MANAGEMENT'S DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS

FOR THE THREE AND SIX MONTHS ENDED

JUNE 30, 2022

Introduction

The following interim Management's Discussion & Analysis ("Interim MD&A" or "MD&A") of the financial condition and results of the consolidated operations of Gensource Potash Corporation (the "Company" or "Gensource") and its subsidiary, KClean Potash Corporation, for the three and six months ended June 30, 2022 has been prepared to provide material updates to the business operations, liquidity and capital resources of the Company since its last annual management's discussion & analysis, being the Management's Discussion & Analysis ("Annual MD&A") for the fiscal year ended December 31, 2021. This Interim MD&A does not provide a general update to the Annual MD&A, or reflect any non-material events since date of the Annual MD&A.

This MD&A has been prepared in compliance with the requirements of section 2.2.1 of Form 51-102F1, in accordance with National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the Annual MD&A, the audited annual consolidated financial statements of the Company for the years ended December 31, 2021 and December 31, 2020 and the unaudited condensed interim consolidated financial statements for the three and six months ended June 30, 2022, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. In the opinion of management, all adjustments (which consist only of normal recurring adjustments) considered necessary for a fair presentation have been included. The results for the three and six months ended June 30, 2022 are not necessarily indicative of the results that may be expected for any future period. Information contained herein is presented as at August 29, 2022 unless otherwise indicated.

The unaudited condensed interim consolidated financial statements for the three and six months ended June 30, 2022, have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Standard 34, Interim Financial Reporting.

The following MD&A, particularly under the heading "Liquidity and Capital Resources", contains forward-looking information that involves numerous risks and uncertainties. The forward-looking information is not historical fact, but rather is based on the Company's current plans, objectives, goals, strategies, estimates, assumptions and projections about the industry, business and future financial results. The Company's actual results could differ materially from those discussed in such forward-looking statements.

For the purposes of preparing this MD&A, management and 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 the Company's 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.

Additional information relating to the Company is available free of charge on the System for Electronic Document Analysis and Retrieval (SEDAR) website at **www.sedar.com.**

Summary of Key Activities

The Company has continued to be laser focused on reaching a conclusion to the equity financing for the Tugaske Project ("Tugaske" or the "Project"). Gensource was active in the public markets through to early May 2022; however, the process was deferred to the fall due to the general collapse of the public markets worldwide which was driven largely by the war in Ukraine. The Company continues discussions with private equity capital providers – many of which have enhanced interest in the potash and general fertilizer space due to the current global fertilizer and agriculture situation. Helm, the Company's equity partner and Project off-taker, has steadfastly maintained its efforts to support the financing process and continues discussions with all equity investors. The Company will provide news to shareholders as it becomes available. In the meantime, The Bridge Engineering study currently underway will address inflationary pressures and will detail updated capex and opex estimates for the Tugaske Project. Although the first module at Tugaske, and the financing of it, is clearly the priority focus for management, initial planning continues with respect to adding the second module to the Tugaske Project as previously announced.

As of the date of the MD&A, the following significant events have occurred in 2022:

- The Company announced that its strategic investor and offtake partner, HELM AG and its subsidiary HELM Fertilizers, furthered its commitment to the Company's potash project located near Tugaske, Saskatchewan. HELM and Gensource plan to double the overall potash production capacity of the Tugaske Project, from 250,000 tonnes per year to 500,000 tonnes per year, under a second phase of the Tugaske Project ("**Phase 2**") by adding a second module to the Tugaske Project. It is expected that Phase 2 will be implemented immediately following the completion of the first phase of the Tugaske Project ("**Phase 1**"). In addition, HELM has committed to guarantee a CAD $12,500,000 contingency account for the Tugaske Project, as is required by the bank syndicate of KfW IPEX-Bank and Société Générale in connection with the Company's anticipated and previously announced debt financing. The two senior lending banks, KfW IPEX-Bank and Société Générale, remain fully supportive of the Project. (See news release dated June 21, 2022).
- The Company announced that on June 13, 2022, Michael Ferguson (CEO) exercised, for cash, 1,000,000 stock options at C$0.13 per common share, Deborah Morsky (PDMR) exercised for cash, 1,000,000 Options at C$0.13 per Common Share and Robert Theoret (PDMR) exercised, for cash, 807,000 Options at C$0.13 per Common Share in return for the issue of 1,000,000, 1,000,000 and 807,000 new Common Shares to Michael Ferguson, Deborah Morsky and Robert Theoret, respectively. A non-PDMR exercised 500,000 Options in return for 500,000 Common Shares at a price of C$0.13 on June 13, 2022. (See news release dated June 14, 2022)
- The Company announced that Stephen Dyer, Non-Executive Director, acquired 375,000 Common Shares on June 9th, 2022 at C$0.27 per Common Share. (See news release dated June 13, 2022).
- The Company announced the results of its annual general and special meeting ("AGSM") of shareholders held on May 27, 2022, the Q1 2022 financial results and the appointment of Stephen Dyer as Non-Executive Board Chair. (See news release dated May 31, 2022).
- The Company announced the first on-site activities, the completion of a geotechnical field program for its potash project located near Tugaske, Saskatchewan (the "Tugaske Project"). Completion of this fieldwork represents an important pre-development Project milestone in this increasingly relevant potash project that will support the agriculture sector. (See news release dated May 26, 2022).
- The Company announced that has reached a binding agreement to acquire 100% of the issued and outstanding shares of Innovare Technologies Ltd., a privately held developer of patented selective solution mining and brine processing technology for the recovery of potash and other soluble minerals. Gensource's acquisition of Innovare's shares will occur by way of a reorganization whereby Innovare's existing shareholders will transfer the shares they hold in Innovare to Gensource in exchange for new common shares of Gensource. Following completion of the reorganization, which is still subject to a number of conditions precedent, Innovare will exist as a wholly owned subsidiary of Gensource and Innovare's business will be integrated with and controlled by Gensource. (See news release dated April 13, 2022).
- The Company announced the continued appointment of thinkHERO Incorporated to provide external investor relations services to the Company. (See news release dated April 1, 2022).

- The Company announced the mutual release and settlement agreement dated February 11, 2022 with Frank Eberhardt, Carl F Peters GmbH & Co. and 11664735 Canada Ltd. with regards to the statement of claim filed by the Plaintiffs against the Defendants, as described in the Company's news release dated June 17, 2021. (See news release dated February 14, 2022).

Caution Regarding Forward-looking Statements

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Forward-looking statements	Assumptions	Risk factors
Potential of Gensource's properties to contain potash deposits.	Financing will be available for future exploration and development of Gensource's properties; the actual results of Gensource's exploration and development activities will be favourable; operating, exploration and development costs will not exceed Gensource's expectations; the Company will be able to retain and attract skilled staff; all requisite regulatory and governmental approvals for exploration projects and other operations will be received on a timely basis upon terms acceptable to Gensource, and applicable political and economic conditions will be favourable to Gensource; the price of potash and applicable interest and exchange rates will be favourable to Gensource; no title disputes exist with respect to the Company's properties.	Potash price volatility; uncertainties involved in interpreting geological data and confirming title to acquired properties; the possibility that future exploration results will not be consistent with Gensource's expectations; availability of financing for and actual results of Gensource's exploration and development activities; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff.

Forward-looking statements	Assumptions	Risk factors
The Company's ability to meet its working capital needs at the current level for the twelve-month period ending June 30, 2023.	The operating and exploration activities of the Company for the twelve-month period ending June 30, 2023, and the costs associated therewith, will be consistent with Gensource's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions will be favourable to Gensource.	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions.
The Company's ability to carry out anticipated exploration on its property interests.	The exploration activities of the Company for the twelve-month period ending June 30, 2022 and the costs associated therewith, will be consistent with Gensource's current expectations; debt and equity markets, exchange and interest rates and other applicable economic conditions will be favourable to Gensource.	Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions; receipt of applicable permits.
Plans, costs, timing and capital for future exploration and development of Gensource's property interests, including the costs and potential impact of complying with existing and proposed laws and regulations.	Financing will be available for Gensource's exploration and development activities and the results thereof will be favourable; actual operating and exploration costs will be consistent with the Company's current expectations; the Company will be able to retain and attract skilled staff; all applicable regulatory and governmental approvals for exploration projects and other operations will be received on a timely basis upon terms acceptable to Gensource; the Company will not be adversely affected by market competition; debt and equity markets, exchange and interest rates and other applicable economic and political conditions will be favourable to Gensource; the price of potash will be favourable to Gensource; no title disputes exist with respect to Gensource's properties.	Potash price volatility, changes in debt and equity markets; timing and availability of external financing on acceptable terms; the uncertainties involved in interpreting geological data and confirming title to acquired properties; the possibility that future exploration results will not be consistent with Gensource's expectations; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff.

Forward-looking statements	Assumptions	Risk factors
Management's outlook regarding future trends.	Financing will be available for Gensource's exploration and operating activities; the price of potash will be favourable to Gensource.	Potash price volatility; changes in debt and equity markets; interest rate and exchange rate fluctuations; changes in economic and political conditions.
Sensitivity analysis of financial instruments.	The aggregate gross credit risk exposure related to cash at June 30, 2022, was \$493,438 (December 31, 2021 – \$1,712,079), and was entirely made up of cash held with financial institutions with an "AA High" credit rating or above and securities brokerage firms.	Changes in debt and equity markets; interest rate and exchange rate fluctuations.
Prices and price volatility for potash.	The price of potash will be favourable; debt and equity markets, interest and exchange rates and other economic factors which may impact the price of potash will be favourable.	Changes in debt and equity markets and the spot price of potash; interest rate and exchange rate fluctuations; changes in economic and political conditions.

Inherent in forward-looking statements are risks, uncertainties, and other factors beyond Gensource's ability to predict or control. Please also make reference to those risk factors referenced in the "Risk Factors" section above. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Gensource's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Description of Business

Gensource Potash is a fertilizer development company based in Saskatoon, Saskatchewan and is on track to become the next fertilizer production company in that province. With a modular and environmentally leading approach to potash production, Gensource believes its technical and business model will be the future of the industry. Gensource operates under a business plan that has two key components: (1) vertical integration with the market to ensure that all production capacity built is directed, and pre-sold, to a specific market, eliminating market-side risk; and (2) technical innovation which will allow for a modular and economic potash production facility, that demonstrates environmental leadership within the industry, producing no salt tailings, therefore eliminating decommissioning risk, and requiring no surface brine ponds, thereby removing the single largest negative environmental aspect of potash mining.

Its registered head office is located at Suite 1100, 201 1st Ave. S., Saskatoon, SK., S7K 1J5.

Operational Highlights

Exploration & Evaluation

The Vanguard Area is located in South-Central Saskatchewan and surrounds the Villages of Tugaske and Eyebrow in the Rural Municipality ("R.M.") of Huron No.223 and R.M. of Eyebrow No.193, respectively - comprising two Government of Saskatchewan potash mineral leases, KL244 and KL245 and exploration permit SMP200, all 100% owned by Gensource.

Historical information on the development of the Vanguard Area:

- To date, Gensource has completed the following six (6) National Instrument (NI) 43-101 Technical Reports for the Vanguard Area, which are all available on SEDAR (www.sedar.com):
  - an initial Resource NI 43-101 Report, dated April 22, 2016, which defined Inferred Mineral Resource and Exploration Targets on the property based on geological work completed: *Technical Report for the Acquisition of Potash Dispositions KP 363 & KP 483, Saskatchewan* (Fourie, 2016).
  - a Preliminary Economic Assessment (PEA) NI 43-101 dated July 15, 2016. This work indicated a financially attractive and viable project and contained recommendations to proceed with further geological work, as well as a feasibility study: *Technical Report – Preliminary Economic Assessment for the Vanguard Project* (Fourie et al., 2016).
  - an updated NI 43-101 Resource Report, issued on March 15, 2017, which defined a Mineral Resource in the Indicated and Inferred categories: *Technical Report for the Updated Resource on the Vanguard Potash Project, Saskatchewan* (Fourie, 2017).
  - an NI 43-101 Technical Report, issued on February 23, 2018, summarizing the Feasibility Study for the Vanguard One Project, complete with Reserve and Resource updates – confirming the technical and economic feasibility of the Project: *Technical Report Summarizing the Feasibility Study for the Vanguard One Potash Project, Saskatchewan* (Fourie et al., 2018).
  - an NI 43-101 Technical Report, issued on March 8, 2021, summarizing the Tugaske Project Feasibility Study and Front-End Engineering Design ("FEED") work, both completed by Gensource in 2020: *Technical Report Summarizing the Tugaske Project, Saskatchewan* (Fourie et al., 2021).
  - an NI 43-101 Technical Report, dated October 14, 2021, updated to reflect the most current financial information resulting from the project financing process, as well as correction to the base case Mineral Resource and Mineral Reserve numbers previously reported based on a discrepancy found in the March 2021 NI 43-101 Technical Report. See: Technical Report Summarizing the Tugaske Project, Saskatchewan (Fourie et al., October 2021).

- Since acquiring the property from Yancoal in 2016, including converting the potash permits to potash leases, Gensource has successfully completed exploration drilling of four (4) wells in its 100% owned Vanguard Area, spanning from 2016 to 2019 - complete with core recovery, geological assays, and geophysical (wireline) data collection. A summary of these 4 wells, in chronological order, is provided in the table below. These wells furthered Gensource's definition of the Prairie Evaporite formation in the Vanguard Area and supported the completion of several NI 43-101 Technical Reports – serving as inputs into the Resource and Reserve.

Table 1 – Gensource Vanguard Area Exploration Wells

Unique Well ID (UWI)	Abbreviation	Date Spudded	Date Rig Released
101/01-16-022-02W3/00	V-1-16	21-Nov-2016	12-Dec-2016
102/01-14-022-02W3/00	V-1-14	13-Dec-2016	03-Jan-2017
101/04-01-022-02W3/00	V-4-1	17-Oct-2018	01-Nov-2018
102/08-04-022-02W3/00	V-8-4	23-Nov-2019	13-Dec-2019

- In February 2017, Gensource engaged RPS Energy Ltd, to complete a 3D seismic program in the Vanguard Area. The 3D seismic area focused on a portion of KL 245 only, which was selected to be as focused as possible to define the Resource & Reserve to the extent necessary, while being large enough to provide many options in terms of the selection of the potential mining area. Overall, the 3D seismic program covered an area of 34.37 square kilometres (13.27 square miles).
- Gensource has also advanced the engineering and design efforts for its vertically integrated, small-scale, potash production facilities, referred to as "modules", in the Vanguard Area. The following efforts have allowed Gensource to advance specific projects towards implementation:
    - Gensource completed a detailed Feasibility Study for a module in the Vanguard Area, which was being referred to at the time as the "Vanguard One Project". Gensource announced the results of the Vanguard One Project Feasibility Study in a news release dated May 31, 2017. The detailed Vanguard One Project Feasibility Report (Engcomp, 2017) was subsequently summarized and disclosed in the NI43-101 Technical Report (Fourie et al., 2018).
    - In a 2018 news release, Gensource announced it entered into a non-binding Memoranda of Understanding (MOU) with a long-term leader in the North American agricultural industry (the "Off-taker") which formalized the interests of the Off-taker to potentially purchase 100% of the planned 250,000 tonnes/year production from one of Gensource's modules.
    - As per a news release on May 21, 2019 Gensource announced it had entered into non-binding MOU to form a joint venture (JV) special purpose vehicle (SPV) to develop the Tugaske Project. In a subsequent news release dated January 30, 2020, Gensource officially announced HELM AG and its North American subsidiary, HELM Fertilizer Corp (together "HELM") as the Tugaske Project's Offtaker. The Tugaske Project module is a minor modification to the Vanguard One Project module, as specific design elements were adjusted to suit requirements of the intended potash market. Since the intent of the Tugaske Project (and its ownership partners) is to direct the pre-sold product from the Tugaske module to the North American potash market (predominantly in the Unites States), the Tugaske module has been updated to suit the demands of the North American potash customers. The details for the Tugaske Project are supported by the relevant information developed as part of the Vanguard One Project. A detailed Tugaske Project Feasibility Study Report (Gensource, 2020) was prepared in February 2020, to support project finance due diligence reviews.
    - Concurrent to the project finance due diligence on the Tugaske Project, further Front-End Engineering & Design (FEED) efforts were completed by the project team to not only support due diligence reviews, but to also continue to prepare the Tugaske Project for full execution. The work was completed by Gensource and key members of its integrated team. The efforts during FEED were summarized into the Tugaske Project FEED Report (Gensource, 2020) which was issued to the due diligence reviewers, to supplement the information contained in the Tugaske Project Feasibility Report (Gensource, 2020). Both reports were used by the debt and equity groups under non-disclosure agreements ("NDAs") and reviewed as part of the debt due diligence process by independent consultants. The NI 43-101 Technical Report (Fourie et al., 2021) summarized the updates made to the Project since disclosing the previous NI 43-101 Technical Report (Fourie et al., 2018).

Current Status Related to the Vanguard Area:

1. Tugaske Project

- In Q2 2022, the integrated team consisting of KClean (Owner), Engcomp (Engineer) and South East Construction (Contractor) continued with Bridge Engineering activities (e.g., engineering, procurement, regulatory and permitting, and construction readiness tasks).
- The integrated team continued to work closely with the consortium of 3 German-based design and fabrication companies: K-UTEC AG Salt Technologies, Koeppern GmbH & Co KG, and Ebner GmbH & Co KG, advancing engineering activities which will drive material and/or equipment orders and fabrication for their design-supply-commission scope of the process plant.
- The integrated team continued to collaborate on the key utility/infrastructure requirements of the Project, to be provided by the "offsite" providers, namely: TransGas (Natural Gas), SaskPower (Power), SaskTel (Data & Communications), Saskatchewan Ministry of Highways (Roads & Rail), and CP Rail (Rail).
- Per a news release on May 27, 2022, it was announced that the field program for the geotechnical investigation was successfully completed. Results from the program will inform the civil designs for Project construction.

2. Vanguard One Project:

- The Vanguard One Project still has an offtake agreement in place, but the Company's full efforts are focused on the Tugaske Project at this time.

3. Vanguard Area:

- In accordance with the Government of Saskatchewan's reclamation requirements, Gensource reinitiated revegetation monitoring and management for the 2022 growing season, on the former exploration drilling well sites still requiring completion of the Acknowledgement of Reclamation (AOR) process.

Future Plans Related to the Vanguard Area

1. Tugaske Project:

- Gensource will continue with project related activities, preparing the Tugaske Project for ramp-up to full execution (incl. construction) once financing is complete.

Table 2 - Summary of Expenditures

Summary of Completed Activities (Six months ended June 30, 2022)	(A) Spent Vanguard Area	(B) Spent Tugaske	Plans for the Project (Calendar Year 2022)	(B) Planned Expenditures
Property acquisition and surface access fees	$ 254,158	$ 79,879	Property acquisition and surface access fees (Tugaske Project) Area)	$ 60,000
Geological and project management	$ Nil	$ 1,096,388		
Engineering	$ Nil	$ 2,658,769		
Drilling	$ Nil	$ 4,620	See Tugaske Project Capital Cost Estimate in Table 3 below for planned expenditures. If full financing proceeds as expected, as much as $80M of the total capex could be committed in 2022.	
Technical reports/feasibility study	$ Nil	$ 212,772		
Environmental	$ 884	$ Nil		
Total	**$ 255,042**	**$4,052,428**		

The following table shows estimated Expenditures for the Tugaske Project, targeted to move into full execution in 2022, taking approximately 2 years to complete construction and transition the Project to operations. This table is revised to reflect the revisions to the Project, as integrated during FEED.

Table 3 - Tugaske Project Capital Cost Estimate Summary

WBS Area	Area Description	Grand Total Cost ($CAD)	% of Total
100	Mining	$ 30,760,003	9%
200	Wellfield	$ 17,084,230	5%
300	Process Plant	$ 98,876,130	28%
400	Product Storage and Loadout	$ 15,783,440	4%
500	Site Infrastructure	$ 23,528,252	7%
600	Offsites	$ 7,879,549	2%
700	Non-Process Facilities	$ 29,929031	9%
	TOTAL DIRECT COST	**$ 221,840,635**	**64%**
900	Project Indirects	$ 96,638,548	27%
	TOTAL INDIRECT COSTS	**$ 96,638,548**	**27%**

	TOTAL DIRECT + INDIRECT COSTS	**$ 318,479,183**	**91%**
980	Contingency	$ 33,597,918	9%
	TOTAL PROVISIONAL COSTS	**$ 33,597,918**	**9%**
	GRAND TOTAL COST	**$ 352,077,101**	**100%**

NOTE: The Bridge Engineering study currently underway will address inflationary pressures and will detail updated capex and opex estimates for the Tugaske Project.

Table 4 - Tugaske Project Sources & Uses Of Funds

Description	Amount ($CAD)	Percent of Total
Sources:		
Senior Debt	280,000,000	59.5%
Equity or Equity-like	191,808,801	40.5%
Total Sources:	**471,808,801**	**100%**
Uses:		
Capex	318,479,183	67.5%
Project Contingency	33,597,918	7.1%
Cost Overrun Account	40,000,000	8.5%
Banking and Closing Costs	34,880,395	7.4%
Project Value (non-cash)	36,300,000	7.7%
Interest during construction	8,551,305	1.8%
Total Uses:	**471,808,801**	100%

2. Vanguard One Project:

- No efforts planned.

3. Vanguard Area:

- Gensource will continue with the reclamation requirements for the former exploration drilling well sites. For any well sites that are ready to complete the AOR process, such process will be executed with an independent environmental consultant.

Current Status Related to Permit SMP200:

- No material efforts to report this period.

Future Plans Related to SMP200:

- Gensource will continue to develop strategic plans related to the exploration and development of SMP200, as discussions with prospective partners to advance a new project.

Current Efforts Related to the Lazlo Area:

- No significant engineering or geological work was completed for the Lazlo project area during the six months ended June 30, 2022, nor is any currently planned, pending completion of work on the Tugaske Project.

Future Plans Related to the Lazlo Area:

- The following summarizes the Company's current confirmation and development programs at the Lazlo project areas, total estimated cost to complete the project development work, and total expenditures incurred to date.

Summary of Completed Activities (Six months ended June 30, 2022)	(A) Spent	Plans for the Project	(B) Planned Expenditures
Land acquisition and staking	$4,996	At the date of this MD&A, the Company is developing the Tugaske Project in the Vanguard Area, therefore only minor costs are budgeted here.	$10,000
Total	**$4,996**		**$10,000**

Technical Information

Mike Ferguson, P.Eng., a qualified person pursuant to NI 43-101, has reviewed and approved the technical disclosure in this MD&A.

Trends

Gensource anticipates that it will continue to experience net losses as a result of ongoing cash outflows from investing in its potash assets and operating costs until such time as revenue-generating activity is commenced. The Company's future financial performance is dependent on many external factors. Both the price of and the market for potash are volatile, difficult to predict, and subject to changes in domestic and international political, social, and economic environments. Circumstances and events such as economic conditions and volatility in the capital markets could materially affect the future financial performance of the Company. See "Caution Regarding Forward-looking Statements" and "Risk Factors".

Due to the worldwide COVID-19 pandemic, material uncertainties may arise that could influence management's going concern assumption. Management cannot accurately predict the future impact COVID-19 may have on:

- Global potash prices;
- Demand for potash and the ability to explore and develop for potash;
- The severity and the length of potential measures taken by governments to manage the spread of the virus, and their effect on labour availability and supply lines;
- Availability of government supplies, such as water and electricity;
- Purchasing power of the Canadian dollar; and
- Ability to obtain funding.

At the date of this Interim MD&A, the Canadian federal government and the provincial government of Saskatchewan have not introduced measures that have directly impeded the operational activities of the Company. Management believes the business will continue and, accordingly, the current situation has not impacted management's going concern assumption. However, it is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

Results of Operations
Selected quarterly information

	Q2 2022	Q1 2022	Q4 2021	Q3 2021	Q2 2021	Q1 2021	Q4 2020	Q3 2020
Net loss	(728,342)	(725,079)	(867,347)	(2,119,954)	(1,127,460)	(763,459)	(116,222)	(363,491)
Net loss per share	0.00	0.00	0.01	0.01	0.00	0.00	0.00	0.00
Total assets	24,102,703	22,406,753	19,740,841	17,486,147	18,632,473	18,831,912	14,518,302	15,578,694

Three Months Ended June 30, 2022, Compared to Three Months Ended June 30, 2021

During the three months ended June 30, 2022, the Company had a net loss of $728,342 (three months ended June 30, 2021 – loss of $1,127,460), resulting in a net loss decrease of $399,118.

Expenses during the three months ended June 30, 2022 were $672,839 (three months ended June 30, 2021 - $1,139,697), a decrease of $466,858, and is primarily due to share-based payments of $20,033 during the three months ended June 30, 2022 compared to $154,137 during the three months ended June 30, 2021; general and administrative expenses of $639,610 (three months ended June 30, 2021 - $964,468), a decrease of $324,858, primarily due to the one-off AIM listing costs incurred in Q2 2021 not being incurred in Q2 2022 and an increase in wages and incentive compensation.

During the three months ended June 30, 2022, the Company recorded interest income of $86, (three months ended June 30, 2021 – $2,481), unrealized gain on investments of $2,483 (three months ended June 30, 2021 – unrealized gain on investments of $1,147) and accretion expense of $44,192 (three months ended June 30, 2021– $4,342).

During the three months ended June 30, 2022, overall general and administrative expenses were $324,858 lower than the comparative period in 2021. The following is a breakdown of general and administrative expenses for the three months ended June 30, 2022 and 2021:

Three Months Ended June 30,	**2022**	**2021**	**Change**
	$	**$**	**$**
Wages, benefits and incentive compensation	226,861	52,709	(174,152)
Marketing and Promotion	55,843	71,265	15,422
Professional fees	193,531	113,548	(79,983)
AIM listing costs	52,721	609,114	556,393
Office and general	110,654	117,832	7,178
Total general and administrative expenses	639,610	964,468	324,858

Six Months Ended June 30, 2022, Compared to Six Months Ended June 30, 2021

During the six months ended June 30, 2022, the Company had a net loss of $1,453,421 (six months ended June 30, 2021 – loss of $1,890,919), resulting in a net loss decrease of $437,498.

Expenses during the six months ended June 30, 2022 were $1,411,317 (six months ended June 30, 2021 - $1,919,462), a decrease of $508,145, and is primarily due to share-based payments of $20,033 during the six months ended June 30, 2022 compared to $526,500 during the six months ended June 30, 2021; general and administrative expenses of $1,364,891 (six months ended June 30, 2021 - $1,356,961), an increase of $7,930 and is primarily due to an increase in wages and incentive compensation and, per the above, the one off AIM listing costs not being incurred in H1 2022.

During the six months ended June 30, 2022, the Company recorded interest income of $527, (six months ended June 30, 2021 – $3,291), unrealized gain on investments of $764 (six months ended June 30, 2021 – $4,395) and accretion expense of $87,730 (six months ended June 30, 2021– $7,334).

During the six months ended June 30, 2022, overall general and administrative expenses were $7,930 higher than the comparative period in 2021. The following is a breakdown of general and administrative expenses for the six months ended June 30, 2022 and 2021:

Six Months Ended June 30,	**2022**	**2021**	**Change**
	$	**$**	**$**
Wages, benefits and incentive compensation (1)	272,041	154,437	(117,604)
Marketing and Promotion (2)	83,053	93,378	10,325
Professional fees (3)	257,314	248,606	(8,708)
AIM listing costs (4)	359,772	609,114	249,342
Office and general (5)	392,711	251,426	(141,285)
Total general and administrative expenses	1,364,891	1,356,961	(7,930)

(1) Costs were higher due to the increase in wages.
(2) Costs were lower during the three months ended June 30, 2022 as a result of a decrease in marketing costs.
(3) Costs were higher due to the increase in consulting fees.
(4) Costs were lower post admission to the AIM.
(5) Costs were higher due to increased project finance expenses.

Assets

Assets were $24,102,703 at June 30, 2022 (December 31, 2021 - $19,740,841), an increase of approximately 18%. Exploration and evaluation assets increased by approximately 7% from December 31, 2021. The total amount of exploration and evaluation assets represents approximately 16% of the total assets (December 31, 2021 – 19%). Property, plant and equipment increased by approximately 32%. The total amount of property, plant and equipment represents approximately 70% of total assets (December 31, 2021 –65% of total assets).

Receivables increased by $296,087 from December 31, 2021 due to an increase in GST/HST receivable, insurance reimbursement of litigation legal fees incurred and insurance settlement. Further, the Company had an increase in prepaid expenses of $686,064. At June 30, 2022, the Company had cash of $493,438 (December 31, 2021 - $1,712,079), a decrease of $1,218,641. The Company had Right-of-use assets of $104,191 (December 31, 2021 - $127,960) and deferred financing cost of $1,244,865 (December 31, 2021 - $935,120).

Liabilities

At June 30, 2022, current liabilities were $4,254,097 (December 31, 2021 - $318,771). The variation is primarily due to an increase in amounts payable to vendors due to timing.

At June 30, 2022, non-current liabilities were $4,360,130 (December 31, 2021 - $3,037,116) for the lease liability, promissory note from related party, convertible debentures and Helm credit facility.

The Company will continue to attempt to secure additional financing to facilitate the execution of its business plan.

Shareholders' equity

At June 30, 2022, shareholders' equity decreased by $896,478 which is primarily due to the deficit during the six months ended June 30, 2022.

As at June 30, 2022, the Company had 424,395,995 common shares issued and outstanding, 1,373,228 common share purchase warrants outstanding and 27,550,000 stock options outstanding, of which 26,400,000 were vested.

Investment portfolio

The Company's investments consist primarily of resource companies whose principal business is exploration and development. During the six months ended June 30, 2022, there was no change in ownership of these investments but due to the fluctuation of the fair value of these investments, the Company reported an unrealized gain of $764 (six months ended June 30, 2021 – unrealized gain of $4,395). At June 30, 2022, the market value of the Company's investments was $12,037 (December 31, 2021 – $11,273).

Cash Flow

For the six months ended June 30, 2022, the Company decreased its cash position by $1,218,641 as a result of an increase in expenses.

Cash used in operations, including changes in non-cash working capital of $2,947,982, totaled $1,650,624 during the six months ended June 30, 2022. This was as a result of net loss of $1,453,421 for the six months ended June 30, 2022, adjusted for non-cash transactions including mainly depreciation $26,393, accretion expense $87,730, unrealized loss on FVTPL investments of $764 and interest on credit facility of $22,671. For the six months ended June 30, 2021, cash used in operations, including changes in non-cash working capital of $113,183, totaled $1,224,343. This was as a result of a net loss of $1,890,919 for the six months ended June 30, 2021, adjusted for non-cash transactions including mainly share-based payments of $526,500, depreciation of $29,165 and accretion expense on $7,334.

Cash used in investing activities during the six months ended June 30, 2022 totaled $4,314,234, which consisted of the expenditure on property in development stage of $4,052,428 and acquisition and expenditure of exploration and evaluation assets of $260,036. The Company also repaid $32,196 of leases on right-of-use assets. The expenditure of exploration and evaluation assets cost was mainly for property acquisition and surface access fees of $259,154 and environmental fees of $884.The expenditures on property in development stage was for property acquisition and surface access fees of $79,879, engineering of $2,658,769, geological and project management of $1,096,388, drilling of $4,620 and technical reports/feasibility study costs of $212,722. For the six months ended June 30, 2021, cash used in investing activities during the six months ended June 30, 2021, consisted of the acquisition and expenditure of exploration and evaluation assets of $1,610,915 and repayment of right of use assets of $38,470. The expenditure of exploration and evaluation assets cost and was mainly for engineering $279,345, geological and project management of $298,805, property acquisition and surface access fees of $381,119 and drilling of $22,162.

Cash generated by financing activities during the six months ended June 30, 2022 totaled $1,444,969, due to cash proceeds from Helm Credit facility of $1,000,000, cash proceeds from promissory note of $250,000, proceeds from the exercise of options of $536,910, offset by the deferred financing costs paid of $309,745.

Liquidity and Capital Resources

The activities of the Company, principally the development of resource opportunities, 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 "Caution Regarding Forward-looking Statements" and "Risk Factors".

The following table summarizes the Company's working capital position:

As at	**June 30, 2022**	December 31, 2021
Working capital ($)	2,318,410	1,852,642

The Company includes cash, receivables and investments in its capital management considerations. The Company's objectives when managing capital are to safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders by maximizing investment returns through its potash assets and investment portfolio. The Company manages capital in proportion to risk and manages the investment portfolio and capital structure based on economic conditions and prevailing commodity pricing and trends.

The following table is a summary of quantitative data about what the Company manages as capital:

As at	**June 30, 2022($)**	December 31, 2021 ($)	Change ($)
Cash	493,438	1,712,079	1,218,641
Prepaids and deposits	990,692	304,628	(686,064)
Receivables	439,520	143,433	(296,087)
Investments	12,037	11,273	(764)

Transactions with Related Parties

The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, in similar transactions with non-related entities on an arm's length basis.

Related parties include management, the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. The Company entered into the following transactions with related parties:

a) During the three and six months ended June 30, 2022, compensation of $99,998 and 199,996, (three and six months ended June 30, 2021 - $90,000 and $180,000 respectively) were paid to related companies controlled by the officers of the Company. They were included in general and administrative expenses and development expenses. Included in amounts payable and other liabilities was $112,123 (December 31, 2021 - $nil) owed to related parties for fees and expenses.

	Three months ended June 30, 2022 ($)	Three months ended June 30, 2021 ($)	Six months ended June 30, 2022 ($)	Six months ended June 30, 2021 ($)
Rob Theoret (1)	49,998	45,000	99,996	90,000
101188810 Saskatchewan Ltd. (2)	50,000	45,000	100,000	90,000
Total	**99,998**	**90,000**	**199,996**	**180,000**

(1) Compensation to the VP Finance and Business Development. For the six months ended June 30, 2022, 100% is included in development expenses (six months ended June 30, 2021 – 75% in exploration and evaluation and 25% in general and administrative expenses).

(2) Controlled by VP, Corporate Services. For the six months ended June 30, 2022, 100% is included in general and administrative expenses (six months ended June 30, 2021 – 25% included in exploration and evaluation and 75% in general and administrative expenses).

Remuneration of directors and key management personnel, other than consulting fees, of the Company was as follows:

	Salaries and director fees		Share based payments		Total	
	Three Months Ended June 30,		Three Months Ended June 30,		Three Months Ended June 30,	
	2022 ($)	2021 ($)	2022 ($)	2021 ($)	2022 ($)	2021 ($)
Michael Ferguson, Director and Officer	75,000	75,000	Nil	Nil	75,000	75,000
Alton Anderson, Director and Officer	62,500	62,500	Nil	4,137	62,500	66,637
Paul Martin, Director	Nil	Nil	Nil	Nil	Nil	Nil
Stephen Dyer, Director	Nil	Nil	Nil	150,000	Nil	150,000
Calvin Redlick, Director	Nil	Nil	Nil	Nil	Nil	Nil
Mike Mueller, Director	Nil	Nil	Nil	Nil	Nil	Nil
T. Robert Theoret, Officer	Nil	Nil	Nil	Nil	Nil	Nil
Deborah Morsky, Officer	Nil	Nil	Nil	Nil	Nil	Nil
Total	**137,500**	**137,500**	**Nil**	**154,137**	**137,500**	**291,637**

	Salaries and director fees		Share based payments		Total	
	Six Months Ended June 30,		Six Months Ended June 30,		Six Months Ended June 30,	
	2022 ($)	2021 ($)	2022 ($)	2021 ($)	2022 ($)	2021 ($)
Michael Ferguson, Director and Officer (1)	150,000	150,000	Nil	Nil	150,000	150,000
Alton Anderson, Director and Officer(2)	125,000	125,000	Nil	376,500	125,000	501,500
Paul Martin, Director	Nil	Nil	Nil	Nil	Nil	Nil
Stephen Dyer, Director	Nil	Nil	Nil	150,000	Nil	150,000
Calvin Redlick, Director	Nil	Nil	Nil	Nil	Nil	Nil
Mike Mueller, Director	Nil	Nil	Nil	Nil	Nil	Nil
T. Robert Theoret, Officer	Nil	Nil	Nil	Nil	Nil	Nil
Deborah Morsky, Officer	Nil	Nil	Nil	Nil	Nil	Nil
Total	**275,000**	**275,000**	**Nil**	**526,500**	**275,000**	**801,500**

(1) For the six months ended June 30, 2022, 90% is included in development expenses and 10% is included in general and administrative expenses.
(2) For the six months ended June 30, 2022, 90% is included in development expenses and 10% is included in general and administrative expenses.

As at June 30, 2022, certain officers were owed $90,697 for deferred salary not received (December 31, 2021 - $nil) and this amount was included in amounts payable and other liabilities.

To the knowledge of the directors and executive officers of the Company as of June 30, 2022, the common shares of the Company were widely held, which includes various holdings which were owned by directors and officers of Gensource. These holdings can change at any time at the discretion of the owner.

The related party transactions were recorded at the exchange amount, which is the amount agreed to by the related parties.

New Accounting Standards adopted

IFRS 3, Business Combinations ("IFRS 3")

Amendments to IFRS 3, were issued in May 2020, and are effective on or after January 1, 2022, with earlier application permitted. The amendments update references within IFRS 3 to the 2018 Conceptual Framework and require that the principles in IAS 37 "provisions, Contingent Liabilities and Contingent Assets" be used to identify liabilities and contingent assets arising from a business combination. Adoption of these amendments is not expected to have a significant impact on the Company's consolidated financial statements.

Recent Accounting Pronouncements

There are no other relevant IFRS's or IFRS interpretations that are not yet effective that would be expected to have a material impact on the Company.

Critical judgments and accounting estimates

The preparation of the consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and judgments are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes can differ from these estimates. The key sources of judgment and estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the consolidated financial statements are:

Exploration and evaluation assets

The application of the Company's accounting policy for exploration and evaluation assets requires judgment in determining whether it is likely that future economic benefits will flow to the Company, based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after an expenditure is capitalized, information becomes available suggesting that the recovery of such expenditure is unlikely, the amount capitalized is written off in the statements of operations and comprehensive loss in the period the new information becomes available. No indications of impairment were present at June 30, 2022.

Discount rate on initial recognition

The convertible debt and all the components of the lease liability are required to be discounted to reflect the present value of the payments. The discount rate to use is the rate implicit in the lease, unless this cannot readily be determined, in which case the Company's incremental borrowing rate is used instead. The definition of the lessee's incremental borrowing rate states that the rate should represent what the Company would have to pay to borrow over a similar term and with similar security, the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment. Significant judgment is required to estimate an incremental borrowing rate in the context of a convertible debt and/or right-of-use asset.

Impairment of mining interests

The Company's management reviews the carrying values of its mining interests on transfer from an exploration property to a development property and on a regular basis to determine whether any write-downs are necessary. Property, plant and equipment is also reviewed on a regular basis to determine whether any write-downs are necessary. The recovery of amounts recorded for mining interests and property, plant and equipment depends on the Company's interpretation of its interest in the underlying mineral claims based on existing regulations, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof. Management relies on the life-of-mine plans in its assessments of economic recoverability and probability of future economic benefit. Life-of-mine plans provide an economic model to support the economic extraction of reserves and resources. The life-of-mine plan requires the use of estimates and assumptions such as long term commodity prices (considering current and historical prices, price trends and related factors), discount rates, operating costs, future capital requirements, closure and rehabilitation costs, mineral reserves, and operating performance (which includes production and sales volume). The company performed an impairment test on the Tugaske Project as it entered development staged during fiscal year 2021. No impairment was identified.

Risk Factors

Gensource's financial condition, results of operations and business are subject to certain risks which may negatively affect the Company. Certain of these risks are described below. Additional risks not currently known to the Company, or that the Company currently believes to be immaterial, may also affect and have a negative impact on the business.

Commodity Price Fluctuations
The Company does not have any potash mining operations. The profitability of any such operations in which the Company has, or may have an interest, will be significantly affected by changes in the market prices of potash. Prices for potash fluctuate and have historically been subject to wide fluctuations and are affected by numerous factors beyond the control of the Company such as the level of interest rates, the rate of inflation, central bank transactions, world supply of potash, foreign currency exchange rates, international investments, monetary systems and political developments. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving adequate returns on invested capital or the investments retaining their respective values.

Operating Hazards and Risks
Mining operations generally involve a high degree of risk, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Hazards such as unusual or unexpected formations and other conditions can occur. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production, any of which could result in work stoppages, damage to or destruction of mines and other producing facilities, damage to life and property, environmental damage and possible legal liability for any or all damages. The Company may become subject to liability for pollution, cave-ins or hazards against which it cannot insure or against which it may elect not to insure. Any compensation for such liabilities may have a material, adverse effect on the Company's financial position.

Exploration and Development
Development of the Company's properties will only follow upon obtaining continuing satisfactory exploration results and being able to obtain sufficient financing to continue the development and eventual commercial production of potash. Mineral exploration and development are speculative in nature and involve a high degree of risk and few properties which are explored are ultimately developed into producing mines. There is no assurance that the Company's mineral exploration and development activities will result in any additional discoveries of reserves of potash or that the current reserves or resources will be developed to production or be commercially viable. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors.

Substantial expenditures are required to establish resources and reserves through drilling and development and for mining and processing facilities and infrastructure. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis.

The marketability of any minerals acquired or discovered may be affected by numerous factors which are beyond the Company's control and which cannot be accurately foreseen or predicted, such as market fluctuations, the global marketing conditions for minerals, the proximity and capacity of milling facilities, mineral markets and processing equipment, and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting minerals and environmental protection.

Calculation of Reserves and Resources and Potash Recoveries
There is a degree of uncertainty attributable to the calculation of reserves and resources and the corresponding grades to be mined and recovered. Until reserves or resources are actually mined and processed, the quantities of mineralization and grades must be considered as estimates only.

Reclamation
There is a risk that monies allotted for land reclamation may not be sufficient to cover all risks, due to changes in the nature of the waste rock or tailings and/or revisions to government regulations. Therefore, additional funds, or reclamation bonds or other forms of financial assurance may be required over the tenure of the project to cover potential risks. These additional costs may have a material adverse impact on the financial condition and results of the Company.

Government Regulation
Operations, development and exploration on the Company's properties are affected to varying degrees by government regulations relating to such matters as environmental protection, health, safety and labour, mining law reform, restrictions on production, price controls, tax increases, maintenance of claims, tenure, limitations on assignability or corporate ownership of mineral properties, and expropriation of property. There is no assurance that future changes in such regulation, if any, will not adversely affect the Company's operations.

The activities of the Company require licenses and permits from various governmental authorities. While the Company currently has been granted the requisite licenses and permits to enable it to carry on its existing business and operations, there can be no assurance that the Company will be able to obtain all the necessary licenses and permits which may be required to carry out exploration, development and mining operations for its projects or to sell its projects or the Company itself.

Indigenous Peoples
Various international and national laws, codes, resolutions, conventions, guidelines, and other materials relate to the rights of Indigenous peoples. The Company operates in some areas presently or previously inhabited or used by Indigenous peoples. Many of these materials impose obligations on government to respect the rights of Indigenous people. Some mandate that government consult with Indigenous people regarding government actions which may affect Indigenous people, including actions to approve or grant mining rights or permits. The obligations of government and private parties under the various international and national materials pertaining to Indigenous people continue to evolve and be defined. The Company's current and future operations are subject to a risk that one or more groups of Indigenous people may oppose continued operation, further development, or new development of the Company's projects or operations. Such opposition may be directed through legal or administrative proceedings or expressed in manifestations such as protests, roadblocks or other forms of public expression against the Company's activities. Opposition by Indigenous people to the Company's operations may require modification of or preclude operation or development of the Company's projects or may require the Company to enter into agreements with Indigenous people with respect to the Company's projects.

Environmental Factors
All phases of the Company's operations are subject to environmental regulation in the various jurisdictions in which it operates. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental

assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect the Company's operations. Environmental hazards may exist on the Company's properties which are unknown to the Company at present which have been caused by previous or existing owners or operators of the properties.

Title to Assets
Although the Company has or will receive title opinions for any properties in which it has a material interest, there is no guarantee that title to such properties will not be challenged or impugned. The Company has not conducted surveys of the leases or claims in which it holds direct or indirect interests. The precise area and location of such leases or claims may be in doubt. The Company's leases or claims may be subject to prior unregistered agreements or transfers or native or indigenous land claims and title may be affected by unidentified or unknown defects.

Uncertainty of Funding
The Company's current operations do not generate any positive cash flow and it is not anticipated that any positive cash flows will be generated in the near future. The Company has limited financial resources, and the mineral claims in which the Company has an interest, or an option to acquire an interest, require significant financial expenditures to be made by the Company. There can be no assurance that adequate funding will be available to the Company to maintain these interests or as applicable, to exercise its option to acquire those interests once those options have been exercised.

Further exploration work and development of the properties in which the Company has an interest or option to acquire depend upon the Company's ability to obtain financing through joint venturing of projects, debt financing, or equity financing or other means. Failure to obtain financing on a timely basis could cause the Company to forfeit all or parts of its interests in mineral properties or reduce or terminate its operations.

Competition and Agreements with Other Parties
The mining industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than itself. Competition in the mining business could adversely affect the Company's ability to acquire suitable producing properties or prospects for mineral exploration in the future.

The Company may, in the future, be unable to meet its share of costs incurred under agreements to which it is a party and the Company may have its interest in the properties subject to such agreements reduced as a result. Furthermore, if other parties to such agreements do not meet their share of such costs, the Company may be unable to finance the cost required to complete recommended programs.

Potential Conflicts of Interest
Certain directors and officers of the Company also serve as directors and officers of other public and private companies, such as Gensource. Consequently, there exists the possibility that such directors will be in a position of conflict of interest. Any decision made by such directors involving these other companies will be made in accordance with applicable laws and the duties and obligations to deal fairly and in good faith with the Company and these other companies. In addition, such directors must declare, and refrain from voting on, any matter in which such directors may have a material conflict of interest.

The Company has not entered into non-competition with certain consultants, other geologists and technical expertise and has no current plans to do so. The Company may hire consultants, other geologists and technical expertise but there is no guarantee that the Company will be able to retain personnel with sufficient technical expertise to carry out future development of its properties.

Share Prices of Investments
Gensource's investments in securities of public companies are subject to volatility in the share prices of the companies. There can be no assurance that an active trading market for any of the shares is sustainable. The trading prices of the shares could be subject to wide fluctuations in response to various factors beyond the control of Gensource, including quarterly variations in the investee companies' results of operations; changes in earnings, if any; estimates or commentaries provided by research analysts; conditions in the emerging resource exploration mining sector; and general market or economic conditions. In recent years, equity markets have experienced extreme price and trading volume fluctuations. These fluctuations have had a substantial effect on market prices, sometimes unrelated to the operating performance of the specific companies. Such market fluctuations could adversely affect the market price of the Company's investments, which would have a significant negative impact on the Company's operating results.

Concentration of Investments
Gensource's investments are concentrated in the emerging resource mineral mining sector. The Company expects to focus on a smaller number of larger sized transactions and therefore performance may be disproportionately subject to adverse developments in the resource sector. There are currently no restrictions on the proportion or the amount of Gensource's funds that may be allocated to any particular investment. Accordingly, the Company's investment activities may be highly concentrated in a limited number of investments, or a particular segment within the mineral resource sector. The consequence of this type of concentration is that the Company's financial results may be substantially adversely affected by the unfavourable performance of any one of the limited number of investments or the particular segment within the mineral mining sector.

Thinly Traded Securities
Gensource has in the past invested in common shares of publicly traded companies and holds common shares in public companies that are characterized by thin, and sometimes uneven, trading volumes and are potentially subject to highly volatile price movements. One of the factors used when determining the valuation of common shares held in the Company's investment portfolio is price volatility; therefore, the theoretical valuation of common shares for thinly traded companies may be understated or overstated as a result.

Disclosure 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 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 financial statements; and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flows 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 Company uses the Venture Issuer Basic Certificate filed by the Company, which 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 such 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 financial statements for external purposes in accordance with the issuer's GAAP (IFRS).

The Company'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 such 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.

Outlook

For the immediate future, the Company intends to raise additional financing for the following purposes:

- complete the financing of the Tugaske Project,
- working capital purposes, and
- to begin to develop a second project.

The Company continues to monitor its spending and will amend its plans based on business opportunities that may arise in the future.

Subsequent Events

- Subsequent to June 30, 2022, the Company completed the Continuance of the Company out of the Province of Ontario under the provisions of the *Business Corporations Act* (Ontario) and into the Province of Saskatchewan under the provisions of *The Business Corporations Act* (Saskatchewan) (the "**Continuance**"). As a result of the Continuance, the Company has changed its registered office from 18 King St. E., Suite 902, Toronto, Ontario, Canada M5C 1C4 to Suite 1100-201-1st Avenue South, Saskatoon, Saskatchewan, Canada S7K 1J5, effective immediately.

- Michael Ferguson, Executive-Director, acquired 40,000 Common Shares on July 22nd, 2022 at $0.19 per Common Share; Alton Anderson, Executive -Director, acquired 40,000 Common Shares on July 22, 2022, at $0.185 per Common Share and Michael Mueller, Non-Executive Director, acquired, in aggregate, 50,000 Common Shares on July 22nd, 2022, at a weighted average price of $0.1868 per Common Share. (See news release dated July 25, 2022)

- Amy O'Shea, Non-Executive Director, acquired 10,000 Common Shares on July 25th, 2022 at C$0.19 per Common Share. (See news release dated July 28, 2022)

- KClean Potash received, in aggregate, $1,000,000 in draws against the unsecured HELM $5,000,000 credit facility (August 10, 2022 and August 23, 2022).