The following Management's Discussion and Analysis ("MD&A") is current as of August 29, 2016, and provided in accordance with section 2.2.1 of Form 51-102F1 for a venture issuer to provide "Quarterly Highlights".

This MD&A contains a review and analysis of financial results for Candente Gold Corp. ("Candente Gold") and its subsidiaries (collectively, the "Company") for the three months ended June 30, 2016.

This MD&A supplements, but does not form part of the consolidated financial statements of the Company and notes thereto for the twelve months ended March 31, 2016, and consequently should be read in conjunction with the afore-mentioned consolidated financial statements which are presented in accordance with International Financial Reporting Standards ("IFRS").

All amounts, unless specifically identified as otherwise, both in the Company's consolidated financial statements and this MD&A are expressed in US dollars.

FORWARD-LOOKING STATEMENTS

This MD&A contains certain "forward-looking information" which may include, but is not limited to, statements with respect to future events or future performance, management's expectations regarding the Company's growth, results of operations, estimated future revenues, requirements for additional capital, production costs and revenue, future demand for and prices of gold and precious metals, business prospects and opportunities. In addition, statements relating to mineral estimates or mineralized material of recoverable gold and precious metals are forward-looking information, as they involve implied assessment, based on certain estimates and assumptions, that the gold and precious metals can be profitably produced in the future. Such forward-looking information reflects management's current beliefs and is based on information currently available to management. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "predicts", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative or grammatical variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved. A number of known and unknown risks, uncertainties and other factors may cause the actual results or performance to materially differ from any future results or performance expressed or implied by the forward-looking information. Such factors include, among others, general business, economic, competitive, political and social uncertainties; development and/or exploration activities and the accuracy of probability simulations prepared to predict prospective mineral resources; changes in project parameters as plans continue to be refined; political instability or insurrection or war; labor force availability and turnover; delays in obtaining governmental approvals and permits or in the completion of development or construction activities or in the commencement of operations; as well as those factors discussed in the section entitled "Risks Factors" in this MD&A. These factors should be considered carefully and readers of this MD&A should not place undue reliance on forward-looking information.

Although the forward-looking information contained in this MD&A is based upon what management believes to be reasonable assumptions, there can be no assurance that such forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. Such forward-looking information is made as of the date of this MD&A and, other than as required by applicable securities laws, the Company assumes no obligation to update or revise such forward-looking information to reflect new events or circumstances.

USE OF NON-GAAP MEASURES

In this document, we refer to terms that do not have any standardized meaning prescribed by International Financial Reporting Standards ("IFRS"). Usage of these terms may vary from the usage adapted by other companies and cannot be reconciled to comparable terms in the issuer's, consolidated financial statements for the twelve months ended March 31, 2016.

In this document and in the Company's consolidated financial statements, unless otherwise noted, all financial data is prepared in accordance with IFRS.

BUSINESS OVERVIEW

The Company is principally engaged in the exploration and development of mineral properties in Mexico and Peru. The Company is in the exploration stage as its properties have not yet reached commercial production and none of its properties is beyond the preliminary exploration stage. All work presently planned by the Company is directed at defining mineralization and increasing understanding of the characteristics of, and economics of, that mineralization.

Matters in prior periods related to the ongoing development of the various projects have been disclosed in previous MD&A filed on SEDAR.

Mexico

El Oro Property

The Company's principal asset is the El Oro gold-silver property located in the states of Mexico and Michoacan, Mexico ("El Oro Property"). As of the date of this MD&A, the Company holds a 70% interest in the El Oro Property, with the remaining 30% held by a wholly-owned subsidiary of Goldcorp Inc.

Management has been reviewing all previous exploration results on the project and re-focusing targets for future exploration. One key area is the border area of historical Esperanza and Mexico Mines where several high grade gold-silver intersections in several veins and structures were intersected by previous drilling by the Company. Since this area was drilled, a structural study identified northeasterly controls to high grades which fits the nature of this border zone. Future drilling will target this border area as well as 31 other recently identified exploration targets.

In addition to the El Oro Property, the Company has the right to process several tailings deposits left from pre-1930s milling of ores from the Mexican Mine in the El Oro District ("Tailings Project"). The Company has been evaluating the potential for the historic tailings to generate near-term cash flow. These tailings have had extensive historic assessments including drill testing and metallurgical test work. One of these, the Mexico Mine Tailings deposit, lies within the town of El Oro and is adjacent to existing road access, power and water services.

Studies by the Company have determined that the Mexico Mine Tailings contain an Inferred Resource* of 1,267,400 Tonnes grading 2.94 Au g/t, 75.12 Ag g/t containing 119,900 ounces of gold and 3,061,200 ounces of silver.

*Note: Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. All figures have been rounded to reflect the accuracy of the estimate. For more information see "National Instrument 43-101 Technical Report on the Inferred Mineral Resource Estimate of the Mexico Mine Tailings" prepared by Nadia Caira, P.Geo. and Allan Reeves, P.Geo., dated August 25, 2014 with an effective date of July 8, 2014 (the "Technical Report") available at www.sedar.com.

In March of 2016 the Company signed an Option Agreement with Sun River Gold, which gives Sun River Gold the right to earn a 51% interest in the Tailings Project by:

1. Making payments of $30,000 on signing and $3,000 each month subsequently to the first 3 months.

2. To demonstrate a technically viable process for treatment of Mexico Mine Tailings, which achieves an Internal Rate of Return ("IRR") that meets Company management criteria for development. Upon achieving satisfactory results the Company and Sun River Gold will form a joint venture whereby the Company will hold 49% and Sun River Gold will hold 51% of Candente Gold Mexico Jales (BVI) Ltd., an entity wholly owned by the Company which owns Minera CCM El Oro Jales S.A. de C.V., the entity that entered into the work contract with the Municipality of El Oro to process the Tailings Project. The joint venture would reclaim and treat the Mexico Mine Tailings, as well as other potentially economically treatable tailings material, which the Company has the right to process in the El Oro District of Mexico.

The Company continues evaluation work with Sun River Gold, especially metallurgical test work to ascertain gold and silver recoveries and potential economic viability of tailings reclamation and reprocessing with the objective of producing a compliant NI 43-101 report.

Peru

As at June 30, 2016, the Company has maintained in good standing a portion of the Tres Marias and Lunahuana properties. These properties are early-stage gold and gold-silver exploration projects in Peru.

QUARTERLY HIGHLIGHTS

Financial Condition

The Company ended the quarter with cash and equivalents of $29,484, an increase of $19,923 over the prior quarter, primarily driven by a recovery of value added tax from the Mexican authorities.

Financial Performance

Net loss for the quarter was $4 which comprised primarily of general and administrative expenses that were non-cash. Compared to the same period year-over-year, net loss was reduced by $1,351,128. This significant difference was due to the fact that the Company incurred an impairment of unproven mineral right interest in the three months ended June 30, 2015 which was a non-recurring expense as well, during the three month period ended June 30, 2016 management forgave fees owed to them in the amount of $171,518.

Cash Flows

Net cash used in operating activities decreased year-over-year for the reporting period by $124,947 which reflects management's continued efforts to reduce cash costs. The Company recovered value added tax of $29,230 during the quarter.

Liquidity and Capital Resources

Working capital is negative $1,065,395 which includes $752,609 in amounts due to related parties which primarily consists of payables due to Candente Copper Corp., a company with shared administrative expenses, common directors and management.

The Company anticipates that during the next year, a substantial portion of available capital resources will be used to pay trade payables and accrued liabilities and commitments related to ongoing exploration activities in Mexico and Peru. The Company anticipates the future need to raise additional capital to further project development in Mexico and Peru as well as receive continued vendor support.

The Company does not generate cash flows from operations and accordingly, the Company will need to raise additional funds by entering into a joint venture agreement or through the issuance of securities or resource secured debt. Although, the Company has been successful in raising funds in the past there can be no assurance that the Company will be able to raise sufficient funds in the future, in which case the Company may be unable to meet obligations in the normal course of business. These factors may cast significant doubt regarding the Company's ability to continue as a going concern. Should the Company be unable to discharge liabilities in the normal course of business, the net realizable value of the Company's assets may be materially less than amounts on the statement of financial position.

On August 12, 2016, the Company completed its non-brokered private placement ("Private Placement") launched on July 11, 2016 (News Releases No. 056 and 057) raising total proceeds of CDN$500,000.

The Private Placement comprised of the sale of 10,000,000 units ("Units") at a price of CDN$0.05 with each Unit consisting of one common share of the Company and one half-share purchase warrant ("Warrant"). Each full warrant will be exercisable for one additional share of the Company's common stock for two years at a conversion price of CDN$0.10, subject to an acceleration provision triggered if at any time after November 30, 2016, the Company's common shares have a closing price on the TSX Venture Exchange at or above a price of CDN$0.20 per share for a period of 10 consecutive trading days. A total of 5,000,000 Warrants were issued pursuant to the Private Placement as part of the Units.

Joanne Freeze, President, CEO and a director of the Company, and Paul H. Barry, Chairman of the Board and a director of the Company, collectively, subscribed for 915,000 Units or 9.15% of Units sold pursuant to the Private Placement, which in total value would represent less than 25% of Candente Gold's market capitalization.

COMMITMENTS AND CONTINGENCIES

Company has no material or significant commitments or contingencies.

RELATED PARTY TRANSACTIONS

Related parties consist of companies owned by executive officers and directors. The following is a list of the related parties that the Company enters into trading transactions with:

- Ridley Rocks Inc. – Management and exploration fees
- SW Project Management – Project management and exploration fees
- Michael Thicke Geological Consulting Inc. – Exploration fees
- Candente Copper Corp. – shared administrative expenses with a Company related by directors and management in common

The Company incurred the following fees and expenses in the normal course of operations for key management personnel for the three months ended June 30, 2016 and 2015. Expenses have been measured at the exchange amount that is determined on a cost recovery basis.

	Three months ended	
	June 30, 2016	June 30, 2015
Salaries and management and exploration fees	**$ 29,886**	$ 32,040
Share-based payment	**124,939**	5,530
	$ 154,825	$ 37,570

Share-based payments are the fair value of options expensed to directors and key management personnel during the three months ended June 30, 2016.

Company does not remunerate directors of the Company unless market capitalization is greater than $75 million. During the three months ended June 30, 2016, the Company paid $nil in directors fees (2015 - $nil).

Balance owing

Amounts due to related parties are unsecured, non-interest bearing and due on demand. Accounts payable at June 30, 2016 included approximately $169,003 (March 31, 2016 - $308,510) owing to directors and officers and $583,606 (March 31, 2016 - $580,902) owing to Candente Copper Corp., a shareholder of the Company. During the three month period ended June 30, 2016 management forgave fees owed to them in the amount of $171,518.

DISCLOSURES

Additional Information as specified by National Instrument 51-102

Additional information, including the Company's most recent Annual Information Form, is available on SEDAR at http://www.sedar.com

Venture Issuer Without Significant Revenue

This MD&A supports information disclosed in the Company's financial statements. More information regarding the Company's mineral right interests can be found under Note 3 of the Company's financial statements for the current reporting period.

Internal Controls Over Financial Reporting ("ICFR")

There were no changes in the Company's internal control over financial reporting during the period from March 31, 2016 to June 30, 2016 that have materially affected, or are reasonably likely to affect, the Company's internal control over financial reporting.

SHARE CAPITAL

As of August 29, 2016, the Company had 106,206,923 common shares outstanding.

As of August 29, 2016, the Company had 5,218,400 warrants outstanding and 9,540,000 outstanding share options.