

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2022

This management's discussion and analysis of Homerun Resources Inc. (the "Company" or "Homerun Resources") contains analysis of the Company's operational and financial results for the three months ended March 31, 2023 and 2022. The following should be read in conjunction with the Company's condensed unaudited consolidated interim financial statements for the three months ended March 31, 2023, and audited consolidated financial statements for the year ended December 31, 2022, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). All figures are in Canadian dollars unless otherwise stated.

DATE OF REPORT

May 29, 2023

JURISDICTION OF INCORPORATION AND CORPORATE NAME

Homerun Resources Inc. ("the Company") was incorporated in British Columbia on October 21, 1980 and is a public company listed on the TSX Venture Exchange ("TSX-V"). On August 16, 2021, the Company changed its name to Homerun Resources Inc. from Envirotek Remediation Inc. The principal business activity of the Company was environmental remediation but intends to change its focus to mineral exploration. The corporate head office of the Company is located at Suite 2110, 650 West Georgia Street, Vancouver, B.C., V6B 4N9.

CORPORATE HIGHLIGHTS

Highlights of the Company's activities for three months ended March 31, 2023, and up to the date of this report.

On January 12, 2023, the Company extended the expiry date of 2,025,406 warrants to April 30, 2023.

On January 25, 2023, 64,800 broker's warrants expired, unexercised.

On March 13, 2023, the Company granted 500,000 stock options, of which, 25% vested upon grant date, and thereafter, vest 25% every 6 months. These options are exercisable for up to five years at a price of \$0.20 per share.

In April 2023, 2,025,406 warrants were exercised at a price of \$0.20 and 1,000,000 warrants exercised at a price of \$0.25, for total proceeds of \$655,082.

On May 15, 2023, 100,000 stock options were exercised at a price of \$0.10 for total proceeds of \$10,000.

On May 23, 2023, the Company announced it entered into a Letter of Intent (LOI) to document the general terms of a material supply agreement between the Company and the vendor concerning the supply of silica sand and is subject to negotiation and execution of the material supply agreement. The execution of the material supply agreement will be subject to the following conditions: The purchase price will be US\$20.00 per tonne net of recoverable costs and sales taxes and export taxes. The material supply agreement is expected to be finalized in 30 days.

On May 23, 2023, the Company common shares commenced trading on the Frankfurt Stock Exchange under the symbol 5Ze.

OUTLOOK

The Company will need additional funding for its exploration, corporate and overhead expenses in near future through either equity or debt financing. Many factors influence the Company's ability to raise funds, including the health of the capital market and the Company's track record. There is no guarantee that the Company will be able to secure additional financings in the future at terms that are favorable.

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

MINERAL EXPLORATION PROJECTS

Tatooine Silica Project, Brisco, BC, Canada

On September 8, 2022, the Company (the optionee) has executed an Definitive Agreement with Claimhunt Inc ("CHI"), the optionor. The Company has options to purchase up to 100% interest in the 3,019-hectare Tatooine Silica Project in British Columbia, Canada. The Tatooine Silica Project covers an area of approximately 3,019 hectares, located directly adjacent to the community of Brisco, British Columbia and BC Highway 95, and approximately 65 kilometres southeast of Golden, BC. To complete the Purchase Option, the Company will make a cash payment of \$7,500, make work expenditures of \$200,000 and issue 1,450,000 common shares of the Company to CHI, as per the following and subject to the terms of the signed Definitive Agreement:

- a. The Company will pay \$7,500 (paid) and issue 250,000 (issued with a fair value of \$32,500) common shares of the Company to CHI on execution of the Definitive Agreement.
- b. The Company will issue a further 300,000 common shares of the Company to CHI on or before the 1st anniversary of the Definitive Agreement.
- c. The Company will spend a cumulative \$100,000 in work expenditures and issue a further 300,000 common shares of the Company to CHI on or before the 2nd anniversary of the Definitive Agreement.
- d. The Company will issue a further 300,000 common shares of the Company to CHI on or before the 3rd anniversary of the Definitive Agreement.
- e. The Company will spend a cumulative \$200,000 in work expenditures and issue a further 300,000 common shares of the Company to CHI on or before the 4th anniversary of the Definitive Agreement.
- f. The common shares issued to CHI by the Company under the terms of the Purchase Option, will be subject to a 4-month statutory hold period which will begin on the date of issuance of the common shares.
- g. Any common shares of the Company issued prior to the dates above as part of the Purchase Option will be subject to a 4-month statutory hold period which will begin on the date of issuance of the common shares.

At March 31, 2023, the acquisition cost of Tatooline Silica Project is \$40,000 (December 31, 2022 - \$40,000).

RESULTS OF OPERATIONS

For the Three Months Ended March 31, 2023 and 2022

For the three months ended March 31, 2023, the Company recorded net comprehensive loss of \$329,041 (2022 - \$163,885). Major expenditures during the quarter were:

- Consulting and management fees \$70,500 (2022 - \$80,500);
- Exploration and evaluation expenses \$42,974 (2022 - \$40,910);
- Advertising and marketing \$108,923 (2022 - \$Nil)
- Office and miscellaneous \$47,611 (2022 - \$34,485);
- Professional fees \$2,000 (2022 - \$4,466);
- Transfer and filing fees \$2,000 (2022 - \$5,321);
- Stock-based compensation \$54,957 (2022 - \$Nil)

The increased loss in the current quarter in 2023 was attributed to advertising and marketing costs and non-cash stock-based compensation of \$54,957 relating to a stock option grant.

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

Summary of Quarterly Results

Results for the eight most recent quarters are as follows:

	Mar. 31, 2023	Dec. 31, 2022	Sep. 30, 2022	Jun. 30, 2022
Expenses	\$ 329,041	\$ 226,606	\$ 238,348	\$ 525,380
Other income (loss)	-	63,026	(145,398)	-
Net income (loss)	(329,041)	(163,580)	(383,746)	(525,380)
Comprehensive income (loss)	(329,041)	(163,580)	(383,746)	(525,380)
Basic and diluted income (loss) per share	(0.01)	(0.00)	(0.01)	(0.02)
Total current assets	482,849	118,016	242,934	515,609
Total assets	422,849	158,016	263,992	661,007
Total current liabilities	909,185	1,121,668	1,014,277	1,028,046
Total liabilities	909,185	1,121,668	1,014,277	1,028,046

	Mar. 31, 2022	Dec. 31, 2021	Sep. 30, 2021	Jun. 30, 2021
Expenses	\$ 163,885	\$ 75,447	\$ 387,516	\$ 201,341
Other income (loss)	-	97,080	-	-
Net income (loss)	(163,885)	21,633	(387,516)	(201,341)
Comprehensive income (loss)	(163,885)	21,633	(387,516)	(201,341)
Basic and diluted income (loss) per share	(0.01)	0.00	(0.02)	(0.01)
Total current assets	284,017	102,874	9,100	93,437
Total assets	429,415	248,272	124,498	152,437
Total current liabilities	1,061,397	1,024,783	917,539	1,661,422
Total liabilities	1,061,397	1,024,783	917,539	1,661,422

LIQUIDITY AND CAPITAL RESOURCES

	March 31, 2023	December 31, 2022
Cash	\$ 307,891	\$ 489
GST receivable	11,187	4,985
Exploration and evaluation assets	40,000	40,000
Current liabilities	909,185	1,121,668
Shareholders' deficiency	(486,336)	(963,652)
Working capital deficiency	(486,336)	(1,003,652)

The Company has historically relied upon equity financings to satisfy its capital requirements and will continue to depend heavily upon the capital markets to finance its activities. There can be no assurance the Company will be able to obtain the required financing in the future on terms acceptable to the Company. The Company anticipates it will need additional capital in the future to finance ongoing exploration of its properties, which will be derived from the exercise of stock options and warrants, and/or private placements. The Company may also seek short-term loans from directors of the Company.

As at March 31, 2023, the Company had cash of \$307,891 (December 31, 2022 - \$489) and negative working capital of \$526,336 (December 31, 2022 - \$1,003,652). Cash used in operating activities was \$443,998. Cash used in investing activities was \$Nil. Cash received in financing activities totaled \$751,400. Significant working capital components include cash in current or interest-bearing accounts, accounts payable, loans payable.

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

Capital stock

The Company's share capital consists of unlimited common voting shares, without par value.

Three Months Ended March 31, 2023

On March 2, 2023, the Company completed a non-brokered private placement for gross proceeds of \$751,400 by issuing 7,514,000 units at a price of \$0.10 per unit. Each unit consists of one common share of the Company and one common share purchase warrant. Each warrant is exercisable at \$0.20 per common share for a period of 24 months from the date of issuance. The warrants will be subject to the right of the company to accelerate the exercise period of the warrants if shares of the company trade at or above \$0.50 for a period of 10 consecutive trading days.

Three Months Ended March 31, 2022

On January 25, 2022, the Company completed a non-brokered private placement for gross proceeds of \$202,541 by issuing 2,025,406 units at a price of \$0.10 per unit. Each unit consists of one common share of the Company and one common share purchase warrant, with each warrant entitling the holder to acquire one additional common share of the Company at a price \$0.20 per share for 12 months. The warrants are subject to the right of the company to accelerate the exercise period of the warrant if shares of the company trade at or above \$0.50 for a period of 10 consecutive trading days. The Company incurred share issuance costs of \$6,480 by issuing 64,800 broker units (one common share and one common share purchase warrant) at a price of \$0.10 per unit for 12 months.

As at March 31, 2023 the Company had 43,279,233 common shares issued and outstanding (December 31, 2022 – 43,279,233).

Subsequent to the three months ended March 31, 2023, 2,025,406 warrants were exercised at a price of \$0.20 per warrant, 1,000,000 warrants were exercised at a price of \$0.25 per warrant, and 100,000 stock options were exercised at \$0.10 per option,. At the date of this report, the Company had 46,404,639 common shares issued and outstanding.

Stock options

The Company has adopted an incentive stock option plan under the rules of the TSX-V pursuant to which it is authorized to grant options, as amended, to executive officers, directors, employees and consultants. On March 13, 2023, the Company granted 500,000 stock options. These options are exercisable for up to five years at a price of \$0.20 per share.

The Continuity of the Company's outstanding options is as below:

	Number of Options Outstanding	Number of Options Exercisable	Weighted Average Exercise Price
Balance, December 31, 2021	3,500,000	3,500,000	\$0.10
Granted	1,950,000	975,000	\$0.20
Balance, December 31, 2022	5,450,000	4,475,000	\$0.14
Granted	500,000	125,000	\$0.20
Balance, March 31, 2023	5,950,000	4,600,000	\$0.14

As at March 31, 2023, the following stock options were outstanding:

Expiry Date	Weighted Average Exercise price	Number of options outstanding	Number of Options Exercisable	Weighted Average Remaining Years
September 14, 2026	\$0.10	3,500,000	3,500,000	3.46
June 15, 2027	\$0.20	1,950,000	975,000	4.21
March 13, 2028	\$0.20	500,000	125,000	4.96

HOMERUN RESOURCES INC.
Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

Subsequent to the three months ended March 31, 2023, 100,000 stock options were exercised at \$0.10.

As at the date of this report, the Company had 5,850,000 stock options outstanding.

Warrants

The continuity of the Company's outstanding warrants is as follows:

	Number	Weighted Average Price
Balance, December 31, 2021	4,058,820	\$0.18
Issued	4,085,406	\$0.23
Exercised	(2,633,820)	\$0.15
Expired	(1,425,000)	\$0.22
Balance, December 31, 2022	4,085,406	\$0.23
Issued	7,514,000	\$0.20
Balance, March 31, 2023	11,599,406	\$0.21

At March 31, 2023, the following warrants were outstanding:

Expiry Date	Weighted Average Exercise price	Number of warrants outstanding	Weighted Average Remaining Years
April 30, 2023	\$ 0.20	2,025,406	0.08
June 15, 2023	\$ 0.25	2,000,000	0.21
August 16, 2023	\$ 0.25	60,000	0.38
March 2, 2025	\$ 0.20	7,514,000	1.92
	\$ 0.21	11,599,406	1.30

Subsequent to three months ended March 31, 2023:

2,025,406 warrants were exercised at a price of \$0.20 per warrant and 1,000,000 warrants were exercised at a price of \$0.25 per warrant, for total proceeds of \$651,082.

As at the date of this report, the Company had 8,574,000 warrants outstanding.

Broker Warrants

The continuity of the Company's outstanding warrants is as follows:

	Number of Broker Warrants	Weighted Average Price
Balance, December 31, 2021	20,000	\$0.25
Issued	64,800	\$ 0.20
Expired	(20,000)	\$ 0.20
Balance, December 31, 2022	64,800	\$ 0.20
Expired	(64,800)	\$ 0.20
Balance, March 31, 2023	-	-

On January 25, 2023, 64,800 broker's warrants expired, unexercised. At the date of this report, there were no broker warrants outstanding:

As at the date of this report, the Company has 46,404,639 common shares, 5,850,000 incentive stock options, 8,574,000 warrants outstanding. If all of the stock options and warrants were exercised the Company would have 60,828,639 common

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

shares issued and outstanding.

USE OF PROCEEDS

Proceeds received from the issuance of shares will be allocated toward general working, capital purposes, mineral property exploration and acquisitions.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have off-balance sheet arrangements.

RELATED PARTIES AND KEY MANAGEMENT COMPENSATION

The Company's related parties consist of its key management personnel, including its directors and officers.

The amounts payable to related parties summarized as above were included in accounts payable and accrued liabilities. Balances owing are unsecured, non-interest bearing and have no specified terms of repayment. As at March 31, 2023 and 2022, the following are due to related parties.

Name	Relationship	Nature of Transaction	Balance payable at March 31, 2023	Balance payable at December 31, 2022
Nexvu Services Inc.	Owned by Nexvu Capital Corporation, which Brian Leeners, Greg Pearson and Gordon Fretwell are shareholders	Rent and corporate services	\$ -	\$ 78,576
Nexvu Capital Corporation	Brian Leeners, Greg Pearson and Gordon Fretwell are shareholders	Demand loan	2,000	2,000
Brian Leeners	Chief executive officer and director	Management services	30,480	100,480
Greg Pearson Global Link Capital	Director of the Company Greg Pearson, director of the Company, is a shareholder	Management services	30,480	100,480
Gordon J. Fretwell, Law Corporation	Gordon Fretwell is a shareholder of Nexvu Capital Corporation.	Legal services	152,906	175,906
Lew Dillman Hugh Callaghan	Director of the Company Director of the Company	-	-	-
AE Financial Management Ltd.	Edward Low, chief financial officer, is a shareholder	Accounting services	57,588	57,588
			\$ 273,454	\$ 515,030

During the three months ended March 31, 2023 and 2022, the Company entered into transactions with the related parties as below:

Name	Nature of Transaction	Fees - for three months ended March 31, 2023	Fees - for three months ended March 31, 2022
Nexvu Services Inc.	Rent and corporate services	\$ 30,000	\$ 30,000
Brian Leeners	Management services	30,000	30,000
Greg Pearson	Management services	-	-
Global Link Capital	Management services	30,000	30,000
Gordon Fretwell, Law Corporation	Legal services	2,000	2,500
AE Financial Management Ltd.	Accounting services	10,500	10,500
		\$ 102,500	\$ 103,000

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the condensed interim consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the condensed interim financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The consolidated financial statements include estimates, which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the condensed consolidated interim financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised, and the revision affects both current and future periods.

Information about critical judgments and estimates in applying accounting policies that have most significant effect on the amounts recognized in the consolidated financial statements are as follows:

- Assessment of the Company's ability to continue as a going concern;
- Impairment of long-lived assets;
- Recoverability and measurement of deferred tax assets; and
- Measurement of share-based payments.

NEW ACCOUNTING STANDARDS

For information on the Company's accounting policies and new accounting pronouncements, please refer to our disclosure in our unaudited condensed consolidated interim financial statements for the three months ended March 31, 2023.

CAPITAL MANAGEMENT AND FINANCIAL RISK FACTORS

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support ongoing operations. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of management to sustain future development of the business. In order to carry out its business activity and pay for administrative costs, the Company will need to raise additional working capital.

Management reviews its capital management approach on an on-going basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during period or during the period. Neither the Company nor its subsidiary is subject to externally imposed capital requirements.

Details of the Company's financial instruments, management's assessment of their related risks and details of management of those risks are as follows:

Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's financial instruments consist of cash, accounts payable, and loans payable.

The Company maintains cash deposits with financial institutions, which, from time to time, may exceed federally insured limits. The Company has not experienced any losses and believes it is not exposed to any significant credit risk from cash.

Financial instrument risk exposure

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board approves and monitors the risk management processes. The Company does not have any asset backed commercial paper.

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

Credit risk

The Company's credit risk is primarily attributable to cash. The Company limits its exposure to credit risk on cash as these financial instruments are held with major Canadian and international banks, from which management believes the risk of loss to be remote.

Liquidity risk

The Company manages liquidity risk by maintaining cash. Liquidity requirements are managed based on expected cash flow to ensure there is capital to meet short term and long-term obligations. As at March 31, 2023, the Company did not have sufficient cash on hand to pay its short-term creditors and does not generate cash from its operations. Accordingly, liquidity risk is considered high.

Market risk

The market risk exposure to which the Company is exposed is interest rate risk. The Company's bank account earns interest income at variable rates. The Company's future interest income is exposed to short-term rate fluctuations. This is not a significant risk to the Company.

Foreign exchange risk

The Company is exposed to foreign currency risk on fluctuations related to cash, demand loan payable, accounts payable and accrued liabilities that are denominated in US dollars. The Company does not use derivative instruments to reduce its exposure to foreign exchange risk. As at March 31, 2023, the Company had negligible financial assets or liabilities denominated in a foreign currency.

OTHER RISK FACTORS

The Company's success depends upon a number of factors, many of which are beyond the Company's control. Typical risk factors and uncertainties include the current world economic recovery, world conflict, natural disasters which affects the ability to raise financing, title matters, metal prices, currency rate fluctuations, operating hazards encountered in the mining business, and changing legislation, regulations or the administration thereof. These risk factors could materially affect the Company's future operations and could cause actual events to differ materially from those described in forward-looking statements relating to the Company.

Environmental and Other Regulatory Requirements

Mineral exploration activities require permits from various governmental authorities and are and will be governed by laws and regulations governing prospecting, development, mining, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, safety and other matters. Companies engaged in the exploration and development of mineral properties generally experience increased costs, and delays as a result of the need to comply with applicable laws, regulations and permits. Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mineral exploration and development activities may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

The Company believes it is in compliance with all laws and regulations that currently apply to its activities. However, there can be no assurance that all permits which the Company may require for mineral exploration and development can be obtained or maintained on reasonable terms or that such laws and regulations would not have an adverse effect on any such mineral exploration or development which the Company might undertake.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in development of new mining properties.

Metal Prices

The principal activity of the Company is the exploration of resource metal properties. The feasible development of such properties is highly dependent upon metal prices. A sustained and substantial decline in commodity prices could result in the write-down, termination of exploration and development work or loss of the Company's interests in identified resource properties. Although such prices cannot be forecast with certainty, the Company carefully monitors factors that could affect metal prices in order to assess the feasibility of its resource properties.

Industry and Economic Factors Affecting Performance

As a mineral exploration and development company, The Company's performance is affected by a number of industry and economic factors and exposure to certain environmental risks and regulatory requirements. These include metal prices, competition amongst exploration firms for attractive mineral properties, the interest of investors in providing high-risk equity capital to exploration companies, and the availability of qualified staff and equipment such as drilling rigs to conduct exploration.

Critical Accounting Estimates and Assumptions

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities within the next financial year.

Share-based payments

The Company uses the Black-Scholes pricing model to estimate the fair value of stock options granted and warrants issued. Under this model, the Company must estimate the term, volatility and if applicable, the forfeiture rate of options granted and warrants issued.

Critical Accounting Judgments

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

Exploration and Evaluation Assets

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumption made may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the amount capitalized is written off in the profit or loss in the period the new information become available.

LEGAL MATTERS

The Company is not currently and has not at any time during our most recently completed fiscal year, been party to, nor has any of its properties been the subject of, any material legal proceedings or regulatory actions.

INTERNAL CONTROLS OVER FINANCIAL REPORTING

Management is responsible for the design of the Company's internal controls over financial reporting ("ICFR") as required by National Instrument 52-109 – Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"). ICFR is intended to provide reasonable assurance regarding the preparation and presentation of financial statements for external

HOMERUN RESOURCES INC.

Management's Discussion & Analysis

For the Three Months Ended March 31, 2023 and 2021

purposes in accordance with applicable generally accepted accounting principles. Internal control systems, no matter how well designed, have inherent limitations.

Based on a review of its internal control procedures at the end of the year covered by this MD&A, management has determined that the Company's internal controls over financial reporting have been effective to provide reasonable assurance regarding the reliability of financing reporting and the preparation of financial statements for external purposes in accordance with IFRS. There were no changes in the Company's internal controls over financial reporting that occurred during the period that have materially affected, or are reasonably likely to affect, our internal control over financial reporting.

However, even those systems determine to be effective can provide only reasonable assurance with respect to financial statement and preparation. A control system, no matter how well conceived or operated can provide only reasonable, not absolute, assurance and are not expected to prevent all errors and fraud.

ADDITIONAL INFORMATION

Additional information about the Company is available at the website of the System for Electronic Document Analysis and Retrieval ("SEDAR") at.

APPROVAL

The board of directors has approved the disclosure contained in this MD&A.

CAUTIONARY NOTES FORWARD-LOOKING STATEMENTS

This MD&A contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, information with respect to the Company's future business plans and strategy, exploration plans, and environmental protection requirements. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" (or "does not expect"), "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" (or "does not anticipate"), or "believes", and other similar words and phrases, or which states that certain actions, events, or results "may", "could", "might", or "will" occur. Forward-looking information is subject to known and unknown risks and uncertainties that may cause the actual results, or performance of the Company to be materially different from those expressed or implied by such forward-looking information. These risks and uncertainties include risk and uncertainties associated with the mining industry and the exploration and development of mineral projects, such as the uncertainty of exploration results, the volatility of commodity prices, potential changes in government regulation, the uncertainty of potential title claims against the Company's projects, and the uncertainty of predicting operating and capital costs. They also include risks and uncertainties that affect the business environment generally, such as international political or economic developments, changes in interest rates and the condition of financial markets, and changes in exchange rates.

Forward-looking information is based on assumptions and expectations which the Company considers to be reasonable, and which are based on management's experience and its perception of trends, current conditions, and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances at the date that such statements are made. Although the Company believes that the assumptions and expectations reflected in such forward-looking information are reasonable, undue reliance should not be placed on forward-looking information. The Company can give no assurance that forward-looking information, or the assumptions and expectations on which it is based, will prove to be correct. Homerun Resources does not undertake to revise or update any forward-looking information, except in accordance with applicable laws. Readers should not place undue reliance on forward looking information.

Management & Directors

Brian Leeners – Director, Chief Executive Officer & Corporate Secretary

Hugh Callaghan - Director

Lew Dillman – Director

Greg Pearson – Director

Edward Low – Chief Financial Officer