under IFRS. This non-IFRS performance measure does not have any standardized meaning prescribed by IFRS and is therefore unlikely to be comparable to similar measures presented by other issuers. Management uses this measure internally to better assess performance trends and liquidity. Management understands that a number of investors and others who follow the Company's business assess performance in this way. This data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

As at	December 31, 2022 \$	December 31, 2021 \$
Current assets		
Cash and restricted cash	2,703,453	4,339,859
Receivables	136,715	298,216
Prepaid expenses	137,752	141,619
	2,977,920	4,779,694
Current liabilities		
Accounts payable and accrued liabilities	(845,448)	(821,237)
Lease liability	(82,355)	(87,037)
Working capital	2,050,117	3,871,420

Similarly, the *Hammerdown Gold Project – Feasibility Study* section of this MD&A refers to the following performance measures which are also not recognized measures under IFRS.

Cash Costs and Cash Cost per Ounce

Cash Costs are reflective of the cost of production. Cash Costs reported in the Feasibility Study include mining costs, processing and water treatment costs, general and administrative costs of the mine, refining and transportation costs, silver revenue credits and royalties. Cash Costs per Ounce is calculated as Cash Costs divided by payable gold ounces.

**All-In Sustaining Costs (AISC) and AISC per Ounce**

AISC is reflective of all expenditures that are required to produce an ounce of gold from operations. AISC reported in the Feasibility Study includes Cash Costs, Sustaining Capital, but excludes corporate general and administrative costs. AISC per Ounce is calculated as AISC divided by payable gold ounces.

Free Cash Flow

Free Cash Flows are revenues net of operating costs, royalties, working capital adjustments, capital expenditures and cash taxes. The Company believes that this measure is useful to the external users in assessing the Company's ability to generate cash flows from the Project.

The Company does not have commercial operations and accordingly, does not yet have comparable financial measures calculated and presented in accordance with IFRS to reconcile to the non-IFRS measures included in the *Hammerdown Gold Project – Feasibility Study* section as of the date of this MD&A.

RISK FACTORS AND UNCERTAINTIES

The Company is subject to risks and uncertainties similar to other companies in a comparable stage of exploration. These risks include, but are not limited to, continuing losses, dependence on key individuals, and the ability to secure adequate financing to meet minimum capital required to successfully complete its exploration programs and continue as a going concern. While the Company has been successful in raising financing to date, there can be no assurance that it will be able to do so in the future. The operations of the Company are speculative due to the high-risk nature of its business. These risk factors and uncertainties could materially affect the Company's future operating results and could cause actual events to differ materially from those described herein and in forward-looking statements and forward-looking information relating to the Company.

Exploration

The Company is seeking mineral deposits on exploration projects where there are not yet established commercial quantities. There can be no assurance that economic concentrations of minerals will be determined to exist on the Company's property holdings within existing investors' investment horizons or at all. The failure to establish such economic concentrations could have a material adverse outcome on the Company and the value of its securities. The Company's planned programs and budgets for exploration work are subject to revision at any time to take into account results to date. The revision, reduction or curtailment of exploration programs and budgets could have a material adverse outcome on the Company and the value of its securities.

Market

The Company's securities trade on public markets and the trading value thereof is determined by the evaluations, perceptions and sentiments of both individual investors and the investment community taken as a whole. Such evaluations, perceptions and sentiments are subject to change; both in short term time horizons and longer-term time horizons. An adverse change in investor evaluations, perceptions and sentiments could have a material adverse outcome on the Company and the value of its securities.

Commodity Price

The Company's exploration projects are primarily related to exploration for gold and other precious metals in Canada. These minerals have recently been the subject of significant price fluctuations, and as such, there can be no assurance that that investors' evaluations, perceptions, beliefs and sentiments will continue to favour these target commodities. An adverse change in these commodities' prices, or in investors' beliefs about trends in those prices, could have a material adverse outcome on the Company and the value of its securities.

Title

No assurances can be given that title defects to the Company's properties do not exist. The properties may be subject to prior unregistered agreements, interests or native land claims and title may be affected by undetected defects. If title defects do exist, it is possible that Company's may lose all or a portion of its right, title, estate and interest in



and to the properties to which the title defect relates. There is no guarantee that title to the properties will not be challenged or impugned. While, to the best of Company's knowledge, title to its properties is in good standing, this should not be construed as a guarantee of title. In Canada, claims have been made and new claims are being made by indigenous peoples that call into question the rights granted by the government.

Financing

Exploration and development of mineral deposits is an expensive process, and frequently the greater the level of interim stage success the more expensive it can become. The Company has no producing properties and generates no operating revenues; therefore, for the foreseeable future, it will be dependent upon selling equity in the capital markets to provide financing for its continuing substantial exploration budgets. While the Company has been successful in obtaining financing from the capital markets for its projects in recent years, there can be no assurance that the capital markets will remain favourable in the future, and/or that the Company will be able to raise the financing needed to continue its exploration programs on favourable terms, or at all. Restrictions on the Company's ability to finance could have a material adverse outcome on the Company and the value of its securities.

Share Price Volatility and Price Fluctuations

In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies, particularly junior mineral exploration companies, like the Company, have experienced wide fluctuations which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that these price fluctuations and volatility will not continue to occur.

Key Personnel

The Company is dependent upon a number of key management and its exploration efforts are dependent to a large degree on the skills and experience of certain of its key personnel. The Company does not maintain "key man" insurance policies on these individuals. Should the availability of these persons' skills and experience be in any way reduced or curtailed, this could have a material adverse outcome on the Company and the value of its securities.

Competition

Significant and increasing competition exists for the limited number of mineral property acquisition opportunities available. As a result of this competition, some of which is with large established mining companies with substantial capabilities and greater financial and technical resources than the Company, the Company may be unable to acquire additional attractive mineral properties on terms it considers acceptable. The Company faces competition to attract and retain skilled labour, as well as procuring supplies and services.

Feasibility Study

Feasibility studies include numerous assumptions and are used to assess the economic viability of a deposit. There is no certainty that the economics included in the current feasibility study on Hammerdown will be realized. While the study is based on the best information available at the time of its writing, actual costs may significantly exceed estimated costs and economic returns may differ significantly from those estimated in the study. There are many factors involved in the determination of the economic viability of a mineral deposit, including the achievement of satisfactory mineral reserve estimates, the level of estimated metallurgical recoveries, capital and operating cost estimates and estimates of future metal prices. Any of the following events, among others, could affect the profitability or economic feasibility of the Project: unanticipated changes in grade and tonnes of ore to be mined and processed, unanticipated adverse geological conditions, unanticipated metallurgical recovery problems, incorrect data on which engineering assumptions are made, availability of labour, costs of processing and refining facilities, application of ore sorting, availability of economic sources of power, adequacy of water supply, adequate access to the site, unanticipated transportation costs, government regulations (including regulations with respect to the environment, prices, royalties, duties, taxes, permitting, restrictions on production, quotas on exportation of minerals, environmental), fluctuations in gold prices, and accidents, labour actions and force majeure events.

**Realization of Assets**

Exploration and evaluation assets comprise a substantial portion of the Company's assets. Realization of the Company's investment in these assets is dependent upon the establishment of legal ownership, the attainment of successful production from the properties or from the proceeds of their disposal. Resource exploration and development is highly speculative and involves inherent risks. Furthermore, no assurances can be given that any mineral resource estimate will ultimately be reclassified as proven or probable mineral reserves. While the rewards if an ore body is discovered can be substantial, few properties that are explored are ultimately developed into producing mines. There can be no assurance that current exploration programs will result in the discovery of economically viable quantities of ore. The amounts shown for acquisition costs and deferred exploration expenditures represent costs incurred to date and do not necessarily reflect present or future values.

Environmental and Other Regulatory Requirements

The current or future operations of the Company, including development activities and commencement of production on its properties, require permits from various governmental authorities and such operations are and will be subject to laws and regulations governing prospecting, development, mining, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, safety and other matters. Companies engaged in the development and operation of mines and related facilities could experience increased costs, and delays in production and other schedules as a result of the need to comply with applicable laws, regulations and permits. There can be no assurance that approvals and permits required to commence production on its properties will be obtained on a timely basis, or at all. Additional permits and studies, which may include environmental impact studies conducted before permits can be obtained, may be necessary prior to operation of the properties in which the Company has interests and there can be no assurance that the Company will be able to obtain or maintain all necessary permits that may be required to commence construction, development or operation of mining facilities at these properties on terms which enable operations to be conducted at economically justifiable costs. Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions there under, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, remedial actions or payment of unanticipated third-party charges. Parties engaged in mining operations or extraction operations may be required to compensate those suffering loss or damage by reason of such activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or abandonment or delays in development of new mineral exploration properties. To the best of the Company's knowledge, it is currently operating in compliance with all applicable environmental regulations.

Community Relations

Positive and constructive relationships with surrounding communities are critical to ensure the future success of the Company's projects.

Pre-existing Environmental Liabilities

Pre-existing environmental liabilities may exist on the properties in which the Company will hold an interest or on properties that may be subsequently acquired by the Company which are unknown, and which have been caused by previous or existing owners or operators of the properties. In such event, the Company may be required to remediate these properties and the costs of remediation could be substantial. Further, in such circumstances, the Company may not be able to claim indemnification or contribution from other parties. In the event the Company was required to undertake and fund significant remediation work, such event could have a material adverse effect upon the Company and the value of its securities.

**Infectious Diseases**

Infectious diseases or the threat of outbreaks of viruses or other contagions or epidemic diseases, including COVID-19, could have a material adverse effect on the Company by causing operational and supply chain delays and disruptions (including as a result of government regulation and prevention measures), labour shortages and shutdowns, government or regulatory actions or inactions, increased insurance premiums, declines in the price of precious metals, delays in permitting or approvals, governmental disruptions, capital markets volatility, or other unknown but potentially significant impacts. In addition, governments may impose strict emergency measures in response to the threat or existence of an infectious disease. The full extent and impact of the COVID-19 pandemic is unknown and, to-date, has included extreme volatility in financial markets, a slowdown in economic activity, reductions in workforce availability, extreme volatility in commodity prices (including precious metals) and raised the prospect of a global recession. The international response to COVID-19 led to, at times, significant restrictions on travel, temporary business closures, quarantines, global stock market volatility and a general reduction in global consumer activity.

The Company cannot estimate whether or to what extent an outbreak and the potential financial impact may extend to countries outside of those currently impacted. Travel bans and other government restrictions may also adversely impact the Company's operations and the ability of the Company to advance its projects in future.

Cybersecurity Threats

The Company relies on secure and adequate operations of information technology systems in the conduct of its business. Access to and security of the information technology systems are critical to the Company's business. The Company has implemented ongoing policies, controls and practices to manage and safeguard the Company and its stakeholders from internal and external cybersecurity threats and to comply with changing legal requirements and industry practice. Given that cyber risks cannot be fully mitigated and the evolving nature of these threats, the Company may not have the resources or technical sophistication to anticipate, prevent, or recover from cyber-attacks and cannot assure that its information technology systems are fully protected from cybercrime or that the systems will not be inadvertently compromised, or without failures or defects. Disruptions to the Company's information technology systems, including, without limitation, security breaches, power loss, theft, computer viruses, cyber-attacks, natural disasters, and non-compliance by third-party service providers and inadequate levels of cybersecurity expertise and safeguards of third-party information technology service providers, may adversely affect the operations of the Company as well as present significant costs and risks including, without limitation, loss or disclosure of confidential, proprietary, personal or sensitive information and third-party data, material adverse effect on its financial performance, compliance with its contractual obligations, compliance with applicable laws, damaged reputation, remediation costs, potential litigation, regulatory enforcement proceedings and heightened regulatory scrutiny.

Climate Change

Global climate change could increase risks facing the Company's business, including the frequency and severity of weather-related events, resource shortages, changes in rainfall and storm patterns and intensities, water shortages, rising water levels and changing temperatures which can disrupt the Company's operations, damage its infrastructure or properties, create financial risk to the business of the Company or otherwise have a material adverse effect on our results of operations, financial position or liquidity. These may result in substantial costs to respond during the event, to recover from the event and possibly to modify existing or future infrastructure requirements to prevent recurrence. The Company's future operations and activities may emit amounts of greenhouse gases which may subject it to legislation regulating emission of greenhouse gases. The costs of complying with increased legislation and/or regulations may adversely affect the business of the Company.

Conflicts of Interest

Certain directors and officers of the Company are or may become associated with other natural resource companies which may give rise to conflicts of interest. Directors who have a material interest in any person who is a party to a material contract or a proposed material contract with the Company are required, subject to certain exceptions, to disclose that interest and generally abstain from voting on any resolution to approve the contract. In addition, the



directors and the officers are required to act honestly and in good faith with a view to the best interests of the Company. The directors and some of the officers of the Company have either other full-time employment or other business or time restrictions placed on them and accordingly, the Company will not be the only business enterprise of these directors and officers.

History of Net Losses, Accumulated Deficit and Lack of Revenue from Operations

The Company has incurred net losses to date. The Company has not yet had any revenue from the exploration activities on its properties. Even if the Company commences development of certain of its properties, the Company may continue to incur losses. There is no certainty that the Company will produce revenue, operate profitably or provide a return on investment in the future.

Uninsurable

The Company and its subsidiaries may become subject to liability for pollution, fire, explosion and other risks against which it cannot insure or against which it may elect not to insure. Such events could result in substantial damage to property and personal injury. The payment of any such liabilities may have a material, adverse effect on the Company's financial position.

Flow-through Share Private Placements

The Company enters into flow-through private placements to fund exploration activities. Canadian tax rules require the Company to have spent flow-through funds on "Canadian exploration expenses" (as defined in the Income Tax Act (Canada)) by the end of the calendar year following the year in which they were raised. While the Company intends to satisfy its expenditure commitments related to the flow-through private placements, there can be no assurance that it will do so. If the Company does not renounce to the purchasers of the flow-through shares, effective on or before December 31 of the year following the flow-through private placement, Canadian exploration expenses in an amount equal to the aggregate purchase price paid by such purchasers for the flow-through shares, or if there is a reduction in such amount renounced pursuant to the provisions of the Income Tax Act (Canada), the Company shall indemnify the purchaser for an amount equal to the amount of any tax payable or that may become payable under the tax act (and under any corresponding provincial legislation) by the purchaser as a consequence of such failure or reduction; however, there is no guarantee that the Company will have the financial resources required to satisfy such indemnity. The Company may also be subject to interest on flow-through proceeds renounced under the look-back rules in respect of prior years, and penalties, in accordance with regulations in the Income Tax Act (Canada), if it is determined that flow-through proceeds were not properly or timely spent on Canadian exploration expenses.

Legal Proceedings

As at the date of the Report, there were no legal proceedings against or by the Company.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION

Certain of the statements made and information contained herein is "forward-looking information" within the meaning of *National Instrument 51-102, Continuous Disclosure Obligations* of the Canadian Securities Administrators. This includes statements concerning the potential to increase mineral resource and mineral reserve estimates and the Company's Hammerdown Gold Project Feasibility Study, the low capital intensity and rapid payback of the Project, the exploration upside relating to the Project, the pursuit of mine life extensions, the potential to increase mineral resource and mineral reserve estimates, returns and FCF relating to the Project, capital financing processes relating to the Project, development of the next drill program on the Project, ROM ore scheduled to be mined from the Project, the presence of and continuity of such minerals at modeled grades and values, the capacities of various machinery and equipment, the use of ore sorting technology will produce positive results, the availability of personnel, machinery and equipment at estimated prices, mineral recovery rates, timing of submission of the Project Development Plan and the Progressive Rehabilitation and Closure Plan for Hammerdown, timing of future site construction, timing to first gold production, length of construction period for the Project, timing of completion of required permitting, timing for approvals to be obtained for the closure and development plans relating to the Project, availability of capital financing, the non-equity portion of any construction capital financing, timing of completion of construction capital financing process, amongst other things, the Company's plans regarding drilling targets previously identified, the anticipated timing of provincial permits and approvals for Hammerdown, acquisition new mineral property interests or business



opportunities, which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. All forward-looking statements and forward-looking information are based on reasonable assumptions that have been made by the Company in good faith as at the date of such information. Such assumptions include, without limitation, the price of and anticipated costs of recovery of, base metal concentrates, gold and silver, the presence of and continuity of such minerals at modeled grades and values, the capacities of various machinery and equipment, the use of ore sorting technology will produce positive results, the availability of personnel, machinery and equipment at estimated prices, mineral recovery rates, and others. Forward-looking information is subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking information, including, without limitation, the ability of the Company to continue to be able to access the capital markets for the funding necessary to acquire, maintain and advance exploration properties or business opportunities; global financial conditions, including market reaction to the coronavirus; competition within the industry to acquire properties of merit or new business opportunities, and competition from other companies possessing greater technical and financial resources; difficulties in advancing towards a development decision at the Hammerdown Mine and executing exploration programs at its Newfoundland and Labrador properties on the Company's proposed schedules and within its cost estimates, whether due to weather conditions, availability or interruption of power supply, mechanical equipment performance problems, natural disasters or pandemics in the areas where it operates, increasingly stringent environmental regulations and other permitting restrictions or maintaining title or other factors related to exploring of its properties, such as the availability of essential supplies and services; factors beyond the capacity of the Company to anticipate and control, uncertainty as to whether the acquisition of assets and new mineral property interests will be completed in the manner currently contemplated by the parties, uncertainty as to whether mineral resources will ever be converted into mineral reserves once economic considerations are applied, uncertainty as to whether inferred mineral resources will be converted to the measured and indicated categories through further drilling, or into mineral reserves, once economic considerations are applied, government regulations relating to health, safety and the environment, and the scale and scope of royalties and taxes on production; the availability of experienced contractors and professional staff to perform work in a competitive environment and the resulting adverse impact on costs and performance and other risks and uncertainties, including those described in each MD&A of financial condition and results of operations. In addition, forward-looking information is based on various assumptions including, without limitation, assumptions associated with exploration results and costs and the availability of materials and skilled labour. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements. Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, Maritime undertakes no obligation to publicly update or revise forward-looking information, whether as a result of new information, future events or otherwise.