

EAST AFRICA METALS INC.  
MANAGEMENT DISCUSSION AND ANALYSIS  
FOR THE YEAR ENDED  
December 31, 2020

This Management's Discussion and Analysis ("MD&A") provides a review of the performance of the operations of East Africa Metals Inc. (collectively, with its subsidiaries, "East Africa" or the "Company") for the year ended December 31, 2020 ("Fiscal 2020") compared to the year ended December 31, 2019 ("Fiscal 2019"). This MD&A has been prepared in compliance with National Instrument 51-102 F1 - Continuous Disclosure Obligations. This MD&A has been prepared on the basis of available information up to April 28, 2021 and should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2020 and the corresponding notes to the financial statements which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). These documents are available on SEDAR at [www.sedar.com](http://www.sedar.com). All dollar amounts are expressed in Canadian dollars ("CAD") except where indicated otherwise.

### **Cautionary Statement Regarding Forward-Looking Information**

*This Interim MD&A may contain certain forward-looking statements concerning anticipated developments in the Company's operations in future periods, "forward-looking information," within the meaning of applicable Canadian securities legislation. The forward-looking statements are set forth in this Interim MD&A and may include statements regarding exploration results and budgets, mineral resource estimates, work programs, capital expenditures, timelines, strategic plans, market price of commodities or other statements that are not a statement of fact. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "anticipate", "believe", "plan", "expect", "intend", "estimate", "forecast", "project", "budget", "schedule", "may", "will", "could", "might", "should" or variations of such words or similar words or expressions. Forward-looking information is based on reasonable assumptions that have been made by the Company as at the date of such information and is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to: recoverability of the Ethiopian and Tanzanian VAT receivable; early exploration; the ability of the Company to identify any other corporate opportunities; the possibility that the Company may not be able to generate sufficient cash to service its planned operations and may be forced to take other options; contest over title; the risk the Company may not be able to continue as a going concern; the possibility the Company will require additional financing to develop the Harvest Property into a mining operation; the risks associated with obtaining necessary licenses or permits including and not limited to Ethiopian Government approval of future EAM Mineral Resources targets for the Company's Ethiopian Properties and Projects; risks associated with mineral exploration and development; metal and mineral prices; availability of capital; accuracy of the Company's projections and estimates, including the initial and any updates to the mineral resource for the Adyabo, Harvest and Handeni Properties; realization of mineral resource estimates; interest and exchange rates; competition; stock price fluctuations; availability of drilling equipment and access; actual results of exploration activities; government regulation; political or economic developments; foreign taxation risks; environmental risks; insurance risks; capital expenditures; operating or technical difficulties in connection with development activities; personnel relations; the speculative nature of strategic metal exploration and development including the risks of contests over title to properties; and changes in project parameters as plans continue to be refined, as well as those risk factors set out in the Company's listing application dated July 8, 2013, and within this Interim MD&A. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, sociopolitical, marketing, or other relevant issues. The quantity and grade of reported inferred mineral resources as the estimation is uncertain in nature and there has been insufficient exploration to define any inferred mineral resources as an indicated or measured mineral resource and it is uncertain if further exploration will result in upgrading inferred mineral resources to an indicated or measured mineral resource category. Forward-looking statements are based on assumptions management believes to be reasonable, including but not limited to the price of precious and base metals; the demand for precious and base metals; the ability to carry on exploration and development activities; the timely receipt of any required approvals; the ability to obtain qualified personnel, equipment and services in a timely and cost-efficient manner; the ability to operate in a safe, efficient and effective manner; and the regulatory framework including and not limited to license approvals, social and environmental matters, and such other assumptions and factors as set out herein. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. The Company does not update or revise forward looking information even if new information becomes available unless legislation requires the Company to do so. Accordingly, readers should not place undue reliance on forward-looking information contained herein, except in accordance with applicable securities laws.*

## INTRODUCTION

East Africa was incorporated on December 7, 2012, under the Canada Business Corporations Act. The address of the Company's corporate office and principal place of business is Suite 1700, 777 Dunsmuir Street, Vancouver, British Columbia, Canada. On July 11, 2013, the Company commenced trading on the TSX Venture Exchange as a Tier 2 mining issuer under the trading symbol "EAM".

## DESCRIPTION OF THE BUSINESS

East Africa is a mineral exploration company focused on the identification, acquisition, exploration, development and/or sale of base and precious metal resource properties in the Federal Democratic Republic of Ethiopia ("Ethiopia") and the United Republic of Tanzania ("Tanzania"). The Company's major mineral property interests consist of one project in Ethiopia, the Harvest Property consisting of the Terakimti Gold Heap Leach Project ("Terakimti HL Project") and one project in Tanzania, the Handeni and Other Properties. Additionally, the Company has a 30% equity interest in Tigray Resources Incorporate PLC, which has two projects in Ethiopia on the Adyabo Property - Mato Bula Gold Copper Project ("Mato Bula Project") and the Da Tambuk Gold Project ("Da Tambuk Project").

## KEY OPERATING MILESTONES

### CORPORATE UPDATES

- On February 24, 2020, the Company announced the execution of a Letter of Intent ("LOI") with Sino Union Energy Investments ("Sino Union") to acquire a majority equity position in EAM's Ethiopian wholly owned subsidiary, Tigray Ethiopia Holdings Inc. ("THEI"). THEI holds a 70% interest in the Harvest Joint Venture Project with Ezana, located in the Tigray National Regional State of the Federal Democratic Republic of Ethiopia ("Ethiopia"). In exchange Sino Union would be required to make a cash payment of US\$500,000 and EAM will retain a 15% Net Profit Interest. Sino Union will finance 70% of the capital costs and operate the mine development program and mining operations of the Terakimti HL Project, The LOI contemplated EAM transferring its 70% equity interest in THEI to Sino Union and the parties entering into a joint venture contract. Under the terms of the LOI, Definitive Agreements were to be signed within 60 days from the date of the LOI and a cash payment of US\$500,000 made to East Africa. These conditions were not met and no extension agreement was entered into.
- On February 24, 2020, the Company announced that Sino Union has agreed to subscribe to a private placement to acquire equity in the Company through a non-brokered private placement financing of 23,076,923 units at a price of \$0.13 per unit for gross proceeds of \$3,000,000. Each unit will consist of one common share and one common share purchase warrant of the Company. Each warrant will entitle the holder to purchase one common share at an exercise price of \$0.35 per share for a period of 24 months following the closing of the private placement. All of the securities issued in connection with this private placement are subject to resale restrictions which expire four months and one day from closing. The financing remains subject to certain conditions, including, but, not limited to, receipt of TSX Venture Exchange approval. This placement did not complete and expired.
- On April 28, 2020, the Company announced due to circumstances created by COVID-19 pandemic, the filing of its annual financial statements and related management's discussion and analysis together with the related CEO and CFO certificates for the year ended December 31, 2019 and its interim financial statements and related management's discussion and analysis together with the related CEO and CFO certificates for the three month period would not be filed by the scheduled dates of April 29, 2020 and May 30, 2020 respectively. An additional news release was issued on May 28, 2020 providing an update on the status of filing financial reports.
- On May 28, 2020, the Company entered into an agreement with SinoTech (Hong Kong) Corporation Limited ("SinoTech") to provide a loan of \$250,000. The loan is unsecured and bears interest at the rate of 12% per annum. The loan is repayable upon the earlier of (a) 15 business days after the Company's closing of any financing or transaction in connection with the development of the Company's Harvest project; or (b) 6 months from the Company's receipt of the loan proceeds. Any extension of the loan is subject to SinoTech's agreement. The loan is a related party transaction, as SinoTech is a significant shareholder.

- On October 22, 2020, the Company announced that it had signed a binding Share Purchase Agreement and Gold Purchase Agreement with an arm's length Tanzanian private company, PMM Mining Company Limited ("PMM" or the "Developer"), to develop the Magambazi Mine in Tanzania.

Consideration for the transaction is as follows:

- PMM will pay to EAM the sum of US\$2,000,000, being consideration for the acquisition of 100% ownership stake in CTL with the expectation that East Africa will assume certain liabilities of CTL (approximately US\$500,000). CTL owns the Magambazi and Handeni Mining Licenses (the "Mining Assets" or "Magambazi Mine") and all other properties owned by East Africa in Tanzania (the "Exploration Assets").
- During the lifetime of the mine respecting the Mining Assets, PMM will sell 30% of the Gold produced to EAM at the price of production cost plus 15% of production cost, pursuant to a Gold Purchase Agreement. Gold production costs means actual mining costs and milling costs as well as costs associated with third party smelting, refining, transportation and royalties, minus byproduct credits.
- PMM undertakes to produce at least 10,000 ounces in the first year of commissioning of operations, 20,000 ounces in the second year, 30,000 ounces in the third year and at least 40,000 ounces per year thereafter. In the event PMM does not meet the minimum production in a year, it will compensate EAM as follows: In the first year minimum production is not met PMM will pay US\$200,000; US\$400,000 in the second year; US\$600,000 in the third year; and, US\$700,000 per year for any other years' where the minimum production in any subsequent years is not achieved.
- If at any time the Seller wishes to Transfer to any third party (the "Buyer"), or following an offer by a Buyer for the Seller to Transfer to such Buyer, any of the Properties and/or the Projects, East Africa will have the right of first offer to re-acquire the properties.

Government approval, signing of the documents and the issuance of a governmental decree binding both companies to the government approved terms for the sale of CTL and Denwill and development of the project have been received. Upon receipt of 100% of the sale proceeds, the shares of CTL and Denwill will be transferred from East Africa to PMM.

- On November 6, 2020, the Company announced that it had closed a non brokered private placement financing of 3,846,500 units at a price of \$0.13 per unit for gross proceeds of \$500,045. Each unit consists of one common share and one non-transferrable share purchase warrant. Each warrant entitles the holder to acquire one common share at an exercise price of \$0.35 for a period of 24 months.
- On November 25, 2020, the Company announced it is advancing discussions with potential mining partners for the development and operation of the Harvest Copper-Gold VMS Project in Ethiopia. The Company currently owns 70% of Harvest Mining PLC through its wholly owned subsidiary, Tigray Ethiopia Holdings Inc. Harvest holds the Terakimti Mining License ("Harvest Project") including the Terakimti Oxide deposit and the Terakimti Sulphide resources in Ethiopia. Negotiations for the Harvest Project are active and ongoing using the same framework as previously disclosed, news release February 24, 2020, in exchange for 55% interest of Harvest.
- On January 4, 2021, the Company issued 625,000 bonus shares awarded on March 23, 2016.
- On March 1, 2021, the Company repaid an unsecured demand loan in the amount of \$250,000 including accrued interest of \$23,129.
- On March 8, 2021, the Company issued 410,509 shares to settle debts totalling 120,318.
- On March 23, 2021, the Company granted 3,400,000 stock options to directors, officers and consultants entitling them to acquire 3,400,000 common shares at an exercise price of \$0.30 per share for a period of five years from date of grant.
- Warrants entitling the holders to acquire 7,518,636 common shares at a price of \$0.30 per share on or before March 1, 2021 were exercised for proceeds of \$2,255,591 and 7,382,555 warrants entitling the holders to acquire 7,382,555 common shares at \$0.30 per share expired unexercised.

- Options entitling the holders to acquire 7,248,000 common shares were exercised for proceeds of \$870,960.

For the above corporate update highlights refer to East Africa's respective news releases or the Company website [www.eastafricametals.com](http://www.eastafricametals.com) for further updates.

## OUTLOOK

As of the date of this MD&A, the Company's focus is on advancing the Ethiopian Properties. East Africa has released mineral resource estimates and received mining licenses on each of its advanced staged exploration projects in Ethiopia and Tanzania.

## CORPORATE TRANSACTIONS

### *Development of the Adyabo Property in Ethiopia*

In February 2019, the Company entered into a Letter of Intent with Tibet Huayu for the Harvest and Adyabo Properties. The Letter of Intent contemplates Tibet Huayu would develop and operate the Harvest and Adyabo Properties. In July 2019, the parties signed a Share Purchase Agreement and Joint Venture Contract for the development and operation of Adyabo Property's Mato Bula and Da Tambuk Projects. In August 2019, with the Share Purchase Agreement closed, Tibet Huayu has the right to initiate the design, construction and related works at the Mato Bula and Da Tambuk projects. On November 27, 2019, formal registration of the transfer of 70% of the Company's equity interest in its Ethiopian subsidiary to Tibet Huaya was completed.

### *Exploration of the Adyabo Property in Ethiopia*

The Company submitted an application for extension of exploration rights on the remaining prospective targets not included within the boundaries of the Mato Bula and DaTambuk (East Africa Mineral Resources) Mining Licenses, which has been approved pending a resubmission of detailed quotes for IP and LIDAR surveys. On receipt of the Ministry of Mines and Petroleum ("MoMP") approval of the proposed work program and identification of funding, the Company intends to continue assessment of identified exploration targets through diamond drilling and geophysical surveys, including high priority targets along the highly prospective Mato Bula Trend.

### *Development of the Harvest Property in Ethiopia*

In February 2020, the Company entered into a binding letter of intent ("LOI") with Sino Union Energy Investments ("Sino Union") for the Harvest Property. The LOI contemplates Sino Union would develop and operate the Harvest Property. The LOI with Sino Union has been terminated. Under the terms of the LOI, Definitive Agreements were to be signed within 60 days from the date of the LOI and this condition was not met and no extension agreement was entered into. The Company is currently advancing discussions with an arm's length party for the development and operation of the Harvest Copper-Gold VMS Project.

### *Exploration of the Harvest Property in Ethiopia*

The Company submitted an application for the exploration rights on the remaining prospective targets not included in the Terakimti HL Project (East Africa Mineral Resources), which has been approved pending a resubmission of detailed quotes for EM and IP surveys from an Ethiopian geophysical contractor and a LIDAR budget. On receipt of the MoMP's approval of the proposed work program and identification of funding, the Company intends to continue assessment of the Lihamat, Mayshehagne, and VTEM09 potential satellite prospects through metallurgical and resource analyses, as potential additional project resource assets.

### *Properties in Tanzania –Legal Action*

All approved development and exploration work on the Company's Tanzania assets had been suspended during 2019 due to resolution of pending legal action. On September 22, 2020, a Settlements Deed was presented to the Court in Tanga and the judges for the TzGF appeal and the original legal action against CTL and the Commissioner of Mines. The Court ruled the Settlement Deed was valid and acceptable in both cases. All legal action in Tanzania against CTL has now been withdrawn.

In accordance with the Tanzanian Definitive Agreements and the Addendum, the binding arbitration is being decided by a single arbitrator in Vancouver, British Columbia pursuant to the rules of the British Columbia International Commercial Arbitration Centre. The Company has initiated the arbitration proceedings based on what it believes to be failures of the

Developer to adhere to the terms of the Tanzanian Definitive Agreements and Addendum and the Company may submit a claim for damages. The arbitration proceeding in Vancouver, British Columbia has yet to be settled and the outcome cannot be predicted with certainty.

## CURRENT COMPANY OBJECTIVES

Current objectives:

1. Continue to engage in discussions with interested parties on project financing and developing the Harvest Project;
2. Commence a work program on the EAM Mineral Resources targets, subject to further financing<sup>1</sup>, with the goal to increase the mineral resources on the Harvest and Adyabo Properties including upgrading the mineral resource at the Adyabo Property;
3. Assess new potential exploration opportunities in Ethiopia or other jurisdictions; and,
4. Continue to examine opportunities to raise funding including debt finance, equity financing, through strategic alliances, and optioning its mineral properties for equity, cash and/or expenditure commitments.

## PROJECT DESCRIPTIONS

The Company's mineral resources<sup>2</sup>:

<b>EAM Project Resources (Au + Aueqv Metal ounces)</b>		
<b>Project</b>	<b>Category</b>	<b>Au + Aueqv ounces</b>
<b>Adyabo Project</b>	Indicated	<b>446,000</b>
	Inferred	<b>551,000</b>
<b>Harvest Project</b>	Indicated	<b>469,000</b>
	Inferred	<b>426,000</b>
<b>Handeni Project</b>	Indicated	<b>721,000</b>
	Inferred	<b>292,000</b>
<i>*See East Africa Metals Project Resource Table attached for additional detail</i>		

## Ethiopia

Ethiopia is located in northeast Africa, in the region termed the Horn of Africa. The country is landlocked and is comprised topographically of predominantly high plateaus. New mining regulations ("Proclamation(s)") were issued in 1993 with the purpose of promoting the exploration and development of Ethiopia's natural resources. The Proclamations allow for business incentives that include security of tenure, the right to sell minerals, preferential duty and tax provisions on equipment and machinery, a 5-8% production royalty (revised in Proclamation 678/2010) and a 25% income tax rate.

The Company currently has interests in two areas in Ethiopia, the Harvest Property and the Adyabo Property. The current Mineral Resources at the Ethiopian Properties straddle an infrastructure corridor, with the projects being located within 11 and 7 kilometres respectively of a paved highway and a high-tension power corridor.

Where applicable, information within this MD&A which pertains to the Harvest and Adyabo Properties may reference work performed by Tigray Resources Inc. ("Tigray") before the completion of the Tigray Arrangement on May 7, 2014. References to Tigray news releases before May 7, 2014, can be found on East Africa's website at [www.eastafricametals.com](http://www.eastafricametals.com) and information on the Tigray Arrangement can be found in Tigray's management information circular dated March 28, 2014, which can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

<sup>1</sup> In the prior year, the Company prepaid approximately \$1,800,000 for a minimum drill program of approximately 10,000 meters for the Ethiopian properties.

<sup>2</sup> Mineral resource data based on 100% ownership of the Projects

## **HARVEST PROPERTY – ETHIOPIA**

The Company has a 70% interest in Harvest with the remaining 30% held by Ezana, an Ethiopian company. The non-controlling interest is carried at 30% until the completion of the feasibility study. The Company is responsible for all exploration costs on the project until government approval of a Mining License is received. Subsequent to the receipt of a mining license any approved contributions by the Company for which Ezana elects not to contribute or elects to contribute less than its equity interest, could increase the Company's interest.

The Harvest Property is located 600 kilometres north of Ethiopia's capital city of Addis Ababa. The Harvest Property is located in the highly prospective Asmara Mineral Belt in the southern part of the Arabian Nubian Shield (ANS), host to the Bisha, Debarwa and Emba Derho volcanogenic massive sulphide deposits. Vein-related gold deposits are also typical of the ANS, including the >13 million ounce Sukari deposit in Egypt, the one million ounce gold discovery at Koka-Zara in central Eritrea and the approximate 140,000 ounce per year gold producer at Lega Dembi in southern Ethiopia.

### **Harvest Property Path Forward**

In December 2017, the Company received a mining license for the Terakimti HL project. The Company has submitted an application for the exploration rights on the remaining prospective targets, EAM Mineral Resources, not included in the Terakimti HL project. The mining license has a term of 6 years with the ability for renewal of up to 10 years on the approval of the MoMP and is due to expire in December 2023. The Company has a 70% interest in the Harvest Property in Ethiopia with the remaining 30% interest held by Ezana Mining Development PLC (“Ezana”).

The Company submitted an application for the exploration rights on the remaining prospective targets not included in the Terakimti HL Project (East Africa Mineral Resources), which has been approved.

Development exploration operations on the Harvest property were suspended in February 2020 due to COVID travel restrictions. Additional travel restrictions were imposed in November 2020 in reaction to conflict between Federal government forces and those of the regional government of Tigray. The Company filed a notice of force majeure with the government to suspend any obligations the Company has under the terms of the mining licenses and the government approved exploration programs until the travel restrictions are lifted.

## **ADYABO PROPERTY - ETHIOPIA**

The Adyabo Property is located approximately 600 kilometres north of Ethiopia's capital city of Addis Ababa and comprised of two exploration licenses, West Shire and Adi Dairo, covering approximately 195 square kilometres. The exploration licenses each had a term of 10 years and Adi Dairo and West Shire licenses expired in 2017 however extensions for the exploration rights outside the mining license area have been submitted. Discussions on the extension of exploration rights have resulted in an agreement for a one-year extension pending the submission and approval of an exploration program. Progress on the formal granting of the extension are currently tabled due to COVID-19 restrictions

The MoMP has approved and ratified two Mining Licenses for the Adyabo property; the Mato Bula and Da Tambuk mines. The concessions are considered prospective for VMS and orogenic (structurally controlled) gold deposits, and contain numerous alluvial and bedrock gold workings as well as several large gold and gold-copper-arsenic.

The Company submitted an application for the exploration rights on the remaining prospective targets not included in the Mato Bula and Da Tambuk (East Africa Mineral Resources), which has been approved.

Development exploration operations on the Adyabo property were suspended in February 2020 due to COVID travel restrictions. Additional travel restrictions were imposed in November 2020 in reaction to conflict between Federal government forces and those of the regional government of Tigray. A notice of force majeure was filed by Tigray Resources Incorporated PLC with the government to suspend any obligations they have under the terms of the mining licenses and the government approved exploration programs.

Further information on the Adyabo Property including past intercept results and related maps can be viewed on the Company's respective news releases or on the East Africa's website [www.eastafricametals.com](http://www.eastafricametals.com).

## **HANDENI PROPERTIES – TANZANIA**

East Africa has projects in the Handeni gold district in eastern Tanzania. One of the Company's key properties is Handeni, located 173 kilometres northwest of Dar es Salaam and 35 kilometres south of the town of Handeni. The Handeni properties consists of two mining licenses covering 9.9 square kilometres (“Magambazi”) and contiguous mineral tenures totalling approximately 83.5 square kilometres including Prospecting Licenses (“PL”) and Primary Mining Licenses (“PMLs”). One mining license is held by Denwill Mining Services Ltd. (“Denwill”), a structured entity controlled by East

Africa, and the Company has an option agreement to acquire a 100% interest upon payment of US\$40,000. Denwill acquired the Magambazi PMLs by the payment of US\$1,800,000, which the PMLs were later converted to a mining license and granted the vendors a 2.0% NSR royalty. As at the date of this MD&A, the option has not yet been exercised. The Company has signed an agreement with an arm's length Tanzanian private company, PMM Mining Company Limited to develop the Magambazi Mine in Tanzania.

#### Subsequent Event:

Development operations on the Handeni property have continued to move forward despite COVID travel restrictions and the Company has recently announced that re-processing of the tailings generated by illegal mining operations between 2013 and 2018 (see press release April 9, 2021

### SELECTED ANNUAL INFORMATION

(Information extracted from the Company's audited financial statements)

	2020	2019	2018
	\$	\$	\$
Revenues		-	-
Net income (loss) attributable to:			
Shareholders	(2,668,492)	(1,552,578)	(6,413,002)
Non-controlling interest	(44,987)	(71,544)	(142,671)
Net income (loss)	(2,713,479)	(1,624,122)	(6,555,673)
Net income (loss) per share - basic and diluted	(0.01)	(0.01)	0.04
Cash dividends	-	-	-
Total assets	23,116,537	23,587,082	23,308,570
Long term liabilities	-	-	26,230
Shareholders' equity			
Share capital	53,016,403	52,344,641	50,382,075
Obligation to issue shares - bonus	184,375	184,375	184,375
Obligation to issue shares - mineral property interests	143,000	143,000	-
Warrants	925,113	833,960	197,473
Contributed surplus	150,368,161	150,338,270	149,739,954
Accumulated other comprehensive loss	3,530,254	3,783,454	4,761,059
Deficit	(192,632,895)	(189,964,403)	(188,411,825)
	15,534,411	17,663,297	16,853,111
Non-controlling interest	3,391,673	3,534,751	3,857,493
Shareholders' equity	18,926,084	21,198,048	20,710,604

### FINANCIAL POSITION

#### Total assets

There was no significant change in the total assets at December 31, 2020 compared to December 31, 2019,

Notwithstanding periodic or one-time transactions and subject to changes in foreign currency exchange, total assets will generally remain constant from one period to the next; such as, mineral property interest and property and equipment. All direct costs associated with exploration of these properties are expensed as incurred.

#### Total liabilities

As at December 31, 2020 and December 31, 2019 the Company's total liabilities are predominantly comprised of trade payables, accruals, related party payables and loans payable. The increase in total liabilities from \$2,389,034 at December 31, 2019 to \$4,190,453 at December 31, 2020 relates to accrued fees, trade payables and loans payable.

#### Total equity

The decrease of equity attributable to shareholders of \$1,790,769 as at December 31, 2020 from December 31, 2019, is currency translation loss of \$253,200 attributable to shareholders, Fair market value of warrants issued in private placement of \$91,153, shares issued in private placement of \$408,892, shares issued from option exercise of \$262,870 and 2020 net loss attributable to shareholders of \$2,668,492.



**RESULTS OF OPERATIONS**

*Year ended December 31, 2020 compared with year ended December 31, 2019*  
*(Information extracted from the Company's condensed interim consolidated financial statements)*  
*(Expressed in Canadian Dollars)*

	<b>Year ended December 31,</b>	
	<b>2020</b>	<b>2019</b>
<b>Expenses</b>		
Amortization	\$ 269	\$ 14,531
Directors and advisory board fees	81,265	85,015
Exploration and evaluation expenditure	1,116,563	1,172,650
Investor/shareholder communications and filing fees	366,663	227,929
Legal, audit and audit related fees	73,707	117,158
Management consulting fees and expenses	549,650	512,196
Office and administration	198,611	217,230
Rent and occupancy costs	30,755	82,418
Salary and benefits	17,541	140,781
Share-based compensation	58,311	608,470
Write-off of property and equipment	-	38,346
Operating loss	(2,493,335)	(3,216,724)
Other income (expenses)		
Foreign exchange gain (loss)	(33,742)	44,385
Gain (loss) on sale of tigray Resources Incorporated PLC	-	1,589,686
Income (loss) on equity accounted investment	(120,578)	(18,659)
Interest expense	(65,824)	(42,500)
Other	-	19,690
Net loss for year	\$ (2,713,478)	\$ (1,624,122)
Net loss attributable to:		
Shareholders	\$ (2,668,492)	\$ (1,552,578)
Non-controlling interest	(44,987)	(71,544)
	\$ (2,713,479)	\$ (1,624,122)
<b>Loss per share, basic and fully diluted</b>	\$ (0.01)	\$ (0.01)
<b>Weighted average number of common shares - basic and fully diluted</b>	181,222,441	177,234,675

**NET LOSS**

The net loss for the year ended December 31, 2020 amounted to \$2,713,479 compared to a net loss for the year ended December 31, 2019 of \$1,624,122. Included in the current period results are foreign exchange loss of \$33,742, loss on equity accounted investment of \$120,578 and interest expense on loan amounts of \$65,824.

**OPERATING EXPENSES**

For the year ended December 31, 2020, total operating expenses were \$2,493,335 compared to \$3,216,724 recorded during the same period in 2019 representing a decrease of \$723,389.

Significant factors that contributed to the variances are discussed below:

Exploration and evaluation expenditure

Exploration and evaluation expenditure incurred costs of \$1,116,563 for the year ended December 31, 2020 compared to \$1,172,650 for the year ended December 31, 2019.

A summary of East Africa's exploration and evaluation expenditures for the year ended December 31, 2020 are as follows:

	Tanzania, Handeni Property	Tanzania, Other Properties	Harvest Project	Adyabo Project	Year ended December 31, 2020
<b>Exploration and evaluation expenditure</b>					
Amortization	\$ -	\$ 79,963	\$ 12,581	\$ -	\$ 92,544
Camp and administration	13,683	455,421	109,230	-	578,334
Drilling	-	-	12,141	-	12,141
Geochemistry	7,199	-	14,671	19,707	41,577
Geology	-	-	986	-	986
Provision for (recovery of) taxes	-	50,158	2,706	-	52,864
Mobilization and storage costs	-	-	338,117	-	338,117
<b>Total for year</b>	<b>\$ 20,882</b>	<b>\$ 585,542</b>	<b>490,432</b>	<b>\$ 19,707</b>	<b>\$ 1,116,563</b>

#### Investor/shareholder communications and filing fees

For the year ended December 31, 2020, the Company recorded investor/shareholder communications and filing fees of \$366,663 compared to \$227,929 for the year ended December 31, 2019, an increase of \$138,734. The increase is related to the Company engaging in a new marketing program in the last quarter of 2020.

#### Management and consulting fees

Management and consulting fees increased to \$549,650 in the current period from \$512,196 from the prior comparative period. In the current period included in this account are fees accrued for the services provided by the CEO, CFO and corporate secretary plus expenses for each of the respective parties. In the prior comparative period, the Company's CFO was a salaried employee and his earnings up to the date of his resignation on May 31, 2019 were charged to salary and benefits.

#### Office and administration

For the year ended December 31, 2020, the Company recorded office and administration expenses of \$198,611 compared to \$217,230 for the year ended December 31, 2019, a decrease of \$18,619. Costs for office and administration include office expenses, travel expenses for corporate head office staff, network services and insurance costs. The overall decrease is predominantly related to a reduction in travel costs due to limited cash resources available.

#### Rent and occupancy costs

On March 31, 2019, the Company's lease for premises was terminated. Monthly lease payments including base rent and occupancy costs were approximately \$27,000 per month (\$324,000 per annum) before estimated rental recoveries from sub leasing. Commencing April 1, 2019, the Company leased premises on a month to month basis (approximately \$7,000 per month before rental recoveries of approximately \$1,500 per month). On May 31, 2020, the month to month lease was terminated and Company is using a virtual office at a cost of US\$57 per month.

#### Salaries and benefits

Salaries and benefits decreased by \$123,240 from \$140,781 for the year ended December 31, 2019 to \$17,541 for the year ended December 31, 2020.

#### Share-based compensation

In the prior comparative year, stock options entitling the holders to acquire 6,300,000 common shares at \$0.22 for a period of five years were granted to directors, officers, employees and consultants and share-based compensation of \$608,470 was recorded. In the current year 1,000,000 stock options were issued and \$58,311 was recorded as share-based compensation.

**CAPITAL EXPENDITURES**

During the year ended December 31, 2020, the Company recorded maintenance payments of \$696 on its Tanzanian mineral property interests and \$26,265 on its Ethiopian property interest.

**SUMMARY OF QUARTERLY RESULTS – UNAUDITED**

The following table details the Company's quarterly results:

Quarter Ended	Net revenues	Net income (loss) attributable to shareholders	Net income (loss) attributable to non-controlling interest	Net income (loss)	Income (loss) per share - basic	Income (loss) per share - diluted
	\$'s	\$'s	\$'s	\$'s	\$'s	\$'s
31-Dec-20	-	(1,099,609)	27,688	(1,071,921)	(0.01)	(0.01)
30-Sep-20	-	(582,353)	(21,556)	(603,909)	(0.00)	(0.00)
30-Jun-20	-	(336,041)	13,732	(322,309)	(0.00)	(0.00)
31-Mar-20	-	(650,490)	(64,851)	(715,341)	(0.00)	(0.00)
31-Dec-19	-	1,405,370	6,983	1,412,353	0.01	0.01
30-Sep-19	-	(612,807)	(33,116)	(645,923)	(0.00)	(0.00)
30-Jun-19	-	(1,084,723)	(6,102)	(1,090,825)	(0.01)	(0.01)
31-Mar-19	-	(694,371)	(18,883)	(713,254)	(0.00)	(0.00)

There are no meaningful trends evident from analysis of the summary of quarterly financial information over the last eight quarters.

Factors that can cause significant fluctuations in the Company's quarterly results are set out in the table below.

Quarter Ended	Exploration and evaluation expenditure	Share-based compensation	Gain (loss) on sale of TRI PLC	Income (loss) on equity accounted investment
	\$'s	\$'s	\$'s	\$'s
30-Dec-20	573,093	58,311	-	(11,880)
30-Sep-20	166,415	-	-	(24,867)
30-Jun-20	76,037	-	-	(28,584)
31-Mar-20	301,018	-	-	(55,246)
31-Dec-19	532,807	-	1,589,686	(18,659)
30-Sep-19	291,695	-	-	-
30-Jun-19	58,804	608,470	-	-
31-Mar-19	289,344	-	-	-

**LIQUIDITY**

As at December 31, 2020, the Company had cash and cash equivalents of \$182,184, other current assets of \$5,874,790 and current liabilities of \$4,190,453, compared to cash and cash equivalents of \$104,229, other current assets of \$1,992,855 and current liabilities of \$2,389,034 as at December 31, 2019. At December 31, 2020, the Company reclassified all of its assets in Tanzania as available for sale due to the agreement it entered into on October 22, 2020 with PMM to acquire its wholly owned subsidiary company, CTL.

As at December 31, 2020, East Africa had a working capital of \$1,684,337. The Company estimates that it does not have available funds, to meet requirements for the coming twelve months based on current estimated expenditures for operations, exploration and development of its mineral property interests. Estimated exploration expenditures include but are not limited to, assess resource growth on satellite targets near the Terakimti HL Project and on the Mato Bula trend. These uncertainties cast significant doubt on the ability of the Company to continue as a going concern. As at

December 31, 2020, the financial statements were prepared on a going concern basis which contemplates the realization of assets and the settlement of liabilities in the normal course of operations.

The Company's approximate sustaining monthly head office administration expenses are \$114,000. This cost estimate assumes an active investor relations / shareholder information program but excludes non-cash costs. Currently, the site and camp expenses (operating subsidiaries) are approximately \$25,000 monthly to maintain the normal operations in Ethiopia and Tanzania. The site and camp monthly administration expenses include Ethiopian costs for head office technical services, Ethiopian administrative staff and costs of operating the Ethiopian offices and warehouses and Tanzanian expenses to maintain a corporate presence in Tanzania until completion of the purchase by PMM Mining Company Limited of 100% of Canaco Tanzania Limited. Government approval, signing of the documents and the issuance of a governmental decree binding both companies to the government approved terms for the sale of CTL and development of the project have been received. Upon receipt of 100% of the sale proceeds, the shares of CTL will be transferred from East Africa to PMM.

In 2018, East Africa announced it had commenced an arbitration process to seek a determination that the Developer is in breach of the Tanzanian Definitive Agreements and Addendum and that the appropriate remedy is a declaration that the Tanzanian Definitive Agreements and Addendum be terminated, which may include a claim for any damages. On September 22, 2020, a Settlements Deed was presented to the Court in Tanga and the judges for the TzGF appeal and the original legal action against CTL and the Commissioner of Mines. The Court ruled the Settlement Deed was valid and acceptable in both cases. All legal action in Tanzania against CTL has now been withdrawn.

In accordance with the Tanzanian Definitive Agreements and the Addendum, the binding arbitration relating the Company's claim and the Developer's counter claim is being decided by a single arbitrator in Vancouver, British Columbia pursuant to the rules of the British Columbia International Commercial Arbitration Centre. The Company has initiated the arbitration proceedings based on what it believes to be failures of the Developer to adhere to the terms of the Tanzanian Definitive Agreements and Addendum and the Company may submit a claim for damages. The arbitration proceeding in Vancouver, British Columbia has yet to be settled and the Company believes based on the Settlement Deed sanctioned by the Tanzanian Courts on September 22, 2020, the ruling from the British Columbia International Arbitration Centre will in favour of East Africa.

The ability of the Company to carry out its planned business objectives is dependent on its ability to raise adequate capital funds including and not limited to the sale of non-strategic assets, strategic alliances, debt financing, equity financing and optioning its mineral properties. If adequate financing is not available, the Company may be required to delay, reduce the scope of, or eliminate one or more exploration and/or development activities or relinquish rights to certain of its interests. There is no assurance that East Africa will be able to obtain financing in the future or that such financing will be on terms acceptable to East Africa.

## **CAPITAL RESOURCES**

The Company has historically met its exploration and corporate capital requirements predominantly through the completion of equity placements and may be impacted by continued poor North American market conditions for exploration and development resource companies with operations in emerging countries. Trends affecting the Company's liquidity may be dictated by the demands on financial resources created by the advancing nature of East Africa's mineral property assets, the pursuit of a growth strategy that targets property acquisitions, the exploration commitments and the Company's ability to access the financial resources required to meet these demands. As the projects advance through exploration, they typically require more capital-intensive programs that apply pressure to the Company's financial resources.

The Company does not have any commitments as at December 31, 2020. The Company's lease for office premises was terminated March 31, 2019. East Africa's sustaining costs to maintain its head office and operating subsidiaries is approximately \$139,000 per month. In the prior year, the Company prepaid approximately \$1,800,000<sup>3</sup> for a minimum drill program of approximately 10,000 meters for the Ethiopian properties. East Africa is to receive US \$2,000,000 from PMM for the acquisition of 100% ownership stake in CTL. Based on the aforementioned items, the Company has determined it does not have sufficient funds to meet its 2020 objectives without further funding.

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<sup>3</sup> The drill program was to commence in Q1-2020 but due to travel restrictions imposed by COVID-19, it was delayed. and more recently by the declaration of a state of emergency on November 4, 2020 in response to the conflict in Tigray.

Any additional planned work programs and any future development programs will result in a further decrease to the Company's current liquidity. In obtaining the required capital to pursue East Africa's business plan, capital may be generated from, debt financing, strategic alliances, accessing equity markets, procuring industry partners for its primary exploration assets or sale of exploration assets for equity positions or cash or some combination thereof. In the event that additional funding is required, there can be no assurances that such funds will be available and/or on terms acceptable by the Company.

Trends that affect the market generally, and the perception of East Africa within the marketplace, can affect the Company's ability to access capital in both a positive and negative way. Trends in this general market are defined by fluctuations in the global economy and the demand for metals and commodity prices. Trends in the perception of the Company in the resource marketplace may be affected by general trends in the resource equity markets which may in turn impact East Africa's performance in creating shareholder value and in demonstrating the ability to manage East Africa's affairs and achieve mandated objectives. Uncertainty is a prevalent element in exploration and development of mineral property assets, therefore it can, on occasion, impede the Company's ability to meet its financial requirements and result in an inability to advance exploration assets and meet objectives in a timely manner.

Mineral exploration and development involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. There is no assurance that the Company's mineral exploration activities will result in discoveries of new resources or commercial mineral deposits. There is also no assurance that if a commercial mineral deposit is discovered that the deposit would be economical for commercial production. Discovery of mineral deposits is dependent upon a number of factors and significantly influenced by the technical skill of the exploration personnel involved. The commercial viability of a mineral deposit is also dependent upon a number of factors, which are beyond East Africa's control. Some of these factors are the attributes of the deposit, market conditions, environmental protection, foreign taxation, and government policies and regulation.

## **TRANSACTIONS WITH RELATED PARTIES**

In the normal course of business, the Company transacted with individuals and companies considered to be related parties. Related party transactions involve normal commercial compensation for services rendered by senior management, officers, and directors of the Company, by companies with which they were associated as owners, contractors or employees. For the year ended December 31, 2020, the Company had recorded the following significant related party transactions:

On August 31, 2017, SinoTech (Hong Kong) Corporation Limited ("SinoTech") provided a short-term unsecured loan to the Company for \$600,000 with an interest rate of 12% per annum. During the year ended December 31, 2018, the Company repaid \$324,000 of the principal and interest. As at December 31, 2020, \$425,803 (December 31, 2019 - \$377,900) is payable and continues to accrue interest. The loan is repayable 15 days after the Company closes any future financing greater than CAD\$3,000,000 or December 31, 2020. An additional extension to the agreement has been requested by the Company.

On May 28, 2020, the Company entered into an agreement with SinoTech to provide a loan of \$250,000. The loan is unsecured and bears interest at the rate of 12% per annum. As at December 31, 2020, \$267,921 (December 31, 2019 - \$Nil) is payable and continues to accrue interest. The loan is repayable upon the earlier of 15 business days after the Company's closing of any financing or transaction in connection with the development of the Company's Harvest project or 6 months from the Company's receipt of the loan proceeds. The loan is a related party transaction, as SinoTech is a significant shareholder. Subsequent to year end, this loan was repaid in full.

For the year ended December 31, 2020, the Company recorded fees of \$561,476 (2019 - \$591,484) to directors and senior key management for directors fees, management consulting fees and services and related expenses. At December 31, 2020, the Company owed \$1,028,493 (December 31, 2019 - \$408,424) to key management personnel.

## **PROPOSED TRANSACTIONS**

As of April 28, 2021, the Company has no proposed material transactions.

## **CRITICAL ACCOUNTING ESTIMATES**

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods affected.

The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant are disclosed in note 4 in the Company's audited annual financial statements for the year ended December 31, 2020.

## **ACCOUNTING POLICIES**

The Company has applied IFRS, as disclosed in note 3 to the annual financial statements, which are applied on a consistent basis.

## **INTERNAL CONTROL OVER FINANCIAL REPORTING AND DISCLOSURE CONTROLS AND PROCEDURES**

Currently, the certification required by the Company's certifying officers under National Instrument 52-109 Certificate of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate, 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 are not making any representations relating to the establishment and maintenance of:

- (i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarised and reported within the time periods specified in securities legislation; and
- (ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's Generally Accepted Accounting Principles ("GAAP").

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 make in the 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.

## **NON-GAAP FINANCIAL MEASURES – OTHER EXPENDITURES**

The Company uses the non-GAAP financial measures of Other Expenditures to manage, evaluate operating performance and prepare East Africa's MD&A. The Company believes that, in addition to conventional measures prepared in accordance with GAAP, certain investors use this information to evaluate the Company's performance. Accordingly, it is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with GAAP. Where Non-GAAP financial measures cannot be matched to the Financial Statements disclosures additional disclosure and/or reconciliation may be provided within the Non-GAAP disclosure if deemed necessary.

## **ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE**

Refer to elsewhere in the MD&A or the Company's financial statements for capitalized or expensed exploration and development costs, general and administrative expenses and other material costs. Additional information relating to the Company is on SEDAR [www.sedar.com](http://www.sedar.com).

## **OUTSTANDING SHARE DATA**

As at December 31, 2020, the Company has 186,728,091 common shares issued and outstanding. As at the date of this report, the Company has 202,530,236 common shares issued and outstanding.

As at December 31, 2020, the Company has 19,650,195 warrants issued and outstanding. As at the date of this report, the Company has 12,031,559 warrants issued and outstanding.

As at December 31, 2020, the Company has 30,180,000 stock options outstanding and exercisable. As at the date of this report, the Company has 23,032,000 stock options outstanding and exercisable.

## RISK FACTORS

Below are the known risk factors for this Interim MD&A. Please refer to the section entitled "Risk Factors" in the Company's Annual MD&A for an additional list of risk factors that may impact the Company. You can review and obtain copies of the Company's filings from SEDAR at [www.sedar.com](http://www.sedar.com) or from East Africa's website [www.eastafricametals.com](http://www.eastafricametals.com).

### *Financial (liquidity) Risk*

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with the financial liabilities. Historically East Africa predominately relies on equity financings to fund its activities. While it has been successful in raising funds in the past, there is no guarantee that adequate funds will be available in the future. The Company had cash and cash equivalents of \$182,184 and working capital of \$1,684,337 as at December 31, 2020. The Company estimates that it does not have available funds to meet requirements for the coming twelve months based on current planned expenditures for operations, exploration and development of its mineral property interests. See the "Liquidity" section of this Interim MD&A for further discussion on the Company's ability to operate as a going concern.

### *Credit risk*

Credit risk is the risk of loss associated with counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents and receivables. Cash and cash equivalents may consist of Guaranteed Investment Certificates and short-term deposits issued by major Canadian banks. Receivables mainly consist of taxes recoverable and accounts receivables. The carrying amount of cash and cash equivalents, tax receivables and other accounts receivable represents the Company's maximum exposure to credit risk.

As at December 31, 2020, \$246,772 was due to the Company's foreign subsidiaries in Tanzania and Ethiopia from the foreign governments for Value Added Tax ("VAT"). East Africa is due refunds of certain taxes based on consumption, of which the timing of realization is uncertain. If these recoverable taxes are not collected, it could reduce the carrying value of these assets. Management has judged to raise a provision for 100% of the taxes recoverable given limited methods available to recover these taxes and the length of time it takes to recover these taxes. The Company continues to pursue approval of VAT refund claims from the various foreign governments. As a result, the outstanding taxes recoverable could be exposed to the credit risk associated with the outstanding amounts.

### *Exploration and Commercial Viability Risk*

The Company has no production of minerals and some of its properties are currently at the under development and exploration stage. The exploration and development of mineral deposits involves significant risks which even with careful evaluation, experience and knowledge may not, in some cases, be fully mitigated. The commercial viability of any mineral deposit depends on many factors, not all of which are within the control of management. These factors include, but are not limited to, Government approval for EAM Mineral Resources targets applications; the ability to extend current EAM Mineral Resources targets within the available legislation; the size, grade and proximity to infrastructure of the deposit; Government regulations; taxes; royalties; land tenure; land use; environmental protection and reclamation and closure obligations. All or some of these factors may have an impact on the economic viability of a mineral deposit. These unique environments could limit or reduce production possibilities or if conditions are permissive for potential natural disasters, such as severe weather, could negatively impact facilities, equipment and the safety of its workers dramatically. One or more of these risk elements could have an impact on costs of the operations and if significant enough, reduce the profitability of future production and threaten the continuation of a particular project or operations altogether.

### *Development Stage Projects*

Profits from commercial operations will depend on a significant number of factors, including economic feasibility, changing market conditions, environmental and government regulations, labour availability, the cost of and the ability to attract external financial capital, and the ability to attract partners with sufficient technical expertise and relevant industry experience to further develop the various projects. Any failure to meet one or a combination of these factors may result in project delays or potential cancellation of the projects permits and the Company's future operating results may be adversely affected.

### *Licensing Matters*

The Company's operations are subject to receiving and maintaining permits and licenses from appropriate governmental authorities. Title insurance is generally not available for permits and licenses and the Company's ability to ensure that it has obtained a secure claim to individual mineral properties or mining concessions may be severely constrained. East Africa's mineral properties may be subject to prior unregistered agreements, transfers or claims, and title may be affected by, among other things, undetected defects. The Company has not conducted surveys of all of the mineral rights in which it holds direct or indirect interest

Although, the Company currently has the required mining licenses for its Terakimti HL, Da Tambuk and Mato Bula Projects, there is no assurance that delays will not occur in connection with obtaining all necessary renewals for future existing applications or additional permits or licenses for all future operations. There can be no assurance that East Africa will continue to hold all permits and licenses necessary to develop or continue operating at any particular property, or that any such licenses or permits awarded will not be cancelled pursuant to applicable current or future legislation. The rights of East Africa's in the Terakimti HL, Mato Bula and Da Tambuk Projects are held through the mining agreements and mining licenses that sets out a tax regime and development and production framework. There can be no assurance that the Company will continue to be in compliance with all terms and conditions of the mining agreements and mining licenses or assurance that any dispute resolution process will decide in the Company's favour.

The Tanzanian Assets are held with two (2) mining licenses for the Magambazi project and associated PLs for the exploration assets. With the current default notice suspended for the Magambazi project until the legal dispute is resolved, East Africa has accrued its mining license and PL annual payments. There can be no assurance that the Company will continue to be in compliance with all terms and conditions of the mining licenses or PLs or assurance that any dispute resolution process will decide in the Company's favour.

### *Foreign Countries and Political Policy Risk*

The Company has interests in exploration properties that are located in the developing countries of Tanzania and Ethiopia. The Company's mineral exploration may be affected in varying degrees by political instability and government regulations relating to foreign investment and the mining industry. Exploration and development activity was suspended in Ethiopia in February 2020, as a result of COVID-19 travel restrictions and more recently by the declaration of a state of emergency on November 4, 2020 in response to the conflict in Tigray. To protect our rights, the Company filed Force Majeure Notices in the spring of 2020, as a result of the COVID-19 restrictions and in November 2020, due to the declaration of a state of emergency in the Northern Tigray Region. Until the government-imposed travel restrictions and state of emergency are lifted and conditions declared safe to deploy equipment and personnel into the field, East Africa is not able to commence the exploration and development programs on these projects. Changes, if any, in mining or investment policies or shifts in political attitude in Tanzania and/or Ethiopia may adversely affect East Africa's operations. Operations may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on production, price controls, export controls, currency remittance, direct and indirect taxes, tax assessments, royalties, expropriation of property, foreign investment, maintenance of claims, environmental legislation, land use, land claims of local people, water use and mine safety. Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions there under, 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. There is no assurance that the Company's mineral exploration activities will result in any discoveries of new bodies of commercial deposits as a result of changes in Foreign Country or Political Policy risks.

### *Conflict of Interest*

East Africa's directors and officers may serve as directors and/or officers, or may be associated with, other reporting companies, or may have significant shareholdings in other public companies. To the extent that such other companies may participate in financing, business or asset acquisitions, dispositions or ventures in which the Company may participate, the directors and officers of East Africa may have a conflict of interest in negotiating and concluding terms reflecting the transaction. Consequently, there exists the possibility that such directors will be in a position of conflict of interest. Any decision made by such directors involving the Company are made in accordance with their duties and obligations to deal fairly and in good faith with the Company and such other companies. In addition, such directors will declare, and refrain from voting on, any matter in which such directors may have a material conflict of interest.



### *Arbitration Proceedings*

In 2018 the Company began a binding arbitration process against the Developer with respect to certain disputes that East Africa has with the Developer and the Developer filed a counterclaim relating to the Company's Tanzanian properties. The cost of the arbitration process maybe substantial and there is no assurance that the Company will be successful in establishing the Developer's liability or, if successful, will collect any award by the arbitration tribunal for compensation from the Developer. Failure to prevail in the arbitration process and obtain adequate compensation could materially adversely affect the Company. Certain legal liabilities may result from legal matters arising in Tanzania or from the arbitration. On September 22, 2020, a Settlement Deed was presented to the Court in Tanga and the judges for the TzGF appeal and the original legal action against CTL and the Commissioner of Mines. The Court ruled the Settlement Deed was valid and acceptable in both cases. All legal action in Tanzania against CTL has now been withdrawn. The arbitration proceeding in Vancouver, British Columbia has yet to be settled and the Company believes based on the Settlement Deed sanctioned by the Tanzanian Courts on September 22, 2020, the ruling from the British Columbia International Commercial Arbitration Centre will be in favour of East Africa.

### *Key Management individuals*

The Company's success depends, to a certain degree, upon key members of the management. These individuals are a significant factor in the Company's growth and success and East Africa does not have key man insurance in place in respect of any of its directors, management or employees. The loss of the service of members of the management and certain key employees could have a material adverse effect on the Company.

### *Information Technology Threats*

Information systems and other technologies, including those related to the Company's financial and operational management, are an integral part of the Company's business activities. Network and information systems-related events, such as computer hackings, cyber-attacks, computer viruses, worms or other destructive or disruptive software, process breakdowns, denial of service attacks, power outages, natural disasters, terrorist attacks or any combination of the foregoing, could result in damage to the Company's property, equipment and data. These events also could result in significant expenditures to repair or replace the damaged property or information systems and/or to protect them from similar events in the future. Further, any security breaches, such as misappropriation, misuse, leakage, falsification or accidental release or loss of information maintained in the Company's information technology systems, including personnel and other data, could damage its reputation and require the Company to expend significant capital and other resources to remedy any such security breach. The Company does not have insurance coverage against losses resulting from any such events or security breaches and the occurrence of any such events or security breaches could have a material adverse effect on the business of the Company.

### *COVID-19*

On March 11, 2020, the World Health Organization declared COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any health-related developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. Exploration and development activities on the Company's projects in the Tigray region of Ethiopia were suspended in February 2020 because of the COVID-19 travel restrictions. The Company filed a Force Majeure Notice with the government in the spring of 2020 to protect their rights. Exploration and development programs on the Ethiopian projects will commence once the government-imposed travel restrictions are lifted and conditions deemed safe to deploy equipment and personnel into the field. To date, it is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effect on the Company's business or ability to raise funds. In the preparation of these financial statements, the Company has incorporated the potential impact of COVID-19 into its estimates and assumptions that affect the carrying amounts of its assets and liabilities and the reported amount of its results using the best available information as of December 31, 2020. Actual results could differ from those estimates.