PARKSIDE RESOURCES CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE SIX-MONTH PERIODS ENDED

MARCH 31, 2019

Dated: June 25, 2019

Introduction

The following discussion and analysis, prepared as June 25. 2019, should be read together with the audited financial statements for period ended September 30, 2018 and the interim unaudited financial statements for the period ended March 31, 2019 and the related notes attached thereto. This MD&A was written to comply with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual financial statements of the Company for the year ended September 30, 2018, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The Company's financial statements and the financial information contained in this MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC"). The unaudited condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS. Information contained herein is presented as of September 30, 2018, unless otherwise indicated.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of Parkside common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Further information about the Company and its operations can be obtained from the offices of the Company or from www.sedar.com.

The March 31, 2019 Financial Statements and Management Discussion & Analysis were approved by the Audit Committee of Parkside Resources Corporation on June 25, 2019.

Description of Business

General

The Company was incorporated on November 21, 2005 by Certificate of Incorporation and Notice of Articles pursuant to the provisions of the Business Corporations Act of the Province of British Columbia.

The head office of the Company is located at 6 Beaufield Avenue, Toronto, Ontario, M4G 3R3. The registered and records office of the Company is located at 6 Beaufield Avenue, Toronto, Ontario M4G 3R3.

The Company has no subsidiaries or affiliates.

History

In March 2011 the Company entered into an option agreement to acquire a 60% interest in the Forester Lake Gold Property from Benton Resources Corp. ("BTC") based on making the following:

a) cash payments to BTC totaling $50,000:

   i) $15,000 on closing of the option agreement (paid March 2011);
   ii) $15,000 on the first anniversary of the option agreement (paid March 2012), and;
   iii) $20,000 on the second anniversary of the option agreement (paid June 2013).

b) expending a minimum of $300,000 in exploration expenditures on the property over three (3) years, with a minimum of $100,000 in each twelve (12) month period following the option agreement.

c) issuing a total of 1,000,000 common shares to BTC (issued in April 2011).

On June 20, 2013 the Company provided notice to BTC that it has fulfilled its obligations regarding the Forester Lake Gold Property and exercised the initial option to acquire an initial 60% interest in the property under the option and joint venture agreement dated March 7, 2011.

The Forester Lake Gold Property is located approximately 100km north of Pickle Lake, Ontario and roughly 35km southeast of Goldcorp's Musselwhite Gold Mine. It is positioned at the southeast extent of the North Caribou Greenstone Belt. According to BTC's website, this ground was acquired due to its location and geophysical similarities to the Musselwhite Gold mine. In addition, historic drilling intersected gold mineralization grading up to 16.2 g/t over 0.5m, 12.3 g/t over 1.5m and 13 g/t over 0.9m. In 2013 the Company completed a nine hole 1,200 metre drill program. All nine holes intersected anomalous gold mineralization with the most significant intervals being 4.49 grams per tonne (gpt) of Au (gpt Au) over 5.07 metres, including 7.67 gpt Au over 2.85 metres, and 24.93 gpt Au over 0.60 metres in Hole #8 (FOR-13-8) in "Area 1" of the drill program. The results are the best ever received for any drill program on the Forester Lake Gold Property with the highest grade interval being 24.93 gpt Au over 0.60 metres and the widest interval being 5.07 metres grading 4.49 gpt Au.

Corporate Events undertaken during the fiscal quarter ending March 31, 2019

1. During the period the Company completed the audited financial statements for the fiscal years of 2015, 2016, 2017and 2018. In addition the corporate tax returns for those years were completed and filed.

Overall Performance

<u>Six-month period ended March 31, 2019 compared to the six-month period ended March 31, 2018</u>

During the six-month period ended March 31, 2019 the Company incurred a loss of $8,531 (2018: $3,000) and loss per share of $0.00 (2018: $0.00).

The Company did not earn any revenues during the period.

Total Assets as of March 31, 2019 were $39,387, equivalent to $3,687 as of September 30, 2018.

Liabilities totaled $15,186 as of March 31, 2019 compared to $461,758 at September 30, 2018. The decrease was a result of shares issued for debt in the quarter.

Shareholders' Equity as of March 31, 2019 was $24,201 compared to a deficiency of $458,071 **at** September 30, 2018. The increase in Equity was a result of shares issued in the quarter for cash ($60,00) and debt ($430,803).

Cash Flow Used By Operating Activities during the six month period ended March 31, 2019 was $24,300 (2018: -$Nil). Cash Flow Used By Investing Activities was $nil (2018: $nil). Cash Flow provided by Financing Activities was $60,000 (due to the shares issued for cash) (2018:$nil).

Summary of Quarterly Results

The following table presents selected financial information of the Company for the eight most recently completed quarters.

For the quarter ended	March 31, 2019 $	Dec. 31 2018 $	Sept. 30 2018 $	June 30 2018 $	Mar. 31 2018 $	Dec. 31 2017 $	Sept.30 2017 $	June 30 2017 $
Total revenues	-	-	-	-	-	-	-	-
Net income (loss)	(5,031)	(3,500)	116,869	-	-	(1,500)	(4,502)	-
Income (Loss) per share – basic and diluted	(0.00)	(0.00)	0.004	-	-	(0.00)	(0.00)	-

Results of Operations for the Three Months Ended March 31, 2019 Compared to the Three Months Ended March 31, 2018.

Net Loss

During the three month period ended March 31, 2019 the Company incurred a loss of $5,031 (2018: $1,500) and loss per share of $0.00 (2018: $0.00).

Expenses for the three month period ended March 31, 2019 totaled $5,031 (2018: $1,500), consisting of Office and General expenses of $2,500 (2018:$nil) and Professional fees of $2,000 (2018:$1,500) and old accounts payable written off in the amount of $531.

Liquidity and Capital Resources

The activities of the Company, principally the acquisition and exploration of properties prospective for minerals, are financed through the completion of equity transactions such as equity offerings and the exercise of stock options and warrants. There is no assurance that future equity capital will be available to the Company in the amounts or at the times desired by the Company or on terms that are acceptable to it, if at all. See "Risk Factors" below.

The Company has no operating revenues and therefore must utilize its current cash reserves, funds obtained from the exercise of warrants and stock options and other financing transactions to maintain its capacity to meet ongoing operating activities. As December 30, 2018, the Company had 30,892,731 common shares issued and outstanding, 200,000 warrants and 300,000 options outstanding.

At March 31, 2019, the Company had cash of $35,700 (2018 - $nil), and HST receivable of $3,686 (2018: $3,686). Amounts payable and other liabilities were $15,186 compared to $446,503 compared to $461,758 at September 20, 2018. The decrease was as a result of debt settled through the issuance of 86,160,600 common shares at $0.005 per share for debt totaling $430,803.

Total assets as of March 31, 2019 were $39,387 compared to $3,687 at September 30, 2018.

The Company's liquidity risk from financial instruments is minimal as excess cash is held in current bank accounts.

The Company has no source of revenue and does not have sufficient cash resources to meet its administrative overhead or maintain its mineral investments. In order to meet future expenditures and cover administrative and exploration costs beyond that point, the Company will need to raise additional financing. There can be no assurance that adequate funding will be available in the future, or under terms favourable to the Company. See "Risk Factors" below.

	March 31, 2019	Sept 30, 2018
Working capital (deficiency)	$ 24,200	$ (458,072)
Deficit	$ (3,442,882)	$ (3,434,351)

Related Party Transactions

During the six months ended March 31, 2019 and 2018, the Company paid or accrued the following amounts to related parties:

		Three months ended December 31,	
Related party	**Item**	**2019**	**2018**
Key management personnel	Management fees (i)	**$nil**	$nil
	Share-based payments (i)(ii)	**$nil**	$nil

The Company had the following related party transactions during the periods presented:

(i) During the six months ended March 31, 2019, management fees of $nil (2018 - $nil) were paid.

(ii) To the knowledge of the directors and officers of the Company as of March 31, 2019 5,000,000 common shares or 3.88% of the outstanding shares of the Company were held by Benton Resources Inc. Other related parties owned an aggregate of 90,160,600 common shares representing 69.87% of the shares. These holdings can change at any time at the discretion of the owners.

The above noted transactions are in the normal course of business and are measured at the exchange amount, as agreed to by the parties, and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

Management of Capital

The Company manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
- to maximize shareholder return.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company considers its capital to be equity, comprising share capital, warrants, other reserves and deficit, which at March 31, 2019, totaled $24,201 (September 30, 2018 – ($458,071)).

The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is updated based on activities related to its mineral properties. Selected information is provided to the Board of Directors. The Company's capital management objectives, policies and processes have remained unchanged during the period ended March 31, 2019. The Company is not subject to any external capital requirements.

Share Capital

As of March 31, 2019 the Company had issued and outstanding: 129,053,331 common shares and 300,000 stock options.

As of June 25, 2019, the date of this MD&A, the Company had issued and outstanding: 129,053,331 common shares, nil share purchase warrants, and nil stock options.

Options

As of March 31, 2019, the Company had an aggregate of 300,000 stock options issued. The exercise price for the options is $0.05.

The following table reflects the actual stock options issued and outstanding as of March 31, 2019:

Expiry date	Exercise price ($)	life (years)	contractual options outstanding	vested options (exercisable)	unvested
April 7, 2019	0.05	0.02	300,000	300,000	-
			300,000	300,000	-

The weighted average fair value of all the options granted during the period ended March 31, 2019 is $nil (2018 - $nil).

Options outstanding for the Company as at the date of this MD&A were as follows:

		Exercise	**contractual options**	**vested options**	
Expiry date	**price ($)**	**life (years)**	**outstanding**	**(exercisable)**	**unvested**
N/A	N/A	N/A	N/A	N/A	-

Recent accounting Pronouncements

IFRS 9, Financial Instruments ("IFRS 9"): IFRS 9 was issued by the IASB in October 2010 and will replace IAS 39, Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted. The Company is in the process of assessing the impact of this pronouncement.

IFRS 16 - Leases (IFRS 16), Leases was issued by the IASB in January 2016 and is effective for accounting periods beginning on or after 1 January 2019. The new standard will replace IAS 17 'Leases' and will eliminate the classification of leases as either operating leases or finance leases and, instead, introduce a single lessee accounting model. The Standard provides a single lessee accounting model, specifying how leases are recognized, measured, presented and disclosed. The Company is currently assessing the financial and operational impact of this standard.

Financial Instruments

Fair Value of Financial Instruments

The Company is required to disclose information about the fair value of its financial assets and liabilities. Fair value estimates are made at the financial position reporting dates, based on relevant market information and information about the financial instrument. These estimates are subjective in nature and involve uncertainties in significant matters of judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect these estimates.

The Company's financial instruments recognized in the unaudited condensed interim statement of financial position consist of cash, short-term investment and current liabilities. The fair value of these financial instruments approximate their carrying value due to the short maturity or current market rate associated with these instruments.

Risk and Uncertainty

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board has implemented and monitors compliance with risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to market conditions in relation to the Company's activities.

Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency, or credit risks arising from the financial instruments.

The Company's financial instruments are exposed to certain financial risks, including currency, credit, liquidity risk and interest rate risk.

Currency Risk

The Company is exposed to currency risk on financial instruments denominated in United States ("US") currency. Management actively monitors movements in foreign currency to mitigate exposure to significant foreign currency losses.

Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. All of the Company's cash and short-term investment is held through a large Canadian financial institution with a high investment grade rating.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. As at March 31, 2019, the Company's cash balance was $35,700, which was not sufficient to meet estimated obligations. The Company continues to seek capital to fund working capital and its exploration and development projects. There is no assurance that additional funding will be available. Liquidity risk is therefore considered high.

Interest Rate Risk

The Company has no cash and short-term investment balances and no interest-bearing debt at March 31, 2019. Cash and short-term investment are subject to floating interest rates. As such, the Company does not have significant interest rate risk.

Outlook

The Company routinely evaluates various business development opportunities which could entail acquisitions and / or divestitures.

The Company continues to monitor its spending and will amend its plans and budgets based on exploration results and expectations of being able to obtain additional funds as and when required.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Only investors whose financial resources are sufficient to enable them to assume such risks and who have no need for immediate liquidity in their investment should undertake such investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position.

Exploration, Development and Production Risks

Mineral exploration involves a high degree of risk and there is no assurance that expenditures made on future exploration by the Company will result in new discoveries of mineralization. It is difficult to project the costs of implementing an exploration program due to the inherent uncertainties of drilling in unknown formations, and other issues.

Insurance

The Company's involvement in mineral resource exploration may result in the Company becoming subject to liability for pollution, property damage, personal injury or other hazards. The Company has in place Commercial General Liability insurance and Director's and Officer insurance in accordance with industry standards to address such risks, such insurance has limitations on liability that may not be sufficient to cover the full extent of such liabilities.

Prices, Markets and Marketing of Commodities

Mineral resource commodities whose prices are determined based on world demand, supply and other factors, all of which will be beyond the control of the Company. World prices for commodities have fluctuated widely in recent years. Any material decline in prices could result in a reduction of revenues.

Substantial Capital Requirements; Liquidity

Management of the Company anticipates that it will make substantial capital expenditures for the acquisition, exploration and development of mineral resources. The Company may have limited ability to expand the capital necessary to undertake or complete future drilling programs.

Environmental Risks

All phases of the mineral resource exploration business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions, national, provincial and municipal laws and regulations

Reliance on Operators and Key Employees

The Company will be dependent on contractors for the timing of activities related to such properties and will largely be unable to direct or control the activities of these firms. In addition, the success of the Company will be largely dependent upon the performance of its management and key employees.

Conflicts of Interest

Certain of the directors and officers of the Company will be engaged in, and will continue to engage in, other business activities on their behalf and on behalf of other companies and, a result of these and other activities, such directors and officers of the Company may become subject to conflicts of interest.

Permits and Licenses

The operations of the Company may require licenses and permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out exploration and development of its projects.

Additional Funding Requirements

The Company's cash flow from its mineral resources, if developed, may not be sufficient to fund its ongoing activities at all times. From time to time, the Company may require additional financing in order to carry out its exploration and development activities. Failure to obtain such financing on a timely basis could cause the Company to forfeit its interest in certain properties, miss certain acquisition opportunities and reduce or terminate its operations.

Issuance of Debt

From time to time the Company may enter into transactions to acquire assets or the shares of other Companies. These transactions may be financed partially or wholly with debt, which may increase the Company's debt levels above industry standards. Neither the Company's articles nor its by-laws limit the amount of indebtedness that the Company may incur.

Availability of Drilling Equipment and Access Restrictions

Mineral exploration activities are dependent on the availability of drilling and related equipment in the particular areas where such activities will be conducted. Demand for such limited equipment or access restrictions may affect the availability of such equipment to the Company and may delay exploration activities.

Industry Conditions

The mineral resource industry is subject to extensive controls and regulations governing its operations imposed by legislation enacted by various levels of government and with respect to pricing and taxation of commodities by agreements among the governments of Canada, Alberta, British Columbia and Saskatchewan, all of which should be carefully considered by investors in the sector.

Duty to Consult First Nations Communities

Beginning November 1, 2012, new rules under Ontario's Mining Act will take effect. These changes reflect key components of the modernized Mining Act that was passed in 2009 to promote mineral exploration and development in a manner that recognizes Aboriginal and treaty rights, is more respectful of private landowners and minimizes the impact of mineral exploration and development on the environment.

International Financial Reporting Standards

The financial statements of the Company and related Management discussion and Analysis for the current period have been prepared in accordance with International Financial Reporting Standards ("IFRS") and should be read in conjunction with the Company's audited annual financial statements for the year ended September 30, 2018.

Off-Balance Sheet Arrangements

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

Additional Information

Additional information about the Company is available on SEDAR at **www.sedar.com.**

Corporate Events that occurred subsequent to the period ending March 31, 2019

1. Subsequent to the period the options outstanding at period end expired unexercised.