BRIGADIER GOLD LIMITED

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND SIX MONTH PERIODS ENDED

JUNE 30, 2020

Introduction

The following management's discussion and analysis ("MD&A") of the financial condition and results of the operations of Brigadier Gold Limited ("Brigadier", or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the three and six months ended June 30, 2020. 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 unaudited condensed interim consolidated financial statements of the Company for the three and six months ended June 30, 2020 and the audited consolidated financial statements of the Company for the fiscal years ended December 31, 2019 and 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"). In the opinion of management, all adjustments (which consist only of normal recurring adjustments) considered necessary for a fair presentation have been included. Information contained herein is presented as at August 10, 2020 unless otherwise indicated.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors (the "Board"), 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 Brigadier 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, 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**.

Cautionary Statement Regarding Forward Looking Statements

Certain statements contained in this MD&A constitute "forward-looking statements". Such forward-looking statements involve a number of known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements in light of the risks set forth below and as detailed under "Risks and Uncertainties" in this MD&A.

Risk factors that could affect the Company's future results include, but are not limited to, risks inherent in mineral exploration and development and mining activities in general, volatility and sensitivity to market prices for commodities, changes in government regulation and policies including environmental regulations and reclamation requirements, receipt of required permits and approvals from governmental authorities, competition from other companies, ability to attract skilled employees and contractors, changes in foreign currency exchange rates.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or results of operations at this time.

Further information regarding these and other factors which may cause results to differ materially from those projected in forward-looking statements are included in the Company's filings with securities regulatory authorities. The Company does not undertake to update any forward-looking statement that may be made from time to time by the Company or on its behalf, except in accordance with applicable securities laws.

Description of Business and Overall Objective

Brigadier is incorporated under the Business Corporations Act (BC) and is listed on the TSX Venture Exchange under the symbol BRG.H. The Company completed its continuation from the jurisdiction of Ontario on June 19, 2020. The address of the Company's registered office is 40440 Thunderbird Ridge, PO Box 1831, Garibaldi Highlands, BC V0N 1T0.

Historically the Company has conducted exploration and development of mineral properties and more recently briefly focused its efforts in the biotech/medical device marketplace. During the year ended December 31, 2019 the Company divested itself of all interests in its prior businesses. On August 19, 2019, the Company entered into definitive agreements (Amended November 25, 2019) and which expired on April 30, 2020 in respect of its investments in CBD Group Asia Limited ("CGA") and Natural Source Group Pte Limited ("NSG"), which, together with a proposed concurrent private placement offering, constituted the Corporation's proposed change of business from mineral exploration to an investment issuer (the "Proposed COB"). In addition, the Corporation announced that in connection with the Proposed COB, it intended to de-list its common shares from the TSX Venture Exchange and to apply to list the common shares of the resulting issuer on the Canadian Securities Exchange. On April 24, 2020, the Company terminated the agreements related to these proposed transactions. See "**Proposed Transaction- Terminated**" and "**Transfer of Listing to Canadian Stock Exchange - Terminated**".

Accordingly the Company continues to operate in the business of mineral property exploration.

The Company currently has completed 2 private placements which has resulted in the Company having working capital to fund its immediate operations. The Company has reported successive operating losses and has historically had limited capital resources. The Company will require additional funding to continue operations for the next 12 months. The ability of the Company to continue as a going concern is dependent on the raising of additional finance and the identification of new business opportunities.

Corporate Highlights

As noted above the Company terminated the change of business agreements with CGA and NSG, and continues in the business of mineral property exploration.

The Company has entered into an Option Agreement for a 100% interest in the Killala Lake South Diamond Property, consisting of forty-six (46) cell claims units located in Killala Lake and Foxtrap Lake Area Townships, Thunder Bay Mining District, Ontario and has also entered into a binding letter of intent ("LOI") for an option to acquire a 100% interest in the 3,954 hectare Picachos Gold-Silver Property centered over the historic "Viva Zapata" National Mineral Reserve, Sinaloa, Mexico.

On June 3, 2020, the Company completed a private placement of 14,000,000 Units at $0.05 for gross proceeds of $700,000. Each Unit consists of one common share and one share purchase warrant. Each share purchase warrant can be exercised into once common share at an exercise price of $0.10 until June 3, 2021. The share purchase warrants have been valued at $152,250 using the Black-Scholes share purchase model with the following assumptions, Exercise price - $0.10; Volatility -107%; Risk free rate - 0.0284%; Term: 1 year; annual rate of dividends - $Nil. All securities issued pursuant to the private placement are subject to a hold period expiring four months from the date of issuance.

In connection with the private placement the Company also incurred share issuance costs aggregating $27,110.

Subsequent to the period end, on July 30, 2020, the Company completed a second non-brokered private placement issuing 13,461,538 Units at a price of $0.26 per Unit for gross proceeds of up to $3,500,000. Each Unit is comprised of one common share in the capital of the Company and one Common Share purchase warrant (each a "Warrant"). Each Warrant entitles the holder thereof to purchase one Common Share for $0.40 for a period of one year from the date of issuance. All securities issued pursuant to the private placement are subject to a hold period expiring four months from the date of issuance.

In connection with the private placement the Company also incurred share issuance costs consisting of cash finders fees of $186,678.

On June 29, 2020, the Company appointed Mr. Oscar Mendoza as Special Advisor, Mexico. Mr. Mendoza, with extensive experience in the resource and capital markets sector, will be responsible for reviewing and generating opportunities in Mexico that align with Brigadier's plan for growth. Oscar Mendoza was born and raised in Mexico and currently resides near the city of Monterrey, Mexico. Mr. Mendoza is a Graduate of The University of North Texas in the United States where he completed his undergraduate degree with Honors in Political Science and Finance. After five years of work experience in the U.S. Mr. Mendoza moved to Japan where he obtained his MBA at the International University of Japan. He graduated as Salutatorian for his class while completing full course requirements in four distinct concentration areas. Mr. Mendoza then went on to work for investment banks including Morgan Stanley and Frontier Securities, covering Natural Resources & Energy sectors. He actively led and successfully closed several financing transactions in equity capital markets with a focus on mining and resource companies and has facilitated and structured several custom tailored debt and investment banking transactions for mining companies listed on the London Stock Exchange, Toronto Stock Exchange, Australian Stock Exchange and Mongolian Stock Exchange

On July 1, 2020, Mrs. Leah Hodges, has been appointed as Corporate Secretary of the Corporation. Mrs. Hodges has over 15 years of experience providing corporate compliance, administration and governance support serving on and for, numerous boards of directors of private and public listed companies in the resource and technology sectors. Mrs. Hodges specializes in corporate, commercial and securities law, corporate governance, mergers and acquisitions. Mrs. Hodges is a Commissioner for Taking Affidavits in British Columbia, has an Associate of Arts degree from Capilano University and is a member of the Governance Professionals of Canada.

On July 30, 2020, the Company appointed Geoffrey Fielding as a special advisor to the Company. Mr. Fielding was educated at the Sorbonne in Paris and has an LLB from the faculty of law at the London School of Economics. He was an equity partner at Grenfell & Colegrave, one of London's oldest stockholding firms, before the company was acquired by CIBC, Canada's largest retail bank. As a director of CIBC's London investment division, Mr. Fielding founded the overseas investment division in the Caribbean, where over a three-year period he built up and managed funds valued at over USD$1-billion. In 2007, Mr. Fielding moved to Southeast Asia where he is now based. He is currently President and Chief Executive Officer of a Chinese investment management company and chairman of a Malaysian wealth fund. He represents both companies as well as several other Hong Kong and international clients regarding strategic investment opportunities

Going Concern

The Company reported a loss of $288,281 for the six month period ended June 30, 2020 (six months ended June 30, 2019 loss of $124,899) and had an accumulated deficit of $15,967,736 at June 30, 2020 (December 31, 2019 - $15,679,455).

As June 30, 2020 the Company has working capital of $574,369 (December 31, 2019 – $164,760). The Company has reported successive operating losses and has limited capital resources. The Company will require additional funding to continue operations for the next 12 months. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or available on terms acceptable to the Company.

The unaudited condensed interim consolidated financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or to the amounts or classification of liabilities that might be necessary should the Company not be able to continue as a going concern.

Exploration and Evaluation Properties

Killala Lake South Diamond Property, Canada

On May 11, 2020, the Company entered into an option agreement with Rudolf Whal and Mike Dorval, together doing business as the "Wahl Group" to purchase a 100% interest in forty-six (46) cell claims units located in Killala Lake, Foxtrap Lake Area Townships, Thunder Bay Mining District, Ontario. The agreement received regulatory approval on June 24, 2020.

Under the Agreement, the Corporation may earn 100% of the interest in the Property by making cash payments and payments of common shares in the capital of the Corporation ("Common Shares"), over a period as follows: (i) $15,000 in cash upon execution of the Agreement, (ii) 500,000 Common Shares upon approval of the TSX Venture Exchange (the "TSXV") of the Agreement and Transaction; (ii) $15,000 and 200,000 Common Shares payable on or before each of the first, second and third anniversaries of the date of the Agreement; and $50,000 and

500,000 Common Shares payable on or before the fourth anniversary of the date of the Agreement, for total proceeds of $110,000 and 1,600,000 Common Shares. The Corporation may, in its sole discretion, accelerate payment of cash and Common Shares in advance of the anniversary dates.

The Wahl Group shall retain a three percent (3%) Gross Overriding Royalty ("GOR") with respect to diamonds extracted from the Property, and a two percent (2%) Net Smelter Royalty ("NSR") on any nondiamond minerals or metals discovered on the Property. The Corporation shall have the right, at any time, to purchase ½ of each of the GOR and NSR for $2,000,000 and $1,000,000, respectively. In the event the Corporation files a technical report prepared in accordance with National Instrument 43-101 - Standards of Disclosure for Mineral Projects ("NI 43-101") which identifies a resource exceeding 3 million carats, the Corporation will issue an additional 1,000,000 Common Shares to the Wahl Group, with another 1,000,000 shares being issued upon completion of a positive bankable feasibility study. In addition, for each kimberlite or lamproite pipe drilled within the Area of Interest (as defined in the Agreement) and which produces more than 10 commercial sized diamonds, the Corporation will issue an additional 500,000 Common Shares to the Wahl Group.

During the period to June 30, 2020, the Company issued 500,000 common shares with a fair value of $25,000, paid $15,000 upon receiving TSX approval and incurred $10,500 of property evaluation expenses consisting of the preparation of a compliant NI 43-101 report.

Further details of the subject property can be found on the SEDAR website at www.sedar.com. in the NI 43-101 Technical Report which was filed on June 24, 2020.

Picachos Gold-Silver Property

On July 6, 2020, the Company entered into a binding letter of intent ("LOI") for an option to acquire a 100% interest in the 3954 hectare Picachos Gold-Silver Property centered over the historic "Viva Zapata" National Mineral Reserve, Sinaloa, Mexico. On August 4, 2020, the binding LOI was superseded with a Definative Agreement to acquire the property.

To acquire a 100% interest in 4 contiguous mineral claims comprising the Picachos Property, Brigadier will provide staged consideration to Minera Camargo S.A. de C.V. ("Minera Camargo") over a 5-year period consisting of cash payments totalling US$275,000; share issuances totaling 4,000,000 common shares of Brigadier; and cumulative exploration expenditures of US$3,850,000. Brigadier will also make payments to Minera Camargo for Picachos development milestones as to: i) 1,000,000 common shares of Brigadier upon delineating a mineral resource estimate containing a minimum of 350,000 ounces of gold in the inferred category (based on the then current CIM definitions); ii) US$725,000 and 1,000,000 common shares of Brigadier upon completion of a feasibility study recommending the construction of a mine on the Property; and iii) US$2,000,000 upon commencement of commercial production. Brigadier may, at its option, issue common shares in lieu of one half of the cash payments to be made pursuant to each of ii) and iii). A 2% NSR will be retained by Minera Camargo.

The acquisition is subject to a regulatory approval.

The Company has also entered into a finders fee agreement with respect to the above agreement and shall compensate the finder up to $325,320 which will be settled in either cash or by the issuance of up to 1,084,400 common shares with a deemed value of $0.30 over the term of the option agreement. Payment of the finder's fee is dependent upon the Company keeping the option agreement in good standing, and other milestone events.

Picachos, held by Minera Camargo, is comprised of four mining concessions covering an area of 3,954 hectares and is situated in the municipality of El Rosario, in the southeastern region of Sinaloa state, Mexico. Prior to 2002, the mineral tenure was fractured by several small concessions. Minera Camargo acquired a contiguous land package between 2003 and 2012. Geographically, the Picachos overlaps part of the western foothills of the Sierra Madre Occidental (SMO). Access to Picachos from Mazatlan is by state highway and paved road to the town of Cacalotan, and then by dirt road into the Property. Total driving distance is approximately 111 road kilometres (km) over a period of four hours. Mine workings are accessed by approximately 20 km of roads internal to the Property.

Picachos overlaps (i) two regional-scale precious metal rich vein systems and (ii) a large porphyry copper prospect. Historic metal production is from the veins. The largest vein system trends northeasterly for seven kilometers along a major fault zone, and host the past-producing San Agustin underground mine. It appears to be cross-cut and disrupted by several northwesterly trending veins including El Placer. The El Placer vein system has been mapped over a 4 km long strike length. The portion that belongs to Minera Camargo is about 1.5 km long in the southeastern part of Picachos.

Further details of the subject property can be found on the SEDAR website at www.sedar.com in the press release filed on July 7, 2020.

Selected Annual Financial Information

The following is selected financial data derived from the audited financial statements of the Company at December 31, 2019, 2018 and 2017.

	Year Ended December 31 2019	Year Ended December 31 2018	Year Ended December 31 2017
Total revenue	$ -	$ -	$ -
Loss for the year	$ (495,522)	$ (752,954)	$ (489,810)
Basic and diluted loss per share	$ (0.02)	$ (0.05)	$ (0.05)
Total Assets	$ 301,053	$ 260,721	$ 76,407
Total Liabilities	$ 128,793	$ 66,239	$ 99,864
Cash Dividends per share	$ -	$ -	$ -

Results of Operations for the Six Months Ended June 30, 2020

	SIX MONTHS ENDED JUNE 30			
		2020		2019
Expenses				
Consulting	**$**	**107,453**	$	44,847
General and administration		**55,620**		29,703
Professional fees		**52,978**		48,907
Exploration and evaluation expenses		**50,500**		-
Foreign exchange loss		**761**		10
Investor relations and transfer fees		**20,969**		21,432
		288,281		144,899
Net Loss for the Period		**(288,281)**		(144,899)
Other Items				
Recovery on sale of exploration and evaluation property		**-**		21,500
Change in fair value of investments		**-**		(1,500)
Loss and Comprehensive Loss for the Period	**$**	**(288,281)**	$	(124,899)
Loss Per Share, Basic and diluted	**$**	**(0.01)**	$	(0.01)
Weighted Average Number of Shares Outstanding		**32,676,217**		27,704,716

Brigadier's loss totaled $288,281 for the six months ended June 30, 2020, with basic and diluted loss per share of $0.01. This compares with a loss of $124,899 with basic and diluted loss per share of $0.01 for the six months ended June 30, 2019.

The increase in loss is primarily due to increased consulting fees of $107,453 being charged by directors and consultants in the six month period to June 30, 2020 compared to $44,847 being charged in the prior six month period ended June 30, 2019. General and administrative costs increased to $55,620 from $29,703 due to there being increased shareholder communications costs during the six month period ended June 30, 2020 as the company investigated its new business direction. Professional fees increased to $52,978, from $48,907. In the six month period to June 30, 2020 legal fees and additional accounting fees were predominantly incurred with respect to the proposed change of business, whereas in the six month period to June 30, 2019 they were substantially in respect of private placements. Exploration and evaluation expenses increased $50,500 from $Nil, a result of the Company paying an initial option payment of $15,000 and issuing common shares with a fair value of $25,000 and the cost of the NI 43-101 report on the Killala Lake South Diamond Property during the six month period ended June 30, 2020. Foreign exchange loss increased to $761 during the six months ended June 30, 2020 from $10 during the six month period ended June 30, 2019. Investor relations and transfer fees decreased to $20,969 in the six month period ended June 30, 2020 from $21,432 in the six month period ended June 30, 2019.

Recovery on sale of exploration and evaluation property decreased to $Nil during the six months ended June 30, 2020 from $21,500 during the six months ended June 30, 2019. Finally as a result of adjusting the value of the Company's investments in Prosper Gold Corp to market value, the Company recorded an expense of $Nil in the six month period ended June 30, 2020 (six month period ended June 30, 2019 -$1,500).

Results of Operations for the Three Months Ended June 30, 2020

	THREE MONTHS ENDED JUNE 30	
	2020	2019
Expenses		
Consulting	**$ 49,936**	$ 23,347
General and administration	**22,971**	20,205
Professional fees	**13,918**	29,607
Exploration and evaluation expenses	**50,500**	-
Foreign exchange gain	**(699)**	-
Investor relations and transfer fees	**9,369**	17,098
	145,995	92,257
Net Loss for the Period	**(145,995)**	(92,257)
Other Items		
Recovery on sale of exploration and evaluation property	**-**	21,500
Change in fair value of investments	**3,000**	(1,500)
Loss and Comprehensive Loss for the Period	**$ (142,995)**	$ (72,257)
Loss Per Share, Basic and diluted	**$ (0.00)**	$ (0.00)
Weighted Average Number of Shares Outstanding	**34,769,623**	27,744,705

Brigadier's loss totaled $142,995 for the three months ended June 30, 2020, with basic and diluted loss per share of $0.00. This compares with a loss of $72,257 with basic and diluted loss per share of $0.00 for the three months ended June 30, 2019.

The increase in loss is primarily due to increased consulting fees of $49,936 being charged by directors and consultants in the three month period to June 30, 2020 compared to $23,347 being charged in the prior three month period ended June 31, 2019. General and administrative costs increased to $22,971 from $20,205. Professional fees decreased to $13,918, from $29,607. Exploration and evaluation expenses increased $50,500 from $Nil, a result of the Company paying an initial option payment of $15,000 and issuing common shares with a fair value of $25,000 and the cost of the NI 43-101 report on the Killala Lake South Diamond Property during the three month period ended June 30, 2020. Foreign exchange gain increased to $699 during the three months ended June 30, 2020 from $Nil during the three month period ended June 30,

2019. Investor relations and transfer fees also decreased to $9,369 in the three month period ended June 30, 2020 from $17,098 in the three month period ended June 30, 2019.

Recovery on sale of exploration and evaluation property decreased to $Nil during the three months ended June 30, 2020 from $21,500 during the three months ended June 30, 2019. Finally as a result of adjusting the value of the Company's investments in Prosper Gold Corp to market value, the Company recorded a recovery of $3,000 in the three month period ended June 30, 2020 (six month period ended June 30, 2019 - expense of $1,500).

Summary of Quarterly Results

	QUARTER ENDED			
	JUNE 30 2020	MARCH 31, 2020	DECEMBER 31, 2019	SEPTEMBER 30, 2019
Total revenue	$ -	$ -	$ -	$ -
Loss before income taxes	$ (142,995)	$ (145,286)	$ (225,878)	$ (144,745)
Loss for the period	$ (142,995)	$ (145,286)	$ (225,878)	$ (144,745)
Basic loss per share	$ (0.00)	$ (0.01)	$ (0.01)	$ (0.01)
Total assets	$ 693,810	$ 168,369	$ 301,053	$ 324,520

	QUARTER ENDED			
	JUNE 30 2019	MARCH 31, 2019	DECEMBER 31, 2018	SEPTEMBER 30, 2018
Total revenue	$ -	$ -	$ -	$ -
Loss before income taxes	$ (72,257)	$ (52,642)	$ (98,779)	$ (128,940)
Loss for the period	$ (72,257)	$ (52,642)	$ (98,779)	$ (128,940)
Basic loss per share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.01)
Total assets	$ 390,887	$ 193,712	$ 260,721	$ 77,053

The Company reported a loss of $142,995 for the three month period ended June 30, 2020 compared to $72,257 for the comparable three month period ended June 30, 2019. The basic loss per share for the three month period ended June 30, 2020 was ($0.00) versus ($0.00) for the comparable three month period ended June 30, 2020.

Total assets

Assets were $693,810 at June 30, 2020 (December 31, 2019 - $301,053), an increase of $392,757 since the prior year end.

At June 30, 2020, the principal assets of the Company comprised cash of $682,704, receivables of $3,605, a convertible note receivable from CBD Group Asia Limited of $25,589, against which a valuation allowance of $25,588 has been recorded and an investment in 150,000 common shares of Prosper Gold Corp with a fair value of $7,500.

The Company also as of June 30, 2020 had invested $50,500 in exploration and evaluation assets, and this amount has been expensed in accordance with the Company's accounting policy.

Total liabilities

At June 30, 2020, liabilities totaled $111,941 (December 31, 2019 - $128,793). The variation is primarily the result of fluctuations in accounts payable and accrued liabilities, which are usually paid as and when they become due.

Shareholders' equity

At June 30, 2020, shareholders' equity was increased by $409,609 resulting in total shareholders' equity of $581,869. (December 31, 2019 – $172,260).

As at June 30, 2020, the Company had the following equity instruments:

i) 45,082,810 common shares issued
ii) 14,000,000 share purchase warrants each exercisable until June 3, 2021 into a common share at $0.10
iii) An obligation to issue up to 3,100,000 common shares pursuant to the Killala Lake South Diamond Property Option Agreement. 500,000 additional shares will become issuable for each kimberlite or lamporoite pipe drilled within the area of interest which produces more than 10 commercial sized diamonds.

Liquidity and Financial Position

The activities of the Company 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 "Cautionary Statement Regarding Forward-looking Statements" and "Risks and Uncertainties".

As at June 30, 2020, the Company had a working capital of $574,369 (December 31, 2019 – $164,760). There were no changes in the Company's approach to capital management during the quarter.

On June 3, 2020, the Company completed a private placement of 14,000,000 Units, at $0.05 for gross proceeds of $700,000. Each Unit consists of one common share and one share purchase warrant. Each share purchase warrant can be exercised into once common share at an exercise price of $0.10 until June 3, 2021. The share purchase warrants have been valued at $152,250 using the Black-Scholes option pricing model with the following assumptions, Exercise price - $0.10; Volatility -107%; Risk free rate - 0.0284%; Term: 1 year; annual rate of dividends - $Nil. All securities issued pursuant to the private placement are subject to a hold period expiring four months from the date of issuance.

In connection with the private placement the Company incurred share issuance costs aggregating $27,110.

Subsequent to the period end, on July 30, 2020, the Company completed a non-brokered private placement issuing 13,461,538 Units at a price of $0.26 per Unit for gross proceeds of $3,500,000.

Each Unit is comprised of one common share in the capital of the Company and one Common Share purchase warrant (each a "Warrant"). Each Warrant entitles the holder thereof to purchase one Common Share for $0.40 for a period of one year from the date of issuance. All securities issued pursuant to the private placement are subject to a hold period expiring four months from the date of issuance.

In connection with the private placement the Company also incurred share issuance costs consisting of finders fees of $186,678.

The Company's continuing operations are dependent on its ability to secure equity and/or debt financing, with which it intends to identify future investment opportunities.

Capital Resources

The company's capital resources as at June 30, 2020 consisted of its cash balances of $682,704, receivables of $3,605, convertible note receivable of $25,589, against which a valuation allowance of $25,588 was recorded, and its investments of $7,500.

Off Balance Sheet Arrangements

There are no off-balance sheet arrangements to which the company is committed.

Newly Adopted Accounting Policies

During the six month period ended June 30, 2020 the Company did not adopt any new accounting policies.

Financial Instruments and Other Instruments

The Company recognizes financial assets and financial liabilities when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled or expires.

Financial assets are classified and measured based on these three categories:

i) fair value through profit or loss ("FVPL")
ii) fair value through other comprehensive income ("FVOCI") or
iii) amortized cost.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets.

Financial liabilities are classified and measured based on two categories:

i) fair value through profit or loss: or
ii) amortized cost.

Financial assets and liabilities classified as FVPL are measured at fair value with changes in fair value recognized in profit or loss. Financial assets designated as FVOCI are measured at fair value with changes in fair value recognized in other comprehensive income with such changes never being reclassified to profit or loss. Financial assets and liabilities classified as amortized cost are initially measured at fair value, net of any transaction costs incurred and are measured subsequently using the effective interest method.

The Company's financial instruments consists of the following:

Financial assets and liabilities	*Classification*
Cash	Amortized cost
Receivables	Amortized cost
Convertible note receivable	Amortized cost
Investments	FVPL
Accounts payable and accrued liabilities	Amortized cost

Financial instruments recorded at fair value in the consolidated statements of financial position are classified according to a three level hierarchy that reflects the significance of the inputs used in making the fair value measurements. The three levels of fair value hierarchy are as follows:

Level 1 - Unadjusted quoted prices in active markets for identical assets and liabilities
Level 2 - Inputs other than quoted prices that are observable for assets or liabilities directly or indirectly; and
Level 3 - Inputs for assets or liabilities that are not based on observable market data.

In the Company's December 31, 2019 financial statements, the carrying values of cash, receivables, convertible note receivable and accounts payable and accrued liabilities are considered representative of their respective fair values due to their short term period to maturity, and investments have been recorded at fair market value.

Subsequent Events

Subsequent to June 30, 2020, the Company entered into the following transactions:

(i) Appointment of Corporate Secretary

On July 1, 2020, the Company entered into an agreement with Benchmark Point Governance Corp for administrative and corporate secretarial services. The agreement is for a term of six months and is will automatically renew unless terminated in writing by either party. Compensation pursuant to the agreement is $5,000 per month.

(ii) Exploration and Evaluation Asset – Picachos Property

On July 7, 2020 the Company entered into a binding letter of intent ("LOI") for an option to acquire a 100% interest in the 3,954 hectare Picachos Gold-Silver Property, centered over the historic "Viva Zapata" National Mineral Reserve, Sinaloa, Mexico. On August 4, 2020, the binding LOI was superseded with a Definative Agreement to acquire the property.

To acquire a 100% interest in 4 contiguous mineral claims comprising the Picachos Property, the Company will provide staged consideration to Minera Camargo over a 5-year period consisting of cash payments totalling US$275,000; share issuances totaling 4,000,000 common shares of the Company; and cumulative exploration expenditures of US$3,850,000.

Brigadier will also make payments to Minera Camargo for Picachos development milestones as to:

i) 1,000,000 common shares of the Company upon delineating a mineral resource estimate containing a minimum of 350,000 ounces of gold in the inferred category (based on the then current Canadian Institute of Mining definitions);

ii) US$725,000 and 1,000,000 common shares of the Company upon completion of a feasibility study recommending the construction of a mine on the Property; and

iii) US$2,000,000 upon commencement of commercial production.

The Company may, at its option, issue common shares in lieu of one half of the cash payments to be made pursuant to each of ii) and iii).

A 2% NSR will be retained by Minera Camargo.

The agreement is regulatory approval.

Upon signing the agreement the Company paid US$35,000, being a non-refundable initial payment which forms part of the consideration to be paid pursuant to the LOI to the Optionor.

The Company has also entered into a finders fee agreement with respect to the above agreement and shall compensate the finder up to $325,320 which will be settled in either cash or by the issuance of up to 1,084,400 common shares with a deemed value of $0.30 over the term of the option agreement. Payment of the finder's fee is dependent upon the Company keeping the option agreement in good standing, and other milestone events.

iii) Private placement

On July 24, 2020, the Company closed a non-brokered private placement issuing 13,461,538 Units at a price of $0.26 per Unit for gross proceeds of up to $3,500,000. Each Unit is comprised of one common share in the capital of the Company and one Common Share purchase warrant (each a "Warrant"). Each Warrant entitles the holder thereof to purchase one Common Share for $0.40 for a period of one year from the date of issuance. In connection with the offering the Company paid a total of $186,678 in cash finders fees to non- related qualified finders. All securities issued under the Offering, including securities issuable on exercise thereof, are subject to a hold period expiring four months and one day from the date of issuance. Proceeds from the Offering will be used to fund exploration of the Company's exploration projects as well as for marketing and general working capital purposes.

Related Party Transactions

Related party transactions reflected in the unaudited interim condensed consolidated financial statements for the three and six month periods ended June 30, 2020 are as follows:

(i) During the three and six months ended June 30, 2020, the Company recorded consulting fees of $21,139 and $21,139 respectively (three and six months ended June 30, 2019 - $Nil) in relation for services provided to the Company by a Director and Chief Executive Officer ("CEO") of the Company, Ranjeet Sundher. As at June 30, 2020, - $6,184 (December 31, 2019 - $Nil) was payable to the CEO.

(ii) During the three and six months ended June 30, 2020, the Company recorded consulting fees of $3,000 and $6,500 respectively (three and six months ended June 30, 2019 - $3,500 and $7,500 respectively) in relation for services provided to the Company by a Director, Ms. Bev Funston. As at June 30 2020, - $Nil (December 31, 2019 - $Nil) was payable to the Director.

(iii) During the three and six months ended June 30, 2020, the Company recorded consulting fees of $1,000 and $4,000 respectively (three and six months ended March 31, 2019 - $2,000 and $6,125) in relation for services provided to the Company by a Director, Mr. Dillon Sharan. As at June 30, 2020, - $Nil (December 31, 2019 - $Nil) was payable to the Director.

(iv) During the three and six months ended June 30, 2020, the Company recorded consulting fees of $Nil and $Nil respectively. (three and six months ended June 30, 2019 - $1,500 and $2,875) in relation for services provided to the Company by a former Director, Mr. Puneet Sharan. As at June 30, 2020, - $Nil (December 31, 2019 - $Nil) was payable to the Director.

(v) On May 7, 2019, a new Chief Financial Officer ("CFO") was appointed, Mr. Matthew Wright, CPA, CA. During the three and six months ended June 30, 2020, the Company recorded professional fees of $4,200 and $13,000 respectively (three and six months June 30, 2019 - $3,500 and $3,500) for services provided to the Company by the CFO. As at June 30, 2020, - $4,000 (December 31, 2019 - $4,000) was payable to the CFO.

(vi) The former Chief Financial Officer, Mr. Jing Peng, is an employee of Marrelli Support Services Inc. ("MSSI"), a firm providing accounting services. During the three and six months ended June 30, 2020, the Company incurred $Nil and $Nil respectively. (three and six months ended June 30, 2019 - $3,575 and $10,620) for accounting services rendered by MSSI. As at June 30, 2020, - $Nil (December 31, 2019 - $Nil) was payable to MSSI.

On January 7, 2019, the Company announced the appointment of Puneet Sharan as a member of the Board of Directors of the Company and the appointment of Bev Funston as President and CEO of the Company effective immediately. Mr. Sharan's appointment followed the resignation of Grant Hall, who was a member of the Board of Directors and the President and CEO of the Company. On June 5, 2019, at the Annual General Meeting, Bev Funston stepped down as President and CEO, and Ranjeet Sundher was appointed President and CEO of the Company. On June 10, 2019, Puneet Sharan resigned as Director. On May 7, 2019, Matthew Wright was appointed as Chief Financial Officer following the resignation of Jing Peng (the former Chief Financial Officer). On July 1, 2020, Mrs. Leah Hodges, was appointed as Corporate Secretary of the Corporation.

Share Capital (Fully Diluted)

As at August 10, 2020, the date of this MD&A, the Company had the following equity instruments in issue:

i) 58,544,348 common shares
ii) 14,000,000 share purchase warrants each exercisable until June 3, 2021 into a common share at $0.10;
iii) 13,461,538 share purchase warrants each exercisable until July 28, 2021 into a common share at $0.40;
iv) An obligation to issue up to 3,100,000 common shares pursuant to the Killala Lake South Diamond Property Option Agreement. 500,000 additional shares will become issuable for each kimberlite or lamporoite pipe drilled within the area of interest which produces more than 10 commercial sized diamonds;
v) An obligation to issue up to 4,000,000 common shares pursuant to the Picachos Property Definative Agreement
vii) An obligation to issue up to 1,084,400 common shares pursuant to the Picachos Property finders fee agreement

Therefore, as of August 10, 2020, the Company had 94,190,286* common shares on a fully diluted basis.

* the number of fully diluted shares excludes any shares that may become issuable pursuant to kimberlite or lamporoite pipes drilled within the Killala Lake South Diamond Property area of interest which produces more than 10 commercial sized diamonds, as the potential number of issuable shares is indeterminable at this time.

Risk and Uncertainties

The Risks and Uncertainties which should be taken into account in assessing the Company's activities and an investment in its securities include, but are not necessarily limited to, those set out in detail below.

The relative significance of each risk described below will vary as a function of several factors including, but not limited to, the state of the economy, the availability of financing on acceptable terms and other matters.

Any one or more of these risks could have a material adverse effect on the value of any investment in the Company and the business, financial condition or prospects of the Company and should be taken into account in assessing the Company's activities.

Going Concern

Readers are encouraged to read and consider the going concern note specifically contained in the 2019 Audited Consolidated Financial Statements.

Global Economic and Market Risk

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company's business or results of operations at this time.

Financial and Investment Risks

Investment Risk

The market for shares in small public companies is less liquid than for large public companies. Investors should be aware that the value of the Company's common shares may be volatile and may go down as well as up and investors may therefore not recover their original investment.

The market price of the Company's common shares may not reflect the underlying value of the Company's net assets. The price at which investors may dispose of their securities may be influenced by a number of factors, some of which may pertain to the Company and others of which are extraneous. On any disposal of their common shares, investors may realize less than the original amount invested.

Key Personnel

The Company relies on a limited number of key consultants and there is no assurance that the Company will be able to retain such key consultants or other senior management. The loss of one or more of such key consultants or members of senior management, if not replaced, could have a material adverse effect on the Company's business, financial condition and prospects.

Conflicts of Interest

Certain of the Company's directors and officers may also be directors and officers of other publicly listed companies. Consequently, there exists the possibility for such Directors and officers to be in a position of conflict.

Disclosure of Internal Controls

Management has established processes to provide them with sufficient knowledge to support representations that they have exercised reasonable diligence to ensure that (i) the unaudited condensed interim consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the consolidated financial statements, and (ii) the unaudited condensed interim consolidated financial statements fairly present in all material respects the financial condition, results of operations and cash flow of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer

Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

(i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

(ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the issuer's GAAP (IFRS). The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate.

Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Proposed Transaction (Terminated)

On August 19, 2019, the Company entered into definitive agreements (Amended November 25, 2019) and which expire on April 30, 2020, in respect investments in CBD Group Asia Limited ("CGA") and Natural Source Group Pte Limited ("NSG"), which transactions were together with a concurrent private placement offering, proposed to constitute the Corporation's change of business from mineral exploration to an investment issuer (the "Proposed COB"). On April 24, 2020, the Company terminated the agreements related to these proposed transactions.

The CGA Transaction

Following completion of the CGA investment, the Company was to own 50% of CGA and would have the ability to acquire a total of up to a total 75% of the common shares of CGA as further described below.

Terms of the CGA Investment Agreement

In accordance with the terms of the investment agreement dated August 13, 2019, among the Company, CGA and James Foster (the "CGA Investment Agreement"), the Company had agreed to acquire on closing:

(i) 550,000 CGA common shares, at a price per CGA common share of CAD $1.00, for total subscription proceeds of CAD $550,000; and
(ii) 450,000 CGA common shares from James Foster (the Chief Executive Officer of CGA and NSG)

Consideration for the above comprised the issuance of 2,000,000 common shares in the capital of the Company, representing a deemed price per CGA common share of CAD $1.00, which, combined with the subscription of 550,000 CGA common shares, would have resulted in the

Company and Mr. James Foster each owning 50% of the CGA common shares on closing of the CGA Transaction.

Further, the Company would acquire at closing secured, convertible debentures of CGA in the principal amount of CAD $700,000, which would be convertible into CGA common shares at a price of CAD $1.00 per CGA common share (the "CGA Debentures"), and CGA would grant to the Company an option to purchase up to 1,300,000 CGA common shares for total proceeds of CAD $1,300,000 (the "CGA Option"). The CGA Investment Agreement also provided board nomination rights to both CGA and the Company, as well as a right of first refusal in favor of the Company (the "CGA Investment ROFR") with respect to any proposed investment by CGA in companies involved in the CBD space in Asia.

In addition, on July 24, 2019, the Company advanced CAD $25,000 to CGA in the form of an unsecured convertible note, which will automatically convert into common shares pursuant to the terms of the CGA Investment Agreement upon closing of the Proposed COB.

The NSG Transaction

The Company and NSG entered into a subscription agreement dated August 13, 2019 (the "NSG Subscription Agreement"), pursuant to which the Company agreed to subscribe for 2,000,000 common shares of NSG at a price per common share of USD $0.10, for total investment proceeds of USD $200,000. Under the terms of the Subscription Agreement, NSG granted to the Company an exclusive right to source CBD products through its investment partners for a percentage of revenues derived from the sale by NSG of such CBD products and brands (the "NSG Transaction").

Private Placement

In connection with the Proposed COB, the Company would complete a non-brokered private placement offering of units for aggregate gross proceeds of a minimum of CAD $2,000,000, with each unit comprising one common share of the Corporation and one-half of one common share purchase warrant (the "Offering"), for a price of $0.20 per unit. Each whole purchase warrant would be exercisable in one common share of the Resulting Issuer for a price of $0.30 per common share for a period of one year.

Shareholder and Regulatory Approval

On February 27, 2020, at the special meeting of shareholders of the Company received shareholder approval for its Proposed COB and all matters in connection therewith.

The Company had received conditional approval for the Proposed COB, however the Company is was waiting to receive final regulatory approval at the time the transaction was terminated.

James Foster – Director

Mr. Foster is the current Chief Executive Officer of both NSG and CGA. Having attended the School of Oriental & African Studies and Stanford University, Mr. Foster began his career in the City of London with the Royal Bank of Canada. Subsequently, he moved to Beijing in 2011 to co-found Emerging Asia Capital, a resource focused Mergers & Acquisitions boutique. Mr. Foster co-founded NSG in 2013 and has been living and working in China for more than 7 years.

Dillon Sharan – Director

Mr. Sharan has worked in Vancouver, B.C., as a real estate acquisitions analyst since June, 2017. Prior thereto, Mr. Sharan worked in investment banking and mortgage financing. Mr. Sharan has a BCOM from the University of British Columbia's Sauder School of Business and resides in Vancouver.

Alex Parken – Corporate Secretary

Mr. Parken is an associate at Burstall LLP where his focuses primarily in the areas of capital markets, mergers and acquisitions, corporate governance and securities regulatory compliance. Mr. Parken received an undergraduate degree and a graduate degree from the University of Calgary and resides in Calgary.

Transfer of Listing to Canadian Securities Exchange (Terminated)

Upon closing of the Proposed COB and subject to receipt of approvals of the TSXV for the delisting of the common shares of the Company from the TSXV (the "TSXV Delisting"), and the CSE for the listing of the common shares on the CSE (the "CSE Listing"), the listing of common shares would be transferred from the TSXV to the CSE. The TSXV Delisting was subject to the Company receiving approval from the TSXV and the CSE Listing was subject to the Company receiving approval from the CSE.

Additional Information

Additional information relating to the Company is available on the SEDAR website www.sedar.com.