GROUP ELEVEN
RESOURCES CORP.

Group Eleven Resources Corp.

Management Discussion and Analysis
For the Year Ended December 31, 2019

The following Management's Discussion and Analysis ("MD&A") of the financial condition and results of operations of Group Eleven Resources Corp. ("Group Eleven" or "the Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the year ended December 31, 2019. The MD&A was prepared as of April 29, 2020 and should be read in conjunction with the Company's audited annual consolidated financial statements ("Financial Statements") and related notes for the years ended December 31, 2019 and 2018. All figures are in Canadian dollars unless otherwise stated. The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

Overview

Group Eleven is an emerging zinc exploration and development company, focused on resource expansion and drill target testing to discover Ireland's next major zinc deposit. The Company holds 84 licences in Ireland, comprising over 2,712 square km in four main properties which are highly prospective for Irish Type zinc-lead mineralization. Ireland ranks as one of the largest zinc producers in Europe and is host to some of the world's largest zinc deposits.

2019 Highlights

- The Company completed the planned 2,700-metre drill program at the Stonepark zinc-lead project ("Stonepark") and the adjacent PG West project ("PG West"). Drilling at PG West resulted in the discovery of a new mineralized zone, with a 36.5 metre drilling intersection (true widths 60-70%) of intermittent, high-grade zinc mineralization. As well, drilling at Stonepark identified a new Periphery Zone at Kilteely, discovering the outer margin of a potential new Irish Type zinc system. The periphery zone appears extensive, at least 1.6 kilometres laterally and 230 metres vertically.
- Results from the Geological Survey of Ireland's 'Tellus' airborne geophysical survey (funded in part by Group Eleven) identified a number of previously unknown geological features, opening up new areas of prospectivity. The survey also corroborated the Company's key exploration concept of the Pallas Green Corridor, adding significant refinement to the Company's already established zinc target areas.
- Exploration commenced at the Ballinalack zinc project, with early drilling intersecting a sulphide-bearing mafic dyke with anomalous platinum-group metals ("PGMs", including platinum, palladium, rhodium) and gold, along with highly anomalous copper, nickel and cobalt.
- The Company completed a non-brokered private placement in April of 2019 for 3,882,265 units at a price $0.12 per unit ("Unit"), for total proceeds of $465,872. Each Unit consists of one common share and one half non-transferrable common share purchase warrant. Each warrant entitles the holder to purchase one additional common share in the capital of the Company at $0.24 per share for two years from the date of issue.
- On October 15, 2019, subsequent to the end of the third quarter, the Company completed a non-brokered private placement of 8,400,000 units at a price of $0.12 per unit for gross proceeds of $1,008,000 with Glencore Canada Corporation ("Glencore"). As a result of this transaction, Glencore now holds an 11.6% interest in the Company.

Report on Operations

During the year ended December 31, 2019, the Company completed the preliminary drill program at the Stonepark and PG West projects, started in the fourth quarter of 2018, and commenced drilling at the Ballinalack project in the third quarter of 2019. The results from these programs, in conjunction with the results from the Tellus survey received in September, have significantly advanced the Company's ongoing exploration strategy by providing important 3D geological information ahead of the Company's exploration program in 2020.

Property Summary

Stonepark Project (Limerick Region)

The Stonepark project ("Stonepark") holds six prospecting licences ("PLs") covering an area of 183.5 square kilometres and hosting three main zones of known mineralization, Stonepark North, Stonepark and Stonepark West, located west of Glencore's Pallas Green deposit. The Company holds a 76.56% interest in TILZ Minerals Ltd. ("TILZ"), the legal entity that holds the licences comprising Stonepark. The remaining 23.44% equity interest in TILZ is held by Arkle Resources PLC ("Arkle", formerly known as Connemara Mining Company plc), an Ireland-based company focused on zinc and gold exploration. The interest in TILZ is consolidated, with the acquisition value of the project reflected in exploration and evaluation assets and ongoing exploration costs reflected as expenses on the income statement. The carrying value ascribed to Arkle's 23.44% interest in TILZ is captured as non-controlling Interest in the Financial Statements.

In 2018, the Company completed a maiden Mineral Resource Estimate ("MRE") for Stonepark of 5.1 million tonnes grading 11.3% zinc and lead combined (8.7% zinc and 2.6% lead) in the Inferred Mineral Resource category. The deposit is relatively shallow (occurring at depths ranging from 190 metres to 395 metres) and consists of flat-lying, stratiform (1.0 to >7.5 metres thick) lenses of massive to semi-massive sphalerite, galena and pyrite hosted in thick (10 to >75 metres) hydrothermal alteration bodies (primarily black matrix breccia, or "BMB") within the Waulsortian limestone. A summary table of the MRE is shown below. The details and supporting information for the MRE are filed on www.sedar.com and in the NI 43-101 Independent Report on the Zinc-Lead Exploration Project at Stonepark, County Limerick, Ireland, with an effective date of April 26, 2018.

Summary Table of Maiden Mineral Resource Estimate at Stonepark Zinc Project, Ireland

Area	Resource Category	Tonnes ('000)	Grades Zn (%)	Pb (%)	Zn+Pb (%)	Metal Content (lbs) Zn ('000)	Pb ('000)	Zn+Pb ('000)
Stonepark North	Inferred	3,900	9.2	2.9	12.1	790,200	247,600	1,037,800
Stonepark West	Inferred	800	7.1	2.2	9.3	128,000	39,900	167,900
Stonepark	Inferred	400	7.0	1.0	8.0	64,000	9,100	73,100
Total		**5,100**	**8.7**	**2.6**	**11.3**	**982,200**	**296,600**	**1,278,800**

During Q1 2019, the Company completed the 2,700-metre drill program that had commenced late in Q4 2018. In total, the Company drilled five holes within the Limerick basin, including four at the Stonepark property (and one at the adjacent PG West property). Each of these have provided strong vectors towards further exploration within the Limerick basin, with intersections of mineralization typically found on the periphery of an Irish-Type zinc system.

The Geological Survey of Ireland's 'Tellus' airborne geophysical survey was completed during the year, identifying a number of previously unknown geological features. Specifically, the survey corroborated the Company's key exploration concept ('Pallas Green Corridor' and cross-fault north of Kilteely) adding further refinement to the data and showing the Limerick Volcanic Complex (LVC) in much clearer detail than any previous survey. A number of previously-unknown large circular features appear along the southwestern margin of the LVC, likely representing buried volcanic centres or intrusions. Approximately 20 km to the west of, and sub-parallel to, the Pallas Green Corridor, the data shows a previously-unknown, strong northwest linear trend, at least 40 km long, which appears to represent a corridor of suspected buried volcanic centres or instrusives, adding a new area of prospectivity.

The Company spent $272,041 during the year ended December 31, 2019 on the Stonepark project, primarily on drilling ($102,946), the Tellus survey ($18,468 for the portion covering Stonepark), licence renewals ($18,500) and data compilation and analysis ($55,544) of the drill results received.

PG West (Limerick Region)

The PG West project comprises 35 PLs covering 1,019 square kilometres and is contiguous with the Company's Stonepark project, covering additional prospective stratigraphy in the Limerick region. The project hosts the Carrickittle area, which is the third most advanced zinc prospect in the Pallas Green region, after Glencore's Pallas Green deposit and the Company's Stonepark deposit. Historic drill results at Carrickittle have shown significant widths and grades at shallow depths, including 4.3 metres of 14.1% zinc+lead (silver grade unknown), 2.4 metres of 26.8% zinc+lead (silver grade unknown) and 1.1 metres of 40.8% zinc+lead and 128 g/t silver. This project also includes the Gortdrum prospect, located on the southeast part of the project, which produced 38,000 tonnes of copper and 2.9 million ounces of silver between 1967 to 1975. Another prospect, Oola, is known to be an area of extensive historic silver-lead and copper workings.

The Company completed drill hole G11-2654-01 in the second quarter of 2019 at the Ballywire prospect ("Ballywire Hole"), located on the southeastern portion of the PG West project. This hole is a 260-metre step-out hole from FM-2654-1, a hole drilled in 2008 that intersected narrow high-grade mineralization (0.30 metres of 13.2% zinc + lead) within a wider (1.55 metre) intercept (grading 3.6% zinc+lead). G11-2654-01 successfully intersected the strongest mineralization to date at the prospect. Three mineralized zones were encountered over a 36.5 metre interval at the base of the Waulsortian limestone, including:

- 0.90m of 5.8% Zn and Pb and 8 g/t Ag; and
- 1.45m of 6.3% Zn and Pb and 17 g/t Ag (including 0.20m of 35.1% Zn and Pb and 93 g/t Ag); and
- 1.85m of 6.4% Zn and Pb and 22 g/t Ag (including 0.75m of 13.1% Zn and Pb and 39 g/t Ag);

The Ballywire hole extends the Pallas Green Corridor an additional 10 kilometres, supporting the concept of a mineralized trend along the corridor. Results from the Tellus survey also cut through the Ballywire prospect, confirming a strong east-northeast linear trend and refining the 'Navan-Tipperary line', long considered to be the southwest continuation of the famous 'Rathdowney Trend' (hosting the Lisheen and Galmoy zinc deposits).

The Company incurred $288,281 in exploration expenditures at PG West during the year ended December 31, 2019, primarily on drilling the Ballywire Hole ($102,952), the Tellus survey ($81,861 for the portion covering PG West), data compilation ($41,380) and licence renewals ($39,050).

Ballinalack Project

The Ballinalack project ("Ballinalack") covers 211 square kilometres and is located approximately 50 kilometres west of the currently producing Navan Zinc-Lead Mine (Boliden AB). The Company holds a 60% interest in Ballinalack Resources Limited ("BRL"), the legal entity that owns the licences comprising Ballinalack. The remaining 40% of BRL is owned by Shenzhen Zhongjin Lingnan Nonfemet Company Limited ("Nonfemet"), one of the largest zinc producers in China. The interest in BRL is consolidated, with the acquisition value of the project reflected in exploration and evaluation assets and ongoing exploration expenditures reflected on the income statement. The carrying value ascribed to the 40% interest in BRL held by Nonfemet is captured as non-controlling interest in the Financial Statements.

In 2018, the Company completed an updated independent Mineral Resource Estimate ("MRE") for Ballinalack, shown in the below table. Mineralization is near-surface, occurring at depths ranging from 10 metres to 300 metres, and dips 15° to 20° to the north. A summary table of the MRE is shown below. The details and supporting information of the MRE are filed on www.sedar.com and in the NI 43-101 Independent Report on Base Metal Exploration Project at Ballinalack, County Westmeath, Ireland, with an effective date of January 11, 2019.

Summary Table of Mineral Resource Estimate at Ballinalack Zinc Project, Ireland

Resource Category	Tonnes ('000)	Grades			Metal Content (lbs)		
		Zn (%)	Pb (%)	Zn+Pb (%)	Zn ('000)	Pb ('000)	Zn+Pb ('000)
Inferred	5,400	7.6	1.1	8.7	898,000	136,000	1,034,000

Drilling commenced in late August of the third quarter, with two holes completed (G11-1344-03 and G11-1344-04) targeting beneath the existing Ballinalack zinc-lead deposit. In addition to testing the Pale Beds for zinc mineralization, the holes intersected a mafic dyke with down-hole thicknesses (true widths unknown) of 29 metres and 56 metres, respectively. The latter intercept represents the thickest known dyke intercept on the property, which appears to be laterally extensive over several kilometres. The thickest portions (greater than 10-metre down-hole thickness) of the mafic dyke appear to occur over an area of over 3.0 km by 7.0 km, based on recent and historic drilling, as well as, seismic data. The dyke has been intersected at shallow depths on the eastern part of the property and at deeper levels towards the west.

The Company was required to spend a total of €500,000 on the property prior to October 31, 2019 to maintain eligibility for renewal. The Company assessed the existing claims and surrendered 5 claims in the northern section of the property, not related to the existing resource, lowering the required spend to €250,000 on the remaining six licences. Total costs incurred during the year ended December 31, 2019 were $426,623, primarily in Q4 2019, comprised of drilling ($244,992), data compilation ($83,033) and consulting fees ($40,981).

Silvermines

Silvermines is comprised of 25 PLs covering a total of 858 square kilometres. The Silvermines project is considered highly prospective for Irish Type zinc-lead deposits. The Cooleen prospect (e.g. 7.3 metres grading 16.0% zinc and lead in hole NX-11) has seen limited exploration activity over the past 20 years (the PLs were released from long-term moratorium in May 2015). The project is located adjacent to the historic Silvermines Zinc Mine which produced approximately 10.8 million tonnes grading 7.4% zinc and 2.7% lead between 1968 and 1982 (Boland et al, 1992). The Silvermines-Lisheen region is unique from a global perspective given that four past producing zinc mines (Galmoy, Lisheen, Tynagh and Silvermines) and four known zinc prospects (Rapla, Dearykearn, Crinkill and Cooleen) exist within a relatively short (30 kilometre) radius.

For the year ended December 31, 2019, the Company incurred $162,165 in exploration expenditures at Silvermines, primarily in the Silvermines North section of the property on the recently completed Tellus survey ($48,926 for the portion covering Silvermines), as well as data reprocessing and interpretation ($21,394) of historic Tellus data, and data compilation in preparation for the 2020 drill season ($33,685).

Tralee

The Tralee project covers approximately 440 square kilometres and consists of six PLs in the Kerry Head and Fenit areas and an additional six PLs in the Castleisland area. The project area is underlain by two regional anticlines of Waulsortian (WL) limestone along the 'Navan-Silvermines' and 'Rathdowney' mineralized trends, respectively. Tralee hosts high-grade drill intercepts (up to 17% zinc and lead, 0.73% Cu and 185 g/t Ag over 1.5m) and a number of lead-silver, zinc and copper showings (including medieval mine workings). Significant historical drilling (approximately 14,000 metres) has been conducted on the property, though much of this was shallow (particularly at Kerry Head where drilling was completed to approximately 20 metre depths).

For the year ended December 31, 2019, the Company incurred minimal $48,873 expenditures at Tralee, primarily for data compilation.

Exploration Property Expenditures

Exploration and evaluation expenditures incurred by the Company, excluding acquisition costs, have been expensed in the audited annual consolidated statements of loss and comprehensive loss, the details of which are as follows:

	Year ended December 31, 2019	From Acquisition to December 31, 2019
Stonepark Project	$ 272,041	$ 740,661
PG West Project	288,281	834,933
Ballinalack Project	426,623	1,011,212
Silvermines Project	162,165	563,101
Tralee Project	48,873	351,705
Other Projects	2,646	19,788
Total Cumulative Expenditures	**$ 1,200,629**	**$ 3,521,400**

Results from Operations

The following is a summary of results from the Company's annual consolidated financial statements for the last three years:

Year ended December 31	**2019**	**2018**	**2017**
Loss and Comprehensive loss	$ (3,127,892)	$ (3,678,117)	$ (2,452,037)
Basic and diluted loss per share	(0.05)	(0.06)	(0.09)
As at December 31	**2019**	**2018**	**2017**
Cash	$ 862,018	$ 1,936,921	$ 5,050,079
Total Assets	9,910,197	11,030,358	14,194,667
Share capital	14,307,404	13,027,584	13,027,584
Deficit	(8,843,534)	(6,561,119)	(3,202,592)

For the year ended December 31, 2019, the loss and comprehensive loss was $550,225 (15%) lower than the year ended December 31, 2018 primarily as a result of the following:

- Exploration expense decreased $301,386 (20%) from 2018 as a result of the following: (i) decreased fieldwork costs ($209,487 lower than 2018) as the Company completed mineral resource estimation work on Stonepark and Ballinalack as well as significant structural reinterpretation analysis on both Silvermines and the Limerick region during 2018; (ii) lower assay costs ($211,639 lower than 2018) due to ionic leach testing during 2018; and (iii) lower costs for geophysical survey and interpretation work ($31,370 lower than 2018) due to gravity survey work undertaken at Stonepark and the reinterpretation of seismic and Tellus survey data during 2018. These were offset by higher licence fees ($56,565 higher than 2018) due to a number of licence renewals during the year and also drilling costs ($134,084 higher than 2018) due to drilling at PG West (Ballywire hole) and the two holes completed at Ballinalack.
- Professional fees and general and administrative costs were $159,929 lower than 2018 as the Company focused on reducing overhead costs such as office leases, travel, and compliance costs associated with non-TSX Venture listings. The Company also recorded a $15,625 gain related to the settlement of debt for shares.
- Marketing and investor relations costs decreased $375,077 from 2018 as the Company had incurred significant costs in 2018 related to listing on the OTCQB exchange as well as marketing in Europe. As well, in 2019 the Company has reduced attendance at conferences and limited marketing programs unrelated to current financing efforts.

These decreases were offset by higher personnel costs (management fees and salaries), $216,989 higher than 2018, arising from a full year of increased personnel hired in mid-2018 to support expanded exploration activity, property maintenance, and public company compliance and investor relations activities. The Company also incurred $58,576 in foreign exchange gains during 2019, as a result of a higher Canadian dollar on Euro dollar intercompany liabilities.

Cash decreased $1,074,903 from 2018 due to the loss from operations ($2,548,775), including changes in working capital, offset by $1,473,872 in proceeds from financing activities.

The following selected financial information is a summary of the eight most recently completed quarters up to December 31, 2019.

	Dec 31, 2019	Sept 30, 2019	June 30, 2019	Mar 31, 2019	Dec 31, 2018	Sept 30, 2018	June 30, 2018	Mar 31, 2018
Comprehensive Loss	$867,865	$664,593	$794,188	$801,246	$1,171,069	$ 873,208	$ 902,361	$ 731,479
Basic and Diluted Loss per Share	0.01	0.01	0.01	0.01	0.02	0.01	0.02	0.01

The Company's expenses and cash requirements may fluctuate from period to period depending on the level of activity and, therefore, lack some degree of comparability. The Company's quarterly results may be affected by many factors such as timing of exploration activity, share-based payment costs, marketing activities and other factors that affect Company's exploration and financing activities. Furthermore, the Company's expenses may also be affected by the strength of capital markets. The Company's primary source of funding is through the issuance of share capital and exploration activity is dependent on the availability of financing.

Liquidity and Capital Resources

The Company had cash of $862,018 at December 31, 2019 compared to $1,936,921 at December 31, 2018. The Company completed three private placements during 2019, totaling $1,473,872, and has used these proceeds primarily for exploration purposes.

The Company has forecast its cash requirements for the next year and believes it has sufficient cash resources and liquidity to support the ongoing sustaining costs for the Company. However, in order to meet future property expenditure requirements and continue exploration activities at historic levels, the Company will need to raise additional funds. While the Company has been successful in doing so in the past, there can be no assurance that the Company will be able to do so in the future. Factors that affect the availability of financing include the progress and results of ongoing exploration at the Company's mineral properties, the state of international debt and equity markets, and investor perceptions and expectations of the global markets and mining and zinc sector in particular. If the Company is unable to raise sufficient capital to meet the property expenditure requirements and cover ongoing costs, the Company will look to defer or delay planned exploration expenditures, this may result in the loss of currently held mineral properties. The Company has been actively reviewing its non-core PLs and is in the process of reducing existing ground holdings to better reflect the current focus of exploration and to reduce maintenance cost.

The Company is required to make exploration expenditures in 2020 to meet spending requirements at PG West, Gortdrum, Silvermines, and Stonepark in order to maintain existing licence holdings. The Company has already fulfilled a significant portion of these spending requirements, with the remaining amounts of €335,000, €13,000, €105,000, and €170,000, respectively, primarily falling due in the third quarter.

Financial Instruments

The Company's activities potentially expose it to a variety of financial risks, including liquidity risk, interest rate risk, foreign exchange currency risk, and commodity price risk.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations when they become due. As at December 31, 2019, the Company had working capital of $63,694 (December 31, 2018 - $1,549,512). Within current liabilities, $435,448 pertains to the joint venture partner contributions from Nonfemet, for the purposes of exploration at Ballinalack. On July 12, 2019, Nonfemet contributed €298,600 ($435,448) to fund future exploration at Ballinalack. As at December

31, 2019, the Company had contributed €150,168 ($218,990) to fund future exploration. The Company is required to fund the remaining $506,757 to BRL to maintain the current 60% interest or, alternatively, reduce the Company's current interest in BRL or return the excess contribution amount to Nonfemet. Until such time as the contributions are converted to equity in BRL, the contribution from Nonfemet will be recorded as a current liability. Management believes that the Company has sufficient financial resources to sustain minimum operating requirements however will need to raise additional funds to meet future expenditure requirements.

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is currently not exposed to any interest rate risk as cash is held in a non-interest bearing account and the Company does not hold any interest bearing liabilities.

Foreign Exchange Risk

The Company's functional currency is the Canadian dollar. There is a foreign exchange risk to the Company as its exploration and evaluation property interests and resulting future commitments are in Ireland. The Euro translation rate has experienced volatility over the last several years as a result of monetary policies adopted by the European Central Bank. Management monitors its foreign currency balances and adjusts based on anticipated need for currencies. The Company has a policy of not engaging in hedging activities to address this foreign currency risk. At December 31, 2019, the Company had Euro denominated current assets of €553,698 and Euro denominated current liabilities of €520,360. Accordingly, a 10% change in the foreign exchange rate would result in a $4,862 credit or charge to operations.

Commodity Price Risk

While the value of the Company's exploration and evaluation assets is related to the price of zinc and other minerals, the Company currently does not have any operating mines and hence does not have any hedging or other commodity-based risks with respect to its operational activities. Zinc and other mineral prices have historically fluctuated widely and are affected by numerous factors outside of the Company's control, including, but not limited to, the perception of market participants about the price and future price prospects for zinc, changes in manufacturing and construction activity as well as other industrial demands, levels of worldwide production, and forward sales by producers and speculators.

Subsequent Events

None

Contractual Obligations

The Company does not have any contractual obligations as at December 31, 2019.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements and no short or long-term debt obligations.

Related Party Transactions

The key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

Their remuneration includes the following:

	Position	December 31, 2019	2018
Salaries and benefits paid or accrued to:			
Bart Jaworski (Note 1)	CEO, Director	$ 196,581	$ 211,168
David Furlong (Note 2)	COO	155,190	170,311
Shaun Heinrichs (Note 3)	CFO	125,400	132,000
Spiros Cacos (Note 4)	VP Investor Relations	144,375	81,250
Rebecca Furlong (Note 5)	Geologist	–	49,764
Management fees paid or accrued to:			
John Barry (Note 6)	VP Exploration	214,818	114,153
Professional fees paid or accrued to:			
Sheryl Dhillon (Note 7)	Corporate Secretary	19,750	21,000
Share-based payments paid to:			
Bart Jaworski	CEO, Director	21,867	27,333
David Furlong	COO	15,367	17,083
John Barry	VP Exploration	–	8,542
Shaun Heinrichs	CFO	15,367	17,083
Spiros Cacos	VP Investor Relations	11,267	11,928
Sheryl Dhilon	Corporate Secretary	2,390	–
Rebecca Furlong	Geologist	–	4,148

Note 1: Compensation paid to Bart Jaworski for the year ended December 31, 2019 and 2018 has been reported as salaries and benefits.

Note 2: Compensation paid to David Furlong for the year ended December 31, 2019 and 2018 has been reported as salaries and benefits (2019 - $111,105; 2018 – $95,478), or exploration expense (2019 - $24,752; 2018 - $74,833).

Note 3: Compensation paid to Shaun Heinrichs for the year ended December 31, 2019 and 2018 has been reported as salaries and benefits and management fees, respectively.

Note 4: Compensation paid to Spiros Cacos for the year ended December 31, 2019 and 2018 has been reported as salaries and benefits.

Note 5: Compensation paid to Rebecca Furlong for the year ended December 31, 2018 has been reported as salaries and benefits ($9,446) or exploration expense ($40,318). Rebeca Furlong ceased being an insider of the Company on December 21, 2018.

Note 6: Compensation paid to John Barry for the year ended December 31, 2019 and 2018 has been reported as management fees. John Barry ceased being an insider of the Company on November 28, 2019.

Note 7: The professional fees paid to Sheryl Dhillon are reported as professional fees.

Outlook

Group Eleven's regional synthesis ('Big Think' initiative), which was conducted over the last few years, is now substantially complete. As a result, the Stonepark (76.56% interest) and PG West (100%) projects, in the Limerick basin, have emerged as the clear 'flagship' and value-driver assets for the Company. This Limerick ground position, plus smaller core prospects at the Ballinalack, Silvermines and Tralee projects, will be kept in good standing. However, all non-core licences (the majority of the Company's ground position) will be surrendered in order to maximize focus on the Limerick basin.

In response to the current outbreak of the novel coronavirus (COVID-19) globally, the government of Ireland has ordered that all non-essential work in Ireland cease until May 5. The Company had previously implemented plans early in March to minimize the risk of infection to employees and the communities within which the Company operates. The Company is currently planning to commence drilling at the PG West project in May and Stonepark in August, however the current restrictions may require this work to be delayed. Based on recent communication from the Exploration and Mining Division ("EMD"), the Company intends to continue providing the necessary work reports and will note therein any COVID-19 related issues. These issues will be taken into account by the EMD in considering the Company's compliance with any spending requirements.

The fully funded exploration program for 2020, including drilling, is focused on the Limerick area (PG West and Stonepark). A part of this drilling is planned at the Kilteely prospect, one of the Company's most exciting targets. In order to expand and accelerate exploration, the Company is continuing discussions with third parties in relation to potential strategic investments.

Critical Accounting Estimates

The preparation of the Company's consolidated financial statements requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities; the disclosure of contingent assets and liabilities; as well as the reported expenses during the reporting period. Such estimates and assumptions affect the determination of the carrying value and the recoverability of exploration and evaluation assets and the inputs used in calculating the fair value of share-based payment expense. Management re-evaluates its estimates and assumptions on an ongoing basis; however, due to the nature of estimates, actual amounts could differ from its estimates. The most critical accounting estimates upon which the Company depends are those requiring estimates of reserves and resources, future recoverability of assets, and assumptions around future commodity prices.

Significant and Recently Adopted Accounting Policies

The Company adopted all of the requirements of IFRS 16 Leases as of January 1, 2019. IFRS 16 replaces IAS 17 Leases. IFRS 16 provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. The Company has adopted IFRS 16 using the modified retrospective application method, where the 2018 comparatives are not restated and a cumulative catch up adjustment is recorded on January 1, 2019 for any differences identified, including adjustments to opening retained earnings balance. The Company analyzed its contracts to identify whether they contain a lease arrangement for the application of IFRS 16. No such contracts were identified, and as a result, the adoption of IFRS 16 resulted in no impact to the opening retained earnings on January 1, 2019.

Disclosure Controls and Procedures

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 their certificates regarding the absence of misrepresentations and fair disclosure of financial information. Investors should be aware that inherent limitation 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 National Instrument 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.

Outstanding Share Data

As at April 29, 2020, there were 72,559,504 common shares outstanding and warrants and stock options outstanding to purchase an aggregate of 6,257,753 and 3,970,000 common shares, respectively. MAG Silver and Glencore are 13.1% and 11.6% shareholders, with Glencore holding an additional 4,200,000 of the outstanding warrants, equivalent to an additional 5.8% of the Company's outstanding common shares.

Risks and Uncertainties

COVID 19 and Other Outbreaks of Communicable Diseases

The Company's business could be adversely affected by the effects of the recent outbreak of respiratory illness caused by the novel coronavirus ("COVID 19"). Since early March 2020, several significant measures have been implemented in Canada and the rest of the world by authorities in response to the increased impact from COVID-19. While the impact to the Company's exploration program and daily operations is expected to be minimal in the near term, Group Eleven cannot accurately predict the impact COVID 19 will have on future permitting of exploration activities.

In particular, the continued spread of the COVID-19 globally could materially and adversely impact the Company's business including, without limitation, employee health, limitations on travel, the availability of industry experts and personnel, restrictions on planned drill programs and other factors that depend on future developments beyond the Company's control. In addition, the significant outbreak of a contagious disease has resulted in a widespread health crisis that has adversely affected the economies and financial markets of many countries (including Canada), resulting in a potential economic downturn that may negatively impact the Company's financial position, financial performance, cash flows, and its ability to raise capital, in 2020. The Company previously implemented a work from home policy for all staff and expects to continue for the foreseeable future. While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on the Company's exploration activities cannot be reasonably estimated at this time.

Exploration and Development of Mineral Resource Properties

The mineral exploration business is inherently risky, and most exploration projects will not become mines. Commercial development of any Group Eleven property will occur only if sufficient quantities of minerals at sufficient average grades are discovered and can be economically produced. If a mineral discovery is made, substantial financial resources will be required to establish ore reserves, develop processes to extract metal from the ore and develop mining and processing facilities at a given site.

Calculation of Reserves, Resources and Metal Recoveries

There is a degree of uncertainty attributable to the calculation and estimates of reserves and resources and the corresponding metal grades to be mined and recovered. Until reserves or resources are actually mined and processed, the quantities of mineralization and metal grades must be considered as estimates only. Any material change in the quantity of mineral reserves, mineral resources, grades and recoveries may affect the economic viability of the Company's properties. To date, the Company has not established reserves on any of its mineral properties.

Title to Assets

Although the Company has received title opinions for certain 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's claims may be subject to prior unregistered agreements or transfers and title may be affected by unidentified or unknown defects. The Company has conducted as thorough an investigation as possible on the title of properties that it has acquired to confirm that there are no other claims or agreements that could affect its title to the concessions or claims. If title to the Company's properties is disputed it may result in the Company paying substantial costs to settle the dispute or clear title and could result in the loss of the property, which events may affect the economic viability of the Company.

Uncertainty of Funding

The ability of Group Eleven to continue as a going concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. Group Eleven's principal source of financing currently is through the issuance of common shares or possibly entering into option and joint venture agreements. Sufficient funding for future exploration and development of its properties may not be available when and as required. 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.

Zinc Price Fluctuations

The ability of the Company to raise funds to continue exploration of the mineral properties in which it has an interest will be significantly affected by changes in the market price for zinc. Prices for base metals fluctuate on a daily basis, have historically been subject to wide fluctuations and are affected by numerous factors beyond the control of the Company such as demand growth from China and the rest of the world, world mine supply dynamics, currency fluctuations, interest rate changes, capital availability, speculative activities, and political developments. The effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not being able to continue its planned exploration programs. Declining market prices for these metals could materially adversely affect the Company's operations and financial condition.

Government Regulation

Although Ireland has a favorable legal and fiscal regime for exploration and mining, including a relatively simple system for the acquisition of mineral titles and relatively low tax burden, possible future government legislation, policies and controls relating to prospecting, development, production, environmental protection, mining taxes and labour standards could cause additional expense, capital expenditures, restrictions and delays in the activities of the Company, the extent of which cannot be predicted. Before production can commence on any properties, the Company must obtain regulatory and environmental approvals. There is no assurance that such approvals can be obtained on a timely basis or at all. The cost of compliance, with changes in governmental regulations, has the potential to reduce the profitability of operations. The Company is currently in compliance with all material regulations applicable to its exploration activities.

Competitive Conditions

The profitability of any prospect is dictated by the market for minerals, which is influenced by many factors including changing production costs, supply and demand, inflation, and the political environment. The Company's success is also dependent on the knowledge and expertise of its management and employees and their ability to identify and advance attractive exploration projects and targets. The competition for highly qualified personnel is strong and there is no guarantee that the Company will be able to retain or attract such personnel.

Forward Looking Information

This MD&A provides management's analysis of Group Eleven's historical financial and operating results and provides estimates of Group Eleven's future financial and operating performance based on information currently available. Actual results will vary from estimates and the variances may be significant. Readers should be aware that historical results are not necessarily indicative of future performance.

Certain information set forth in this MD&A, including management's assessment of the Company's future plans and operations, contains forward-looking information. By their nature, forward-looking information is subject to numerous risks and uncertainties, some of which are beyond the Company's control, including the impact of general economic conditions, industry conditions, volatility of commodity prices, currency fluctuations, imprecision of reserve estimates, environmental risks, competition from other industry participants, the lack of availability of qualified personnel or management, stock market volatility and ability to access sufficient capital from internal and external sources. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be inaccurate and, as such, undue reliance should not be placed on forward-looking information. Group Eleven's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking information will transpire or occur or, if any of them do so, what benefits Group Eleven will derive there from. Group Eleven disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise except as required by applicable law.