Roughrider
EXPLORATION LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS

For the three months ended March 31, 2017

INTRODUCTION

Prepared on May 29, 2017 for the three months ended March 31, 2017 ("Q1 2017"), this Management Discussion and Analysis ("MD&A") supplements, but does not form part of the audited financial statements of Roughrider Exploration Limited ("Roughrider" or the "Company"). This MD&A should be read in conjunction with the accompanying audited financial statements for the years ended December 31, 2016 and 2015 and the related notes which have been prepared in accordance with International Financial Reporting Standards ("IFRS").

Additional information, including audited financial statements and more detail on specific items discussed in this MD&A can be found on the Company's page at www.sedar.com.

Monetary amounts in the following discussion are in Canadian dollars.

This MD&A contains Forward Looking Information.
Please read the Cautionary Statements on page 3 carefully.

FORWARD-LOOKING INFORMATION

This MD&A contains certain forward-looking information and forward looking statements as defined in applicable securities laws. All statements other than historical fact are forward looking statements.

The statements reflect the current beliefs of the Company, and are based on currently available information. Accordingly, these statements are subject to known and unknown risks, uncertainties and other factors which could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed in or implied by the forward-looking statements. This forward-looking information, principally under the heading "Outlook," but also elsewhere in this document, includes estimates, forecasts, plans and statements as to the Company's current expectations concerning, among other things, continuance as a going concern, collection of receivables, requirements for additional capital, the availability of financing, and the potential held by projects in the Company's portfolio.

Forward-looking statements are based on a number of assumptions, including, but not limited to, assumptions regarding general business and economic conditions, interest rates, the global and local supply and demand for labour and other project inputs, changes in commodity prices in general, changes to legislation, conditions in financial markets (in particular, the continuing availability of financing), our ability to attract and retain skilled staff, and our ongoing relations with governments, our employees and business partners. The foregoing list of assumptions is not exhaustive. Events or circumstances could cause actual results to vary materially from expectations.

Factors that may cause actual results to vary include, but are not limited to: actual experience in collecting receivables, changes in interest and currency exchange rates, acts or omissions of governments, including those who consider themselves self-governing, delays in the receipt of government approvals or permits to begin work, inaccurate geological and engineering assumptions, unanticipated future operational difficulties (including cost escalation, unavailability of materials and equipment, industrial disturbances or other job action, epidemic, pandemic or other disease outbreaks, and unanticipated events related to health, safety and environmental matters), political risk (including the risk that the rights to mine a project may be rescinded by the government or otherwise lost), actual exploration results, social unrest, failure of counterparties to perform their contractual obligations, changes in general economic conditions or conditions in the financial markets and other risk factors as detailed from time to time in the Company's reports and public filings with the Canadian securities administrators, filed on SEDAR. The Company does not assume the obligation to revise or update forward-looking information after the date of this document nor to make revisions to reflect the occurrence of future unanticipated events, except as may be required under applicable securities laws.

BUSINESS OF THE COMPANY

The principal business of the Company is uranium mineral exploration in the Athabasca Basin region of northern Saskatchewan. The main focus of its work is the exploration of the 131,412 hectare (324,728 acre) Genesis uranium project located northeast of the Athabasca Basin, within the Wollaston-Mudjatk Transition Zone ("WMTZ"). All of Saskatchewan's operating uranium mines occur along the WMTZ where it extends to the southwest under the boundaries of the basin.

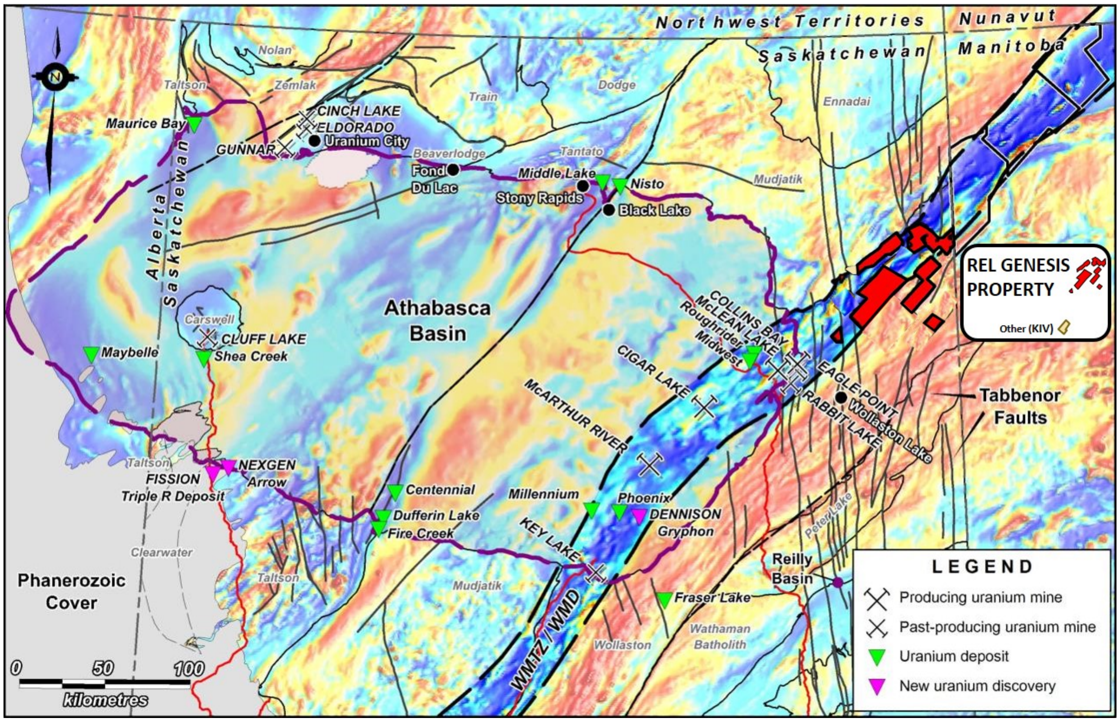
The Company is a reporting issuer in British Columbia, Alberta, and Ontario, and trades on the TSX Venture Exchange under the symbol REL.

Genesis Property

Roughrider has an agreement with Kivalliq Energy Corp ("Kivalliq"), pursuant to which Roughrider may earn up to an 85% interest in Kivalliq's "Genesis" uranium project (the "Genesis property"). Under the terms of the option agreement, as amended December 22, 2015 (the "Genesis Property Option Agreement"), the Company may earn an initial 50% interest in the Genesis property by making cash payments of $700,000 ($525,000 paid), incurring exploration expenditures of $2.1M ($1.90M expended), and issuing 3,939,656 common shares (issued). Roughrider may acquire a further 35% interest (for an aggregate 85% interest) by making additional cash payments of $700,000, and incurring additional exploration expenditures of $2.5M. All remaining cash payments may be made either in cash or in shares, at Roughrider's election.

At the time of acquisition by Roughrider, the Genesis property was comprised of 46 claims totalling 198,736 hectares. Seven claims (four in Saskatchewan and three in Manitoba) were added to the Genesis property in 2014 through staking and purchase and brought the totals up to 53 claims comprising 200,677 hectares. On May 18, 2016, Roughrider purchased Saskatchewan Mineral Dispositions MC2080, MC2081 and MC2082 totaling 232 hectares, increasing the Genesis property to 56 mineral claims totalling 200,909 hectares (496,457 acres). The ten claims acquired since 2014 are contiguous with the Genesis property claims in the Johnston Lake-GAP priority area. Subject to the terms of the Area of Interest clause of the Genesis Property Option Agreement, Roughrider has transferred 100% of the title in all mineral dispositions acquired to Kivalliq. On October 3, 2016, Roughrider gave notice to Kivalliq that Roughrider will not maintain its option on 15 of the 56 claims. The Genesis property is now comprised of 41 claims totaling 131,412 hectares.

The Genesis property is located northeast of Saskatchewan's Athabasca Basin, within the prospective northeast trending Wollaston-Mudjatk Transition Zone ("WMTZ"). Notably, all of Canada's currently operating uranium mines occur along the trend of the WMTZ where extends beneath the cover the younger sedimentary stratigraphy of the Athabasca Basin. The claims begin 25 km to the northeast of Cameco Corporation's recently closed Eagle Point uranium mine, and extend 90 kilometres northeast to the Manitoba border along the same prospective geological and structural domain.



Outline of Athabasca sedimentary basin (purple) imposed on SGS regional airborne Total Field Magnetics (TFMag).

Until recently, explorers focused on targeting uranium mineralization within the current boundaries of the Athabasca Basin, even though many of the high-grade resources are located within basement rocks lying beneath the rocks of the Athabasca Basin. Recent discoveries at the western boundary of the Basin, such as Fission Uranium Corp.'s RRR deposit and Nexgen Energy Corp's Arrow deposit, are hosted by basement rocks that are clearly outside current basin boundaries. This recent understanding has renewed uranium exploration of areas outside of the Basin that have known uranium showings and favorable structural settings within basement host rocks.

The Genesis property covers regional host rocks known to host uranium mineralization. The project area has previously been explored by Denison Mines Limited, Roughrider Uranium Corp., Triex Minerals Corporation, CanAlaska Uranium Ltd., and the geological surveys of Saskatchewan and Canada. Past exploration in the area included lake sediment and soil geochemical surveys, airborne geophysical surveys, ground geochemical surveys, geological mapping and radiometric assisted prospecting. A compilation by Kivalliq management of this historic work, which outlined identified 30 uranium showings and several known uranium-bearing boulder trains, helped to outline eight target areas that display multi-variant anomalism including combinations of geophysical conductors, radiometrics and/or existing lake sediment, boulder or outcrop uranium or indicator element geochemical anomalies.

With its partner Kivalliq as project operator, Roughrider has incorporated a multi-disciplinary approach exploring the Genesis property. A summary of the work completed at Genesis by Roughrider is provided in the table below:

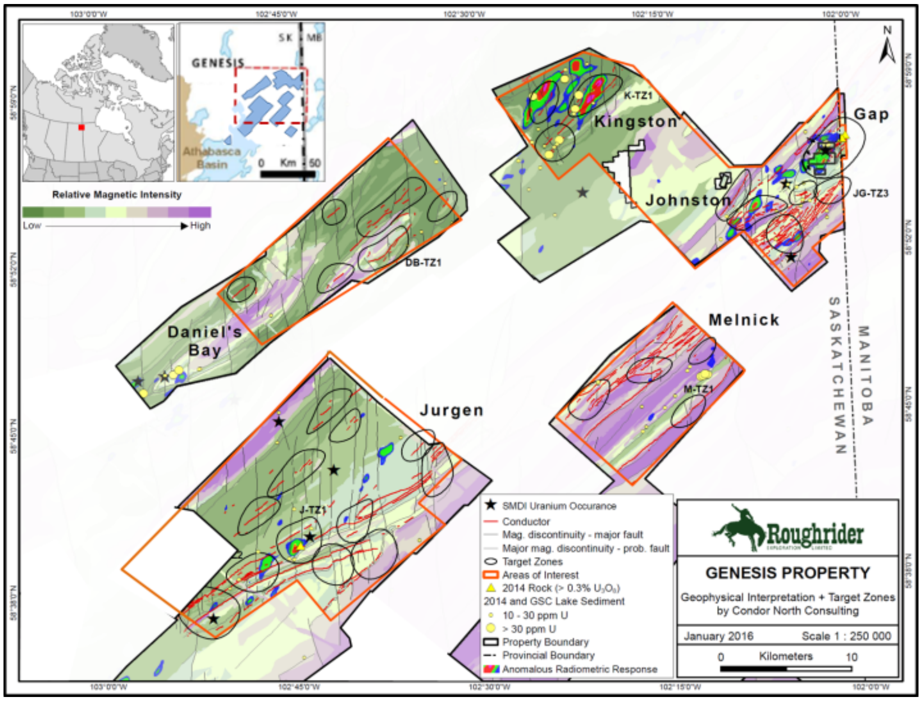
Genesis Property: Work Completed by Roughrider Exploration Limited 2014-2016

Year	Project Location	Work		
2014	Property-wide Jurgen 1 & 2, Daniels Bay, Burrill Bay, Kingston, Johnston, Sava, Gilles, GAP, Waspison, Melnick.	Airborne Geophysics Geology/Prospecting Soil Geochemistry Biogeochemistry Lake sediments	CGG DIGEM EM, Mag, Radiometrics Scintillometer assisted B-horizon soils; Enzyme Leach Un-ashed spruce boughs; ICP-MS Torpedo sampler; ICP-MS	5,984 Line-km; 8 grids 139 Sites; 16 rock samples 1,347 soil samples; 28 target areas 62 samples; 4 target areas 291 samples; property-wide
Mar. 2015	Jurgen 1 & Jurgen 2 Jurgen 1, Jurgen 2 & Sava	Ground VLF-EM Biogeochemistry	SJ Geophysics, VLF-EM Ashed black spruce twig, ICP-MS	32 and 37.2 line-km respectively 249, 296 and 49 sample respectively
Dec. 2015	Jurgen, Daniel's Bay, Kingston-Johnston-GAP, Melnick	Inversion analysis; GeoInterp integrated analysis	Condor Consultants Inc. Integrated analysis of geophysical, geological, geochemical data	31 target areas outlined total.
Apr. 2016	Jurgen, Daniel's Bay, Kingston., Johnston, Melnick	Airborne geophysics Gravity gradiometry Magnetics	CGG FALCON AGG Survey and magnetics	1,677 line-km in 5 grids.
Aug. 2016	Jurgen, Daniel's Bay, Kingston., Johnston, Melnick	Integrated analysis of AGG data	Condor Consultants Inc; data inversion	20 gravity targets identified (9 at Jurgen & 7 at Johnston)
Sept. 2016	Jurgen	Soil Geochemistry Biogeochemistry Prospecting	B-horizon soils; Enzyme Leach Ashed black spruce twig, ICP-MS Scintillometer assisted	187 soil samples 3 target areas 147 samples, 3 target areas 2 rock samples

The 2014 Phase I field work program was successful in isolating six priority areas based on repeated and expanded geochemical/ and biogeochemical anomalies, and favourable geology in association with discrete electromagnetic geophysical conductor signatures. The six priority areas include the following: Jurgen 1 and Jurgen 2, Johnston Lake/GAP, Kingston Lake, Sava Lake, and Daniel's Bay (Burrill Bay area).

The March 2015, Roughrider completed a winter field program on the Jurgen 1 and Jurgen 2 areas and the Sava Lake biogeochemical anomaly area. Jurgen 1 results demonstrate good spatial correlation between: the highest uranium results from the 2015 biogeochemical program (1.35ppm U, 1.64 ppm U and 1.75ppm U); the highest uranium results from the 2014 enzyme leach soil sampling program; and the main Jurgen 1 EM conductive trend. At Jurgen 2, the VLF-EM survey suggests a possible structural feature that disrupts the EM conductors mapped. Biogeochemical results anomalous for uranium at Jurgen 2 seem to extend to the Jurgen 1 conductor that passes through the south portion of the grid.

In December 2015, Roughrider took delivery of an integrated assessment of geophysical, geological and geochemical data ("GeoInterp"" from select areas of interest at the Genesis uranium property in northeast Saskatchewan. The work was undertaken by Condor Consulting Inc. ("Condor"), recognized experts in the field of integrated exploration, focusing on four areas in the northeast portion of the Genesis property: Jurgen, Daniel's Bay, Kingston-Johnston-GAP and Melnick. A total of thrity-one target areas were defined.



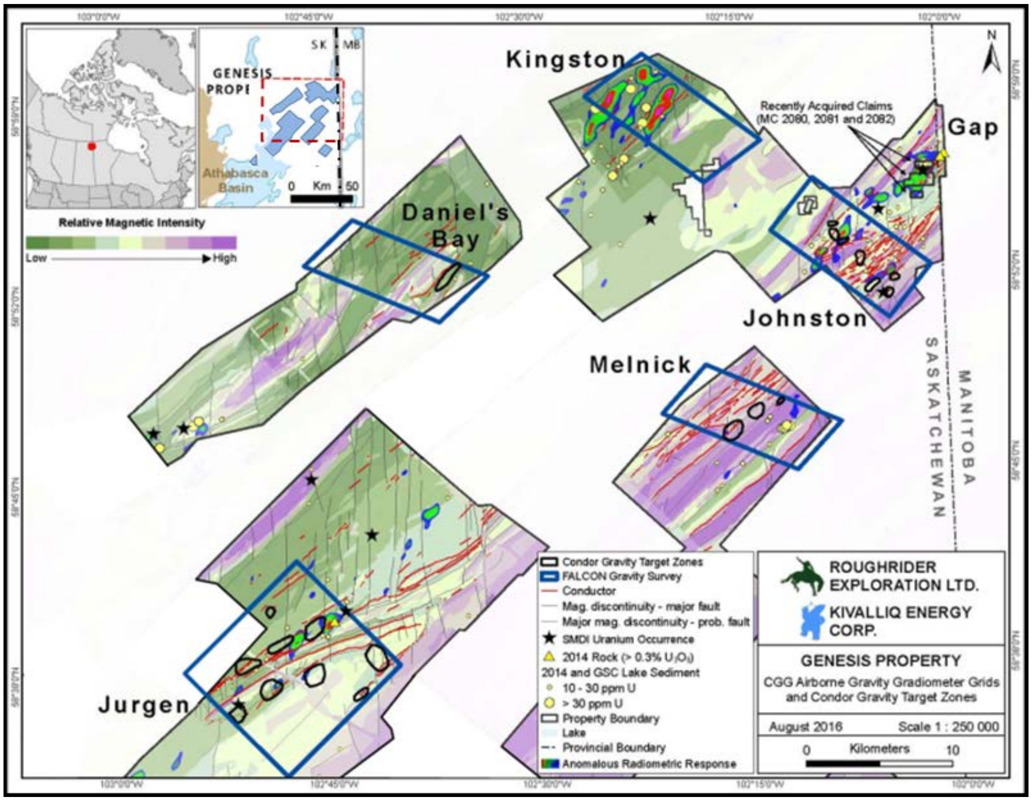
Target areas defined by Condor Consultants GeoInterp integrated assessment.

On August 20, 2015 the Saskatchewan Ministry of Economy granted Kivalliq, on behalf of Roughrider, one full year of relief from its 2015 annual assessment work expenditure requirements ($3,006,746 in expenditure relief) for 49 Genesis Property claims (200,450 hectares). The relief was granted, subject to Section 75(1) of the Saskatchewan Mineral Tenure Registry Regulations (the Regulations), because of the severe forest fire hazard that existed throughout northern Saskatchewan in 2015.

In February and March of 2016, a 1,677 line-kilometre fixed-wing FALCON airborne gravity gradiometer (AGG) survey was completed on the Genesis property by CGG Canada Services Ltd. Independent review of the data was provided by 3D Geoscience Inc. The AGG survey was divided into five survey grids to cover previously highlighted priority areas: Jurgen, Daniel's Bay, Melnick, Kingston and Johnston. The areas covered by the AGG survey incorporated 16 of the 31 individual areas of interest identified by Condor in its 2015 compilation work.

In April 2016, the Company contracted Condor to undertake an integrated analysis and interpretation of the FALCON Airborne Gravity Gradiometry ("AGG") survey and new total magnetic field surveys survey data completed over select areas of interest at the Genesis property in February and March of 2016.

A total of twenty gravity targets were identified and prioritized based on the integration of the 2016 AGG data with results from the 2015 compilation by Condor of electromagnetic, magnetic, radiometric, geochemical, biogeochemical and geological data sets. The majority of the gravity targets were identified in the Jurgen and Johnston areas, with nine and seven targets respectively.



Interpreted FALCON gravity gradiometric low response anomalies.

In September 2016, Roughrider undertook a small soil, biogeochemical and prospecting work program at Jurgen. A total of 187 enzyme leach soil samples, 147 biogeochemical samples and two rock samples were collected along the Jurgen 1 and Jurgen 2 target area trend. Sampling focused on infilling enzyme leach soil samples at Jurgen 1 and expansion of the enzyme leach and biogeochemical grids to cover newly identified gravity low anomalies along the trend to the northeast.

HIGHLIGHTS FOR THE QUARTER ENDED MARCH 31, 2017, AND SUBSEQUENT PERIOD TO MAY 29, 2017

Financial Highlights

Roughrider spent $12,102 on exploration, while restricting other net expenses to $96,747 for the period ended March 31, 2017.

On January 5, 2017, the Company closed the final tranche of the non-brokered private placement financing and issued 200,000 additional non-flow through shares ("Non-FT Shares") at a price of $0.05 per Non-FT Share for proceeds of $10,000. The Company incurred additional costs of $321 in connection with this financing.

In January 2017, 486,000 shares were released from escrow as described in Note 6 of the condensed interim financial statements for the three months ended March 31, 2017.

Operational Highlights

On January 20, 2017, Roughrider announced the appointment of Jasmine Lau as Chief Financial Officer and Corporate Secretary.

On March 6, 2017, the Company entered into a letter agreement with Commander Resources Ltd. ("Commander") to acquire up to a 100% interest in Commander's Sabin zinc-copper-silver property in Northwestern Ontario, Canada, by paying a total of $1,100,000 in cash payments, completing $4,500,000 in exploration expenditures, and issuing a total of 4,400,000 common shares of the Company over a nine year period. Commander retains a 1% NSR on claims where the NSR held by all other parties is not greater than 2%. The transaction is subject to, among other items, completion of due diligence and various third party and regulatory approvals.

On April 25, 2017, the Company signed a letter of intent ("LOI") granting it the right to acquire, by option, a 100% interest in the Iron Butte oxide gold-silver project located along the western margin of the Carlin Gold Trend in Lander County, Nevada. The terms of the LOI signed April 20, 2017 provides an exclusivity during which the parties will endeavour to execute a definitive agreement and close the transaction by June 10, 2017. Under the terms of the LOI, the Company can earn a 100% interest in the Iron Butte project by making a total of $1,000,000 USD ($5,000 USD paid upon execution of the LOI) in cash payments and issuing 1,500,000 shares in the Company over 6 years. If a positive production decision is made regarding Iron Butte, the Company will pay a further $1,000,000 USD and issue an additional 500,000 the Company's shares. The vendor will also receive a $500,000 USD payment for every 1,000,000 ounces of gold production and $500,000 USD payment for every 10,000,000 ounces of silver production at Iron Butte. The vendor will also retain a 2.5% NSR subject to buy-down provisions of $1,000,000 USD for the first 1% and $1,000,000 USD for an additional 0.5%. All the Company's shares issuable under the transaction will be subject to a four month hold period.

OUTLOOK

Financial outlook

The Company completed the first quarter of 2017 with $409,854 in cash, and with working capital[1] of $302,114.

The current objectives of the Company are to continue exploring the Genesis uranium project with a view to fully earning the 85% interest under the option agreement; however this will require raising additional capital.

The Company's ability to continue as a going concern is dependent upon a number of factors – principally on the Company's ability to create positive cash flow in the short term either by obtaining the necessary financing to undertake additional exploration and development of its mineral property interests, by creating one or more additional joint venture agreements with partners in order to achieve the foregoing, or by selling one or more mineral property interests. The Company no longer has sufficient cash to meet its existing obligations, and is deferring

[1] Working capital is a non-GAAP-measure is defined as current assets net of current liabilities.

payments to management in order to continue operations. Additional capital will be needed to continue exploring the Genesis property.

DISCUSSION OF OPERATIONS AND FINANCIAL CONDITION

Summary of Quarterly Results

Quarter ended	Revenues	Loss from Operations and Net Loss	Basic and Diluted Loss per Share from Operations and Net Loss per Share
March 31, 2017	Nil	$ (108,849)	$ (0.00)
December 31, 2016	Nil	(174,928)	(0.01)
September 30, 2016	Nil	(112,193)	(0.00)
June 30, 2016	Nil	(142,186)	(0.01)
March 31, 2016	Nil	(100,864)	(0.00)
December 31, 2015	Nil	(150,187)	(0.01)
September 30, 2015	Nil	(89,790)	(0.00)
June 30, 2015	Nil	$ (153,427)	$ (0.01)

In 2015, and 2016 the Company focused on minimizing costs, while performing data analysis, limited fieldwork, and other projects during the year to advance exploration in a few specific areas.

Three months ended March 31, 2017

The loss for the quarter ended March 31, 2017 (“Q1-17”) reflects the cost of the company’s base expenditures. Quarterly expenditures increased from $174,928 in Q4-16 to $108,849 in Q1-17. The Q1-17 loss is lower than in Q4-16 as a result of a decrease in exploration expenses and a decrease in salary expenses for amounts no longer being paid for the former CFO.

Capital purchases

The Company spent $4,991 in exploration property acquisition costs during the quarter ended March 31, 2017 for staking fees for the Sabin Zinc Houghton Lake Area (2016 - $Nil).

There have been no purchases of plant or equipment to date.

Liquidity, Capital Resources and Cash Flow Analysis

The Company’s primary source of funding has been from the issuance of common shares. Management is concerned about the Company’s ability to raise additional funds amid the low uranium price, and the prevailing investment climate of risk aversion, particularly toward mining projects.

Financial Instruments

The Company's financial instruments consist of cash and cash equivalents, receivables, and accounts payable and accrued liabilities. It is management's opinion that the Company is not exposed to significant interest, currency or credit risk arising from the financial instruments. Credit risk is managed for cash by having a major Canadian bank hold the funds in a chequing account. Credit risk is managed for significant receivables by seeking prompt payment, monitoring the age of receivables, and making follow up inquiries when receivables are not paid in a timely manner. Currency risk is negligible as all funds and payables are denominated in Canadian dollars. The Company does not engage in any hedging activities. Further discussion of these risks is available in the audited financial statements for the year ended December 31, 2016.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

Significant components of general and administrative expenses are shown separately on the *Condensed Interim Statements of Loss and Comprehensive Loss*, also part of the unaudited condensed interim financial statements for the three months ended March 31, 2017.

RISK FACTORS

Macroeconomic Risk

Impairments and write-downs of major mining projects have led to a significant reduction in "risk appetite" with respect to funding investment into exploration companies. As a result, the ability for exploration companies to access capital through private placements has been significantly diminished. The long term result of lower risk appetite is that projects take longer to develop, or may not be developed at all.

Political Policy Risk

Despite the recent moderation in the gold price, the previously record-high gold prices encouraged numerous governments around the world to look at ways to secure additional benefits from the mining industry across all commodity types, an approach recognized as "Resource Nationalism." Mechanisms used or proposed by governments have included increases to royalty rates, corporate tax rates, implementation of "windfall" or "super taxes," and carried or free-carried interests to the benefit of the state. Extreme cases in Venezuela and Argentina have resulted in the nationalization of active mining interests. Such changes are viewed negatively in the investment community and can lead to share price erosion, and difficulty in accessing capital to advance projects.

Exploration Risk

Mineral exploration and development involve a high degree of risk and few projects are ultimately developed into producing mines. There is no assurance that the Company's selected Qualifying Transaction will demonstrate exploration results sufficient to result in the definition of a body of commercial ore. Whether an ore body will be commercially viable depends on a number of factors including the particular attributes of the deposit such as size, grade and proximity to infrastructure, as well as mineral prices and government regulations, including environmental regulations.

Financial Capability and Additional Financing

The Company has limited financial resources, has no source of operating income and has no assurance that additional funding will be available to it. It is anticipated that further exploration and development of the projects will be financed in whole or in part by the issuance of additional securities by the Company. Although the Company has been successful in the recent past in financing its initial activities through the issuance of equity securities, there can be no assurance that it will be able to obtain sufficient financing in the future to execute its business plan, particularly with ongoing uncertainty in the global financial markets, and the prevailing investment climate of risk aversion particularly in the resource sector. A discussion of risk factors particular to financial instruments is presented in the audited financial statements for the year ended December 31, 2016.

The Company has not commenced commercial mining operations and has no assets other than cash and cash equivalents, modest receivables and a small amount of prepaid expenses. The Company has no history of earnings, and is not expected to generate earnings or pay dividends until the company's exploration project is sold or taken into production.

Commodity Prices

The mineral industry varies with the price of metals. The prices of uranium, gold and other commodities have fluctuated widely in recent years and are affected by factors beyond the control of the Company including, but not limited to, international economic and political trends, currency exchange fluctuations, economic inflation and expectations for the level of economic inflation in the consuming economies, interest rates, global and local economic health and trends, speculative activities and changes in the supply of commodities due to significant (often sovereign or national) purchases and divestitures, new mine developments, mine closures as well as advances in various production and use technologies of commodities. All of these factors will impact the viability of the Company's exploration projects in ways that are impossible to predict with certainty.

Uranium Market

Since uranium is used both as a fuel for power generation and as a weapon, its price is subject to unique forces in addition to the typical supply / demand tension impacting all commodities. These unique forces include the level of strategic government stockpiling or disposition, the level of effort being expended to cap the number of nuclear-armed states in the world, the public perception of the relative safety of nuclear power generation, and related government and international regulation. While these unique forces appear to have acted together in recent years to suppress the spot price of uranium, this risk may become an opportunity if those forces subside and the spot price of uranium continues to rise.

Environment

Both the exploration and any production phases of the Company's future operations will be subject to environmental protection regulations in the jurisdictions in which it operates. Globally, environmental legislation is evolving towards stricter standards and enforcement, more stringent environmental impact assessments of new mining projects and increasing liability exposure for companies and their directors and officers. There is no assurance that future environmental regulations will not adversely affect the Company or its future operations.

Human Health

The Company seeks to provide its employees with a safe and healthy workplace. The impact of highly contagious diseases, including the impact of a real or threatened pandemic, can be substantial both to individuals, and organizations. In the event of a disease outbreak, the Company may have to curtail or suspend operations for a period of time. Reduced operations could have varying impact on the Company, depending on the timing and duration of the incident and on other ancillary factors.

Financial Instrument Risk

As a result of its use of financial instruments, the Company is subject to credit risk, interest rate risk, currency risk, liquidity risk and other price risk. These risks are considered to be small. These risks are discussed comprehensively in the audited financial statements for the year ended December 31, 2016.

Liquidity of Common Shares

There can be no assurance that an active and liquid market for the Company's common shares will develop or continue to exist, and an investor may find it difficult to resell its common shares. In addition, trading in the common shares of the Company may be halted at other times for other reasons, including for failure by the Company to submit documents to the Exchange in the time periods required.

RECENT ACCOUNTING PRONOUNCEMENTS

Adoption of New Standards and Interpretations

The following amended standard is relevant to the organization and was first adopted for the Company's year ended December 31, 2016, but has had no material impact on the financial statements:

> *IAS 1, Presentation of Financial Statements* amendment to clarify guidance on materiality and aggregation, the presentation of subtotals, the structure of financial statements, and the disclosure of accounting policies.

Upcoming Changes in Accounting Standards

The following changes to standards are effective as follows:

> <u>For the Company's year ended December 31, 2018:</u>
>
> *IFRS 7, Financial Instruments: Disclosures:* This amendment requires additional disclosures on transition from IAS 39 and IFRS 9.
>
> *IFRS 9, Financial Instruments:* This new standard replaces IAS 9 and describes the new requirements for the classification, measurement and de-recognition of financial assets and liabilities. Specifically, *IFRS 9* requires all recognized financial assets that are within the scope of *IAS 39 Financial Instruments: Recognition and Measurement* to be subsequently measured at amortized cost or fair value. The amendment also introduces a third measurement category for financial assets: fair value through other comprehensive income, and includes a single, forward-looking 'expected loss' impairment model.
>
> *IFRS 15, Revenue from Contracts with Customers:* This new standard establishes a new control-based revenue recognition model which could change the timing of revenue recognition.
>
> <u>For the Company's year ended December 31, 2019:</u>
>
> *IFRS 16, Leases:* This new standard eliminates the classification of leases as either operating leases or finance leases and introduces a single lessee accounting model which requires the lessee to recognize assets and liabilities for all leases with a term of longer than 12 months.

The Company is in the process of assessing the impact of the above new accounting pronouncements.

OFF-BALANCE SHEET ARRANGEMENTS

The Company is not a party to any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future material effect on the Company's financial condition, changes in financial condition, revenues, expenses, results of operations, liquidity, capital expenditures or capital resources.

TRANSACTIONS WITH RELATED PARTIES

Key management personnel:

Key management personnel are those persons that have the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management includes executive and non-executive members of the Company's Board of Directors, a corporate officer and a vice president. For the period ended March 31, 2017, an officer and a vice president of the Company were paid compensation of $53,750 (March 31, 2016 – $67,000) which is included in salaries, marketing and in exploration expenses. During the period ended March 31, 2016, 250,000 stock options were granted to one director. During the same period, non-executive members of the Company's Board of Directors received no cash compensation or stock options.

Other related parties:

During the three months ended March 31, 2017:

a) Legal services valued at $11,479 (March 31, 2016 - $2,000) were received from a law firm for which one of the directors of the Company is a partner, and

b) Administrative services valued at $1,587 (March 31, 2016 - $Nil) were received from a company owned by a director and officer of the Company.

As at March 31, 2017, the Company owed $26,843 (2016 – $39,000) to related parties, which is been included in accounts payable and accrued liabilities.

OUTSTANDING SHARE DATA

The following section updates the Outstanding Share Data provided in the unaudited condensed interim financial statements for the three months ended March 31, 2017.

Common Shares outstanding at March 31, 2017 and May 29, 2017	36,574,757
Stock Options outstanding at March 31, 2017 and May 29, 2017	2,400,000
Warrants outstanding at March 31, 2017 and May 29, 2017	10,924,050

APPROVAL

David W. Tupper, P.Geo., V.P. of Exploration and a Qualified Person under National Instrument 43-101 has reviewed and approved the technical information contained in this document.

The Board of Directors of the Company has approved the disclosure contained in this interim MD&A.

ADDITIONAL INFORMATION

Additional information relating to the Company is on SEDAR at www.sedar.com