REPORT DATE:
July 26, 2017

This Management Discussion and Analysis (the "MDA") provides relevant information on the operations and financial condition of VR Resources Ltd. (the "Company") for the period ended June 30, 2017.

The Company is in the business of mineral exploration. Activities include the evaluation, acquisition and exploration of mineral exploration properties in search of economic mineral deposits. Properties with copper and gold potential in the western United States are the current focus of the Company, specifically in Nevada. The realization of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves and future profitable production, or proceeds from the disposition of these assets. The carrying values of exploration and evaluation assets do not necessarily reflect their present or future values.

All monetary amounts in this MDA and in the interim consolidated financial statements are expressed in Canadian dollars, unless otherwise stated. Financial results are being reported in accordance with International Financial Reporting Standards ("IFRS").

The Company's certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which is it was made, with respect to the period covered by these filings, and these consolidated financial statements together with other financial information included in these filings. The Board of Directors' approves the consolidated financial statements and MDA and ensures that management has discharged its financial responsibilities.

This MDA is the first full reporting quarter for the Company upon the acquisition of, and business combination with, Renntiger Resources Ltd., a transaction which closed on March 21, 2017. This MDA should be read in conjunction with the Company's previous MDA and consolidated financial statements and notes thereto for the year ended March 31, 2017, and dated May 30, 2017.

The Company is registered in the province of British Columbia. Its principal office is located at Suite 1750 – 700 West Pender Street Vancouver, BC, V6C 1G8. It's registered and records office is located at Suite 2300 – 550 Burrard Street, Vancouver, BC, V6C 2B5.

OVERALL PERFORMANCE

The normal course the Company's mineral exploration business continued in Q1 Fiscal 2018.

The Company remains well financed to carry out its mineral exploration strategy. As previously reported, the Company completed in February 2017, a Brokered Financing of 13,333,333 units issued at $0.30 per unit, for gross proceeds of **$4,000,000** and a Non-Brokered Rights Offering of 1,382,364 units issued at $0.30 per unit, for gross proceeds of **$414,709**. The Company's current working capital is to support a two-year mineral exploration strategy based on its current mineral property portfolio, and including general and administrative costs.

The basic functioning of the Company's legal, audit and corporate compliance work is unchanged from the previous reporting period. The Company maintains its day-to-day work out of the exploration office established in Vancouver, British Columbia, by Renntiger Resources Ltd. The Company employs a tight administrative cost structure, with a focus on relating material expenditures to mineral exploration. Mineral properties are held in the Company's wholly owned US-based subsidiary, Renntiger Resources USA Inc., but the Company does not operate a US-based mineral exploration office. Mineral exploration in the United States is overseen by the Company's Principal Geologist, with local mineral exploration service companies and consultants used to complete various exploration surveys.

There is active mineral exploration on the Company's core asset, the Bonita copper-gold property located in northwestern Nevada, USA. A first-pass diamond drill program is planned for August (Q2 Fiscal 2018), and is expected to take two to three months to complete. Exploration planning is in progress at the Company's Danbo gold property in west-central Nevada. Various new mineral opportunities are evaluated in the field on an ongoing basis. The Company staked a new property named Big Creek in July 2017; it is located in Humboldt County, Nevada, and will be further explored later in 2017, concurrent with exploration at the Bonita property.

The Company evaluates new mineral opportunities on an ongoing basis, whether by generative work and staking, joint venture, property acquisition or by a corporate transaction (e.g. merger).

Development of the Company's capital markets is ongoing. The Chief Executive Officer completed marketing trips in May and July to present current exploration results and strategies to both retail and institutional investors. Engagement of Renmark Financial Communications Inc. for capital market development is ongoing.

EXPLORATION PROJECTS

<u>Summary</u>

The Company owns four mineral properties in Nevada, USA (see Figure 1 on following page). The core asset is the Bonita Property, located in Humboldt County; exploration is ongoing at Bonita. Exploration planning continues at the Danbo gold property located in Nye County, based on the results of reconnaissance exploration completed by the Company in 2016. The Company holds the Yellow Peak property located in Mineral County in good standing, but there are no immediate plans for exploration on the property. Exploration plans will be developed later in 2017 for a newly staked property named Big Creek, located in Humboldt County.

As of the date of this report, the Company is actively exporting on the ground at its core asset, the Bonita property located in Humboldt County in northwestern Nevada, USA. An array of successive field programs and airborne and surveys have been completed on the property over the past two and one-half years, starting in December 2014. An IP ground-based geophysical survey started in December and halted upon the arrival of winter conditions was re-started on May 8, 2017, and was completed in June. Detailed geological mapping and sampling around the key exploration targets at Bonita was completed in May and June. An airborne ZTEM elecgromagnetic survey was completed over the core area of the Bonita Property in July by Geotech Ltd., at a cost of approximately C$ 100,000. Preliminary data were received by the Company just prior to the writing of this report; final data, data inversions and data interpretations are not expected until the end of August 2017. The Company received final approvals from the federal Bureau of Land Management for its drill permit at Bonita, the Board of Directors approved a 3,000 m first pass diamond drill program at Bonita, and the Company executed a drill services agreement with Boart Longyear Company for a 3,000-meter drill program, targeted to begin sometime in August.

The Big Creek property was staked by the Company in July 2017, based on the geological knowledge exploration insights gained on the Bonita property during the past two years. Reconnaissance-level exploration is anticipated for later in 2017, concurrent with the drill program planned for the Bonita Property.

The company acquired in October 2016, a gold property named Danbo, and located in Nye County, Nevada, to add to its exploration portfolio. A small field program of mapping, soil geochemistry and a ground magnetic survey was completed in October, 2106. The Company is currently evaluating several different airborne and ground geophysical surveys for Danbo, as well as detailed outcrop chip sampling of quartz veins. Work is targeted for the summer of 2017. Pending a full and complete integration of all available exploration data at Danbo, a first-pass drill program will be designed and the process of drill permitting will be commenced.

The Company owns a porphyry copper mineral property named Yellow Peak, located in Mineral County in west-central Nevada, USA. For Fiscal 2016, the Company determined that the carrying value of its interest in the Yellow Peak property was impaired because there were no immediate plans for exploration expenditures on the property. As previously reported, the Company wrote off cumulative costs incurred to date on the Yellow Peak property of $1,824,523 as an impairment loss. The Company holds the mineral claims in good standing. Reclamation related to the Company's 2014 drill pads at Yellow Peak is complete and approved by the federal Bureau of Land Management, the Yellow Peak file is closed, and the Company has received from the BLM the full amount of its reclamation bond.

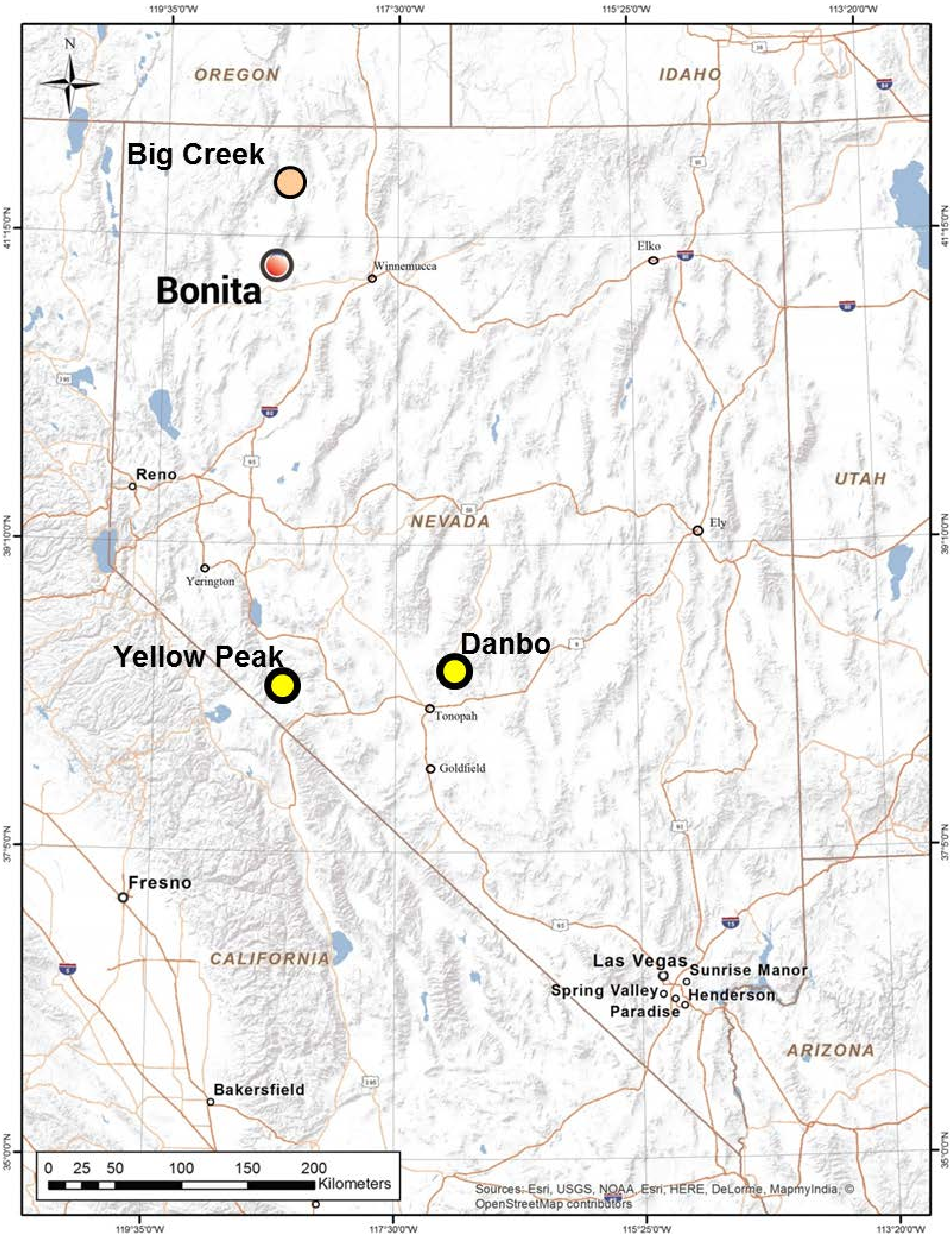

Figure 1. Location of mineral properties owned by VR Resources Ltd. in Nevada, USA.

Bonita Property, Nevada, USA

The Bonita property is in Humboldt County in northwestern Nevada, approximately 75 km northwest of Winnemucca. It is on the southwestern flanks of the Jackson Range, and immediately east of the Black Rock desert. It is accessible from the town of Winnemucca by paved and gravel county roads.

The Company completed an independent, NI 43-101 compliant Technical report on the Bonita Property in October 2015, and carried out the Phase 1 exploration program recommended in that report in 2016, from June through December. An array of geological and geochemical programs was done, including numerous airborne and ground-based geophysical surveys.

The Company completed an update of the independent Technical Report in February 2017, as part of the afore-mentioned Transaction; the report is dated February 15, 2017, and is filed on SEDAR (www.sedar.com). The report includes ALL exploration data collected by the Company from 2014 through 2016. The Interpretations, Conclusions and Recommended Work Program in the updated 2017 Technical Report are substantively unchanged from the 2015 report, anchored by the recommendation for a 3,000 m, first-pass drill program to evaluate the highest priority targets.

The Company increased the size of the Bonita property by 32% in May 2017, by staking 103 claims which extend the existing property of 326 claims farther to the south and east. The claims were filed and approved at the state BLM and local County offices on May 15, 2017. The Bonita property now totals 429 claims covering 3,586 ha, an area of approximately 5 x 6 kilometres.

The new claims cover ground the Company views as prospective based on reconnaissance geological, geochemical and geophysical data, most importantly a circular, high contrast, low density gravity anomaly that is similar to the already-established drill targets on the original Bonita Property. The new anomaly area is referred to as Corral. There are no historic workings in the Corral area because the area is mostly low-relief terrain covered by Tertiary-aged volcanic rocks. The company will apply to Corral the geological and exploration knowledge obtained from the well-exposed targets on the original Bonita claim block in order to be the first Company to evaluate sub-surface targets at Corral.

The Company completed a six-week surface exploration at Bonita in May-June 2017. Work included:

- **Geological mapping**: 1:5,000 scale, 4 weeks, 7 x 7 kilometre area;
- **Rock Geochemistry**: 14 samples (96 rock samples collected in 2015 & 2016);
- **Soil Geochemistry**: 206 samples on 5 lines (541 samples on 13 lines collected in 2015 & 2016);
- **Geochronology**: 1 sample, syenite (1 gabbro and 1 granite sample collected in December 2016;
- **IP**; 7 lines, 16 line-kilometres, 150 & 200 metre dipole spacing, dipole-dipole array

Figure 2 shows the location of rock samples, soil samples, geochronology samples collected at Bonita by the Company during the past 2 and ½ years of exploration, and the location of the IP geophysical lines.

The samples for whole rock geochemistry and geochronology will help the Company understand the age and magmatic evolution of the polyphase batholith and porphyry hydrothermal system at Bonita. The extension and infill of soil sample lines completed in 2015 and 2016 will refine geochemical vectors in the system, and help prioritize the already-established drill target areas.

The IP survey was completed by Zonge International, a long-standing industry leader in IP geophysical surveys in the western United States, with offices in both Tucson, AZ, and Reno, NV. IP surveys are a common exploration tool used to test for sub-surface, sulfide-bearing porphyry copper stocks. The 7 lines at Bonita were designed to test the 8 specific, integrated exploration targets for buried porphyry copper stocks at Bonita (see "Exploration Targets Map" at www.vrr.ca). **The IP survey confirmed chargeability anomalies at seven of the eight previously established targets** (see "IP target map" at www.vrr.ca). On the "IP target map":

- The red circles on the individual IP lines delineate chargeability anomalies associated with integrated magnetic low and gravity low anomalies;
- The yellow circles on the individual IP lines delineate chargeability anomalies associated with high magnitude gravity high anomalies;

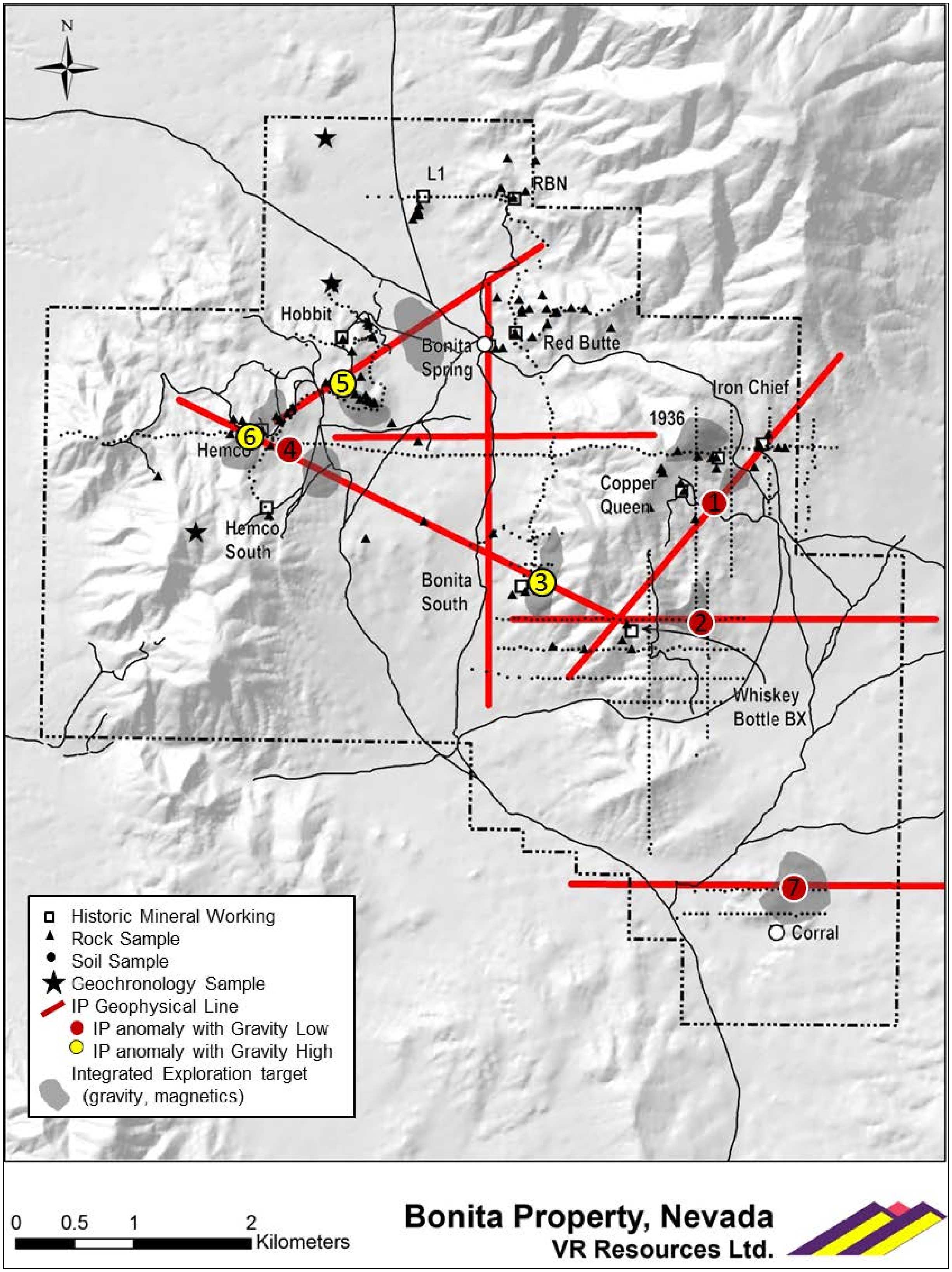

Figure 2. Location of rock samples, soil samples, geochronology samples, and IP geophysical lines completed at Bonita Property by VR Resources.

Planning is currently underway for a first pass drilling at Bonita in the summer 2017, in accordance with the recommendations in the independent NI 43-101 report. The Company received final approvals from the federal Bureau of Land Management for its drill permit at Bonita, the Board of Directors approved a 3,000 m first pass diamond drill program at Bonita, and the Company executed a drill services agreement with Boart Longyear Company for a 3,000-meter drill program, targeted to begin sometime in August. The initial plan is to complete at least one drill hole in each of four priority targets within the overall porphyry hydrothermal system at Bonita.

Bonita will be the focus of the Company's exploration efforts going forward. The property is large, encompassing a district of historic copper, gold and iron workings (see "satellite image" at www.vrr.ca). The showings are unified by a single, district-scale hydrothermal system with a large alteration footprint within which copper sulfide and gold mineralization has been sampled by VR over an area of about 4 x 5 kilometres (see "copper grab samples" at www.vrr.ca). The large alteration footprint is delineated by geological fined by airborne magnetic and hyperspectral surveys, and alteration mapping on the ground. There are eight specific, robust exploration targets for porphyry copper-gold mineralization at Bonita, based on the integration of geological mapping, mineral alteration vectors, rock and soil geochemical anomalies, and gravity and magnetic geophysical anomalies (see "Exploration Targets Map" at www.vrr.ca). Integrated exploration targets represent the potential to discover not just one, but a cluster of buried, porphyry copper stocks which give rise to the various historic workings of copper-gold veins, and copper-gold bearing iron oxide hydrothermal breccias (IOCG).

The Company will leverage the use of modern exploration technologies, and application of modern mineral deposit models to pursue discovery, tools that were collectively not available when the historic workings were active circa 1920's. Owning the entire district of showings is also a strategic advantage, allowing the Company to "step back" to evaluate the entire mineral system, compared to the fragmented nature of historic work on individual workings.

The property can be explored cost-effectively using local road access both to and within the property. Work is easily facilitated from the town of Winnemucca located some 75 kilometres to the southeast.

Big Creek Property, Nevada, USA

Big Creek adds to the Company's copper and gold mineral exploration property portfolio and strategy in Nevada (see Figure 1). The Big Creek property consists of 30 claims in one contiguous block covering 620 acres (250 hectares). It was staked directly by VR and is owned 100%, with no associated royalties. It occurs on land administered by the federal Bureau of Land Management (BLM). Annual land maintenance fees to the Company will be minimal, at US$5,800 per year.

The staking of the Big Creek property is the result of the Company's evolving understanding of the geology and exploration potential of northwestern Nevada based on its three years of exploration at the Bonita Property. Similar to the approach the Company took to Bonita three years ago, the Company staked the Big Creek property following a compilation of regional data sets in the Pine Forest Range, and a reconnaissance field examination of a district of historic copper and gold showings. Upon acquisition and evaluation of satellite-based ASTER mineral reflectance data, the Company correlated an anomaly to a hydrothermally altered, veined and brecciated granite stock, and staked the Big Creek property.

Detailed geological, geochemical and geophysical surveys will be designed for the Big Creek property following the completion of reconnaissance mapping and sampling, to be completed concurrent with the upcoming summer drill program at Bonita.

The Big Creek property is located on the eastern flank of the Pine Forest Range, due north across the Black Rock desert from the Company's Bonita property (see "Big Creek property" map at www.vrr.ca). There is easy and direct road access to the property along Highway 140, heading north from Winnemucca.

Qualified Person

Dr. Michael H. Gunning, Ph.D., P.Geo, President, is a Qualified Person as defined by National Instrument 43-101, and has reviewed and approved the technical disclosure contained in this MD&A.

SUMMARY OF QUARTERLY RESULTS

The following selected financial data have been prepared in accordance with IFRS and should be read in conjunction with the Company's consolidated financial statements. The following is a summary of selected financial data for the Company for its eight completed financial quarters ended June 30, 2017.

Quarter Ended Amounts in 000's	**June 31, 2017**	**Mar. 31, 2017**	**Dec. 31, 2016**	**Sept. 30, 2016**	**June 30, 2016**	**Mar. 31, 2016**	**Dec. 31, 2015**	**Sep. 30, 2015**
Net income (loss)	(265)	(1,869)	(112)	(110)	(24)	(1,838)	(5)	(21)
Earnings (loss) per share – basic and diluted	(0.01)	(0.11)	(0.01)	(0.01)	(0.00)	(0.15)	(0.00)	(0.00)
Total assets	4,945	5,555	1,959	1,581	1,021	731	2,543	2,559
Working capital	3,253	3,779	455	674	246	(2)	5	67

During the quarter ended March 31, 2017 the Company completed a reverse acquisition and recorded a listing expense of $1,184,674. The Company, because of the reverse acquisition, completed a brokered and non-brokered financing for gross proceeds of $4,414,000 which increased the working capital and total assets of the Company.

During the quarter ended March 31, 2016 the Company determined that the carrying value of its interest in the Yellow Peak property was impaired because no additional expenditures are planned for the property now. As a result, the Company wrote off cumulative costs incurred to date on the Yellow Peak property of $1,815,889 (2015 - $Nil) as an impairment loss.

The Companies general and administrative costs have been increasing over the last four quarters, particularly the quarter ended March 31, 2017, because of the reverse acquisition. The following financial results of operation describe in detail those expenses that have increased.

Three Months ended June 30, 2017 compared to three months ended June 30, 2016

The Company's general and administrative costs were $269,157 (2016 - $23,619), and reviews of the major items are as follows:

- Consulting fees of $14,706 (2016 - $17,500) consisting of CFO fee of $6,000 (2016- $ 2,500), Corporate Secretary of $5,706 (2016 - $Nil), strategic business plan of $Nil (2016 - $15,000) and other of $3,000 (2016 - $Nil);

- Foreign exchange loss of $23,701 (2016 - $476), because of the strengthening of the Canadian dollar vs the USA dollar, on cash held in USA currency;

- Investor relations and promotion of $34,639 (2016 - $Nil) consisting of investor relations contract of $15,000 (2016 - $Nil), conferences of $2,000 (2016 - $Nil) and trade shows, mail outs, news dissemination and other of $17,637 (2016 - $Nil);

- Professional fees of $24,995 (2016 - $1,805) consisting of legal of $10,157 (2016 - $1,805) and accounting and audit of $14,838 (2016 - $Nil);

- Salaries of $83,987 (2016 - $Nil) which consisted of the salaries for the CEO and geologist; and

- Share-based compensation of $51,869 (2016 - $Nil) for options issued during the period.

LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2017, the Company had working capital of $3,253,254 (March 31, 2017 - $3,778,553).

Because of economic conditions, globally, there is uncertainty in capital markets and the Company anticipates that it and others in the mineral resource sector will have limited access to capital. Although the business and assets of the Company have not changed, investors have increased their risk premium and their overall equity investment has diminished. The Company continually monitors its financing alternatives and expects to finance its fiscal 2017 operating overhead and acquisition and exploration expenditures through private placements.

The quantity of funds to be raised and the terms of any equity financing that may be undertaken will be negotiated by management as opportunities to raise funds arise. There can be no assurance that such funds will be available on favorable terms, or at all.

During the period ended March 31, 2017 the Company completed a private placement of 4,500,001 common shares at $0.21 per common share for gross proceeds of $945,000, less a $15,750 cash finders' fee, for net proceeds of $929,250. Regarding the private placement, the Company also issued 146,500 common shares with a fair value of $0.21 per share, totalling $30,765, for finders' fees. This amount was recorded as an offset to share capital, as a share issue cost.

During the year ended March 31, 2017 the Company completed a Brokered Financing of 13,333,333 units issued at $0.30 per unit, for gross proceeds of $4,000,000 and a Non-Brokered Financing of 1,382,364 units issued at $0.30 per unit, for gross proceeds of $414,709. Each unit consists of one common share and one-half of one common share purchase warrant (each whole common share purchase warrant, a "Warrant"). Each warrant will entitle the holder thereof to purchase one common share of the Company at an exercise price of $0.60 to March 21, 2019. Cash finder's fees in the amount of $280,000 were paid, and 933,333 compensation options were issued, valued at $146,437. Additionally, professional fees of $127,783 were incurred regarding this financing, and was recorded as an offset to share capital, as share issue costs.

The Company has no long-term debt obligations.

SHARE CAPITAL

(a) As of the date of the MDA the Company has 35,405,225 issued and outstanding common shares. The authorized share capital is unlimited no par value common shares.

(b) As at the date of the MDA the Company has 2,800,000 incentive stock options outstanding.

(c) As at the date of the MDA the Company has 8,374,516 share purchase warrants.

RELATED PARTY TRANSACTIONS

Key management personnel compensation for the period ended June 30, were:

	2017	2016
Short-term benefits paid or accrued:		
Professional fees paid to Blaine Bailey (CFO)	$ 6,000	$ 2,500
Consulting fee paid to Michael Thompson (Chair of Audit Committee and Director)	3,000	-
Consulting fee to Frances Petryshen (Corporate Secretary)	5,706	-
Salary paid to Michael Gunning (CEO)	48,000	-
	62,706	2,500
Share-based payments:		
Consulting fees	$ -	$ 11,085
Total remuneration	**$ 62,706**	**$ 13,585**

These transactions were in the normal course of operations and were measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Directors of the Company are not currently compensated for their services.

OFF BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

INVESTOR RELATIONS

On February 16th, 2017, the Company entered an investor relations contract with Renmark Financial Communications Inc. ("Renmark") to provide investor relations services to the Company. The agreement is for an initial term of six months, and may continue thereafter on a month to month basis. Under the agreement, Renmark will be paid the sum of $5,000 per month.

PROPOSED TRANSACTIONS

Currently the Company is not a party to any material proceedings. The Company continually evaluates new opportunities, including new properties by staking, acquisition or joint venture, and corporate consolidation or merger opportunities.

NEW STANDARDS AND UPCOMING ACCOUNTING PRONOUNCEMENTS

Please refer to note 2 of the June 30, 2017 condensed consolidated interim financial statements on www.sedar.com for a comprehensive list of the accounting policies not yet adopted during the current period.

RISKS AND UNCERTAINTIES

The Company's business is mineral exploration. Companies in this industry are subject to many and varied kinds of risks, including but not limited to, environmental, mineral prices, political, and economical.

The Company will take steps to verify the title to any properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties. These procedures do not guarantee the Company's title. Property titles may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects.

The Company has no significant sources of operating cash flow and no revenue from operations. Additional capital will be required to fund the Company's exploration program. The sources of funds available to the Company are the sale of equity capital or the offering of an interest in its project to another party. There is no assurance that it will be able to obtain adequate financing in the future or that such financing will be advantageous to the Company.

The property interests to be owned by the Company or in which it may acquire an option to earn an interest are in the exploration stages only, are without known bodies of commercial minerals and have no ongoing operations. Mineral exploration involves a high degree of risk and few properties, which are explored, are ultimately developed into production. If the Company's efforts do not result in any discovery of commercial minerals, the Company will be forced to look for other exploration projects or cease operations.

The Company is subject to the laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to property reclamation, discharge of hazardous materials and other matters. The Company may also be held liable should environmental problems be discovered that were caused by former owners and operators of its properties in which it previously had no interest. The Company is not aware of any existing environmental problems related to any of its current or former properties that may result in material liabilities to the Company.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial risk factors

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 **–** Unadjusted quoted prices in active markets for identical assets or liabilities;

- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data

The fair value of cash is measured at Level 1 of the fair value hierarchy. The carrying value of receivables, and accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments.

Financial risk factors

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

Credit risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and receivables. Management believes that the credit risk concentration with respect to receivables is remote as they are due from the Government of Canada. The Company's cash is deposited in accounts held at a large financial institution in Canada. As such, the Company believes the credit risk with cash is remote. Receivables comprise input tax receivables due from the Government of Canada. The Company considers the credit risk of receivables to be low.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As of June 30, 2017, the Company had a cash balance of $3,255,340 (2017 - $4,157,167) to settle current liabilities of $70,886 (2017 - $444,027). All the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

The Company intends to raise additional equity financing in the coming fiscal year to meet its obligations.

Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade demand investments issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. The Company is not subject to significant exposure to interest rate risk.

Foreign currency risk

The Company is exposed to foreign currency risk on fluctuations related to assets and liabilities that are denominated in USD. As at June 30, 2017 the amounts exposed to foreign currency risk include cash of US$780,752 (March 31, 2017 - US$1,000,000).

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 profit or loss, the ability to obtain financing, or the ability to obtain a public listing 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 profit or loss and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company. Fluctuations in value may be significant.

CAPITAL MANAGEMENT

The Company defines capital that it manages as shareholders' equity, consisting of issued common shares, stock options and warrants included in reserve, and subscriptions receivable.

The Company manages its capital structure and adjusts it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration and evaluation assets. The Board of Directors does not establish 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 property in which the Company currently has an interest is in the exploration stage; as such the Company has historically relied on the equity markets to fund its activities. The Company will also assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient 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. The Company is not subject to externally imposed capital restrictions. There we no changes to the Company's approach to capital management during the year.

FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable Canadian and U.S. securities legislation. These statements relate to future events or the future activities or performance of the Company. All statements, other than statements of historical fact, are forward-looking statements. Information concerning mineral resource/reserve estimates and the economic analysis thereof contained in preliminary economic analyses or prefeasibility studies also may be deemed to be forward-looking statements in that they reflect a prediction of the mineralization that would be encountered, and the results of mining that mineralization, if a mineral deposit were developed and mined. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate, plans and similar expressions, or which by their nature refer to future events. These forward-looking statements include, but are not limited to, statements concerning:

- the Company's strategies and objectives, both generally and in respect of its specific mineral properties or exploration and evaluation assets;
- the timing of decisions regarding the timing and costs of exploration programs with respect to, and the issuance of the necessary permits and authorizations required for, the Company's exploration programs;
- the Company's estimates of the quality and quantity of the resources and reserves at its mineral properties;
- the timing and cost of planned exploration programs of the Company and the timing of the receipt of result thereof;
- general business and economic conditions;
- the Company's ability to meet its financial obligations as they come due, and to be able to raise the necessary funds to continue operations; and
- the Company's expectation that it will be able to add additional mineral projects of merit to its existing property portfolio.

Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Inherent in forward looking statements are risks and uncertainties beyond the Company's ability to predict or control, including, but not limited to, risks related to the Company's inability to raise the necessary capital to be able to continue in business and to implement its business strategies, to identify one or more economic deposits on its properties, variations in the nature, quality and quantity of any mineral deposits that may be located, variations in the market price of any mineral products the Company may produce or plan to produce, the Company's inability to obtain any necessary permits, consents or authorizations required for its activities, to produce minerals from its properties successfully or profitably, to continue its projected growth, and other risks identified herein under "Risk Factors".

The Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance, and that actual results are likely to differ, and may differ materially, from those expressed or implied by forward looking statements contained in this MD&A. Such statements are based on several assumptions which may prove incorrect, including, but not limited to, assumptions about:

- the level and volatility of the price of commodities;
- general business and economic conditions;
- the timing of the receipt of regulatory and governmental approvals, permits and authorizations necessary to implement and carry on the Company's planned exploration;
- conditions in the financial markets generally;
- the Company's ability to attract and retain key staff;
- the nature and location of the Company's mineral exploration projects, and the timing of the ability to commence and complete the planned exploration programs; and
- the ongoing relations of the Company with its regulators.

These forward-looking statements are made as of the date hereof and the Company does not intend and does not assume any obligation, to update these forward-looking statements, except as required by applicable law. For the reasons set forth above, investors should not attribute undue certainty to or place undue reliance on forward-looking statements.

Historical results of operations and trends that may be inferred from the following discussion and analysis may not necessarily indicate future results from operations. The current state of the global securities markets may cause significant reductions in the price of the Company's securities and render it difficult or impossible for the Company to raise the funds necessary to sustain operations.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Disclosure controls and procedures are controls and other procedures that are designed to provide reasonable assurance that all relevant information required to be disclosed in the Company's reports filed or submitted as part of the Company's continuous disclosure requirements is gathered and reported to senior management, including the Company's Chief Executive Officer and Chief Financial Officer, on a timely basis so that appropriate decisions can be made regarding public disclosure and such information can be recorded, processed, summarized and reported within the time periods specified by applicable regulatory authorities.

Management of the Company, with the participation of the Chief Executive Officer and the Chief Financial Officer, has evaluated the effectiveness of the Company's disclosure controls and procedures as at June 30, 2017 as required by Canadian securities laws. Based on that evaluation, the Chief Executive Officer and the Chief Financial Officer have concluded that, as of June 30, 2017, the disclosure controls and procedures were effective. However, Management and the Board of Directors recognize that no matter how well designed the Company's control systems are, such controls can only provide reasonable assurance, not absolute assurance, of detecting, preventing and deterring errors.

CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING

There have not been any changes in the Company's internal control over financial reporting or any other factors during the period ended June 30, 2017, that have materially affected, or are reasonably likely to materially affect our internal control over financial reporting.

DISCLOSURE OF MANAGEMENT COMPENSATION

In accordance with the requirements of Section 19.5 of TSXV Policy 3.1, the Company provides the following disclosure with respect to the compensation of its directors and officers during the period:

1. During the period ended June 30, 2017, the Company did not enter any standard compensation arrangements made directly or indirectly with any directors or officers of the Company, for their services as directors or

officers, or in any other capacity, with the Company or any of its subsidiaries except as disclosed under “Related Parties Transactions”.

2. During the period ended June 30, 2017, officers of the Company were paid for their services as officers by the Company as noted above under “Relate Parties Transactions”.

3. During the period ended June 30, 2017, the Company did not enter any arrangement relating to severance payments to be paid to directors and officers of the Company and its subsidiaries.

APPROVAL

The Board of Directors of the Company has approved the disclosures in this MDA.