MIRANDA GOLD CORP.

MANAGEMENT DISCUSSION AND ANALYSIS

FOR THE NINE MONTHS ENDED MAY 31, 2015

The following is management's discussion and analysis of the results of operations and financial conditions ("MD&A") of Miranda Gold Corp. (the "Company" or "Miranda") and should be read in conjunction with the accompanying unaudited condensed consolidated interim financial statements and related notes thereto for the nine months ended May 31, 2015 (the "Financial Report"), and with the audited consolidated financial statements for the years ended August 31, 2014, and 2013 all of which are available at the SEDAR website at www.sedar.com.

The financial information in this MD&A is derived from the Financial Report prepared in accordance with IFRS and all dollar amounts are expressed in Canadian dollars unless otherwise indicated.

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

The MD&A contains information to July 21, 2015.

Qualified Person

The data disclosed in this MD&A have been reviewed and verified by Joseph Hebert, B.S.Geo. C.P.G., a Qualified Person as defined by National Instrument 43-101.

Overall Performance

Description of Business and Overview of Projects

Miranda is an exploration company active in Nevada, Alaska, and Colombia, with an emphasis on generating gold exploration projects with world-class discovery potential. Miranda performs its own grass-roots exploration and then employs a joint venture business model on its projects in order to maximize exposure to discovery while minimizing exploration risk.

Highlights of Activities and Property Updates

The highlights of the Company's activities in the three months ended May 31, 2015, and up to the date of this MD&A, include the following:

Colombia Projects - Alliance

Antares

Miranda has signed a Letter of Intent with Activos Mineros de Colombia SAS to acquire six applications that are contiguous with four existing Miranda applications comprising the Antares Project, Colombia. Miranda has until August 8, 2015, to satisfactorily complete the 60-day due diligence, before entering into a mining lease on Antares.

Details of the Antares project:

- The combined project covers 10,500 hectares. It is located 20km east northeast of Medellin and 45km west southwest of the Gramalote deposit within the Antioquia Batholith;
- Gramalote (4M ounces gold, owned by B2 Gold and Anglo Ashanti), is a large intrusive related gold system that is noted for large areas of historic open cut hydraulic mining. Similarly, the Antares project contains eight large pits that were a result of historic hydraulic gold mining of in situ weathered granite. Mined areas commonly show subparallel high density fracturing and veinlets within the granitic host rock. Clays and hematite are the dominant alteration types; locally veins show distinctive alteration selvages that may be relict feldspar and potassic alteration. The dominant structures on both the fracture scale and project scale are northeast. An alignment of hydraulic workings and adits suggests that the Antares mineralization extends for 5.5km;
- Systematic 2m-interval channel sampling by Miranda within the Santa Rita hydraulic pit shows an area of 310m by 160m of near continuous mineralization where sample intervals composite above 0.4 g Au/t. The better continuous runs of channel samples within the larger anomaly include 32m of 1.24 g Au/t and 18m of 1.5 g Au/t. This mineralization is open in two directions and extends to the limit of the pit. A small road cut exposure approximately 150m north of the pit limit shows 4m of 2.6 g Au/t and this mineralization may be continuous with the mineralization in the pit;
- Miranda sampling shows that the central project area is within the footprint of a very strong stream sediment anomaly that covers approximately 12sq km. Of fifteen stream sediment samples that make up this anomaly, all are more than 100ppb, and seven of fifteen are greater than 500ppb Au with a high of 9,820ppb Au. Numerous other high-grade stream sediments samples require follow-up and definition elsewhere on the project;
- Miranda's exploration model is for an intrusive-related sheeted vein-fracture system analogous to the Gramalote deposit. The resource at Gramalote consists of five or more parallel, northeast mineralized strands. The strands probably reflect structures of a regional dilational framework that is also prevalent and important for exploration at Antares. Exploration will begin in and around the Santa Rita pit while identifying other mineralized zones along a 5.5km trend, especially in the large stream sediment anomaly;
- Antares is subject to the Agnico Eagle Mines, Ltd ("Agnico") and Miranda exploration alliance, and Agnico will be provided with a Target Report to determine if they wish participate in the project; and
- The signed LOI, subject to Miranda satisfactorily completing 60 days due diligence, sets the terms to enter into a renewable fifty-year mining lease. Under the terms of the lease, Miranda would pay US$60,000 on signing and an additional US$60,000 would be due on the first anniversary of the lease. A US$70,000 payment would be due within 30 days of the registration of the mining concession in the National Register of the core application and subsequent annual payments will be required on the anniversary of that registration date until the payments of a 1.8 % production royalty commence from commercial production. Annual work requirements to a cumulative $2 million would be required over six years, but this work commitment could be suspended for any two year period in which Miranda does not have a partner funding the work at Antares.

Oribella

Miranda submitted a "Target Report" to Agnico in the 4th quarter of 2014 as the first step towards possible acceptance of Oribella as a "Designated Property" pursuant to the Strategic Alliance agreement. Once a property is submitted, Agnico can: (1) accept it as a joint venture whereby they would be solely responsible for funding future exploration; (2) reject the project at which time Miranda can seek a 3rd party joint venture; or (3) request that specific additional work be done to demonstrate that the property has the size potential to be of interest to Agnico. Agnico has requested trenching and channel sampling to demonstrate continuity of mineralization (gold and copper) prior to considering Oribella as a Designated Property. This work is underway and once samples are assayed a revised report will be submitted to Agnico.

Miranda also recently met with the president of the Agencia National de Mineria (ANM) to request assistance in obtaining a license for the northern part of the property which is currently held under a mining application. Assurances were given that the government would work with us on the license.

Colombia Projects – Prism Resources Inc.

Cerro Oro

Currently, Miranda is conducting a "Consulta Previa" or "consultation" with local and indigenous peoples near the project as a requirement of the Colombian mining law. Once this permit is obtained, a mapping, trenching and a soil sampling program funded by Prism Resources Inc. ("Prism") will begin - with the aim of delineating drill targets for the 2016 season. Prism Resources will also commission a technical report on the property.

Recently, the Company and Prism jointly provided an update on work completed on the Cerro Oro project, Caldas Department, Colombia. Highlights from that news release were as follows:

- Cerro Oro is a robust low-sulfidation epithermal gold system with the potential to provide substantially higher grades than the typical low-grade porphyries seen in the Cauca Belt. Geologic investigations at Cerro Oro suggest that high-grade feeder veins act as conduits to mineralize adjacent permeable and well fractured wall rock over substantial widths;
- Reconnaissance prospecting, mapping and 286 channel samples by Miranda in the last year have identified numerous 1-2m wide, high-grade gold veins, coarse stibnite (+/- gold) veins and broad zones of lower grade fracture-controlled, stockwork and disseminated gold mineralization. Visible gold can be panned from almost any grade range of channel samples, and also from all drainages on the project. Hydraulic mining of gold from in-situ rock in creek beds has a long history in the district;
- The veins provide assay results over 1 to 2m widths from less than 3 g Au/ up to 15 g Au/t. Eleven small artisan adits on the property explore parallel veins along a 1.5km northeast strike length. Locally fractured wall rock adjacent or distal to the veins carry values from less than 0.300 g Au/t up to 2m @ 7.04 g Au/t and 6.5m @ 1.94 g Au/t. The best and most consistent wall rock values occur in drainages that parallel the northeast trend of adits. Exposure is extremely limited outside of drainages and adits, but mapping suggests alteration and mineralization occur over a 1.5sq km area;
- The veins display two stages of abundant adularia. Bladed quartz after calcite is observed on artisan mine dumps. Adularia and bladed quartz both indicate proximity to boiling zones, which can be associated with bonanza grade gold mineralization. Multistage quartz and particularly multistage adularia can represent overprinting mineralization events that enrich gold vein grades. Commonly stibnite (Sb) occurs as a high-level mineral above gold in epithermal veins. Thus the coarse stibnite rich-gold poor veins may contain high-gold at depth;
- The exploration model for Cerro Oro is for a series of parallel northeast trending, high-grade veins, that occur internal to broad zones of lower grade gold in surrounding permeable wall rock; and
- Planned exploration is straightforward and efficient and drill targets can be advanced quickly. The vein geometries will be defined with trenching and sampled, and then trenching will be extended perpendicular to the veins to identify better widths and grades of mineralized wall rock. Auger or hand dug sampling pits will be assayed along and beyond the 1.5km extent of known veins. Drilling will proceed to test high-grade vein and lower grade adjacent wall rock exposed at surface. Completing a pending surface agreement with a large private land owner, the trenching of veins and wall rock and soil anomaly definition could start in July, 2015. Exploring parts of the 1.5km vein trend a will require the completion of a Consulta Previa (A requirement to advise local indigenous peoples prior to exploration work) currently in progress. Drilling could proceed in early 2016.

Colombia Projects – Other

Pavo Real

Red Eagle Mining Corp. ("Red Eagle") recently terminated the joint venture agreement at Pavo Real in order to focus its time and treasury on permitting and building its San Ramon underground mine in Colombia. Red Eagle drill tested several target areas and conducted property wide geochemical surveys, spending $4 million on the project. Soil sampling on the south end of the property produced a large untested gold anomaly and Miranda is seeking a new partner to drill test this area.

Alaska Project – Willow Creek

Management of Gold Torrent have advised us that they plan to fast-track the Coleman deposit into production in 24 to 30 months. They state that initial production estimates are for 21,000 ounces of gold annually from the mining and milling of 150 tons per day. Gold Torrent states that they anticipate achieving +80% recovery through gravity (tables and spiral concentrators) without the use of chemicals which should expedite permitting. Their stated expected milestones for 2015 include:

- A new resource estimate based on independent review and modeling of deposit. This report is anticipated within two months and the expectation is that the resource will increase in size;
- Completion of a Preliminary Feasibility Study by mid-2015. This document will provide both Gold Torrent and Miranda insight into the capital and operating costs, cash flows and internal rate of return of mining the Coleman deposit;
- Mine planning. Gold Torrent is in the process of determining the optimum method to access the Coleman deposit for the least amount of capital;
- Life of Mine production scheduling;
- Mill process design and location;
- Initiate all aspects of permitting including baseline studies, water, air, and discussions with local communities and area stakeholders; and
- Possible rehabilitation of the Enserch tunnel to access the Lucky Shot vein system for production and drilling.

Gold Torrent advises that, while no drilling is planned for 2015, modeling of the old underground workings and underground samples will provide exploration targets for 2016. Both parties agree that with the rehabilitation of the Enserch tunnel, targets can be best drilled from underground drill stations.

Nevada Projects

Red Canyon

Miranda is hoping to finalize a joint venture/purchase agreement with Montezuma pending consent to assignment of the lease by the owner to Montezuma.

Red Hill, Iron Point, Kibby Flats and Mustang

Miranda is attempting to monetize its remaining Nevada holdings in order to focus on Colombia. This decision was made, not because we no longer believe Nevada will yield discoveries, but rather we feel that we can make a significant discovery in Colombia sooner than in Nevada. We feel that Colombia, as a frontier jurisdiction with its rich mineral endowment, will provide the fastest route to a large grassroots discovery.

On May 1, 2015, the Company reported that the purchase and sale agreement announced on March 2, 2015, for the Red Hill, Iron Point, Kibby Flats, and Mustang projects was terminated due to the purchaser's failure to complete the conditions of closing the agreement by April 30, 2015.

Results of Operations

For the three and nine months ended May 31, 2015 and 2014

Significant or noteworthy expenditure differences between the periods include:

	For the three months ended		For the nine months ended	
	May 31, 2015 $	May 31, 2014 $	**May 31, 2015 $**	May 31, 2014 $
Loss for the period	**478,175**	654,947	**1,588,982**	2,123,064
Exploration and evaluation expenditures	**315,860**	430,259	**1,052,290**	1,542,847
	Decrease is due to management's focus on the Colombia projects and the planned exit from Nevada.		Decrease is due to management's focus on the Colombia projects and the planned exit from Nevada.	
Exploration and evaluation expenditure recoveries	**(146,882)**	(109,627)	**(413,849)**	(531,092)
	Increase is in relation to the recoverable exploration spend in Colombia.		Decrease is in relation to the associated drop in the recoverable exploration spend in Nevada.	
Office rent, telephone, secretarial, and sundry	**38,536**	20,826	**121,408**	91,727
	Increase is due to corporate development training costs and costs to close the Elko, Nevada exploration office.			
Stock-based compensation	**-**	14,736	**132,307**	98,677
	Decrease is due to no options vesting in the current period.		Increase is due to the granting of 300,000 more stock options in the current period than in the comparative period, along with the immediate vesting of the most recent stock option grant.	
Travel and business promotion	**16,517**	53,925	**59,246**	115,010
	Decrease is due to management's efforts to reduce the annual cash expenditures and focus on a select few conferences.			
Wages and benefits	**117,936**	118,410	**325,289**	502,588
	No material difference: by the third quarter of 2014, we were experiencing the full savings due to the staff terminations in Elko, Nevada.		Decrease is due to staff reductions in Elko, Nevada.	

Summary of Quarterly Results

The following is a summary of the Company's financial results for the eight most recently completed quarters:

	May 31, 2015 $	February 28, 2015 $	November 30, 2014 $	August 31, 2014 $	May 31, 2014 $	Feb 28, 2014 $	Nov 30, 2013 $	August 31, 2013 **$**
Revenue	nil	nil	nil	nil	nil	nil	nil	nil
Net loss for the period	(478,175)	(525,935)	(584,872)	(627,848)	(654,947)	(571,876)	(896,241)	(852,548)
Basic and diluted loss per share	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)

The Company is a mineral exploration company. At this time, any issues of seasonality or market fluctuations have no material impact. The Company currently defers its mineral property acquisition costs. The Company expenses its exploration and project investigation and general and administration costs and these amounts are included in the net loss for each quarter. The Company's treasury, in part, determines the level of exploration undertaken.

Liquidity and Capital Resources

The Company's primary source of funds since incorporation has been through the issue of its common stock and the exercise of common stock options and common stock share purchase warrants.

The Company applies the option to joint venture business model to its operations. Through generative exploration it stakes claims on mineral properties, or acquires the property by way of an option to lease agreement. It then seeks partners to option to joint-venture its projects in order to have those partners fund the exploration of the project to earn an interest. In some agreements the Company receives common stock and/or cash option payments as a portion of the partner's cost to earn an interest.

The Company records management fees earned for acting as a service contractor to certain exploration funding partners as an offset to expenses. Mineral property option proceeds from properties where all acquisition costs have been recovered further reduce expenses. The Company does not anticipate mining revenues from the sale of mineral production in the foreseeable future. The operations of the Company consist of the exploration and evaluation of mining properties and as such the Company's financial success will be dependent on the extent to which it can discover new mineral deposits. The Company anticipates seeking additional equity investment from time to time to fund its activities that cannot be funded through other means.

The Company began the 2015 fiscal year with cash of $4,181,474. In the nine months ended May 31, 2015, the Company expended $1,527,591 on operating activities; expended $82,217 on investing activities, with a $113,259 positive effect of foreign exchange on cash, to end on May 31, 2015, with $2,684,925 in cash.

	For the three months ended		For the nine months ended	
	May 31, 2015 $	May 31, 2014 $	**May 31, 2015 $**	May 31, 2014 $
Change in cash for the period	**(656,742)**	(679,771)	**(1,496,549)**	(2,296,838)
Cash used in operating activities	**(623,652)**	(618,750)	**(1,527,591)**	(2,085,003)
Cash used in investing activities	**(112,970)**	(63,408)	**(82,217)**	(227,248)
- including cash used to purchase exploration and evaluation assets	*(160,403)*	*(167,717)*	*(160,403)*	*(331,557)*
- including cash recovered from funding partners for E&E assets	*40,305*	*105,002*	*40,305*	*105,002*
- including proceeds from the sale of surplus equipment	*2,200*	*-*	*35,047*	*-*
- including proceeds from the sale of marketable securities	*31,690*	*-*	*31,690*	*2,000*
Effect of foreign exchange on cash	**79,880**	2,387	**113,259**	15,413

At the date of this MD&A, the Company has 6,092,500 stock options outstanding, all of which are exercisable, and 20,835,800 outstanding share purchase warrants. Additional cash would be raised if stock option and share purchase warrant holders choose to exercise these instruments, albeit, none of these securities are currently “in-the-money”.

The Company has sufficient cash to meet its obligations as they come due beyond the next twelve months.

Transactions with Related Parties

a) The Company's related parties consist of companies with directors and officers in common and companies owned in whole or in part by executive officers and directors as follows:

Name	**Nature of transactions**
Golden Oak Corporate Services Limited ("GO")	Consulting as CFO, Corporate Secretary, corporate compliance services and financial reporting
Mine Development Associates ("MDA")	Geology & geo-technical consulting

The Company incurred the following fees in the normal course of operations in connection with individuals and companies owned, or partially owned, by key management and directors. Expenses have been measured at the exchange amount which is determined on a cost recovery basis.

	Three months ended				Nine months ended			
		May 31, 2015		May 31, 2014		**May 31, 2015**		May 31, 2014
Consulting fees - GO	**$**	**30,947**	$	30,551	**$**	**92,842**	$	90,065
Consulting fees - MDA		**-**		5,986		**1,746**		5,986
Office and general expenses		**793**		1,875		**3,352**		4,757
Total	**$**	**31,740**	$	38,412	**$**	**97,940**	$	100,808

Advances held by employees in the USA at May 31, 2015, amounted to $4,975 (August 31, 2014 - $4,349) and accounts payable and accrued liabilities to related parties at May 31, 2015, amounted to $21,060 (August 31, 2014 - $34,773).

The Company and Red Eagle were related parties in fiscal 2014 and early 2015, in that they had directors in common, being Ken Cunningham and Ian Slater.

The Company and MDA were related parties in that Steve Ristorcelli was a director of Miranda and a senior executive with MDA.

b) Compensation of key management personnel:

The remuneration of directors and other members of key management personnel, including amounts disclosed above, during the nine months ended May 31, 2015 and 2014 were as follows:

	Three months ended				Nine months ended			
		May 31, 2015		May 31, 2014		**May 31, 2015**		May 31, 2014
Consulting fees	**$**	**30,947**	$	36,537	**$**	**94,558**	$	96,051
Wages and directors fees (1)		**121,225**		105,973		**360,731**		314,296
Stock-based compensation		**-**		9,941		**87,747**		66,061
Total	**$**	**152,172**	$	152,451	**$**	**543,066**	$	476,408

(1) – a portion of Joseph Hebert's salary is included in exploration and evaluation expenditures

Future Canadian Accounting Standards

Refer to Note 3 of the Financial Report. The Company has not applied any of the future and revised IFRS detailed therein, all of which have been issued but are not yet effective at the date of this MD&A.

Financial Instruments and Risk Management

Refer to Note 4 of the Company's unaudited interim condensed consolidated financial statements for the nine months ended May 31, 2015 for disclosure regarding the Company's financial instruments. There has been no change in designation of financial instruments or nature of risks in the nine months ended May 31, 2015. The Company's financial instruments consist of cash, amounts receivable, marketable securities, advances, accounts payable and accrued liabilities. The Company does not hold any complex financial instruments or derivatives. The cash is held to fund ongoing exploration work and head office costs. Amounts receivable and accounts payable relate to regular working capital requirements.

Risk management

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

Credit Risk

Credit risk is the risk of potential loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets, including cash, receivables, and balances receivable from the government. The Company limits the exposure to credit risk in its cash by only investing its cash with high-credit quality financial institutions in business and savings accounts, guaranteed investment certificates and in government treasury bills which are available on demand by the Company for its programs.

Liquidity Risk

Liquidity risk is the risk that the Company will not have the resources to meet its obligations as they fall due. The Company manages this risk by closely monitoring cash forecasts and managing resources to ensure that it will have sufficient liquidity to meet its obligations. All of the Company's financial liabilities are classified as current and are anticipated to mature within the next sixty days.

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. These fluctuations may be significant.

(a) Interest Rate Risk: The Company is exposed to interest rate risk to the extent that its cash balances bear variable rates of interest. The interest rate risks on cash and short-term investments and on the Company's obligations are not considered significant.

(b) Foreign Currency Risk: The Company has identified its functional currencies as the Canadian dollar and the US dollar. Transactions are transacted in Canadian dollars, US dollars, and Colombian Pesos ("COP"). The Company maintains US dollar bank accounts in the USA and maintains COP bank accounts in Colombia to support the cash needs of its foreign operations. Management believes the foreign exchange risk related to currency conversions could be significant in this market; however, it does not hedge its foreign exchange risk.

Balances at May 31, 2015, are as follows:

	US dollars	Colombian Pesos	Canadian dollar equivalent
Cash	1,905,593	136,415,174	2,437,103
Amounts receivable	208,029	-	258,726
Advances and deposits	4,000	49,351,055	29,256
	2,117,622	185,766,229	2,725,085
Accounts payable and accrued liabilities	(70,799)	(63,989,120)	(166,627)
Net foreign currency monetary assets	2,046,823	121,777,109	2,605,550

Based upon the above net exposures and assuming that all other variables remain constant, a 10% increase or decrease in the Canadian dollar against the US dollar and the Colombian Peso would result in a decrease or increase in the reported loss of approximately $260,555 in the period.

(c) Commodity Price Risk: While the value of the Company's mineral resource properties are related to the price of gold and the outlook for this mineral, the Company currently does not have any operating mines and hence does not have any hedging or other commodity based risks in respect to its operational activities.

Historically, the price of gold has fluctuated significantly and is affected by numerous factors outside of the Company's control, including but not limited to industrial and retail demand, central bank lending, forward sales by producers and speculators, levels of worldwide production, short-term changes in supply and demand because of speculative hedging activities, and certain other factors related specifically to gold.

(d) Publicly-traded Securities Price Risk: Publicly-traded securities price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices, other than those arising from interest rate risk or currency risk. The Company is exposed to publicly-traded securities price risk related to its holdings in marketable securities. In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in these prices will not occur.

Forward Looking Statements

This MD&A contains forward-looking statements that are based on the Company's current expectations and estimates. Forward-looking statements are frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "suggest", "indicate" and other similar words or statements that certain events or conditions "may" or "will" occur. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that could cause actual events or results to differ materially from estimated or anticipated events or results implied or expressed in such forward-looking statements. Such factors include, among others: the actual results of current exploration activities; conclusions of economic evaluations; changes in project parameters as plans to continue to be refined; possible variations in ore grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing; and fluctuations in metal prices. There may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be put on such statements due to the inherent uncertainty therein.

This MD&A may contain information about adjacent properties on which we have no right to explore or mine. We advise U.S. investors that the SEC's mining guidelines strictly prohibit information of this type in documents filed with the SEC. U.S. investors are cautioned that mineral deposits on adjacent properties are not indicative of mineral deposits on our properties.

Risks and Uncertainties

Mineral exploration is subject to a high degree of risk, which a combination of experience, knowledge, and careful evaluation may fail to overcome. Exploration activities seldom result in the discovery of a commercially viable mineral resource. Exploration activities require significant cash expenditures. The Company will therefore require additional financing to carry on its business and such financing may not be available when it is needed.

Information concerning risks specific to the Company and its industry, which are required to be included in this MD&A are incorporated by reference to the Company's Annual Information Form filed on Form 20-F for the year ended August 31, 2014, dated as of December 16, 2014, in the section entitled "ITEM 3 KEY INFORMATION, D. Risk Factors".

Additional Disclosure for Venture Issuers without Significant Revenue

The components of exploration and evaluation assets are described in Note 10 to the Financial Report.

Outstanding Share Data as at the date of this MD&A

Authorized: an unlimited number of common shares without par value:

	Common Shares Issued and Outstanding	Common Share Purchase Warrants	Common Share Purchase Options
Balance as at May 31, 2015	74,140,252	20,835,800	6,092,500
Issuance of common shares: June 2, 2015	100,000	-	-
Balance as of the date of this MD&A	**74,240,252**	**20,835,800**	**6,092,500**

Other Information

Additional information relating to the Company is available for viewing on SEDAR at www.sedar.com and at the Company's web site www.mirandagold.com.