

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

This Management's Discussion and Analysis ("MD&A"), prepared as of November 29, 2010 (the "Report Date"), reviews the activities of Endurance Gold Corporation and its US subsidiary ("Endurance", or the "Company") and compares the financial results for the nine month period ended September 30, 2010 with the comparable period in 2009. In order to gain a more complete understanding of Endurance's financial condition and results of operations, this MD&A should be read in conjunction with the audited and unaudited consolidated financial statements and accompanying notes for all relevant periods, copies of which are filed on the SEDAR website at [www.sedar.com](http://www.sedar.com).

*Overview*

Endurance is a company focused on the exploration and development of precious metal properties in North America. The Company's common shares have been listed and traded on the TSX Venture Exchange (the "Exchange") under the symbol "EDG" since August 4, 2005.

The Company's properties are in the exploration stage and the Company has not yet determined whether these properties contain ore reserves that are economically recoverable. The recoverability of amounts shown for mineral properties and related deferred exploration expenditures are dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the exploration and development of the mineral properties and upon future profitable production or proceeds from the disposition thereof.

The Company formed a 100% owned U.S. subsidiary, Endurance Resources Inc. ("**ERI**"), on October 28, 2008 to acquire and evaluate several exploration project opportunities in the United States.

*Exploration Activities*

The Company incurred approximately \$217,000 in exploration expenditures, which amount was partially offset by a \$50,000 option payment received during the nine month period ended September 30, 2010. The costs were primarily related to the Company's expenditures on the Rattlesnake-Natrona gold project in Wyoming, the Bandito Option in Yukon and the Company's share of joint venture expenditures on the Dogpaw Project in Ontario.

Considerable effort has been directed at the evaluation of new acquisition opportunities for the Company with evaluations primarily focused on the Americas.

Dollar amounts stated in this document are expressed in Canadian currency unless otherwise indicated.

*Rattlesnake-Natrona Gold Project, Wyoming, USA - (100% interest)*

In 2009 and 2010, the Company, through ERI, has acquired a 100% interest in ten (10) properties totalling over 3,840 acres in the Rattlesnake Hills area of Wyoming.

Five of the ERI properties immediately adjoin Evolving Gold Corporation's Rattlesnake Hills property where gold mineralization has been discovered at the North Stock Target and Antelope Target. ERI's most prospective properties are located between 1.7 and 4.0 kilometres from the North Stock Target area on the Evolving Gold property, the most significant of the new gold discoveries on the adjoining property.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

The Endurance properties were targeted to cover areas underlain by Tertiary phonolite (alkalic) intrusions, emplaced into Precambrian aged metavolcanics. This geological environment is identical to that hosting the Evolving Gold North Stock and Antelope Basin discoveries, where gold mineralization occurs in brecciated zones within and adjacent to the alkalic intrusions, and extends into the surrounding schists of the Precambrian country rock.

Mapping in 2009 and 2010 by Endurance has confirmed the presence of eight Tertiary alkalic intrusions and associated breccia zones on five of the Company's ten properties. Zones of intense brecciation and shearing were noted on one of the properties and two other properties contained areas of moderate iron staining indicative of weathered sulphide mineralization within or near to the intrusions. In 2009 a total of 73 rock samples and 43 soil samples were collected during the program. One grab sample of the brecciated material returned a gold analysis of 0.66 grams per tonne gold ("gpt Au"). Elsewhere, soil anomalies to up to 213 parts per billion gold were detected. In 2010, further rock sampling was completed on the five highest priority properties. No analytical results for the 2010 program have been received.

In late 2009, a controlled source audio-magnetotelluric ("CSAMT") geophysical survey of 15.1 line kilometres was undertaken on the Company's BC and TMS properties by Quantec Geoscience USA Inc. The BC and TMS properties adjoin the Evolving Gold Property and are located four kilometres northwest and 1.7 kilometres northeast respectively of the northern end of Evolving Gold's North Stock discovery. On the BC property a strong CSAMT conductive anomaly (approximately 400 x 100 metres) correlates with the mapped contact of one of the two Tertiary phonolite (alkalic) intrusives mapped on the property. On the TMS property, a CSAMT resistive anomaly correlates with both an interpreted regional structure and the mapped contact of a 500 metre diameter Tertiary phonolite (alkalic) intrusive. On the Evolving Gold North Stock discovery to the south, these similar intrusive margins are host to diatreme breccias containing significant gold mineralization.

Given the encouraging exploration results generated on the Evolving Gold property, further exploration activities including additional geophysics and drilling on the Company's properties are warranted.

The geologic setting of the Endurance properties and the Evolving Gold discovery are similar to large scale alkalic intrusive hosted gold deposits within the Rocky Mountain alkalic gold province, that include Cripple Creek, in Colorado. The Cripple Creek district has produced 21 million ounces of gold to date.

*Bandito Property, Yukon, Canada (Option to earn 75%)*

In August 2010, the Company entered into an option agreement (the "Agreement") with True North Gems Inc. ("TGX"), whereby the Company can earn up to a 75% interest in the Bandito property located in the Watson Lake district, Yukon Territory. Under the terms of the agreement, Endurance can earn an initial 51% joint venture interest in the Bandito property by completing a total of \$125,000 (\$25,000 paid) in cash payments by December 31, 2012 and also completing \$1,000,000 in exploration expenditures by December 31, 2013 with an exploration work commitment of \$25,000 in 2010. Once Endurance earns its 51% interest, it has a further option that will allow Endurance to acquire an additional 24% interest (total 75%) by issuing TGX 200,000 shares of Endurance and by completing an additional \$1,000,000 in exploration expenditures prior to December 31, 2015.

In October 2010, the Company announced that an additional 64 claims have been staked and recorded to increase the size of the Bandito property by eighty percent to a total of 145 claims for a total of about 3,000 hectares.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

The Bandito property is underlain by Proterozoic-aged sandstone, argillite and andesite-jasper breccias which have been intruded by Proterozoic-aged (650 Ma) multi-phased nepheline syenite. The north trending Beaver River Thrust truncates the Proterozoic assemblage on the west edge of the property, with younger Paleozoic sediments on the east of the property. Compilation of historic mapping and petrographic studies indicate that a two-square kilometer area has been altered through potassium and sodium metasomatism. Alteration is currently interpreted to be Proterozoic in age and occurs both within the nepheline syenite, which is intensely sericite altered, and in the adjoining Proterozoic-aged sediments in which the host rocks have been variably altered to potassium feldspar, albite, carbonates, arfvedsonite, riebeckite, aegirine, magnetite, specular hematite, chlorite, rhodonite, sphene, zircon, monazite, xenotime, pyrochlore, fluorite, and apatite. The acquisition of additional mineral claims was intended to adequately encompass the area of alteration identified from historic mapping.

In 2004 and 2005, TGX collected grab samples that assay up to 1.2% copper and 9.5% nickel from an approximate one square kilometre hornfels and iron-oxide enriched gossan and brecciated zone near the syenite intrusive contact and within the area of alteration noted above. The Bandito property was also previously explored in 1980 and 1987 for rare earth elements (REE), with some encouraging results in multiple samples over an approximate two to three square kilometer area. The 1980 and 1987 samples contained REE peaks as high as 8,300 ppm lanthanum and 15,300 ppm cerium. Additional grab samples were collected by TGX in 2006 and recently analyzed for REE and niobium with results in grab samples up to 0.584% total rare earth oxides (TREO) and 2,180 ppm niobium. Grab samples are selective by nature and are unlikely to represent average grades on the property.

All of these nickel, copper, REE and niobium prospects occur within the known two square kilometer alteration area at the convergence of the headwaters of Copper and Zircon creeks between Corundum and Pyrochlore Domes, the topographic highs on the property.

Orientation stream sediment and soil geochemical surveys on the expanded Bandito property have indicated anomalous copper, nickel, arsenic, and REE geochemical results that extend the potential for discovery of additional mineralization outside of the currently recognized alteration area and known mineralization on Bandito.

The earlier exploration activities did not systematically evaluate the Bandito property for its potential to host significant base or precious metal prospects. Furthermore the available information from historic activity is insufficient to evaluate whether zones of economically significant REE concentrations exist on the property. In the fourth quarter, Endurance plans to continue compiling all historic data, including the completion of analyses on rock samples collected by TGX in 2006 but never analyzed. Coincident with the staking program, orientation stream sediment samples were collected from the area of the enlarged Bandito property position.

A systematic exploration program is proposed by Endurance for the summer of 2011.

*McCord Gold Property, Alaska, USA*

In September 2010, ERI acquired by staking a 100% interest in 14 Alaska State mineral claims encompassing over 2,200 acres located in Fairbanks District in Alaska, USA.

The McCord property is located in the eastern extension of the Livengood gold district and immediately adjoins International Tower Hill's ("ITH") Livengood Property on the eastern side. The McCord claims were located to cover the stream catchment area for two encouraging gold anomalies (110 ppb and 61 ppb Au) in stream sediment samples collected from McCord Creek in 1982 and re-analysed by the State of Alaska Division of Geological and Geophysical Surveys ("DGGS") in 2005. The Livengood district has

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

not been glaciated and therefore the stream sediment gold anomalies are interpreted to represent a source area within the McCord Creek drainage catchment.

The gold results on McCord Creek compare favourably with the best analytical gold values of 201 ppb, 73 ppb, and 72 ppb gold from ITH's Money Knob discovery area on the immediately adjoining ITH property in the same 2005 DGGS survey. In June 2010, as part of its preliminary economic assessment, ITH reported in-situ indicated resources (*at 0.50 gpt cutoff*) of 409 million tonnes grading 0.83 gpt Au for a total 10.9 million ounces of contained gold, centered on the Money Knob discovery (see the ITH website for complete disclosure).

No geological mapping has been completed by Endurance on the McCord property. The geology in the McCord Creek area is interpreted to consist of Proterozoic to Paleozoic sedimentary and volcanic rocks near an ophiolitic thrust assemblage of mafic volcanics.

A program of grid-based soil sampling and prospecting is planned for the 2011 field season.

*Vana Property, Alaska, USA*

In September 2010, ERI acquired by staking a 100% interest in 22 Alaska State mineral claims encompassing over 3,200 acres located in Fairbanks District in Alaska, USA.

The Vana property is located adjacent to Tolovana Hot Springs Dome ("THSD") which is 19 miles southwest of the community of Livengood, Alaska and ITH's Livengood deposit. The Vana claims were located to cover six stream catchment areas which together returned encouraging arsenic, bismuth, and silver geochemical anomalies in stream sediment samples that drain the Tolovana Hot Springs Dome. The stream sediments were collected in 1982 and re-analysed by the DGGS in 2005.

In the THSD area, nineteen stream samples were anomalous, with the highest reported values from the 2005 DGGS Survey at 141 ppm arsenic, 2.95 ppm bismuth and 1.13 ppm silver. Arsenic, bismuth and silver are often pathfinder geochemical elements associated with intrusive-related gold mineralization. These results encompass a combined catchment area of about five by three kilometers that is anomalous in the pathfinder elements for gold. The THSD area has not been glaciated and therefore, the stream sediment anomalies are interpreted to represent a source area within the combined catchment area around the Tolovana Hot Springs Dome.

No geological mapping has been completed by Endurance on the Vana property. The THSD area is underlain by Oligocene to Paleocene-aged granitic rocks.

A program of grid-based soil sampling and prospecting is planned for the 2011 field season.

*Pardo Property, Ontario, Canada (100% interest, subject to farm-out dilution to 45%)*

Endurance owns a 100% interest in the 3,312 hectares "Pardo" Property, located 65 kilometres northeast of Sudbury, in east-central Ontario. The original Vendors have retained a 3% net smelter return ("NSR") royalty, of which one-half can be purchased for \$1,500,000 at any time.

The road accessible property covers a sequence of Proterozoic aged rocks of the Mississagi Formation, a basal unit of the Huronian Supergroup sedimentary assemblage that forms the 15,000 square kilometre Cobalt Embayment.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

The Pardo Property covers the southern flank of a large Proterozoic sedimentary basin that is analogous in many ways to the Witwatersrand Basin in South Africa. The Witwatersrand Basin is the world's largest gold producing geological environment, with over 1.3 billion ounces of gold production since 1880. In terms of size, stratigraphy and depositional environment, the two basins have several similarities. The Cobalt Embayment is younger than the Witwatersrand Basin.

Gold mineralization defined to date on the Pardo Property is spatially associated with pyritic and quartz pebble bearing portions of the Mississagi Formation conglomerates, at or proximal to the unconformity.

The widespread occurrence of low grade gold mineralization associated with the basal conglomerate on the Pardo Property, and the potential size of the target, warrants further serious drilling programs.

Prior to 2009, Endurance completed approximately \$1,000,000 in exploration on the claim block, including trenching and two drilling campaigns totaling 1,626 metres in 97 holes. Intercepts up to 2.01 gpt Au over 8.4 metres were returned from Endurance's drilling program.

Later in 2009, the Company entered into an option agreement with Mount Logan Resources Ltd., a private company that assigned its option to Ginguro Exploration Inc., ("Ginguro"). Ginguro can initially earn a 55% interest followed by a second option to earn up to a 70% interest in the Pardo Property. Until such time as Ginguro completes its earn-in (55% or 70%, as applicable), the Pardo Property claims will continue to be 100% owned by Endurance.

Under the terms of its option agreement with Endurance, Ginguro can earn an initial 55% interest in the property by completing \$1,000,000 in exploration expenditures and making cash payments totaling \$200,000 to Endurance over a three year period. On completion of its 55% earn-in, Ginguro has a one-time option to increase its ownership interest to 70%, by completing an additional \$1,000,000 in exploration and making a further cash payment of \$250,000 to Endurance.

Since acquiring the option in 2009, Ginguro has announced the completion of 17 drill holes in 2009 with an additional 129 drill holes completed to date in 2010. In addition Ginguro has completed metallurgical testwork on several large samples from surface pits and trenches on the Pardo property. A summary of the 2009 and 2010 exploration results by Ginguro can be reviewed in the most recent Endurance press releases.

*Dogpaw Project, Ontario, Canada (23 claims 25% JV interest)*

The Dogpaw Lake Property is located approximately 40 kilometres east of Kenora, in northwestern Ontario. The property is now comprised of 23 mining claims all situated within the Kenora Mining Division.

In 2007 Endurance entered into an option agreement with Metals Creek Exploration (MEK), whereby MEK could acquire 75% interest in 14 claims comprising 60 units in the Dogpaw Lake area of northwestern Ontario. Since that date, MEK has increased the size of the property through staking within an area of mutual interest and it has earned 75% interest through issuing 450,000 shares to EDG and completing \$450,000 in exploration expenditures. In early 2010, the two companies completed a 75% MEK / 25% EDG joint venture agreement.

Exploration focus is in the Flint Lake, Stephens Lake and Bag Lake areas. Prospecting in August 2010 by MEK within the Stephens Lake claim block resulted in the discovery of a new zone of mineralization with grab sample assays ranging from 1.68 to 11.04 gpt Au. During the current quarter, a program of line-

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

cutting, prospecting and induced polarization ("IP") geophysics was active on the Dogpaw joint venture.

EDG participated in partially funding its 25% joint venture share of exploration programs on the MEK joint venture in 2009 and 2010.

*Nechako Gold Property, British Columbia, Canada (75% JV interest)*

The property is located 75 kilometres west of Quesnel, and covers an area of widespread low grade gold mineralization drill defined by Lac Minerals in the mid to late 1980's. The mineralization is primarily hosted in flat lying, hematitic coarse chert bearing conglomerates of the Skeena Group.

No exploration work was completed during the current period and no work is currently planned on the Nechako Gold Project. The property is owned 75% by Endurance, and 25% by Amarc Resources Ltd.

*Other Properties, Canada (100% interest)*

The Company has several other inactive mineral properties in British Columbia and Ontario in which it owns 100% interest without any vendor royalties.

**Results of Operations**

*Nine months ended September 30, 2010*

The Company's net loss for the nine month period ended September 30, 2010 was \$346,010 or \$0.01 per common share, as compared to a net loss of \$193,830 or \$0.01 per common share for the same period in 2009. The net loss in the current nine month period is inclusive of interest income of \$3,675 (\$1,860 in 2009); a realized loss on sales of marketable securities of \$nil (\$27,647 in 2009); an unrealized loss on marketable securities of \$22,000 (a gain of \$74,230 in 2009); and a non-cash future income tax recovery of \$37,500 (\$nil in 2009) that relates to the renunciation of \$150,000 of flow-through expenditures to investors (see Note 10 to the consolidated financial statements). This income item effectively reduces Capital stock whilst also decreasing Deficit by the same amount. There is no effect on cash.

General and administrative expenses before tax and other items for the nine month period ended September 30, 2010, totaled \$365,185 (\$242,273 in 2009), \$122,912 higher than comparable expenses incurred in the same period last year. The variance was mainly attributable to:

- Business development and property investigation expenses totaled \$75,470 (\$12,061 in 2009), an increase of \$63,409. The increase was primarily due to the Company focusing its efforts on evaluating potential exploration projects for new acquisition during the current period.
- Management fees totaled \$134,130 (\$81,500 in 2009), an increase of \$52,630. During the current period an additional \$25,290 (\$34,500 in 2009) in management fees were capitalized to mineral properties and included in property investigation expenses. During the same period in 2009, the former President had reduced the fees he charged to the Company by \$18,500.
- Office and administrative totaled \$42,038 (\$41,390 in 2009), which amount included insurance expenses of \$14,604 (\$11,821 in 2009), travel expenses of \$3,690 (\$2,702 in 2009); miscellaneous expenses of \$2,256 (\$nil in 2009); and an unrealized foreign exchange gain of \$5,768 (a loss of \$1,448 in 2009) recorded primarily due to currency exchange variations on the Company's US dollar cash position.
- Stock-based compensation expense (a non-cash charge) of \$79,050 (\$74,970 in 2009), incurred as a result of the vesting of 1,250,000 (1,700,000 in 2009) stock options granted during the current period.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

*Three months ended September 30, 2010*

The Company's net loss for the quarter ended September 30, 2010 was \$82,754 or \$0.00 per common share, as compared to a net loss of \$43,030 or \$0.00 per common share for the same period in 2009. The net loss in the current quarter is inclusive of interest income of \$2,149 (\$653 in 2009), a realized loss on sales of marketable securities of \$nil (\$27,647 in 2009); and an unrealized loss on marketable securities of \$2,000 (a gain of \$36,273 in 2009).

General and administrative expenses before other items for the current quarter ended September 30, 2010, totaled \$82,903 (\$52,309 in 2009), \$30,594 higher than comparable expenses incurred in the same quarter of last year. The variance was mainly attributable to:

- Business development and property investigation expenses totaled \$20,662 (\$nil in 2009), an increase of \$20,662, as a result of increase of activities in evaluating potential exploration projects for new acquisition during the current quarter.
- Management fees totaled \$35,430 (\$35,000 in 2009), an increase of \$430. During the current quarter, an additional \$25,290 (\$10,000 in 2009) in management fees were capitalized to mineral properties and included in property investigation expenses.
- Office and administrative totaled \$23,325 (\$14,390 in 2009), which amount included insurance expenses of \$4,921 (\$3,984 in 2009), and an unrealized foreign exchange loss of \$8,289 (\$743 in 2009) recorded primarily due to currency exchange variations on its US dollar cash position.

***Summary of Quarterly Results***

Results for the eight most recent quarters ending with the current quarter are summarized in the table below.

<b>Quarter Ended:</b>	<b>Sept.</b>	<b>June</b>	<b>Mar.</b>	<b>Dec.</b>	<b>Sept.</b>	<b>June</b>	<b>Mar.</b>	<b>Dec.</b>
<b>Year:</b>	<b>30</b>	<b>30</b>	<b>31</b>	<b>31</b>	<b>30</b>	<b>30</b>	<b>31</b>	<b>31</b>
	<b>2010</b>	<b>2010</b>	<b>2010</b>	<b>2009</b>	<b>2009</b>	<b>2009</b>	<b>2009</b>	<b>2008</b>
Net sales or total revenue (\$000s)	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil	\$Nil
Income (loss) from continuing operations:								
(i) in total (000s)	\$(83)	\$(103)	\$(160)	\$(123)	\$(43)	\$(36)	\$(115)	\$(636)
(ii) per share <sup>(1)</sup>	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.02)
Net income or loss:								
(i) in total (000s)	\$(83)	\$(103)	\$(160)	\$(123)	\$(43)	\$(36)	\$(115)	\$(636)
(ii) per share <sup>(1)</sup>	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.00)	\$(0.02)

(1) Basic and diluted losses per share are the same, as the effect of potential issuances of shares under stock option agreements would be anti-dilutive.

- The net loss reported in the third quarter of 2010 includes an unrealized loss on marketable securities of \$2,000 and an unrealized loss on foreign exchange of \$8,289.
- The net loss reported in the second quarter of 2010 includes a stock-based compensation of \$30,900 incurred as a result of the vesting of 500,000 stock options, an unrealized gain on marketable securities of \$6,000 and an unrealized gain on foreign exchange of \$14,284.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

- The net loss reported in the first quarter of 2010 includes an unrealized loss on marketable securities of \$26,000, a stock-based compensation of \$48,150 incurred as a result of the vesting of 750,000 stock options and a future income tax recovery of \$37,500 related to the renunciation of \$150,000 of flow-through expenditures to investors in the current quarter.
- The net loss reported in the fourth quarter of 2009 includes a write-down of \$80,417 in mineral property costs, an unrealized gain on marketable securities of \$18,001 and an exploration mining tax credit of \$36,474 from B.C. government.
- The net loss reported in the third quarter of 2009 includes a realized loss on sales of marketable securities of \$27,647, and an unrealized gain on marketable securities of \$36,273.
- The net loss reported in the second quarter of 2009 includes an unrealized gain on marketable securities of \$15,980.
- The net loss reported in the first quarter of 2009 includes a stock-based compensation expense of \$74,970 incurred as a result of the vesting of 1,700,000 stock options granted, and an unrealized gain on marketable securities of \$21,977.
- The net loss reported in the fourth quarter of 2008 includes a write-down of \$717,388 in mineral property costs, an unrealized loss on marketable securities of \$30,332, and a future income tax recovery of \$196,500 due to an adjustment related to the renouncement of \$998,200 of flow-through expenditures to investors in the prior year.

The operating results of junior exploration companies typically demonstrate wide variations from period to period. These variances arise from fluctuations in such costs as stock-based compensation, exploration costs expensed or written down and the renunciation of flow-through expenditures. Management believes that meaningful information about the Company's operations cannot be derived from an analysis of quarterly fluctuations unless the reader examines in more detail the information presented in the quarterly and annual financial statements. See "Results of Operations".

### **Liquidity and Capital Resources**

The mineral properties of the Company are in the exploration stage and, as a result, the Company has no operations that generate cash flow. The Company finances its activities primarily by the sale of its equity securities or from the sale of an interest in its properties in whole or in part.

The Company does not use debt financing to fund its property acquisitions and exploration activities and has no current plans to use debt financing.

The Company has no stand-by credit facilities, or any off-balance sheet arrangements and it does not use hedges or other financial derivatives.

#### *Cash and Financial Conditions*

The Company's cash position was \$756,752 at September 30, 2010 (\$404,951 at December 31, 2009), an increase of \$351,801. The Company had working capital of \$800,043 at September 30, 2010, as compared to \$475,862 at December 31, 2009.

The Company's current working capital position may be insufficient for the Company to fund its current and proposed future exploration activities. The development of the Company's properties will therefore depend upon the Company's ability to obtain financing through the equity markets. There can be no assurance that the Company will succeed in obtaining additional financing. Failure to raise additional financing on a timely basis could cause the Company to suspend its operations and eventually to forfeit or sell its interest in its properties.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

*Investing Activities*

During the nine month period ended September 30, 2010, the Company's cash flow used for investing activities was \$102,235 (\$199,550 in 2009) in mineral properties, all of which represented acquisition and exploration costs that were capitalized.

*Financing Activities*

During the nine month period ended September 30, 2010, shareholders including three directors of the Company acquired a total of 7,960,000 common shares of the Company through the exercise of 7,960,000 of the 8,000,000 share purchase warrants that otherwise would have expired on March 30, 2010. The Company received \$796,000 from the exercise of the warrants. The warrants were issued primarily to insiders in connection with a non-brokered private placement transaction of 8,000,000 Units in March 2009. Each Unit consisted of one common share and one share purchase warrant, exercisable at a price of \$0.10 per share until March 30, 2010.

During the same period in 2009, the Company completed a non-brokered private placement with four directors, an officer and a consultant of the Company, receiving gross proceeds in the aggregate amount of \$400,000 by issuing 8,000,000 units ("Units") at a price of \$0.05 per Unit. Each Unit consisted of one common share and one share purchase warrant entitling the holder to purchase one common share of the Company for a period of twelve months from closing at a price of \$0.10 per share.

**Outstanding share data as at the Report Date:**

On the Report Date, the Company had 47,472,586 common shares outstanding or 52,412,586 shares on a fully diluted basis as follows:

	No. of Shares	Exercise Price	Expiry Date
Stock options	3,200,000	\$0.10 - \$0.15	October 11, 2012 to April 9, 2015
Warrants	1,500,000	\$0.30	September 14, 2011
Brokers Warrants	240,000	\$0.30	September 14, 2011

**Transactions with related parties**

Included in accounts payable and accrued liabilities is \$29,673 (\$11,586 in 2009) due to related parties. Amounts due to related parties are unsecured, non-interest bearing, and have no specific terms of repayment.

During the nine month period ended September 30, 2010, the Company entered into the following related party transactions:

- a) Paid or accrued to companies controlled by an officer and directors of the Company an aggregate of \$25,290 (\$34,500 in 2009) for geological and project management fees included in general exploration and mineral property expenses and \$134,130 (\$82,000 in 2009) for corporate management fees.
- b) Paid or accrued to companies controlled by directors of the Company an aggregate of \$33,575 (\$6,075 in 2009) for consulting fees.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

- c) Paid a company with a common director an aggregate of \$21,139 (\$21,139 in 2009) for rent.
- d) Issued nil common shares (33,334 common shares with a value of \$1,667 in 2009) and paid an amount of \$nil (\$13,333 in 2009) to the late President of the Company under an option agreement on the Pardo Property.

The amounts charged to the Company for the transactions provided have been determined by negotiations amongst the parties. These transactions were in the normal course of operations and were measured at the same value as if the transactions had occurred with non-related parties.

### **Changes in Accounting Policies**

#### ***Recent Accounting Pronouncements***

##### *International financial reporting standards ("IFRS")*

The CICA has adopted a strategic plan whereby the Canadian accounting standards will be converged with International Financial Reporting Standards (IFRS) with the requirement to report under the new standards for fiscal years commencing in 2011. The Company's transition date of January 1, 2011 will require the restatement into IFRS for comparative purposes of amounts previously reported under Canadian GAAP by the Company for the year ended December 31, 2010, including a revised opening balance sheet as at January 1, 2010.

The Company has implemented a three phase conversion process into IFRS as follows:

- Phase 1 – Preliminary planning and scoping;
- Phase 2 – Detailed assessment, conversion planning and development;
- Phase 3 – Implementation, ongoing monitoring and IFRS updates.

The Company has completed Phase 1. Work on Phase 2 will carry on throughout 2010. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

##### *Business Combinations, Consolidations, Non-Controlling Interests*

In January 2009, the CICA issued Handbook Sections 1582 Business Combinations, 1601 Consolidated Financial Statements and 1602 Non-controlling Interests which replace CICA Handbook Sections 1581 Business Combinations and 1600 Consolidated Financial Statements. Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. These Sections are applicable for interim and annual consolidated financial statements for fiscal years beginning January 1, 2011. Early adoption of these Sections is permitted and all these Sections must be adopted concurrently. The Company does not expect the impact of the adoption of these standards to be significant on its consolidated financial statements.

**ENDURANCE GOLD CORPORATION**  
**MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION**  
**AND RESULTS OF OPERATIONS**  
**For the nine-month period ended September 30, 2010**

**Outlook**

As the result of warrants being exercised in March 2010, Endurance is currently in a sound financial condition. Additional exploration expenditures are expected for the Rattlesnake-Natrona property and the Bandito property in 2010. Management is also evaluating numerous other potential exploration projects for acquisition. The Company will need to raise additional funds in the short term to significantly advance its property portfolio in 2011, fund exploration on new acquisitions, and to meet its future estimated overhead expenditures. Additional funding would also allow for the acquisition and aggressive funding of potential new acquisitions, in a climate where opportunities exist but must be evaluated efficiently in a competitive environment. The Company is working to secure those funds from conventional equity financing sources, from private investors, through farm-outs of existing properties in the Company's portfolio and from strategic partnerships. Failure to raise such funds on a timely basis could cause the Company to suspend its operations and eventually to forfeit or sell its interest in its properties.

**Forward-Looking Statements**

Certain of the statements made and information contained herein is "forward-looking information" within the meaning of the Securities Acts in British Columbia and Ontario. This includes statements concerning the Company's plans at its mineral properties, which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. Forward-looking information is subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking information, including, without limitation, the ability of the Company to continue to be able to access the capital markets for the funding necessary to acquire and maintain exploration properties and to carry out its desired exploration programs; inability to fund the Company's share of costs incurred under joint venture agreements to which it is a party, and reduction or elimination of its joint venture interest as a result; competition within the minerals industry to acquire properties of merit, and competition from other companies possessing greater technical and financial resources; difficulties in executing exploration programs on the Company's proposed schedules and within its cost estimates, whether due to weather conditions in the areas where it operates, increasingly stringent environmental regulations and other permitting restrictions, or other factors related to exploring of its properties, such as the availability of essential supplies and services; factors beyond the capacity of the Company to anticipate and control, such as the marketability of mineral products produced from the Company's properties, government regulations relating to health, safety and the environment, and the scale and scope of royalties and taxes on production; the availability of experienced contractors and professional staff to perform work in a competitive environment and the resulting adverse impact on costs and performance and other risks and uncertainties, including those described in each management's discussion and analysis of financial condition and results of operations. In addition, forward-looking information is based on various assumptions including, without limitation, assumptions associated with exploration results and costs and the availability of materials and skilled labour. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements. Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation to publicly update or revise forward-looking information, whether as a result of new information, future events or otherwise.