Introduction

The following interim Management's Discussion & Analysis ("Interim MD&A") of Manitou Gold Inc. ("Manitou" or the "Company") for the three months ended March 31, 2019 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, 2018. This Interim MD&A does not provide a general update to the Annual MD&A, or reflect any non-material events since the date of the Annual MD&A.

This Interim MD&A has been prepared in compliance with 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, audited annual consolidated financial statements of the Company for the years ended December 31, 2018 and December 31, 2017, together with the notes thereto, and unaudited condensed interim consolidated financial statements of the Company for the three months ended March 31, 2019, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The Company's unaudited condensed interim consolidated financial statements and the financial information contained in this Interim MD&A are prepared in accordance 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 Accounting Standard 34, Interim Financial Reporting. Accordingly, information contained herein is presented as of May 24, 2019, unless otherwise indicated.

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

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

Caution Regarding Forward-Looking Statements

This Interim 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 state 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 Interim

MD&A speak only as of the date of this Interim MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this Interim 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
The Company will be able to continue its business activities.	The Company has anticipated all material costs and the operating activities of the Company, and such costs and activities will be consistent with the Company's current expectations; the Company will be able to obtain equity funding when required.	Unforeseen costs to the Company will arise; any particular operating cost increase or decrease from the date of the estimation; and capital markets not being favourable for funding resulting in the Company not being able to obtain financing when required or on acceptable terms.
The Company will be able to carry out anticipated business plans.	The operating activities of the Company for the twelve months ending March 31, 2020 will be consistent with the Company's current expectations.	Sufficient funds not being available; increases in costs; the Company may be unable to retain key personnel.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control. Please also make reference to those risk factors referenced in the "Risk Factors" section below. 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 Interim MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company'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

The principal business of the Company is the acquisition, exploration and development of mineral property interests located in the Gold Rock District of Northwestern Ontario and in the Goudreau-Localsh area of Northern Ontario. To date, the Company has not earned any revenue from operations.

The principal mineral assets of the Company at the date of this Interim MD&A consist of (i) a 100% interest in the Kenwest property, located in Kenora Mining Division, Ontario; and (ii) a 100% interest in the Goudreau area properties, located in the Goudreau-Localsh area of Northern Ontario . The Company also holds claims for other properties located in Kenora Mining Division.

The Company is a reporting issuer in British Columbia, Alberta, Saskatchewan, Manitoba and Ontario and trades on the TSX Venture Exchange under the symbol "MTU".

Operational Highlights

On February 9, 2019, the Company entered into an investment agreement ("Investment Agreement") and related agreements with GoldSpot Discoveries Inc. ("GoldSpot") to advance all of Manitou's properties. The Investment Agreement and related agreements provides for (i) the subscription by GoldSpot of 7,250,000 Hard Units in the February 2019 Offering (defined below); and (ii) the grant to GoldSpot of two options to each purchase a 0.25% net smelter return royalty with respect to each of the Goudreau, Rockstar, Midas, Dog Lake, Canamerica and Sherridon properties of the Company, for consideration of $500,000 each. In addition, concurrently with the execution of the Investment Agreement, the Company has entered into (i) two royalty agreements providing for the grant to GoldSpot of an aggregate 0.5% net smelter return royalty on all metals produced from the Kenwest property of the Company; and (ii) a services agreement pursuant to which the Company will retain GoldSpot for a period of one year in order to provide services related to the evaluation and identification of possible mineralization and drill targets on the Company's properties.

On February 28, 2019, the Company completed a non-brokered private placement (the "February 2019 Offering") pursuant to which it has issued (i) 7,310,000 units ("Hard Units") at a price of $0.08 per Hard Unit to raise aggregate gross proceeds of $584,800; and (ii) 3,750,000 flow-through units ("FT Units") at a price of $0.08 per FT Unit to raise aggregate gross proceeds of $300,000. Each Hard Unit consists of one common share of the Company and one-half of one share purchase warrant (each whole such share warrant, a "February 2019 Warrant"), and each FT Unit consists of one flow-through common share of the Company and one-half of one Warrant. Each Warrant entitles the holder to acquire one additional common share of the Company at an exercise price of $0.15 and expires 3 years from the closing date of the Offering. Insiders of the Company subscribed for an aggregate 3,750,000 FT Units in the Offering, being Mr. Richard Murphy, CEO of the Company, subscribing for 2,500,000 FT Units and Mr. Patrice Dubreuil, President of the Company, subscribing for 1,250,000 FT Units.

The 5,530,000 February 2019 Warrants issued were assigned a value of $196,659 using the Black-Scholes valuation model. The underlying weighted average assumptions used in the estimation of fair value in the Black-Scholes valuation model are as follows:

- Risk free rate: 1.79%;
- Expected life: 3 years;
- Expected volatility: 155% based on historical trends; and
- Weighted average share price: $0.05.

Trends

Management regularly monitors economic conditions and estimates their impact on the Company's operations and incorporates these estimates in both short-term operating and longer-term strategic decisions.

Apart from these and the risk factors noted under the heading "Risk Factors", management is not aware of any other trends, commitments, events or uncertainties that would have a material effect on the Company's business, financial condition or results of operations.

Technical Disclosure

The technical disclosure in this Interim MD&A has been prepared under the supervision of Mr. Richard Murphy, P.Geo. and a "qualified person" within the meaning of National Instrument 43-101. Mr. Richard Murphy is the Chief Executive Officer ("CEO") of the Company.

Financial Highlights

Financial Performance

Three months ended March 31, 2019 compared with three months ended March 31, 2018

Manitou's net loss totaled $632,968 for the three months ended March 31, 2019, with basic and diluted loss per share of $0.01. This compares with a net loss of $602,139 with basic and diluted loss per share of $0.01 for the three months ended March 31, 2018. The increase in net loss of $30,829 was principally because:

- Office and general expenses increased to $342,263 for the three months ended March 31, 2019 (three months ended March 31, 2018 - $74,027). The increase was primarily due to higher support costs for the Company's operations and bonuses paid to the management during the current period. 100% of the gross bonus amounts paid to management were reinvested in the February 28, 2019 private placement.

- This was partially offset by exploration and evaluation expenditures which decreased to $272,323 for the three months ended March 31, 2019 (three months ended March 31, 2018 - $518,666) due to decreased exploration activity.

As at March 31, 2019, the Company had assets of $927,379 and a net equity position of $907,073. This compares with assets of $692,969 and a net equity position of $663,406 at December 31, 2018. The Company had $20,306 of liabilities and no debt (December 31, 2018 – $29,563 of liabilities and no debt).

Mineral Exploration Properties

The Company's exploration activities are at an early stage, and it has not yet been determined whether its properties contain an economic mineral reserve. There are no known deposits of minerals on any of the Company's mineral exploration properties and any activities of the Company thereon will constitute exploratory searches for minerals. See "Risk Factors" below.

Kenwest Project:

Current and Future Plans Related to the Kenwest Project

The following table summarizes the Company's current plans at the Kenwest Project, the total estimated costs, and total expenditures incurred to date.

Summary of Completed Activities (Three Months Ended March 31, 2019)	(A) Spent [1] (rounded)	Plans for the Project	(B) Planned Expenditures (rounded)
	$42,000	Completion of a new geological model and interpretation. Planning for next stage of diamond drilling, subject to completing a financing. Planning surface stripping of the 1946 zone.	$1,000,000
Subtotals	**$42,000**		**$1,000,000**
Total (A+B)			**$1,042,000**

[1] Total cumulative exploration activities incurred on the Kenwest Project to March 31, 2019 amounted to $6,163,995 (December 31, 2018 - $6,122,154).

Goudreau:

Current and Future Plans Related to the Goudreau and Rockstar Projects

The following table summarizes the Company's current plans at the Goudreau property, the total estimated costs, and total expenditures incurred to date.

Summary of Completed Activities (Three Months Ended March 31, 2019)	(A) Spent [1] (rounded)	Plans for the Project	(B) Planned Expenditures (rounded)
	$230,000	Detailed geological mapping and prospecting. Stripping, trenching and drilling	$1,000,000
Subtotals	**$230,000**		**$1,000,000**
Total (A+B)			**$1,230,000**

[1] Total cumulative exploration activities incurred on the Goudreau Project to March 31, 2019 amounted to $897,963 (December 31, 2018 - $667,481).

Other Projects:

Other projects are on hold at the date of this Interim MD&A. Subject to the availability of cash, staff and time, exploration programs and budgets may be developed for Manitou's other projects.

Qualifying Expenditures Relating to Flow-Through Shares

As at March 31, 2019, the Company has is required to incur approximately $240,000 of qualifying exploration expenditures in connection with the flow-through share financing closed in February 2019.

Cash Flow

Cash used in operating activities was $1,058,595 for the three months ended March 31, 2019. Cash used in operating activities include net loss of $632,968 for the period, and a net change in non-cash working capital balances of $425,627 because of a decrease in amounts payable and other liabilities of $9,257 and an increase of amounts receivable and other assets of $416,370. The large increase in amounts receivable and other assets is due to a services agreement pursuant to which the Company will retain GoldSpot for a period of one year in order to provide services related to the evaluation and identification of possible mineralization and drill targets on the Company's properties.

Cash provided by financing activities was $876,635 during the three months ended March 31, 2019. Cash provided by financing activities include proceeds from issuance of share capital of $884,800, less share issue costs of $8,165.

The Company did not incur any cash flow expenditures relating to investing activities during the three months ended March 31, 2019.

The Company believes that additional financing will be required to fund its current and future plans for the Kenwest and Goudreau properties as outlined above.

Liquidity and Capital Resources

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

The Company has no operating revenues and therefore must utilize its current cash reserves, funds obtained from the issuance of share capital, exercise of warrants and stock options and other financing transactions to maintain its capacity to meet ongoing operating activities. As of March 31, 2019, the Company had 113,454,676 common shares issued and outstanding and 6,250,000 options and 18,174,033 warrants outstanding that would raise $3,260,159 if exercised in full. This is not anticipated in the immediate future. See "Trends" above.

Amounts payable and other liabilities decreased to $20,306 at March 31, 2019, compared to $29,563 at December 31, 2018, and consist of amounts that are to be extinguished in due course. The Company's cash and cash equivalents as of March 31, 2019 is sufficient to pay these liabilities.

At March 31, 2019, the Company had working capital of $907,073, compared to $663,406 at December 31, 2018, an increase of $243,667. The Company had cash of $149,009 at March 31, 2019, compared to $330,969 at December 31, 2018, a decrease of $181,960. The increase in working capital can be attributed to (i) private placement done in February 2019 and (ii) the prepaid portion of amounts paid for a services agreement pursuant to which the Company will retain GoldSpot for a period of one year in order to provide services related to the evaluation and identification of possible mineralization and drill targets on the Company's properties. The decrease in cash can be attributed to the Company's exploration program and operating expenses during the period.

The Company estimates its administrative overhead for fiscal 2019 to be approximately $300,000. In order to meet the Company's current and future plans for the Kenwest, Goudreau, Rockstar, Dog Lake and Midas projects, as well as meet its administrative overhead, for the near term, the Company will be required to complete a financing. Although the Company has been successful in raising funds to date, there can be no assurance that adequate funding will be available in the future, or under terms favourable to the Company. See "Risk Factors" below and "Caution Regarding Forward-Looking Statements" above.

The Company's discretionary activities do have considerable scope for flexibility in terms of the amount and timing of expenditure, and expenditures may be adjusted accordingly.

Transactions with Related Parties

Related parties include the Board, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

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

During the three months ended March 31, 2019, the Company paid professional fees and disbursements of $14,544 (three months ended March 31, 2018 - $16,028) to Marrelli Support Services Inc., DSA Corporate Services Inc., and DSA Filing Services Limited, together known as the "Marrelli Group", for:

- (i) Carmelo Marrelli, President of the Marrelli Group, to act as the Chief Financial Officer ("CFO") of the Company;
- (ii) Bookkeeping services;
- (iii) Regulatory filing services; and
- (iv) Corporate secretarial services.

These services were incurred in the normal course of operations for general accounting and financial reporting matters. As at March 31, 2019, the Marrelli Group was owed $1,391 (December 31, 2018 - $3,177).

Salaries paid to key management personnel for the three months ended March 31, 2019 totaled $372,692 (three months ended March 31, 2018 - $62,308). Option-based payments to key management personnel for the three months ended March 31, 2019 totaled $nil (three months ended March 31, 2018 - $nil). Key management personnel are comprised of the Company's CEO, the President and the Company's CFO. As at March 31, 2019, key management personnel (excluding the CFO) were owed $3,403 (December 31, 2018 - $5,893). The Board of Directors do not have employment or service contracts with the Company. Directors and officers are entitled to stock options for their services.

Salary remuneration of the Company was as follows:

Salaries	Three Months Ended March 31, 2019 ($)	Three Months Ended March 31, 2018 ($)
Richard Murphy, CEO [(1)]	241,538	41,539
Carmelo Marrelli (Marrelli Support), CFO	11,336	11,396
Patrice Dubreuil, President [(1)]	131,154	20,769
	384,028	**73,704**

[(1)] Amounts include bonuses paid during the three months ended March 31, 2019, 100% of the gross bonus amounts paid to management were reinvested in the February 28, 2019 private placement.

Option-based payments [(i)]	Three Months Ended March 31, 2019 ($)	Three Months Ended March 31, 2018 ($)
Richard Murphy, CEO	Nil	Nil
Craig Stanley, director	Nil	Nil
Guy Mahaffy, director	Nil	Nil
Carmelo Marrelli (Marrelli Support), CFO	Nil	Nil
Pat Dubrueil, President	Nil	Nil
	Nil	**Nil**

[(i)] The dollar values in respect of the options were arrived at using the Black-Scholes valuation model.

To the knowledge of the directors and officers of the Company, as at March 31, 2019 and March 31, 2018, no person or corporation beneficially owns or exercises control or direction over common shares of the Company carrying more than 10% of the voting rights attached to all the common shares of the Company.

Pursuant to an executive employment agreement with the CEO, in the event of termination, the CEO is entitled to 12 months' base salary plus a further month's salary for each completed year of service since May 1, 2015. In the event of a change of control of the Company, the CEO is entitled to receive a payment equal to 24 months' base salary in the sum of $360,000.

Pursuant to an executive employment agreement with the President, in the event of termination, the President is entitled to three months base salary. In the event of a change of control of the

Company, the President is entitled to receive a payment equal to 24 months' base salary in the sum of $270,000.

Disclosure of Internal Controls

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

(ii) 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

(iii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the issuer's generally accepted accounting principles (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

Although there can be no assurance that additional funding will be available to the Company, management is of the opinion that the gold price will be favourable, and hence it may be possible to obtain additional funding for its projects. Notwithstanding, the Company is mindful that the gold price could fall with little or no warning.

Accordingly, the Company's plans for the near term as outlined under the heading "Mineral Exploration Properties" and meet the Company's administrative overhead, it is required to complete a financing. See "Risk Factors".

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position. Please refer to the section entitled "Risk Factors" in the Company's Annual MD&A for the fiscal year ended December 31, 2018, available on SEDAR at **www.sedar.com**.