Q-GOLD RESOURCES LTD.

MANAGEMENT'S DISCUSSION AND ANALYSIS

INTERIM REPORT FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2018
DATED AUGUST 29, 2018

GENERAL

The following Management's Discussion and Analysis ("MD&A") should be read in conjunction with the Consolidated Financial Statements for the three and six months ended June 30, 2018 of Q-Gold Resources Ltd. ("Q-Gold", the "Company" or the "Corporation") and the notes thereto.

This MD&A was prepared in conformity with National Instrument 51-102F1 and has been approved by the Corporation's Board of Directors prior to release. Under this Instrument, the Corporation is defined as a "Venture Issuer".

The accompanying interim Financial Statements have been prepared by management and are in accordance with International Financial Report Standards ("IFRS"), see note 2 of the Financial Statements, and all amounts are expressed in Canadian dollars unless otherwise noted. Other information contained in this document has also been prepared by management and is consistent with the data contained in the Financial Statements.

The Company's certifying officers are responsible for ensuring that the 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 was made. The Company's officers certify that that the Financial Statements fairly present, in all material respects, the financial condition, result of operations and cash flows, of the Company as the date hereof.

OVERALL PERFORMANCE

During the three months ending June 30, 2018, Q-Gold continued to maintain its precious metals properties near Crown King, Arizona and Mine Centre, Ontario. The Company's primary activities during the period included arranging a private placement financing and reviewing available mineral exploration properties.

Mine Centre, Ontario Properties

The Company has concentrated its efforts near Mine Centre, Ontario on maintaining its historic Foley gold producing mine (5,267 ounces of gold production from 1898-1900) and the McKenzie Gray gold/ silver zone discovered in 2009, where 45 of the 47 holes drilled by Q-Gold encountered the mineralized zone. The properties contain 2 historic gold mines and over 100 gold veins in various widths, many of which remain to be fully-explored. A second historic mine on Q-Gold's properties, the "Golden Star", produced 10,700 ounces of gold in the late 1890's before surface facilities were destroyed by fire.

The Company currently has no exploration plans for 2018 on its Mine Centre properties.

Crown King, Arizona Properties

The Company currently holds 8 Bureau of Land Management (U.S. Department of the Interior) Mineral Claims near Crown King, Arizona. The Company is reviewing these claims to determine if it will keep the claims or relinquish them.

RESULTS OF OPERATIONS

As the Company is currently a mineral exploration company, it did not have any revenues or profits from operations during the first six months of 2018, or as of the date of this MD&A.

The primary operational activities for the Company during the 2nd Quarter of 2018 consisted of property maintenance on its properties (see Overall Performance section, above), and general corporate activities. During the three months ending June 30, 2018, the Company incurred expenditures totaling $4,168 (2017 – $7,934) on its Arizona Properties and $13,805 (2017 - $3,750) on its Mine Centre Properties.

Results from exploration activities, coupled with the price of gold and silver and the availability of exploration financing from Canadian sources, will materially affect any future development plans for the Company's properties. Although the prices of gold and silver are presently at attractive levels, they are subject to severe fluctuations as a result of world events and economic conditions, which are beyond the Company's control.

SUMMARY OF QUARTERLY RESULTS

The following table shows financial results from the Company's eight most recently completed quarters:

	2018		2017				2016	
	2nd Qtr.	1st Qtr.	4th Qtr.	3rd Qtr.	2nd Qtr.	1st Qtr.	4th Qtr.	3rd Qtr.
Revenue	Nil	Nil	Nil	1	Nil	Nil	4	11
Income (Loss) from operations	(61,060)	(37,855)	(210,795)	(68,238)	(61,224)	(44,982)	(147,254)	(87,045)
Income (Loss) per Share	(0.01)	(0.01)	(0.02)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)
Income (Loss) per diluted share	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)
Net Income (Loss) before Taxes	(62,131)	(24,021)	(308,371)	(53,383)	22,877	(27,354)	(143,118)	(95,303)
Net Income (Loss) per Share	(0.01)	(0.01)	(0.02)	(0.01)	0.01	(0.01)	(0.01)	(0.01)
Net Income (Loss) per diluted share	(0.01)	(0.01)	(0.01)	(0.01)	0.01	(0.01)	(0.01)	(0.01)

The reported operating loss in the 2nd Quarter of 2018 was in-line with reported loss during the same period of 2017. However, the Company reported a net loss before taxes during the 2nd Quarter of 2018 while reporting a net income before taxes during the same period of 2017, because of a one-time gain on the settlement of debt, which occurred during the 2nd Quarter of 2017 (see Note 9 to the Financial Statements).

FINANCIAL CONDITION

Losses for the six months ending June 30, 2018 (prior to extraordinary items) totaled $98,914 ($0.01 per share), which was similar to the losses of $106,207 ($0.01 per share) for the same period in 2017.

All exploration costs are expensed and charged against earnings until economically recoverable reserves are established. Until Q-Gold can establish economically recoverable reserves and initiate mineral production on its properties, the outlook for both cash flow and profit will be negative. In the near-term, the Corporation anticipates being able to fund much of its current exploration activities, as well as general corporate activities, from equity financings and joint ventures, for which it is actively seeking partners.

LIQUIDITY AND CAPITAL RESOURCES

At June 30, 2018, the Corporation had a working capital deficit of $ 207,174 (December 31, 2017 - $107,165). The Company's monthly overhead during the 2nd Quarter of 2018 was approximately

$14,632 (2017 - $16,513). The 2018 costs of maintaining the Arizona Properties and the Mine Centre Properties in good standing are US$ 1,240 and Nil, respectively.

The Company is hopeful that it will be able to successfully raise the necessary capital to fund exploratory operations, maintain its principal properties and to fund general and administrative expenses during 2018. However, the Company recognizes that external factors, which it cannot control such as financial market instability and commodity prices, can adversely affect its ability to raise the necessary capital to maintain ongoing operations.

OFF-BALANCE SHEET ARRANGEMENTS

The Company did not have any off-balance sheet arrangements as of June 30, 2018, and as of the date of this MD&A.

ADDITIONAL DISCLOSURES

For the three months ending June 30, 2018, the Corporation incurred expenses on its mineral properties totaling $17,973 (2017 - $ 11,684). General and Administrative Expenditures for the period totaled $ 43,087 (2017 - $ 49,540).

OUTSTANDING SHARE DATA

The Company's authorized capital consists of an unlimited number of common shares ("Common Shares") and an unlimited number of first and second preferred shares ("Preferred Shares"). As of the date of this MD&A, Common Shares totaling 19,368,280 were issued and outstanding and 32,930,780 on a fully-diluted basis. No Preferred Shares were issued as of the date of this MD&A.

As of the date of this MD&A, the Company has 562,500 stock options outstanding to Directors, Officers, Employees and Consultants of the Company with an exercise price of $0.20 per share, and expiring between December 18, 2020 and June 9, 2021. As of the date of this MD&A, there are purchase warrants and Agent's Options outstanding, as a result of completed financings, allowing for the purchase of an additional 13,000,000 common shares of the Company, at an exercise price ranging from $0.15 to $0.30, expiring on July 4, 2020 and December 27, 2019, respectively.

At Q-Gold's Annual and Special Meeting of the Shareholders, held on July 31, 2017, the shareholders of the Company approved a share consolidation of up to 1 new share for every 4 existing shares and the repricing of the outstanding stock options at an exercise price of $0.05 per share. The share consolidation was effected on January 16, 2018, resulting in 9,368,280 shares issued and outstanding at that time. On July 5, 2018, the Company announce the completion of a private placement financing, which resulted in the issuance of 10,000,000 common shares and 10,000,000 common share purchase warrants at $0.15, with an expiration date of July 4, 2020.

RELATED PARTY TRANSACTIONS

The Company has one employment contract with Eric A. Gavin, Chief Financial Officer, whereby Mr. Gavin is paid US$ 2,500 per month.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments are comprised of cash, accounts receivable, marketable securities, accounts payable and accrued liabilities, promissory notes payable and long-term debt, see Note 2 to the Financial Statements. In that the Company's expenditures occur in both Canadian and U.S. Dollars, and that it obtains capital predominantly in Canadian Dollars, the Company is exposed to some currency risk. However, the Company believes this risk to be minimal and therefore, the Company is not exposed to any significant price, credit or liquidity risk.

FORWARD LOOKING STATEMENTS

Certain statements contained in the 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 actual future results and achievements expressed or implied by such 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.

ADDITIONAL INFORMATION

Additional Information on Q-Gold, including Quarterly and Annual Financial Statements, an Annual Information Form, an Information Circular and the NI 43-101 Qualifying Report on the Company's Mine Centre Properties are all available on SEDAR at www.sedar.com