



**Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020**

CONTENTS

GENERAL	3
RESULTS OF OPERATIONS	9
SUMMARY OF QUARTERLY RESULTS	10
FINANCIAL CONDITION, LIQUIDITY, CAPITAL RESOURCES AND GOING CONCERN	11
OUTSTANDING SHARE CAPITAL INFORMATION AT THE REPORT DATE	12
RELATED PARTY TRANSACTIONS	12
ACCOUNTING STANDARDS	13
OFF-BALANCE SHEET ARRANGEMENTS	14
SUBSEQUENT EVENTS	14
RISKS AND UNCERTAINTIES	14
FORWARD-LOOKING STATEMENTS	17
QUALIFIED PERSON	18
APPROVAL	18
ADDITIONAL INFORMATION	18

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

GENERAL

This Management's Discussion and Analysis ("MD&A" or "Report") of the financial condition of Northern Superior Resources Inc. ("Northern Superior" or the "Company") and results of operations of the Company for the nine months ended September 30, 2020 (the "Period") has been prepared by management in accordance with the requirements under National Instrument 51-102 as at November 25, 2020 (the "Report Date"). The Report should be read in conjunction with the Company's condensed interim financial statements for the nine months ended September 30, 2020 and the notes thereto, and the audited financial statements for the year ended December 31, 2019, which have been prepared using accounting policies consistent with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") and within which the Company's accounting policies are described in Note 3 (collectively, the "Financial Statements"). All dollar amounts in the Report are in Canadian dollars unless otherwise noted.

On January 3, 2019, the Company received regulatory approval to consolidate its issued and outstanding common shares on the basis of one post-consolidation common share for every ten pre-consolidation common shares. Regulatory approval having been received, the common shares of the Company commenced trading on the TSX Venture Exchange ("TSX-V" or the "Exchange") on a post-consolidated basis on January 7, 2019. There was no change to the Company's trading symbol on the TSX-V or the OTCQB. All information relating to earnings/loss per share, issued and outstanding common shares, share options and warrants, and per share amounts in the financial statements and this Report have been adjusted retrospectively to reflect the share consolidation.

The Financial Statements, together with the MD&A, are intended to provide investors with a reasonable basis for assessing the performance and potential future performance of the Company and are not necessarily indicative of the results that may be expected in future periods. The information in the MD&A may contain forward-looking statements, and the Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance, as they are subject to significant risks and uncertainties that may cause projected results or events to differ materially from actual results or events. Please refer to the risks and cautionary notices of this MD&A. Additional information relating to the Company may be found on SEDAR at www.sedar.com.

Northern Superior is an exploration stage company engaged in the identification, evaluation, acquisition and exploration primarily of gold properties in Ontario and Québec. The Company is a reporting issuer in British Columbia, Alberta, Ontario and Québec. The Company trades on the TSX Venture Exchange under the symbol SUP and on the OTCQB under the symbol NSUPF.

As at September 30, 2020, the Company has cash and cash equivalents of \$6,600,338 and working capital (current assets less current liabilities, net of flow-through share premiums) of \$6,260,329, of which \$5,264,380 is restricted to flow-through purposes, resulting in an unrestricted working capital of \$995,949. From January 1 to September 30, 2020, the Company completed private placements which raised a total of \$6,861,000. The Company is dependent on raising funds through the issuance of shares and/or attracting joint venture partners in order to undertake further exploration and development of its mineral properties. If the Company is unable to raise additional capital in the future and/or attracting joint venture partners for further exploration on its properties, management expects that the Company will need to curtail operations, liquidate assets, seek additional capital on less favorable terms and/or pursue other remedial measures. Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

Since March 2020, several governmental measures have been implemented in Canada and the rest of the world in response to the coronavirus (COVID-19) pandemic. While the impact of COVID-19 and these measures are expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on the Company's business operations cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows in 2020. The Company continues to operate its business, and in response to Federal and Provincial emergency measures, has requested its employees and consultants work remotely wherever possible. These government measures, which could include temporary government mandated closures of the Company or its contractors or restrictions on travel of various personnel, could impact the Company's ability to conduct its exploration programs in a timely manner, and the Company is evaluating the best way to move its exploration activities forward when the emergency measures are lifted.

This MD&A contains forward-looking statements. Statements throughout this Report with respect to the cost or timeline of planned or expected exploration are all forward-looking statements. As well, statements about growth, financial position, capital adequacy and/or the need for future financing are also forward-looking statements. All forward-looking statements, including forward-looking statements not specifically identified in this paragraph, are made subject to the cautionary language at the end of this document, and readers are directed to refer to that cautionary language when reading any forward-looking statements. Please refer to the cautionary language at the end of this document.

STRATEGY

Through Q3 Northern Superior focused on three areas: 1) Initiating and executing a 12 hole, 4,648.5m core drill program on its 100% owned Lac Surprise property; 2) Preparing the TPK, Croteau Est and Wapistan properties for the initiation of anticipated exploration programs in 2021; and 3) Ensuring that necessary funds were available to manage and execute all aspects of the Company's business through 2021.

1. Lac Surprise Core Drill Program

Northern Superior initiated a core drill program on its 100% owned Lac Surprise property in September of 2020. The program finished at the end of October 2020 with the completion of 12 core drill holes or 4,648.5m drilled. There were 3,157 core samples submitted for whole rock, 48 element geochemical analysis. At the time of writing this MD&A only the complete set of assays from core submitted for hole LCS20-13 had been received, 247 core samples.

The purpose of the Lac Surprise drill program was four-fold: i) to better define the extension of the gold-bearing Épervier hydrothermal system from the neighboring Nelligan gold deposit onto Lac Surprise, originally discovered from the 2019 core drill program (see Northern Superior press release, December 9, 2019); ii) test for additional extensions of the Nelligan gold system onto the Lac Surprise property; iii) better define the gold showing associated with the Roi "gold system" discovered in 2019 (see Northern Superior press release, December 9, 2019); and iv) test a compelling magnetic anomaly for gold mineralization.

To address the four-fold purpose of this program Northern Superior undertook an extensive targeting exercise. This included a focused review and interpretation of the Company's geophysical data base and all publicly available geophysical data associated with the neighboring Nelligan gold deposit.

Of particular importance from this exercise was the completion of geophysical inversion modeling of the Nelligan gold deposit. This provided invaluable insight regarding potential geological controls associated with gold deposition at Nelligan. Extension of the inversion modelling onto the Lac Surprise property revealed similar geological controls within the northeast part of the Property.

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

In addition to the geophysical work, the Company completed: i) a thorough review of the Nelligan 43-101 technical report; ii) a thorough review of all other publicly available literature associated with Nelligan; and iii) completed interviews with several geologists no longer associated with the Nelligan project and unincumbered by confidentiality agreements. This effort provided additional insight into the type of materials, mineralization, alteration and core sampling protocols to pay attention to and follow when examining and sampling drill core.

All this pre-drill program work resulted in the identification of three "Target Areas" (see Northern Superior press release, September 8, 2020). A major discovery was subsequently made based on assay results received from the program's very first hole (LCS20-13): **1.07 g/t gold equivalent(1) ("AuEq") over 35.5m including a high-grade interval of 8.22 g/t AuEq over 2.6m** is on strike and only 1.4 kms from IAMGOLD/Vanstar's westernmost reported step-out drillhole (see Northern Superior press release, November 5, 2020). In addition: i) two other gold-bearing units were intersected (the lowermost zone assayed **2.06 g/t Au and 1.81 g/t silver or 2.08 g/t AuEq over 3.9m**); ii) the host material and associated properties are very similar to those described for the Nelligan gold deposit; and iii) gold-bearing units are stratigraphically controlled, again similar to that observed at Nelligan.

Lead-up, Lac Surprise Drill Program

During the Fall of 2019, Northern Superior completed a relatively small but significant core drill program focused on the northeastern part of this property (12 holes, 4,400m) (see Northern Superior press releases, October 23 and December 9, 2019). The purpose of the program was to ascertain if the system associated with the neighboring Nelligan gold deposit extended onto the Lac Surprise property. The Nelligan gold deposit is an open pit, 43-101 compliant resource, containing 3.2 million ounces gold, grading 1.02g/t Au.

This program was successful in proving that the gold-bearing hydrothermal system of this deposit extended onto the Lac Surprise property. All holes designed to intersect this system in fact did so, highlighted by an intersection of **1.54g/t Au over 15.15m** (LCS-19-008), an intersection with grade and width typical of that reported for Nelligan. The strike and length of this system on the Lac Surprise property has not been clearly defined. However, it is hypothesized that the system likely folded back towards the Nelligan property along a northern limb of an F4 fold (see Northern Superior Corporate Presentation, www.nsuperior.com).

On June 18, 2020, IAMGOLD announced that step out holes west of the Renard Gold Zone of the Nelligan deposit indicated extension of the gold-bearing system associated with that deposit to within 1.2kms of the northeastern boundary of the Lac Surprise property (see IAMGOLD press release, June 18, 2020). The location of this hole, and information provided through the release of the Nelligan 43-101 resource compliant report in 2020, indicates that the trajectory of the Renard gold zone is aligned with the hypothesized extension of the hydrothermal system on the Lac Surprise property along the northern arm of an F4 fold.

Further interpretation of Northern Superior's geophysical data indicates that there may be an additional extension of the gold-bearing hydrothermal system from the Renard gold zone across the northern part of the Lac Surprise property. A very clear geophysical "low trough" extends from the geophysical low associated with the Renard gold zone 3kms+ across the northern part of the Lac Surprise property. As with the northern limb associated with the F4 fold, this feature has never been drilled. However, farther east of this geophysical "low trough" gold showings occur including the Black Phoenix gold showing, from which a surface tourmaline-quartz grab sample ran **19.90g/t gold** (see Northern Superior corporate presentation, www.nsuperior.com).

2. Preparing Other Properties for Anticipated Exploration Programs, 2021

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

TPK

Preparation for a summer-fall drill program at TPK was completed during Q2 of this year. Unfortunately, and despite having prepared a robust Covid-19 prevention plan, the COVID-19 pandemic has delayed the initiation of the drill program. This primarily due to the local First Nation's concern of potential COVID-19 infection of Community members. However, there has been communication with the Community and we are hopeful of initiating the TPK drill program early next year.

The drill program consists of two phases. Phase I is designed to test two key targets within the Big Dam area of the property: Goose Lake (1 collar, 4 drill holes, approximately 700m drilling) and Little Crying Boy Lake (6 collars, 6 drill holes, approximately 1900m drilling) and three key targets in the Annex area of the property (7 collars, 8 holes, approximately 2,400m drilling)(see Northern Superior corporate presentation, www.nsuperior.com). Note that as the program will now be run through the winter of 2021, the drilling setup at Little Crying Boy Lake has been adjusted to accommodate drilling directly on the lake from ice pads. The scope of the Phase II program will be contingent on the results from Phase I.

Management has procured all service providers and assembled a geologic team to execute a program on TPK. The drill camp at Rowlandson Lake was serviced in October of this year with the support of Neskantaga First Nation in anticipation of a core drill program being initiated in Q1 of 2021. A COVID-19 management plan for TPK (applicable to all its programs) was completed and integrated into a work plan for Neskantaga First Nation and submitted to them. Once engagement restrictions associated with the COVID-19 pandemic have been lifted by Neskantaga First Nation, Northern Superior is in a position to initiate and execute the proposed drill program.

TPK Property

Big Dam/ New Growth Areas

Northern Superior's 100% owned TPK property hosts two district scale mineral systems. The first stretches generally east-west 35km across the Big Dam and New Growth areas of the property. This system is most clearly defined within the Big Dam area of the property, where most exploration has been focused. This part of the system strikes 6km east-west and hosts the largest gold grain-in-till dispersal apron in North America. This apron is largely composed of pristine gold grains with recovery of over 1200 gold grains per 10kg till sample. *Gold grain anomalies of this scale are amalgamated responses from a cluster of gold zones. They normally indicate a large gold system or district rather than a single gold zone.* The dispersal of gold grains elsewhere has led to the discovery of many important and sizeable gold deposits including those associated with Atlantic Gold (Moose River Gold Mine), Agnico Eagle (Meadowbank, Meliadine), TMAC (Hope Bay), Hecla Mining (Casa Berardi) and Aurion Resources (Kutuvuoma and Silasselkaand). Embedded within this apron are distinct dispersal trains of mineralized boulders, with high grade assays up to **94g/t gold**.

Two prominent boulder trains emanate from the Goose Lake and Little Crying Boy Lake areas within the Big Dam area of the property. A discovery hole at Goose Lake has already been reported: **25.87 g/t gold over 13.5m**. Intersections of **of 59.60g/t gold, 92.3g/t silver and 3.19% copper over 0.5m (TPK-12-30), 16.15g/t gold over 1.5m (TPK-12-34), 7.85g/t gold over 0.8m (TPK-12-40) and 8.85g/t gold over 1.0m (TPK-12-43)** have been reported from the tail of the boulder dispersal train associated with little Crying Boy Lake, indicating the presence of a large mineral-bearing system associated with the lake.

Annex Area

The second district scale mineral system is associated with the Keely Lake gold grain-in-till dispersal corridor defined within the Annex area of the TPK property. This corridor is large, with a 3.5km strike length

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

and a dispersal of gold grains and mineralized boulders of up to 13.5kms. As with the Big Dam area, this corridor is composed largely of pristine gold grains with recovery of over 1200 gold grains from 10kg till samples. Embedded within this corridor are boulders that assay as high as 727g/t gold, 111g/t silver and 4.05% copper.

The gold grains and mineralized boulders emanate from three key targets. These targets were defined from additional prospecting and overburden sampling programs completed in 2017 that also defined the head of the corridor. Drilling, completed within the tail of this corridor in 2012, intersected rock with reported assays of **4.26 g/t gold over 5.50m (NG-12-003C), 13.40g/t gold over 1.90m (NG-12-005C) and 1.20b/t gold over 2.50m (NG-12-007C)**. As with the assays associated with drilling in the Little Crying Boy Lake dispersal train, this value and others indicate the presence of a large mineralized system associated with the Annex area (see Northern Superior corporate presentation, www.nsuperior.com).

Croteau Est Property

The Croteau Est property is 100% owned by Northern Superior (30 x 15km, 237 claims, 12,545 ha) and is located in the Chapais- Chibougamau mineral exploration camp. The property contains a 43-101 compliant gold resource (CBSZ) of 640,000 ounces (11.6 million tonnes, grade 1.7 g/t Au). The deposit was defined on the basis of only 64 holes (20,643m) with most of the holes only extending to 350m. This deposit remains open along strike (both east and west) and at depth (>350m). In addition to the CBSZ, the Company has discovered several gold showings across the property.

Northern Superior initiated a two-phase core drill program in 2017 to define the continuity of high-grade gold-bearing shoots within the CBSZ gold deposit. The program was very successful, intersecting several of these shoots with high-grade intersections that include **72.90 g/t gold over 0.70m; 11.06g/t gold over 9.10m (including 43.75g/t gold over 2.00m); and 1.99g/t gold over 34.65m(including 9.46g/t gold over 2.35m)**.

Following the 2017 core drill program, management of the Company undertook a thorough review of all data associated with the project a put forth a recommendation for further drilling. The purpose of the proposed 21 hole, 6,200m program was twofold: i) to test the extension of the CBSZ along strike (east and west) and at depth; and ii) test 4 of the new gold showings.

In addition, the Company engaged an independent contractor to further evaluate the CBSZ deposit. The purpose of this exercise was to have independent recommendations made for a two-phase core drill to: i) test the expansion of the CBSZ; and ii) test several of the property's showings. Although the report had not been received at the time of writing this MD&A, the Company intends to initiate a core drill program on the Croteau Est property in 2021 based on forthcoming recommendations.

Wapistan Property

Northern Superior Resources' Wapistan (Cree for 'Marten') mineral property is situated in the James Bay (or Baie James) region of Central Québec, an emerging and important exploration and mining camp. The property was staked by Northern Superior in July 2015 after an extensive review of geoscientific data of the James Bay region. To date, the company has conducted an airborne magnetic survey across the property and completed a prospecting program in the Fall of 2018 (see Northern Superior press release, January 29, 2019).

The purpose of the 2018 prospecting program was to verify and prospect at least 4 of the 9 historic showings that occur on the property and prospect favorable geological sites identified from the Company's proprietary airborne imagery (see press release, Northern Superior Resources, May 16, 2017). The objectives of the

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

program were met with the four historical showings prospected and the discovery of an additional four showings (see Northern Superior press release, January 29, 2019).

The Company intends to complete further prospecting, geological mapping and material sampling of the property in 2021. Planning for this exercise will be completed in advance of Q2, 2021.

3. Maintaining Viability of Northern Superior Through 2021 Positioning Northern Superior for Success

Through Q1 and Q2 of 2020 much effort was made to re-build and to strengthen the Company's foundation. This was accomplished through the addition of 3 new board members (see Northern Superior press releases December 30, 2019, January 14, 2020 and April 15, 2020) and several financings. These financings included: i) two hard dollar private placements totaling \$1,142,000.06 (see Northern Superior press releases, December 30, 2019, April 6, 2020); ii) two Ontario charity flow through financing in support of a TPK drill program totaling \$3,719,000 (see Northern Superior press release April 6, 2020, May 13, 2020); and iii) one Québec charity flow through financing in support of a Lac Surprise drill program totaling \$2,000,000 (see Northern Superior press release, May 13, 2020).

In addition to the acquisition of capital, these financings lead to: i) a significant increase in the level of ownership by management and the Board in the Company (20%); consolidation of shareholders (15 individuals or groups control 64% of outstanding shares); and iii) engagement by New Gold Inc., who has maintained a 9.99% interest in Northern Superior throughout all financings.

Following a major gold discovery on its Lac Surprise property this fall (see Northern Superior press release, November 5, 2020), Northern Superior initiated an additional financing. The purpose of this financing was to provide necessary capital to: i) follow-up on the major discovery made at Lac Surprise and any additional findings from the Lac Surprise 2020 drill program; ii) initiate a core drill program on its Croteau Est property; iii) initiate a prospecting program on its Wapistan property; and iv) ensure enough hard dollars to sustain and support the Company's corporate activities through 2021 and 2022.

See "Subsequent Events" in this Report.

KEY EVENTS Q3 2020

TPK

- Drill program planning, acquisition of all service providers and services to support a drill program procured;
- Servicing of the drill camp at Rowlandson Lake completed and now prepared to accommodate all aspects of a winter core drill program; and
- Completion of COVID-19 engagement protocols and work plan.

Lac Surprise

- Completed geophysical inversion modeling for the Nelligan gold deposit and associated gold-bearing hydrothermal extension onto the Lac Surprise property;
- Completed the core drill program and budget for the Lac Surprise property, designed to test for the various proposed extensions of the gold-bearing hydrothermal system from the neighboring Nelligan gold deposit onto the Lac Surprise property
- Successful completion of a 12 hole, or 4,648.5m core drill program; and

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

- Major discovery from the first hole, **1.07 g/t gold equivalent(1) ("AuEq") over 35.5m including a high-grade interval of 8.22 g/t AuEq over 2.6m, with still over 3,000 samples to be processed at the time of writing this MD&A.**

Croteau Est

- Initiated the planning for the execution of a core drill program for 2021.

OUTLOOK AND STRATEGY, Q4, 2020, 2021

TPK

- Execute the planned core drill program for both the Big Dam and Annex areas of the property (COVID-19 issues permitting).

Lac Surprise

- Process and interpret remaining assays from the 2020 core drill program;
- Plan a core drill program to further understand the discovery made from the 2020 core drill program and any additional discoveries recognized from the remaining assays;
- Plan exploration programs to further the Company's understanding of the mineral potential of the various mineral showings elsewhere on the property; and
- Execute all planned core drill and exploration programs.

Croteau Est

- Evaluate the various proposals for core drill programs;
- Execute a core drill program.

Wapistan

- Plan and execute a prospecting, geological mapping and material sampling program.

Geoscientific Data Base

- Historically a project generator, Northern Superior will continue to build its geoscientific data base through acquiring and integrating any new publicly available data and all data generated through its own exploration activities.

RESULTS OF OPERATIONS

Exploration and evaluation property expenditures

For the nine months ended September 30, 2020	Ti-pa-haa- kaa-ning	Croteau Est	Lac Surprise	Wapistan	Total
	(\$)	(\$)	(\$)	(\$)	(\$)
Acquisition, assessment and maintenance	31,872	2,671	19,825	123	54,491
Analytical	-	-	11,759	-	11,759
Geology	48,829	16,731	75,110	-	140,670
Drilling	-	-	345,925	-	345,925
Project administration	9,568	-	3,827	582	13,977
Total expenditures	90,269	19,402	456,446	705	566,822
Refundable tax credits and adjustments	-	(27,731)	(9,244)	(9,244)	(46,219)
Net	90,269	(8,329)	447,202	(8,539)	520,602

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

General and administrative costs

	Nine months ended September 30,		Three months ended December 31,	
	2020	2019	2020	2019
	(\$)	(\$)	(\$)	(\$)
<u>General operating expenditures</u>				
Consulting fees	64,721	64,955	21,574	21,489
Legal and accounting	105,409	45,778	3,000	5,421
Office expenses and salaries	391,111	404,350	124,688	129,822
Shareholder information	133,587	136,720	6,304	15,607
Foreign exchange	431	328	67	10
Taxes	15,532	4,350	3,506	-
	710,791	657,831	159,139	173,010
<u>Other items</u>				
Interest income	(14,337)	(14,454)	(10,364)	(3,087)
Share-based payments	484,024	244,287	(0)	-
	469,688	139,467	(10,364)	(4,336)
Loss for the period	1,180,479	797,298	148,775	168,674

For the nine months ended September 30, 2020 ("Period") as compared with the nine months ended September 30, 2019 ("2019 Period")

The loss for the Period increased as compared with the 2019 Period, primarily as a result of increased legal expenditures in connection with the various financings completed in the period, and shareholder communication costs. Additionally, the share-based payments calculated on the grant of incentive stock options during the Period was \$484,024 as compared with \$244,287 in the 2019 Period. Share-based compensation is a non-cash item resulting from the application of the Black-Scholes Option Pricing Model using assumptions in respect of expected dividend yield average risk-free interest rates, expected life of the options and expected volatility. The Company paid taxes in respect of the look-back rule on expenditures incurred during 2019 on flow-through funds received in 2018.

For the three months ended September 30, 2020 ("Q3") as compared with the three months ended September 30, 2019 ("2019 Q3")

The loss for Q3 decreased as compared with 2019 Q3, primarily as a result of decreased legal expenditures, office expenditures and shareholder communication costs. Additionally, the Company earned approximately \$10,364 interest in respect of increased treasury during Q3, as compared with approximately \$3,087 in 2019 Q3.

SUMMARY OF QUARTERLY RESULTS

The table below presents selected financial data (in "000s) for the Company's eight most recently completed quarters.

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

Quarter ended	2020			2019				2018
	Sept 30	June 30	March 31	Dec 31	Sept 30	June 30	March 31	Dec 31
	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)
Interest (expense) income	10,364	2,812	1,161	1,644	3,088	4,637	6,731	6,640
Net (Loss)	(148,775)	(794,455)	(237,250)	(3,682)	(168,674)	(211,007)	(417,618)	(350,775)
Net (loss) per share (basic and diluted)	(0.00)	(0.01)	(0.01)	-	-	(0.01)	(0.01)	(0.01)
Total assets	15,309,417	15,040,181	8,887,682	8,616,095	9,097,441	9,129,565	9,550,762	9,485,488

FINANCIAL CONDITION, LIQUIDITY, CAPITAL RESOURCES AND GOING CONCERN

The Company is not in commercial production on any of its mineral properties and accordingly, it does not generate cash from operations. The Company finances its activities by raising capital through the equity markets, and its investment policy is to keep its cash on deposit in an interest-bearing Canadian chartered bank account. Given the volatility in equity markets, uncertainties in the markets due to COVID-19 and results of exploration activities, management constantly reviews expenditures and exploration programs and equity markets in order that the Company have sufficient liquidity to support its growth strategy.

From January 1 to September 30, 2020, the Company completed private placements which raised a total of \$6,861,000, of which \$5,719,000 is to be spent on qualifying Canadian exploration expenditures under the terms of the flow-through share agreements, as to \$3,719,000 in Ontario and \$2,000,000 in Québec. At September 30, 2020, the Company has \$3,678,347 remaining to be expended in Ontario and \$1,586,033 in Québec.

At September 30, 2020, the Company has working capital (current assets less current liabilities, net of flow-through share premiums) of \$6,260,329 (December 31, 2019: \$417,919), of which \$5,264,380 is restricted to flow-through purposes (December 31, 2019: \$Nil), resulting in an unrestricted working capital of \$995,949 (December 31, 2019: \$417,919), has incurred a loss for the period of \$1,180,478 (year ended December 31, 2019: \$800,981) and has an accumulated deficit of \$68,022,540 (December 31, 2019: \$66,842,062).

The Company's cash position is highly dependent on the ability to raise cash through financings and the expenditures on its exploration programs. As results of exploration programs are determined and other opportunities become available to the Company, management may seek to complete external financings as required in order to fund further exploration.

The outlook is based on the Company's current financial position and is subject to change if opportunities become available based on current exploration program results and/or external opportunities. At present, the Company's operations do not generate cash inflows and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control. In order to finance the Company's future exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales, from the exercise of convertible securities and from optioning its resource to partners. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the long term but recognizes that there will be risks involved which may be beyond its control.

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

OUTSTANDING SHARE CAPITAL INFORMATION AT THE REPORT DATE

Common shares - issued and outstanding 58,597,042

	Exercise price (\$)	Expiry Date	Shares issuable (#)	
Warrants	0.100	January 21, 2023	6,242,858	6,242,858
Stock options	1.000	August 1, 2021	50,000	
	0.500	November 21, 2021	105,000	
	0.650	April 23, 2022	660,000	
	0.500	November 30, 2022	285,000	
	0.220	March 29, 2024	695,000	
	0.340	June 16, 2025	1,450,000	
			3,245,000	
			68,084,900	

RELATED PARTY TRANSACTIONS

The Company has arrangements pursuant to which parties related to the Company by way of directorship or officership provide certain services, either directly or through companies owned or controlled by the officers and directors. Transactions were in the normal course of operations and all of the costs recorded are based on estimated fair value. Key management personnel consist of Thomas Morris (President and CEO), Jeannine Webb (CFO), Daniel Rothberg (Corporate Secretary), François Perron (Chairman of the Board of Directors), Andrew Farncomb, David Beilhartz, Michael Gentile (effective December 30, 2019), Gordon Morrison (effective January 10, 2020), David Medilek (effective April 15, 2020), (independent, non-executive Directors of the Company).

During the periods ended September 30, 2020 and 2019, the Company incurred fees for services for services, net of any share-based payments, by these parties as follows:

	<u>September 30,</u>	
	2020	2019
	(\$)	(\$)
CEO and President	168,750	168,750
Company controlled by CFO	36,000	36,000
Corporate Secretary	27,000	27,000
	231,750	231,750

Directors' Compensation

During the period January 1 to June 30, 2020, each independent Director earned a fee of \$2,500 per quarter, with Board and committee chairs earning an additional \$625 per quarter. Effective July 1, 2020, each independent Director will earn a fee of \$5,000 per quarter, with Board and committee chairs earning an additional \$625 per quarter. The fees will be paid exclusively in common shares of the Company, subject to TSX-V approval. As at September 30, 2020, none of the common shares in respect of fees earned by Directors in the Period had been issue.

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

	<u>June 30,</u>	
	<u>2020</u>	<u>2019</u>
	<u>(\$)</u>	<u>(\$)</u>
Directors' fees	63,125 ⁽¹⁾	82,500 ⁽²⁾

(1) At June 30, 2020, a total of \$30,000 was owed to Directors in respect of Directors' fees incurred in the period ended June 30, 2020.

(2) At June 30, 2019, a total of \$68,750 was owed to Directors in respect of Directors' fees incurred during the period ended June 30, 2019 and prior periods.

ACCOUNTING STANDARDS

Critical accounting estimates and judgments

The preparation of the Financial Statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Judgments

- (i) The assessment by management of the Company's liquidity position and whether going concern disclosure is required in the financial statements.

As part of this process, management prepares cash flow budgets detailing expected expenditures for at least the next twelve months. The assessment of the Company's liquidity position takes into account the Company's working capital position, the timing of discretionary and non-discretionary expenditures and also the status of any potential equity financings.

- (ii) The carrying amount of the Company's exploration and evaluation assets does not necessarily represent present or future values, and these assets have been accounted for under the assumption that the carrying value will be recoverable. Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development and future profitable production or proceeds from the disposition of the exploration and evaluation assets themselves.

Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management's assessment as to the overall viability of its properties or to the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company's exploration and evaluation assets. Management reviewed exploration and evaluation assets for the nine months ended September 30, 2020 and the year ended December 31, 2019 and did not identify any impairment indicators.

Estimates and assumptions

The Company uses the fair-value method of accounting for share-based payments related to stock options and share purchase warrants granted, modified or settled. Under this method, cost attributable to options granted is measured at fair value using the Black Scholes option pricing model. In

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

determining fair value, the Company makes estimates of the expected volatility of the stock and the risk-free interest rate and assumptions about the expected life and the forfeiture rates of the options.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet financing arrangements.

SUBSEQUENT EVENTS

- On November 5, 2020, stock options allowing for the acquisition of up to, in the aggregate, 45,000 common shares at \$0.50 per share expired.
- On November 11, 2020, the Company issued 150,000 common shares on the exercise of stock options, for gross proceeds of \$97,500.
- On November 12, 2020, the Company announced it had closed the book on a non-brokered private placement (the "Offering"), having received commitments for gross proceeds of \$4,250,000, as to:
 - \$1,750,000, through the issuance of 2,187,500 units ("Hard Units") at a price of \$0.80 per Hard Unit, each Hard Unit being comprised of one common share of the Company and one-half of a share purchase warrant (a "Warrant"). Each whole Warrant will entitle the holder to acquire one additional common share of the Company (a "Warrant Share"), for a period of 18 months from the closing of the Offering at a price of \$1.20 per Warrant Share
 - \$2,500,000, through the issuance of 2,272,727 flow-through common shares of the Company (the "Québec FT Shares"), at a price of \$1.10 per Québec FT Share.

Closing of the Offering remains subject to closing conditions including, but not limited to, the negotiation, execution of subscription agreements with investors and receipt of applicable regulatory approvals, including approval of the TSX Venture Exchange.

RISKS AND UNCERTAINTIES

General

Resource exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but also from finding mineral deposits, which, though present, may be insufficient in quantity and quality to return a profit from production at a given time. The Company evaluates its property interests on an ongoing basis and intends to abandon properties that fail to remain prospective. A high level of ongoing expenditures is required to locate and estimate ore reserves, which are the basis for further development of a property. At the time of writing this Report the Company expects to incur further property acquisition, and development and exploration expenses. The Company has a history of incurring losses and deficits and is subject to a number of risks and uncertainties due to the nature of its business and present stage of explorations, such as, but not limited to, the risks discussed below and contained elsewhere in this Report. In addition to the other information presented in this Report, the reader is directed to the risks discussed in the Financial Statements. The Company, and thus the securities of the Company, should be considered a highly speculative investment, and investors should carefully consider all of the information disclosed in this MD&A prior to making an investment in the Company as well as during their time as investors.

Coronavirus (COVID-19)

Since March 2020, several governmental measures have been implemented in Canada and the rest of the world in response to the coronavirus (COVID-19) pandemic. While the impact of COVID-19 and these

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

measures are expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on the Company's business operations cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows in 2020. The Company continues to operate its business, and in response to Federal and Provincial emergency measures, has requested its employees and consultants work remotely wherever possible. These government measures, which could include government mandated closures of the Company or its contractors or restrictions on travel of various personnel, could impact the Company's ability to conduct its exploration programs in a timely manner, and the Company is evaluating the best way to move its exploration activities forward when the emergency measures are lifted.

Limited Financial Resources and Going Concern

The Company has no significant source of operating cash flow and no revenues from operations. The Company has limited financial resources, no operating revenues and its ability to continue operating as a going concern is dependent upon management's success in raising additional monies to sustain the Company until cash flow from operations is adequate to sustain the Company's viability. Substantial expenditures are required to be made by the Company and/or its development partners to establish ore reserves and develop a mining operation. Exploration and development of mineral deposits is an expensive process, and frequently the greater the level of interim stage success the more expensive it can become. At present, the Company has no producing properties and generates no operating revenues; therefore, for the foreseeable future, it will be dependent upon selling equity in the capital markets to provide financing for its continuing exploration budgets.

Failure to obtain additional financing could result in the delay or indefinite postponement of further exploration and development of the Company's projects and the Company may become unable to carry out its business objectives. The Financial Statements contain a note that indicates the existence of material uncertainties that raise substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to fund its mineral properties through the issuance of capital stock or joint ventures, and to realize future profitable production or proceeds from the disposition of its mineral interests.

While the Company has been successful in obtaining financing from the capital markets for its projects in recent years, there can be no assurance that the capital markets will remain favorable in the future, and/or that the Company will be able to raise the financing needed to continue its exploration programs on favorable terms, or at all. Restrictions on the Company's ability to finance could have a materially adverse outcome on the Company and its securities, and its ability to continue as a going concern.

Title and Rights

The Company has investigated title to all of its exploration properties and, to the best of its knowledge, title to all of its properties, and properties that it has the right to acquire or earn an interest in are in good standing; however, the Company's properties may be subject to prior unregistered agreements or transfers and title may be affected by undetected defects. These defects could adversely affect the Company's title to such properties or delay or increase the cost of the development of such properties.

The Company's properties may also be subject to Aboriginal/First Nations or other historical rights that may be claimed on Crown properties or other types of tenure with respect to which mineral rights have been conferred. The Company is in ongoing communication with the Aboriginal/First Nations communities associated with its properties, and is aware of the mutual benefits afforded by co-operative relationships with indigenous people in conducting exploration activity, and is supportive of measures established to achieve such co-operation.

Northern Superior Resources Inc.

Management's Discussion and Analysis

For the nine months ended September 30, 2020

Market

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

Metal and Commodities Prices

The mining industry in general is intensely competitive and there is no assurance that, even if commercial quantities of mineral resources are developed, a profitable market will exist for the sale of such product. Factors beyond the control of the Company may affect the marketability of any minerals discovered. No assurance may be given that metal prices will remain stable. Significant price fluctuations over short periods of time may be generated by numerous factors beyond the control of the Company, including domestic and international economic and political trends, expectations of inflation, currency exchange fluctuations, interest rates, global or regional consumption patterns, speculative activities and increased production due to improved mining and production methods. The effect of these factors on the price of minerals and therefore the economic viability of any of the Company's exploration projects cannot accurately be predicted. As the Company's properties are in the exploration stage, the above factors have had no material impact on present operations or income.

Exploration and Development

All of the Company's properties are in the exploration stage and no known reserves have been discovered on such properties. There is no certainty that the expenditures to be made by the Company or its option partners in the exploration of its properties described herein will result in discoveries of metals in commercial quantities or that any of the Company's properties will be developed. Most exploration projects do not result in the discovery of economic deposits of metals and no assurance can be given that any particular level of recovery of metals will in fact be realized or that any identified resource will ever qualify as a commercially mineable (or viable) resource which can be legally and economically exploited. Estimates of reserves, mineral deposits and production costs can also be affected by such factors as environmental permit regulations and requirements, weather, environmental factors, unforeseen technical difficulties, unusual or unexpected geological formations and work interruptions. In addition, the grade of metals ultimately discovered may differ from that indicated by drilling results. There can be no assurance that metals recovered in small-scale tests will be duplicated in large-scale tests under on-site conditions or in production scale.

Exploration, Development and Operating

Mineral exploration and mining operations generally involve a high degree of risk. The Company's operations are subject to all the hazards and risks normally encountered in the exploration, development and production of base metals and other minerals, including unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding and other conditions involved in the drilling and removal of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. The financing, exploration, development and mining of any of the Company's properties is furthermore subject to a number of macroeconomic, legal and social factors, including commodity prices, laws and regulations, political conditions, currency fluctuations, the ability to hire and retain qualified people, the inability to obtain suitable adequate machinery, equipment or labor and obtaining necessary services in jurisdictions in which the Company operates. Unfavorable changes to these and other factors have the potential to negatively affect the Company's operations and business.

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

Political and Economic Instability

The Company's activities in Canada are subject to risks common to operations in the mineral exploration and mining industry in general. Mineral exploration and mining activities and production activities may be affected in varying degrees by political stability and government regulations relating to this industry. Any changes in regulations or shifts in political conditions are beyond the control of the Company and may adversely affect its business. Operations may be affected in varying degrees by government regulations with respect to community rights, restrictions on production, price controls, export controls, restriction of earnings, taxation laws, expropriation of property, environmental legislation, water use, labor standards and workplace safety.

Environmental

Environmental legislation on a global basis is evolving in a manner that will ensure stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessment of proposed development and a higher level of responsibility for companies and their officers, directors and employees. There is no assurance that future changes to environmental legislation in Canada will not adversely affect the Company's operations. Environmental hazards may exist on properties in which the Company holds interests which are unknown at present and which have been caused by previous owners or operators. Furthermore, future compliance with environmental reclamation, closure and other requirements may involve significant costs and other liabilities. In particular, the Company's operations and exploration activities are subject to Canadian federal and provincial laws and regulations governing protection of the environment. Such laws are continually changing and, in general, are becoming more restrictive.

Competition in the Mineral Exploration Industry

The resource 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 could adversely affect the Company's ability to acquire suitable new prospects for exploration in the future. Competition could also affect the Company's ability to raise financing to fund the exploration and development of its properties or to hire qualified personnel.

Key Personnel

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

Uninsurable

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

FORWARD-LOOKING STATEMENTS

Certain of the statements made herein may constitute "forward-looking statements" or contain "forward-looking information" within the meaning of applicable Canadian securities laws. In this context, forward-looking statements often address expected future business and financial performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action

Northern Superior Resources Inc.
Management's Discussion and Analysis
For the nine months ended September 30, 2020

or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. All statements, other than statements of historical fact, included herein including, without limitation; statements about the potential for mineralization at the Company's properties, the timelines to complete the Company's exploration programs, timing for permit applications, timing for resource estimates, timing to complete technical reports, forecasts for exploration expenditures, estimates of future administrative costs and statements about the Company's future development of its properties.

Forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking statements, including, without limitation, risks and uncertainties relating to foreign currency fluctuations; risks inherent in mineral exploration and mine development including environmental hazards, industrial accidents, unusual or unexpected geological formations, ground control problems and flooding; risks associated with the estimation of mineral resources and reserves and the geology, grade and continuity of mineral deposits; the possibility that future exploration, development or mining results will not be consistent with the Company's expectations; the potential for and effects of labor disputes or other unanticipated difficulties with or shortages of labor or interruptions in production; the potential for unexpected costs and expenses and commodity price; uncertain political and economic environments; changes in laws or policies, delays or the inability to obtain necessary governmental permits; and other risks and uncertainties, including those described under Risk Factors.

Forward-looking information is in addition based on various assumptions including, without limitation, the expectations and beliefs of management, the assumed long-term price of commodities; that the Company can access financing, appropriate equipment and sufficient labor and that the political environment will continue to support the development and operation of mining projects. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements. Accordingly, readers are advised not to place undue reliance on forward-looking statements. The Company does not intend to update forward-looking statements or information, except as may be required by applicable law.

QUALIFIED PERSON

The Company's disclosure of a technical or scientific nature in this Report has been reviewed and approved by Dr. T.F. Morris (President and CEO of the Company), a Qualified Person ("QP") (as defined in National Instrument 43-101, "Standards of Disclosure for Mineral Projects").

APPROVAL

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of the Company has approved the Financial Statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

ADDITIONAL INFORMATION

Additional information is available on the Company's website at www.nsuperior.com or on SEDAR at www.sedar.com.