GOWEST GOLD LTD.
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE SIX MONTHS ENDED APRIL 30, 2013

This management discussion and analysis ("MD&A") of the financial condition and results of operations of Gowest Gold Ltd. ("Gowest" or the "Company") describes the operating and financial results of the Company for the three and six months ended April 30, 2013. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. The MD&A supplements, but does not form part of the financial statements of the Company and should be read in conjunction with Gowest's audited consolidated financial statements for the years ended October 31, 2012 and 2011, together with the notes thereto. The Company prepares and files its financial statements in accordance with International Financial Reporting Standards ("IFRS"). All amounts are stated in Canadian dollars unless otherwise noted and gold is measured in fine troy ounces ("ounces").

On November 1, 2011, Gowest adopted International Financial Reporting Standards ("IFRS"). The unaudited condensed interim consolidated financial statements for the three and six months ended April 30, 2013, have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"), and using accounting policies consistent with IFRS. Accordingly, they do not include all of the information required for full annual financial statements required by IFRS as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). Readers of this MD&A should refer to "Change in Accounting Policies" below for a discussion of IFRS and its effect on the Company's financial presentation.

Forward-looking Statements

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement. Specifically, this MD&A includes, but is not limited to, forward-looking statements regarding: the potential of Gowest's properties to contain economic precious and base metal deposits; the Company's ability to meet its working capital needs for the next twelve-month period, or the foreseeable future; the plans, costs, timing and capital for future exploration and development of Gowest's property interests, including the costs and potential impact of complying with existing and proposed laws and regulations; management's outlook regarding future trends; sensitivity analysis on financial instruments, which may vary from amounts disclosed; prices and price volatility for precious and base metals; and general business and economic conditions.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond Gowest's ability to predict or control. These risks, uncertainties and other factors include, but are not limited to, precious and base metal deposits, price volatility, changes in debt and equity markets, timing and availability of external financing on acceptable terms, the uncertainties involved in interpreting geological data and confirming title to the Company's properties, the possibility that future exploration results will not be consistent with Gowest's expectations, increases in costs, environmental compliance and changes in environmental and other local legislation and regulation, interest rate and exchange rate fluctuations, changes in economic and political conditions and other risks involved in the precious and base metal and development industry, as well as those risk factors listed in the "Risks and Uncertainties" section below. Readers are cautioned that the foregoing list of factors is not exhaustive of the factors that may affect the forward-looking statements. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A. Such statements are based on a number of assumptions that may prove to be incorrect, including, but not limited to, assumptions about the following: the availability of financing for Gowest's exploration and development activities; operating and exploration costs; the Company's ability to retain and attract skilled staff; timing of the receipt of regulatory and governmental approvals for exploration projects and other operations; market competition; and general business and economic conditions.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Gowest's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Date of MD&A

This MD&A is dated June 21, 2013.

Description of the Business and Going Concern

Gowest is an exploration and development stage resource company engaged in the exploration, development and acquisition of precious metals mineral properties. The Company is focused on the exploration and development of the North Timmins Gold Project ("NTGP") which includes its wholly-owned Frankfield East gold deposit. Gowest's 10,700-hectare (107 square kilometres) NTGP land package is located near Timmins, Ontario, in the Timmins Gold Camp, which, since its discovery in the early 1900's, has produced almost half of all the gold mined in Canada.

The Company's primary objective is to advance its Frankfield East Gold deposit to production. It intends to continue to explore other prospective areas in the NTGP, particularly along the Pipestone fault. The Company also remains open to evaluating other potential opportunities to enhance shareholder value.

In addition to its focus on the exploration and development of its Frankfield East Gold deposit, which represents approximately 50-hectare (0.5 square kilometre), the Company is exploring additional gold targets on the remainder of its land package. This land package generally surrounds, or is contiguous with, the Frankfield property and includes exploration interests along the largely undeveloped Pipestone Fault area of the Timmins Gold Camp, including a contiguous block of claims extending approximately 18 kilometres along the Pipestone Fault from the Frankfield East deposit southeast towards the Clavos deposit. The Company regularly evaluates the potential to increase its holdings in the vicinity of the Pipestone Fault, among other acquisition opportunities.

On April 4, 2011, the name of the Company was changed from Gowest Amalgamated Resources Ltd. to Gowest Gold Ltd. On March 29, 2011, the shareholders of the Company approved the name change at the annual and special meeting of the shareholders.

Gowest, directly and from time to time through joint ventures, is in the business of exploring mineral properties that it believes contain mineralization that is, or will, in the future, be economically recoverable. To date, the Company has not earned significant revenues from mineral exploration and is considered to be in the development stage, as defined by CICA Accounting Guideline 11.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that planned exploration and development programs will result in profitable mining operations. The recoverability of the amount shown for mineral properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete exploration and development, and upon future profitable production or proceeds from dispositions of such properties. Changes in future conditions could require material write-downs of the carrying amounts of mineral properties.

Although the Company has taken steps to verify title to its mineral property interests, in accordance with industry standards for the current stage of exploration of such property, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, aboriginal claims, and noncompliance with regulatory and environmental requirements. The Company's assets may also be subject to increases in taxes and royalties, renegotiation of contracts, currency exchange fluctuations and restrictions and political uncertainty.

The accompanying unaudited condensed interim consolidated financial statements have been prepared in accordance with Canadian General Accepted Accounting Principles ("GAAP"), as applicable to a going concern, which contemplates the realization of its assets and the settlement of its liabilities in the normal course of operations.

In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but is not limited to, twelve months from the end of the reporting period. The ability of the Company to continue operations is dependent upon obtaining the necessary financing to complete the development of a mineral property. Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the entity's ability to continue as a going concern, as described in the following paragraph. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying unaudited interim consolidated financial statements.

2013 Highlights and Outlook

In November 2012, the Company reported an updated resource at the Frankfield East deposit containing approximately 945,600 ounces of gold ("Au") in the indicated category (6.0 million tonnes at a grade of 4.9 grams per tonne ["g/t"] Au), an increase of 170% over the June 2011 estimate. The updated estimate also included 536,800 ounces of gold in the inferred category (3.7 million tonnes at a grade of 4.2 g/t Au). As was used in the Company's November 2011 Preliminary Economic Assessment, the current estimate is based on a 3.0 g/t Au cut-off and a conservative gold price of US$1,200/oz. This new resource estimate was completed by Neil N. Gow, P. Geo., an independent Qualified Person, and reported in accordance with Canadian Securities Administration National Instrument 43-101 ("NI 43-101") requirements and CIM (Canadian Institute of Mining, Metallurgy and Petroleum) Standards for Mineral Resources and Reserves.

On November 30, 2012 and April 15, 2013, the Company issued a total of 25,000 common shares and 25,000 warrants to purchase common shares of the Company at a price $0.25 to the Mattagami First Nation and the Matachewan First Nation pursuant to the agreement entered into in October 2011. The April 15, 2013 issuance reflects the final tranche of shares pursuant to the agreement.

On December 19, 2012, the Company completed a private placement for aggregate proceeds of $3,000,640. Pursuant to the offering, the Company issued and sold: (i) 6,615,045 units, at a price of $0.11 per unit, for gross proceeds of $727,650; and (ii) 18,942,000 flow-through units, at a price of $0.12, for gross proceeds of $2,273,000. Each unit was comprised of one common share of the Company and one-half of one common share purchase warrant and each flow-through unit was comprised of one flow through common share of the Company and one-half of one warrant. Each Warrant is exercisable to acquire one common share of the Corporation at a price of $0.14 to December 19, 2014. Upon closing, the agent and certain selling group members were paid a cash commission of $124,250 and issued 255,207 shares for compensation. In addition, the Company issued compensation warrants to purchase a total of 1,730,575 common shares of the Company at a price of $0.11 per share for a 24 month period following the closing of the private placement.

During the second quarter of 2013, the Company announced the results of its 20 hole drill program whereby 3,799m of diamond core drilling, which began on December 5, 2012, was focused on infill drilling that will enable the Company to optimize the bulk sampling and subsequent test mining planned at Frankfield East next year. The objective of the 2013 Frankfield East infill drilling program is to select two or three areas with good gold tenor and continuity in preparation for underground test mining (bulk sampling) in 2014. These drill results from our Frankfield East gold deposit, continue to confirm the continuity of the resource areas that we plan to test mine in 2014. All these infill drill holes have successfully intersected gold mineralization at various shallow depths of less than 200 vertical m.

In conjunction with the infill drilling program, Gowest has recently completed two steep drill holes for hydrogeological testing, one through the circular ramp area of the proposed test mine development workings and the second testing the main zones near the surface in the ramp area. Packer tests were conducted at every 75m or so down the holes to determine the water flow through the rocks. All this engineering work, along with the completed baseline environmental study, will be submitted in the coming months to the appropriate government agencies as part of the Company's application for a bulk sample/test mining permit.

In addition to the infill drilling, Gowest has undertaken an exploration drilling program on the Tully North claim block of its NTGP. This program is investigating historic reports of several gold values from drilling in the early 1980's, which included a reported intersection of 7.1 g/t Au of 1.5m. Reports indicate gold mineralization is hosted in a broad zone of carbonated-silicified basalts cut by ankerite veinlets and characterized by disseminated arsenopyrite-pyrite, which is similar environment to that hosting the Frankfield East gold deposit.

During the period, the Company announced the recent expansion of the NTGP to cover a total of 107 square-kilometers (10,696 hectares). In early April, an additional six claims totaling 1,247 hectares were staked by Gowest at minimal costs.

On May 29, 2013, the Company announced that it has entered into a non-binding Letter of Intent with Glencore Xstrata's Kidd Operations, located in Timmins, Ontario. The plan is to refurbish the Division 'D' line of the mill at Kidd Operations to process Gowest's ore into a high-grade (+90 grams per tonne) gold concentrate. The proposed arrangement between the companies significantly reduces the cost and time to commercial production of the Frankfield East gold deposit. Gowest has completed a detailed concept engineering study for the mill refurbishment and is now advancing detailed mining plans and initiating a feasibility study. A Definitive Agreement is expected in the latter part of 2013.

Selected quarterly information

The following tables set out financial performance highlights for the last eight quarters:

	Second Quarter April 30, 2013	**First Quarter January 31, 2013**	**Fourth Quarter October 31, 2012**	**Third Quarter July 31, 2012**
	$	$	$	$
Net (loss) from operations	(390,999)	(317,266)	(122,445)	(352,836)
Interest income/(expense)	4,885	119	(3,803)	(2,175)
Future income taxes recovered	-	-	(1,108,106)	-
Net income / (loss)	(386,114)	(317,147)	(1,204,354)	(355,011)
Net (loss) per share, basic	(0.00)	(0.00)	(0.02)	0.00
Comprehensive gain / (loss)	(389,864)	(320,897)	(1,211,854)	(347,511)
Cash flow (used in) operations	(695,234)	(75,832)	(221)	(453,321)
Cash & cash equivalents, end of period	1,387,610	2,583,687	676,538	1,106,674
Assets	16,817,342	17,381,319	14,756,349	14,646,715
Future tax liabilities	1,505,240	1,505,240	1,505,240	480,000

	Second Quarter April 30, 2012	First Quarter January 31, 2012	(1) Fourth Quarter October 31, 2011	(1)Third Quarter July 31, 2011
	$	$	$	$
Net (loss) from operations	(359,553)	(484,514)	(354,672)	(451,669)
Interest income	3,037	8,280	1,312	1,655
Other (expense)	500,996	-	42,000	-
Net (loss)	144,480	(566,984)	(311,360)	(466,514)
Net (loss) per share, basic	0.00	(0.00)	(0.00)	(0.01)
Comprehensive (loss)	136,980	(473,234)	(333,860)	(466,514)
Cash flow (used in) operations	(763,893)	(268,894)	(176,718)	(711,647)
Cash & cash equivalents, end of period	1,210,205	2,867,404	1,838,799	354,757
Assets	14,414,253	14,944,032	12,825,850	10,389,538
Future tax liabilities	480,000	480,000	480,000	651,000

(1) Adjusted to Reflect adoption of IFRS as of November 1, 2011.

Selected Annual Information

The following is a summary of selected audited financial information for the fiscal years of:

	2012	(1) 2011	2010
	$	$	$
Revenues	13,580	8,766	26,165
Expenses	1,319,348	2,334,718	1,699,727
Interest and other income/(expense)	(68,991)	-	142,017
Net loss from operations	(1,374,759)	(2,325,952)	(1,673,562)
Other	-	-	142,017
Future income taxes (expense) recovered	(607,110)	42,000	392,893
Net loss	(1,981,869)	(2,283,952)	(1,138,652)
Net loss per share, basic and diluted	(0.02)	(0.02)	(0.01)
Comprehensive loss	(1,895,619)	(2,383,702)	(1,214,402)
Cash flow from (used in) operations	(1,217,435)	(1,391,503)	(841,534)
Cash & cash equivalents, end of period	676,538	1,838,799	2,670,902
Assets	14,756,349	12,825,850	8,531,907
Future tax liabilities	1,505,240	480,000	651,000

(1) Adjusted to Reflect adoption of IFRS as of November 1, 2011.

Results of Operations

The Company's operations during the three and six month periods ended April 30, 2013, produced a net loss of $386,114 and $703,261, respectively as compared to a net gain of $144,480 and a loss of $422,504 for the comparable prior year period. The Company reported a comprehensive loss of $389,864 and $710,761 for the three and six month period ended April 30, 2013, respectively as compared with a comprehensive gain of $136,980 and a loss of $336,254 in the comparable prior year period.

For the three months ended April 30, 2013, the Company's increase in its comprehensive loss as compared to the prior year gain was primarily due to: i) a future income tax recovery of $0 in the current year period as compared to $500,996 in the prior year period reflecting the renunciation of the premium on flow-through shares in the prior year period, ii) an increase in share-based payments expense of $86,700 in the current year period as compared to $15,228 in the prior year period reflecting the stock option grants in the current year; iii) offset by a decrease in professional fees and other administrative expenses totalling of $232,581 as compared to $269,012 in the prior year period, a result of a reduction in expenses in the period, and; iv) a reduction of an unrealized gain on an available for sale investment of $3,750 as compared to $7,500 in the prior year period reflecting an adjustment to the carrying value of its long-term investment.

For the six months ended April 30, 2013, the Company's increase in its comprehensive loss of $710,761 as compared to the prior year loss of $336,254 was primarily due to: i) a future income tax recovery of $0 in the current year period as compared to $500,996 in the prior year period reflecting the renunciation of the premium on flow-through shares in the prior year period; ii) an increase in share-based payments of $106,180 in the current year period as compared to $85,812 in the prior year period reflecting the stock option grants in the current year; iii) a decrease in professional fees and other administrative expenses of $445,598 as compared to $602,959 in the prior year period reflecting the Company's payment under the its agreement with the First Nations and an overall reduction in administrative expenses; and; iv) an increase in unrealized loss / (gain) on an available for sale investment of $7,500 as compared to a gain of ($86,250) in the prior year period reflecting an adjustment to the carrying value of its long-term investment.

Liquidity and Capital Resources

The activities of the Company, which are primarily the acquisition, exploration and development of mineral properties, that it believes contain mineralization, are financed through the completion of equity transactions such as equity offerings and the exercise of stock options and warrants. There is no assurance that equity capital will be available to the Company in the required amounts, with acceptable terms or at the time required. See "Risk Considerations" below.

As at April 30, 2013, and October 31, 2012, the Company reported a cash and cash equivalent position of $1,387,610 and $676,538 respectively and had working capital of $1,260,044 and $414,403 respectively.

The Company's use of cash in operating activities was $695,234 and cash used in investing activities was $1,380,491 for the six month period ended April 30, 2013, reflecting exploration and evaluation expenditures.

The Company's cash provided by financing activities was $2,714,797 for the six month period ended April 30, 2013, reflecting the net proceeds from the private placement of December 19, 2012.

Exploration and Evaluation Properties

According to Gowest's Exploration and Evaluation Properties as at April 30, 2013, accumulated costs related the Company's interest in mineral properties owned, leased, under consideration to be acquired or under option, were as follows:

	Acquisition cost	Deferred Exploration	Option Payments Received	**April 30, 2013 Net book value**	October 31, 2012 Net book value
	$	$	$	$	$
Frankfield Project, Ontario	1,229,375	12,057,973	-	**13,287,351**	12,479,877
Whitney Township, Ontario	16,800	60,768	(77,568)	**-**	-
Dowe Property, Ontario	34,200	-	-	**34,200**	34,200
Pipestone Property, Ontario	134,000	896,252	-	**1,030,252**	890,846
Tully Property, Ontario	69,458	751,233	-	**820,691**	455,205
	1,408,833	13,766,229	(77,568)	**15,172,494**	13,860,128

On a quarterly basis, the management of the Company reviews exploration costs to ensure deferred expenditures include only costs and projects that are eligible for capitalization.

For a description of the mineral properties owned by the Company, refer to Note 9 of the unaudited condensed interim consolidated financial statements as at April 30, 2013.

Commitments and Contingencies

On December 19, 2012, the Company issued a total of $2,273,040 in flow through common shares. As at April 30, 2013, the Company had expended approximately $1,100,000 related to these flow-through funds and is required to expend the balance of $1,273,040 by December 31, 2013. The Company has indemnified the subscribers of current and previous flow-through share offerings against any tax related amounts that become payable by the shareholder as a result of the Company not meeting its expenditure commitments.

The Company is party to a management contract. The contract contains clauses requiring additional payments of up to $300,000 be made upon the occurrence of certain events such as a change of control. As the likelihood of these events taking place is not determinable, the contingent payment has not been reflected in these consolidated financial statements.

The Company is committed to minimum amounts under an operating lease agreement, which expires September 29, 2013. Minimum commitments remaining under this lease were approximately $8,500, which is due within one year.

The Company's exploration and evaluation activities are subject to various federal and provincial laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Transactions with Related Parties

Related party transactions conducted in the normal course of operations are measured at the exchange value. The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, to similar transactions to non-key management personnel related entities on an arm's length basis.

Related parties include the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

During the six month period ended April 30, 2013, related parties subscribed for 1,100,000 units in the private placements during the period for proceeds of $121,000.

The amounts due to related parties are unsecured, non-interest bearing and due on demand.

The remuneration of directors and key management of the Company for the six month period ended April 30, 2013 and 2012 was as follows.

		2013		**2012**
Aggregate cash compensation	$	158,000	$	154,000
Share based payments	$	64,100	$	-

Proposed Transactions

There are no material decisions by the board of directors of the Company with respect to any imminent or proposed transactions that have not been disclosed.

Critical Accounting Estimates

Critical accounting estimates represent estimates that are highly uncertain and for which changes in those estimates could materially impact the financial statements. The following accounting estimates are critical: the measurement of deferred income tax assets and liabilities and assessment of the need to record valuation allowances against those assets; valuation of options; and capitalized mining costs.

Costs relating to the acquisition, exploration and development of non-producing resource properties are capitalized until such time as either economically recoverable reserves are established or the properties are sold or abandoned. Based on the results at the conclusion of each phase of an exploration program, management re-evaluates properties that are not suitable as prospects to determine if future exploration is warranted, and that carrying values are appropriate. The decision to capitalize exploration expenditures and the timing of the recognition that capitalized exploration is unlikely to have future economic benefits can materially affect the reported earnings of the Company.

Change in Accounting Policy

Impact of Adopting IFRS on the Company's Accounting Policies

Effective the first quarter of 2012, the Company began preparing its financial statements in accordance with IFRS. Reconciliations, descriptions and explanations of how the transition to IFRS has affected the reported financial position, financial performance and cash flows are provided in Note 14, "Conversion to IFRS" of the audited consolidated financial statements. The Company has changed certain accounting policies to be consistent with IFRS. The changes to its accounting policies have resulted in certain changes to the recognition and measurement of assets, liabilities, equity and expenses within its financial statements.

The following summarizes the significant changes to the Company's accounting policies on adoption of IFRS.

(a) Impairment of non-financial assets

IFRS requires a write down of assets if the higher of the fair market value and the value in use of a group of assets is less than its carrying value. Value in use is determined using discounted estimated future cash flows. Current Canadian GAAP requires a write down to estimated fair value only if the undiscounted estimated future cash flows of a group of assets are less than its carrying value.

The Company's accounting policies related to impairment of non-financial assets have been changed to reflect these differences. There was no impact on the audited consolidated financial statements as there were no impairment indicators on the Transition Date.

(b) Decommissioning liabilities (asset retirement obligations)

IFRS requires the recognition of a decommissioning liability for legal or constructive obligations, while current Canadian GAAP only requires the recognition of such liabilities for legal obligations. A constructive obligation exists when an entity has created reasonable expectations that it will take certain actions.

The Company's accounting policies related to decommissioning liabilities have been changed to reflect these differences. There is no impact on the audited consolidated financial statements as there was no legal or constructive obligation on the Transition Date.

(c) Flow-through shares

On transition to IFRS, the Company has adopted a policy whereby proceeds from flow-through issuance are allocated between the offering of shares and the sale of tax benefits based on the difference between the quoted price of the existing shares and the amount the investor pays for the shares. A premium on flow through share liability is recognized for this difference. Upon renunciation to the investor of the tax benefits associated with the related expenditures, a deferred tax liability is recognized and the premium on flow through shares liability is reversed with any difference being recorded as a deferred tax recovery (expense). To the extent that suitable deferred tax assets are available, the Company will reduce the deferred tax liability and record a deferred tax recovery. Previously, the Company's Canadian GAAP policy was to follow the recommendations of Emerging Issues Committee ("EIC") 146 with respect to the accounting for flow-through shares. This resulted in the Company reducing the net proceeds of the flow-through share issuance by the future tax liability of the Company resulting from the renunciation of the exploration expenditures in favour of the flow-through share subscribers.

(d) Expired stock options and warrants

Under Canadian GAAP, the Company’s policy was to leave the value recorded for expired unexercised stock options and warrants in contributed surplus. On transition to IFRS, the Company elected to change its accounting policy for the treatment of expired stock options and warrants whereby amounts recorded for expired unexercised stock options and warrants are transferred to deficits.

(e) Share issue costs

Under IFRS, current and deferred taxes that arise from an item recorded directly in equity should also be recorded through equity, and not through net income (loss). Any remeasurement of an item recorded directly in equity that originally triggered the recognition of the current or deferred taxes is also recorded through the equity account and not through net income (loss); this concept is referred to as "backward tracing". Canadian GAAP does not allow backwards tracing on items recorded directly in equity. As a result of the difference between Canadian GAAP and IFRS related to backward tracing, a transitional adjustment is required to move future tax recoveries recorded on share issuance costs prior to the Transition Date from deficit to the capital stock account.

Subsequent Disclosures

New accounting standards and interpretations

Certain pronouncements were issued by the IASB ("International Accounting Standards Board") or the IFRIC ("International Financial Reporting Interpretation Committee") that are mandatory for accounting periods after November 1, 2012 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded from the table below. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

(i) IFRS 9 – Financial instruments (“IFRS 9”) was issued by the IASB in November 2009 with additions in October 2010 and will replace IAS 39 Financial Instruments: Recognition and Measurement (“IAS 39”). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity’s own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2015. Earlier adoption is permitted.

(ii) IFRS 10 – Consolidated financial statements ("IFRS 10") was issued by the IASB in May 2011 and will replace IAS 27 Consolidated and Separate Financial Statement and SIC 12 Consolidation – Special Purpose Entities. IFRS 10 is a new standard which identifies the concept of control as the determining factor in assessing whether an entity should be included in the consolidated financial statements of the parent company. Control is comprised of three elements: power over an investee; exposure to variable returns from an investee; and the ability to use power to affect the reporting entity's returns. IFRS 10 is effective for annual periods beginning on or after January 1, 2013. Earlier adoption is permitted.

(iii) IFRS 11 – Joint arrangements ("IFRS 11") was issued by the IASB in May 2011 and will replace IAS 31 Interest in Joint Ventures and SIC 13 Jointly Controlled Entities – Non-Monetary Contributions by Venturers. IFRS 11 is a new standard which focuses on classifying joint arrangements by their rights and obligations rather than their legal form. Entities are classified into two groups: joint operations and joint ventures. A joint operation exists when the parties have rights to the assets and obligations for the liabilities of a joint arrangement. A joint venture exists when the parties have rights to the net assets of a joint arrangement. Assets, liabilities, revenues and expenses in a joint operation are accounted for in accordance with the arrangement. Joint ventures are accounted for using the equity method. IFRS 11 is effective for annual periods beginning on or after January 1, 2013. Earlier application is permitted.

(iv) IFRS 12 – Disclosure of interests in other entities ("IFRS 12") was issued by the IASB in May 2011. IFRS 12 is a new standard which provides disclosure requirements for entities reporting interests in other entities, including joint arrangements, special purpose vehicles, and off balance sheet vehicles. IFRS 12 is effective for annual periods beginning on or after January 1, 2013. Earlier application is permitted.

(v) IFRS 13 – Fair Value Measurement ("IFRS 13") was issued by the IASB in May 2011. IFRS 13 is a new standard which provides a precise definition of fair value and a single source of fair value measurement considerations for use across IFRS. IFRS 13 clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions. It also establishes disclosures about fair value measurement. IFRS 13 is effective for annual periods beginning on or after January 1, 2013. Earlier adoption is permitted.

(vi) IAS 1 – Presentation of Financial Statements ("IAS 1") was amended by the IASB in June 2011. As a result of the amendment, items in other comprehensive income will be required to be presented in two categories: items that will be reclassified into profit or loss and those that will not be reclassified. The flexibility to present a statement of comprehensive income as one statement or two separate statements of profit and loss and other comprehensive income remains unchanged. The amendments to IAS 1 are effective for annual periods beginning on or after July 1, 2012. Earlier adoption is permitted.

(vii) IFRIC 20 Stripping Costs in the Production Phase of a Surface Mine ("IFRIC 20") was issued by the IASB in October 2011. This interpretation requires the capitalization and depreciation of stripping costs in the production phase if an entity can demonstrate that it is probable future economic benefits will be realized, the costs can be reliably measured and the entity can identify the component of the ore body for which access has been improved. IFRIC 20 is effective for annual periods beginning on or after January 1, 2013. Earlier adoption is permitted.

Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish a quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

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

There were no changes in the Company's approach to capital management during the six month period ended April 30, 2013. Neither the Company nor its subsidiaries are subject to externally imposed capital requirements.

Risk Considerations

Gowest's business of exploring for mineral resources involves a variety of operational, financial and regulatory risks that are typical in the natural resource industry. The Company attempts to mitigate these risks and minimize their effects on its financial performance, but there is no guarantee that the Company will be profitable in the future, and Gowest common shares should be considered speculative.

Financial Risk Factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected if the Company's access to the capital market is hindered, whether as a result of a downturn in stock market conditions generally or related to matters specific to the Company. The Company generates cash flow primarily from its financing activities. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as maintenance of liquidity.

All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

The Company will continue to review its ongoing financial requirements to meet continued exploration and development plans.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

(a) Interest rate risk: Interest rate risk is the impact that changes in interest rates could have on the Company's earnings and assets. In the normal course of business, the Company is exposed to prime interest rate fluctuations as a result of cash equivalents being invested in interest-bearing instruments. The Company's current policy is to invest excess cash in investment-grade deposit certificates issued by its banking institution. The Company periodically monitors the investments it makes and is satisfied with the creditworthiness of its Canadian chartered banks. Management believes that interest rate risk is remote as investments have maturities of three months or less and the Company currently does not carry interest bearing debt at floating rates.

(b) Foreign currency risk: The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As a result, the Company's exposure to foreign currency risk is remote.

(c) Price risk: The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, as it relates to gold, individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company. The Company's investment in Crown Minerals Inc. ("Crown Minerals") is subject to fair value fluctuations arising from changes in the equity and commodity markets.

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents and accounts receivable. Cash and cash equivalents consist of cash, high interest savings accounts and certificates of deposit at select Canadian financial institutions, from which management believes the risk of loss to be remote. Financial instruments included in accounts receivable consist of goods and services tax due from the Federal Government of Canada and receivables from joint venture partners. Management believes that the credit risk concentration with respect to financial instruments included in accounts receivable is remote.

Sensitivity analysis

The Company has designated its cash as held-for-trading, which is measured at fair value. Marketable securities are classified as available-for-sale, which are measured at fair value. Accounts receivable are classified as loans and receivables, which are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost.

As at April 30, 2013, the carrying and fair value amounts of the Company's financial instruments are the same.

Based on management's knowledge of and experience with the financial markets, the Company believes the following movements are "reasonably possible" over a three month period:

(i) The Company's cash equivalents are subject to floating interest rates. As at April 30, 2013, if interest rates had decreased/increased by 1% with all other variables held constant, the loss for the year ended April 30, 2013 would not have been significantly impacted. Management believes interest rate risk is minimal.

(ii) The Company's long-term investments amounting to $18,750 are subject to fair value fluctuations. As at April 30, 2013, if the fair value of the Company's long-term investments had decreased/increased by 10% with all other variables held constant, comprehensive loss for the six month period ended April 30, 2013 would have been approximately $567 higher/lower. Similarly, as at April 30, 2013, reported shareholders' equity would have been approximately $567 lower/higher as a result of the 10% decrease/increase in the fair value of the Company's long-term investments.

The Company does not hold significant balances in foreign currencies to give rise to exposure to foreign exchange risk.

Commodity price risk is remote since the Company is not a producing entity.

Disclosure Controls and Procedures

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported to senior management, including the Company's President and Chief Executive Officer and Chief Financial Officer, on a timely basis so that appropriate decisions can be made regarding public disclosure.

As at April 30, 2013, Gowest management, with the participation of the President and Chief Executive Officer and the Chief Financial Officer, evaluated the effectiveness of the Company's disclosure controls and procedures as required by Canadian securities laws. Based on that evaluation, the President and Chief Executive Officer and the Chief Financial Officer have concluded that, as of the end of the period covered by this management's discussion and analysis, the disclosure controls and procedures were effective to provide reasonable assurance that material information required to be disclosed in the Company's annual filings and interim filings (as such terms are defined under Multilateral Instrument 52-109 – Certification of Disclosure in Issuers' Annual and Interim Filings) and other reports filed or submitted under Canadian securities laws is recorded, processed, summarized and reported within the time periods specified by those laws and that material information is accumulated and communicated to management of the Company, including the President and Chief Executive Officer and the Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

Internal Control Over Financial Reporting

Management of the Company is responsible for designing internal control over financial reporting or causing it to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with IFRS.

There are inherent weaknesses in the systems of internal control due to the small size of the company and its inability to segregate incompatible functions. The Company plans to remediate this weakness by expanding the number of individuals involved in the accounting function as the company incurs future growth.

Outstanding Share Data

Common Shares:

The Company has authorized and unlimited number of common shares and 1,500,000 special shares, redeemable, voting and non-participating. The Company has 158,014,431 shares issued and outstanding as of the date hereof.

Gowest shares are traded on the TSX Venture Exchange under the symbol GWA.

Share Purchase Warrants:

As of the date hereof, the Company has 29,156,588 common share purchase warrants outstanding with a weighted average exercise price of $0.19 expiring between August 12, 2013 and December 31, 2016.

Stock Options:

As of the date hereof, the Company has 11,335,000 options outstanding under the Company’s stock option plan for employees, directors, officers and directors with a weighted average exercise price of $0.23 expiring from 2013 to 2018.

Additional Information

Additional information relating to the Company is available on the Internet at the SEDAR website located at www.sedar.com and at http://www.gowestgold.com/index.html.