

SABLE RESOURCES LTD.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the Year Ended December 31, 2016

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Description of Management Discussion and Analysis

The purpose of this Management Discussion and Analysis (“MD&A”) is to explain management’s point of view regarding the past performance and future outlook of Sable Resources Ltd. (the “Company” or “Sable”). This report also provides information to improve the readers’ understanding of the financial statements and related notes as well as important trends and risks affecting the Company’s financial performance, and should therefore be read in conjunction with the audited financial statements of the Company for the year ended December 31, 2016 (“Financial Statements”). This MD&A contains forward-looking information and statements which are based on the conclusions of management. The forward-looking information and statements are only made as of the date of this MD&A.

All financial information in this MD&A has been prepared in accordance with International Financial Reporting Standards (“IFRS”) and all dollar amounts are expressed in Canadian dollars unless otherwise indicated.

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 a 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 it was made, with respect to the period covered by these filings, and these financial statements together with the other financial information included in these filings. The Board of Directors’ approves the Financial Statements and MD&A and ensures that management has discharged its financial responsibilities. The Board’s review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports, prior to filing.

Additional information on the Company is available on SEDAR and at the Company’s website, www.sableresources.com.

Forward Looking Information

This MD&A contains certain statements that may be deemed “forward-looking statements,” as defined by Canadian securities laws. Forward-looking statements relate to management’s expectations or beliefs about future performance, events, or circumstances that include, but are not limited to, future production, costs of production, prices of gold, reserve or resource potential, exploration and operational activities, and events or developments that the Company expects or targets. Forward-looking statements can usually be identified by words such as: “future”, “plans”, “scheduled”, “expects”, “intends”, “estimates”, “forecasts”, “will”, “may”, “could”, “would”, and variations thereof. Although the Company believes that these statements are based on reasonable assumptions, all forward looking statements involve known and unknown risks and uncertainties that may cause the actual performance, events, or circumstances of the Company to be materially different than anticipated. The likelihood of resumed mining at the Shasta Mine, Baker Mine, and Baker mill is subject to a large number of risks, including: fluctuations in gold prices, lower than expected mill recovery rates and mining rates, ore grade and recovery rates, the possibility of a labour stoppage or shortage, accidents, and

delays in government approvals. The Company and its operations are also subject to a large number of risks, including: the Company's liquidity and financing capability, fluctuations in gold prices, market conditions, results of current exploration activities, the possibility of a labour stoppage or shortage, delays in obtaining government permits and approvals and such other risks as discussed herein and in other publicly filed disclosure documents. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause performance, events, or circumstances to differ materially from those described in forward-looking statements. There can be no assurance that forward-looking statements will prove to be accurate. Accordingly, readers should not to place undue reliance on forward-looking statements contained in this MD&A. Forward-statements are made based on management's beliefs, estimates and opinions on the date the statements are made and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by applicable law.

Description of Business and Discussion of Operations

Sable is a Canadian listed public company with its shares traded on the NEX board of the TSX Venture Exchange under the symbol "SAE". The Company is a natural resource company engaged in the exploration and development of gold mineral properties in the Toadoggone region in the Province of British Columbia, Canada.

The Company's flagship property is the Toadoggone Gold/Silver project consisting of the past producing Shasta and Baker Mines, and the Baker Mill. During 2016, the Company was active in exploration activities at the Toadoggone Gold/Silver Project. Mining and milling operations at the Shasta Mine and Baker Mill remained closed with facilities on care and maintenance. Subsequent to the year ended December 31, 2016, as of the date of this report, the Company has acquired the following 3 additional mineral exploration properties in British Columbia: the Mets; the Tulox; and, the Bot Deal projects.

Overall Performance

The Current Assets for the year ended December 31, 2016 were \$1,291,784 versus \$1,413 for the comparative period in the year ended December 31, 2015. The increase is due to multiple financings issuing 21,627,967 common shares of the Company for proceeds of \$1,494,197 less \$28,000 in commissions and agent's fees.

The Current Liabilities for the year ended December 31, 2016 were \$526,358 versus \$1,064,150 for the comparative period in the year ended December 31, 2015. The reduction is due to \$250,000 settlement of debt due to a related party for 5,000,000 Common Shares; payable write-offs of \$45,532; and by cash settlement.

Total Comprehensive Loss for the year ended December 31, 2016 was \$348,501 compared to \$240,792 during the comparative year ended December 31, 2015. The increase in 2016 is due to increased Exploration and Administrative costs, and the issuance of 2,450,000 options resulting in stock-based compensation of \$237,967 using the Black-Scholes option pricing model

Production Results for the 2014-2016 Fiscal Years

No mining and milling operations were conducted during this period. The Company's mining and milling infrastructure remains on care-and-maintenance.

Production Results for the 2013 Fiscal Year

No mining and milling operations were conducted during the year, however, the Company did receive some revenue from the sale of gold/silver dore from a clean up that was completed. Total revenue from the sale of gold/silver ore was \$38,832.

Production Results for the 2012 Fiscal Year

The Company's mining and milling operations ran from June to September. Total revenue from the sale of gold/silver ore was \$1,274,890.

Production Results for the 2011 Fiscal Year

The Company's mining and milling operations ran from the beginning of the year and were discontinued during the third quarter of 2011. Total revenue from the sale of gold/silver ore was \$4,466,036.

Corporate Activities

The Company continues to investigate financing options and completed the following during the year:

On September 14, 2016 the Company completed a CAD \$500,000 private placement by issuing 10,000,000 units consisting of a common share at a price of CAD \$0.05, and one half of one warrant exercisable at a price of CAD \$ 0.15. Finders fees of \$28,000 and 525,000 share purchase warrants exercisable at CAD \$0.15 were paid in connection with the financing. Concurrently with this financing, the Company reached an agreement with RAH Management and Development Ltd., a company controlled by Melvyn M. Rahal, the chief executive officer of the Company, to settle non-interest-bearing loans to the Company in the amount of CAD \$250,000 in common shares at an issue price of five cents per share.

On October 25, 2016 the Company granted 2,450,000 incentive stock options to Directors, Officers, and Consultants of the Company at an exercise price of 10 cents per common share, expiring October 24, 2021.

On November 24, 2016 the Company completed a private placement of CAD \$749,997.53 by issuing 9,999,967 units consisting of one common share at a price of CAD \$0.075 per unit and one half of one warrant exercisable at a price of CAD \$0.10.

On December 30, 2016 the Company completed a private placement of CAD \$244,200.00 by issuing 1,628,000 Common shares of the Company at an issue price of 15 cents per share.

Subsequent Events

On February 21, 2017, the Company acquired the Mets mining lease in north-central British Columbia in consideration for 1,000,000 common shares in the capital stock of the Company and a 1% NSR which can be purchased at any time for payment of \$500,000. The transaction is subject to regulatory approval.

On March 21, 2017, the Company acquired the Tulox gold project located in south-central British Columbia in consideration for 200,000 common shares in the capital stock of the Company and payment of \$5,000. An additional 500,000 common shares in the capital stock of the Company will be issued as bonus shares in the event the Company completes a NI43-101 technical report on the property that contains a measured and indicated resource of at least 500,000 ounces of gold within five years of the agreement. All common shares in the capital stock of the

Company are subject to a hold period of four months plus one day. The transaction is subject to regulatory approval.

On April 18, 2017, the Company has acquired the Bot Deal project located in north-central British Columbia, in consideration for 400,000 common shares in the capital stock of the Company and payment of \$7,500. An additional 500,000 common shares in the capital stock of the Company will be issued as bonus shares in the event the Company completes a NI43-101 technical report on the property that contains a measured and indicated resource of at least 500,000 ounces of gold within five years of the agreement. All common shares in the capital stock of the Company will be subject to a hold period of four months plus one day. The transaction is subject to regulatory approval.

On April 24, 2017 the Company reached an agreement with Cangaroo Capital Corp. and Walter Canadian Coal Partnership to settle debts owing by the Company in the aggregate amount of CAD \$285,000 in common shares at an issue price of 15 cents per share. Terence Harbort is a principal of one of the creditors and a director of Sable.

Summary of Exploration Activities

For the year ended December 31, 2016 the Company incurred \$64,538 in exploration and evaluation expenditures Compared to \$43,266 for the corresponding period in the year ended December 31, 2015. All expenditures were related to the Company's Toodoggone (Baker) Gold/Silver Project.

Toodoggone (Baker) Gold/Silver Project

The Toodoggone (Baker) Project is located in the Toodoggone region of the Omineca Mining Division, 430 km northwest of Prince George, British Columbia. The Property is situated 35 km northwest of the former Kemess South open pit gold-copper mine and consists of 54 mineral claims, and 2 mining leases covering 6,601 hectares of land that encompass the past-producing Dupont-Baker 'A' and Multinational 'B' underground gold-silver mines, and the past-producing Shasta open pit/underground gold-silver mine, and the Baker mill and tailings storage facility.

Shasta Mine

The Shasta Mine is located 9 km east from the Company's processing and camp facilities. Production began in 1989 and has been operated by Sable intermittently until 2012 when the mine was put on care-and-maintenance. Historical production from the Shasta mine primarily occurred during the periods 1989-1991 (JM and D zones), and 2008-2012 (Creek zone). The mine production was processed at Sable's Baker mill, commonly at rates of 200-250 ton/day, where gold and silver dore was produced for sale.

Shasta mine mineralization can be described as epithermal gold-silver, low sulfidation type. It is a multiphase quartz-carbonate stockwork/breccia vein mineralization containing significant gold and silver. Native gold and silver, electrum and acanthite occur erratically with finely disseminated pyrite, sphalerite, galena and minor chalcopyrite. There are eleven mineralized zones on the Property, many of them part of a continuous vein system.

Chappelle (Baker and Multinational Mines) Property

The Chappelle ground covers the historically mined Dupont/Baker 'A' vein mine, and the Multinational 'B' vein mines. The Baker Mine (referred to as the Dupont/Baker 'A' deposit) was operated by Dupont Canada during the period 1981 – 83 as an underground and open pit gold - silver mine. The Dupont operation included a 90 tons per day whole ore cyanidation plant using the Merrill-Crowe process. Historical production from the Dupont/Baker miner totalled 81,878 tonnes producing 1,283,973 grams (41,285 ounces) gold, 23,812,572 grams (765,677 ounces) silver and 13,076 kilograms copper.

Sable acquired the Baker site including the processing facility in 1989 and subsequently modified it to a flotation circuit with optional concentrate cyanidation.

The Multinational 'B' deposit, located adjacent to Adit Creek and upstream of the 'A' deposit, was a high grade gold-silver-copper deposit from which flotation concentrates were shipped off-site. This mine was intermittently operated by Sable during 1991-1997

Technical information stated above is historical in nature and has been compiled from sources believed to be accurate.

Baker Infrastructure and Equipment

The infrastructure consists of living quarters, kitchen, crusher building, fuel and oil storage, offices, assay laboratory, concentrator, water pumps, mechanics shop, backhoe, loader, bulldozer, grader, haulage trucks, personnel vehicles and a tailings storage facility. There are two Production Leases, one at the Chappelle Property (P.L. No. 13, Lot 1048) and one at Shasta Mine (P.L. No. 48). Permitted tailings and waste facilities are used.

The concentrator (the "Baker Mill") is a fully operational facility which using conventional processes made recoveries above 94% for gold and 87% for silver during its peak operation in 1981 through 1983. Power is obtained from diesel generators. In 1989 the mill was modified with the addition of flotation cells and the leach tanks were down sized to handle a flotation concentrate. These modifications increased the mill capacity from 100 tons per day up to 250 tons/day.

Taurus Property

The Company has a 2.5% net smelter return interest in ten mineral claims owned by China Minerals Mining Corporation (formerly Hawthorne Gold Corp.), formerly International Taurus Resources Inc.

Risks Factors

There are many risk factors facing companies involved in the mineral exploration industry. Risk management is an ongoing exercise upon which the Company spends a substantial amount of time. While it is not possible to eliminate all the risks inherent to the industry, the Company strives to manage these risks, to the greatest extent possible. The following risks are most applicable to the Company, but may not be the only risks faced by the Company. Risks and uncertainties not presently known by the Company or which are presently considered immaterial may also adversely affect the Company's business, projections, results of operations and/or conditions (financial or otherwise).

Industry and Mineral Exploration Risk

Mineral exploration is highly speculative in nature, involves many risks and frequently is non-productive. There is no assurance that the Company's exploration efforts will be successful. At present, the Company's projects do not contain any proven or probable reserves. Success in establishing reserves is a result of a number of factors, including the quality of the project itself. Substantial expenditures are required to establish reserves through drilling, to develop processes to extract the resources and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Because of these uncertainties, no assurance can be given that planned exploration programs will result in the establishment of mineral resources or reserves.

The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors beyond the Company's control.

The marketability of minerals acquired or discovered by the Company may be affected by numerous factors which are beyond the control of the Company and which cannot be accurately predicted, such as market fluctuations, the proximity and capacity of milling facilities, mineral markets and processing equipment, and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals, and environmental protection, the combination of which factors may result in the Company not receiving an adequate return of investment capital.

The Company may be subject to risks which could not reasonably be predicted in advance. Events such as labour disputes, environmental issues, natural disasters or estimation errors are prime examples of industry related risks. The Company attempts to balance this risk through ongoing risk assessments conducted by its technical team.

Sources of Funds

The only sources of funds presently available to the Company are revenues from the sale of gold, the sale of equity/debt capital, and the offering by the Company of an interest in its properties to be earned by another party or parties carrying out exploration or development thereof. There is no assurance that such sources will continue to be available, in the short term or at all. Failure to obtain additional financing on a timely basis could cause the Company to reduce or terminate its proposed operations and the loss of some or all of the value of an investment in the securities.

Operating Hazards and Risks

Exploration for natural resources involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production of mineral resources, any of which could result in work stoppages, damage to persons or property and possible environmental damage. Unusual or unexpected formations, formation pressures, fires, power outages, labour

disruptions, flooding, explosions, cave-ins, landslides, weather conditions and the inability to obtain suitable or adequate machinery, equipment or labour are other risks involved in extraction operations and the conduct of exploration programs. The Company's exploration activities will be subject to the availability of third party contractors and equipment. There are also physical risks to the exploration personnel.

Although the Company may obtain liability insurance in an amount which it considers adequate, the nature of these risks is such that liabilities might exceed policy limits, the liabilities and hazards might not be insurable against, or the Company might not elect to insure itself against such liabilities due to high premium costs or other reasons, in which event the Company could incur significant costs that could have a material adverse effect upon its financial condition.

Commodity Prices

The Company is in the business of metals exploration and as such, its prospects are largely dependent on movements in the price of various metals. Prices fluctuate on a daily basis and are affected by a number of factors beyond the control of the Company. The mineral exploration industry in general is a competitive market and there is no assurance that, even if commercial quantities of proven and probable reserves are discovered, a profitable market may exist. The Company has not hedged any of its future gold production.

Environmental

Exploration projects or operations are subject to the environmental laws and applicable regulations of the jurisdiction in which the Company operates. Environmental standards continue to evolve and the current trend is moving toward a longer, more complete and rigid process. The Company reviews environmental matters on an ongoing basis. If and when appropriate, the Company will make appropriate provisions in its financial statements for any potential environmental liability. However, there is no assurance that existing or future environmental regulation will not materially adversely affect the Company's business, financial condition and results of operations. Environmental hazards may exist on the properties on which the Company holds interests which are unknown to the Company at present and which have been caused by previous or existing owners or operators of the properties.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations, including the Company, may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations. Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in exploration expenses, capital expenditures or production costs, reduction in levels of production at producing properties, or abandonment or delays in development of new mining properties.

Permits and Licenses

The operations of the Company will require licenses and permits from various governmental authorities. The Company believes it will be able to obtain in the future all necessary licenses and permits to carry on the activities which it intends to conduct, and intends to comply in all material respects with the terms of such licenses and permits. There can be no guarantee, however, that the Company will be able to obtain and maintain, at all times, all licenses and permits required to undertake its proposed exploration or to place its properties into commercial production and to operate mining facilities if its exploration programs are successful. Amendments to current laws and regulations governing the operating and activities of the Company and the more stringent implementation thereof could have a substantial adverse impact on the business, financial condition and the results of operations of the Company. Obtaining necessary permits, leases and licenses can be a complex, time consuming process and the Company cannot be certain that it will be able to obtain necessary permits on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining necessary permits, leases and licenses and complying with these permits and applicable laws and regulations could stop, delay or restrict the Company from proceeding with the development of an exploration project or the development and operation of a mine. Any failure to comply with applicable laws and regulations or permits could result in interruption or closure of exploration, development or mining operations, or fines, penalties or other liabilities. The Company could also lose its licenses or permits under the terms of its existing agreements.

Title Matters

While the Company has followed and intends to follow standard industry accepted due diligence procedures with respect to title for any mineral claims in which it has or will acquire a material interest, there is no guarantee that title to such properties will not be challenged or impugned. There is no guarantee of title to any of the Company's properties. The Company's properties may be subject to prior unregistered agreements or transfers or aboriginal land claims. Surveys have not been carried out on the Company's mineral properties, and their boundaries and areas could be in doubt. In addition, claims have been made and new claims are being made in Canada by aboriginal peoples that call into question the title to properties. Until competing interest in the mineral land have been determined, the Company can give no assurance as to the validity of title of the Company to those lands or the size of such mineral lands.

Competition and Marketability

The resource industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than itself. Competition could adversely affect the Company's ability to acquire suitable properties for exploration in the future.

Key Management

The success of the Company's future business is largely dependent on a relatively small number of key members of management. The loss of any key member could

be detrimental if a suitable replacement could not be found at a comparable compensation level.

Selected Annual Information

The following table sets forth selected consolidated information of the Company at December 31 for each of the last three fiscal years prepared in accordance with Canadian Generally Accepted Accounting Principles. The selected consolidated financial information should be read in conjunction with the Audited Consolidated Financial Statements of the Company.

Canadian Dollars	2016	2015*	2014
Revenues	59	2,172	2,433
Net earnings (loss)	(348,501)	(240,792)*	(666,796)
Net income (loss) per share	(0.01)	(0.02)*	(0.05)
Total assets	1,400,283	332,412	332,807
Long term debt	Nil	Nil	Nil
Dividends	Nil	Nil	Nil

**Restated 2015 as per Note 15 of the Audited Financial Statements. During the year ended December 31, 2016, the Company discovered an accounting error made in the year ended December 31, 2015 due to the Company not having sufficient funds to complete outstanding regulatory orders issued by the British Columbia Ministry of Energy and Mines (Ministry) related to the Baker tailings storage facilities. As a result, management used the Ministry's forfeiture of its reclamation bond of \$222,500 as the best estimate for the repair and maintenance costs to the tailings storage facilities.*

Results of Operation

The following discussion should be read in conjunction with the accompanying Financial Statements and related notes:

The Company's loss for the year ended December 31, 2016 was CAD \$348,501 compared to a loss of CAD \$240,792 for the year prior.

The significant differences between the periods under review are:

- The Company had Stock-based compensation of \$237,967 using the Black-Scholes option pricing model in 2016 compared to Nil in 2015. The increase was due to an increase from 0 to 2,450,000 stock options outstanding between the periods.
- Exploration expenditures for the year ended December 31, 2016 are \$64,538 compared to \$43,266 in 2015. The increase is due to increased activity and greater financial resources following financing activities in the third and fourth quarter of 2016.
- Mining and milling expenses were \$7,094 in the year ending Dec 31, 2016 as compared to 229,594 in 2015. The difference is due to a restatement of a \$222,500 reclamation bond associated with mining and milling infrastructure as an expense.
- Administration expenses in 2016 were \$49,540 compared to \$21,213 in 2015. The increase is due to increased financing and exploration activity.

Summary of Quarterly Results

The following table sets forth selected quarterly financial information for each of the last eight (8) quarters with the figures for each quarter on a cumulative year-to-date.

Quarter Ending	Revenue (CAD \$)	Net Earnings (Loss)	Net (Loss) per Share
Dec 31, 2016	59	(309,324)	(0.01)
September 31, 2016	Nil	(19439)	0.00
June 30, 2016	Nil	(15,710)	0.00
March 31, 2016	Nil	(4,028)	0.00
December 31, 2015**	34	(186,126)	(0.02)
September 30, 2015	2,206	(47,316)	(0.00)
June 30, 2015	Nil	(4,200)	(0.00)
March 31, 2015	Nil	(3,150)	(0.00)

NOTE: There were no discontinued operations on the Company's financial statements during the above mentioned periods.

**See Note 15 of the Financial Statement

Liquidity and Capital Resources

The Company has no known mineral resources and is not in commercial production on any of its properties and accordingly, the Company does not generate cash from operations. The Company finances exploration activities by raising capital from equity markets from time to time. The Company's liquidity and capital resources are as follows:

As at December 31, 2016 the Company had a cash position of CAD \$1,065,089, (2015 – Nil), consisting mainly of proceeds from the September 14, November 24, and partial proceeds of the December 30 financings. As of December 31, 2016 the Company had a working capital position of CAD \$765,426 (working capital deficit of CAD \$1,062,737 – 2015)

On September 14, 2016 the Company completed a CAD \$500,000 private placement by issuing 10,000,000 units consisting of a common share at a price of CAD \$0.05, and one half of one warrant exercisable at a price of CAD \$ 0.15. Concurrently with this financing, the Company reached an agreement with RAH Management and Development Ltd., a company controlled by Melvyn M. Rahal, the chief executive officer of the Company, to settle non-interest-bearing loans to the Company in the amount of CAD \$250,000 in common shares at an issue price of five cents per share.

On October 25, 2016 the Company granted 2,450,000 incentive stock options to Directors, Officers, and Consultants of the Company at an exercise price of 10 cents per common share, expiring October 24, 2021.

On November 24, 2016 the Company completed a private placement of CAD \$749,997.53 by issuing 9,999,967 units consisting of one common share at a price of CAD \$0.075 per unit and one half of one warrant exercisable at a price of CAD \$0.10.

On December 30, 2016 the Company completed a private placement of CAD \$244,200.00 by issuing 1,628,000 Common shares of the Company at an issue price of 15 cents per share.

Subsequent to the year ended December 31, 2016, on April 24, 2017 the Company reached an agreement with Cangaroo Capital Corp. and Walter Canadian Coal Partnership to settle debts owing by the Company in the aggregate amount of CAD \$285,000 in common shares at an issue price of 15 cents per share. Terence Harbort is a principal of one of the creditors and a director of Sable.

The Company currently has no source of operating cash flow, limited financial resources, and has no assurance that additional funding will be available to it for further exploration and development of its properties or to enable it to fulfill its obligations under any applicable agreements. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and development of the Company's properties and the possible loss of title to such properties. The ability of the Company to continue as a going concern and realize the carrying value of its resource properties is dependent upon the continued financial support from related parties, the ability of the Company to raise equity financing to continue exploration and development activities or contract out further work with joint venture partners, the discovery of economically recoverable reserves, and upon future profitable operations or proceeds from disposition of resource properties. Management believes it has sufficient working capital to continue operations for the next 12 months.

Off-Balance Sheet Transactions

The Company does not have any off-balance sheet arrangements as at December 31, 2016 or as of the date of this report.

Capital Resources

The Company had provided a \$222,500 security to the Province of British Columbia relating to future reclamation of the Company's mineral property interests. In the fourth quarter of 2016, the Company forfeited the reclamation bond to the British Columbia Ministry of Energy and Mines (the "Ministry") as a best estimate for the repair and maintenance costs to the tailings storage facilities. The Company has accepted liability and responsibility for the reclamation of its mineral claims including removal and decommissioning of the mill, camp and tailings pond to the satisfaction of government authorities. Failing to comply with the Company's responsibilities for the required reclamation would result in the regulatory authorities seizing the Company's security in order to perform the necessary work.

The Company does not have any other capital resource commitments. Further capital may be required for continued exploration, development or mining activities to occur.

Related Party Transactions

As of December 31, 2016, a former director of the Company who had previously advanced funds to the Company as a non-interest bearing loan repayable on demand, converted \$250,000 of debt to shares during the third quarter at a price of CAD \$ 0.05 per share. As at December 31, 2016; \$266,605 (2015 -\$474,467) was owing to the former director.

Related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration agreed to by the related parties. Amounts due to related parties are unsecured with no specific terms for repayment.

Critical Accounting Estimates

Exploration and evaluation expenditures are expensed once the legal right to explore a property has been acquired. Exploration and evaluation assets are recorded at cost less accumulated impairment losses. Direct costs related to the acquisition, exploration and evaluation of mineral properties are capitalized until the commercial viability of the asset is established, at which time the capitalized costs are reclassified to mineral properties under development. To the extent that the expenditures are spent to establish ore reserves within the rights to explore, the Company will consider those costs as intangible assets in nature.

The depreciation of a capital asset in connection with exploring or evaluating a property of this nature will be included in the cost of the intangible asset.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of the project are deemed to be impaired. As a result, those exploration and expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss/income.

Management reviews the facts and circumstances suggesting if the carrying amount of the exploration and evaluation assets exceeds their recoverable amount on a regular basis. If the facts and circumstances suggest the carrying value exceeds the recoverable amount, the Company will perform an impairment test on the property in accordance with the provisions of IAS 36.

The amount shown for mineral properties does not necessarily represent present or future values. Recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

Changes in Accounting Policy

There were no changes in accounting policy this past year.

Financial Instruments and Other Instruments

The Company has not entered into any specialized financial agreements to minimize its investment risk, currency risk or commodity risk. As of the date hereof, the Company's investment in resource properties has full exposure to commodity risk, both upside and downside. As the gold price moves so to does the underlying value of the Company's gold projects.

Outstanding Share Data

The Company's authorized share capital consists of an unlimited number of common shares. As at December 31, 2016 an aggregate of 49,589,457 common shares were issued and outstanding. At the date hereof an aggregate of 50,876,957 common shares were issued and outstanding.

The Company had 10,524,982 warrants outstanding as of December 31, 2016 and 10,437,482 warrants outstanding at the date hereof.

The Company has 2,450,000 options at an exercise price of CAD \$0.10 outstanding at the date hereof.

Investor Relations

The directors and officers of the Company all participate in a limited investor relations program.

Disclosure Controls and Procedures

Disclosure controls and procedures (“DC&P”) are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarized and reported within the time periods specified by securities regulations and that information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting (“ICFR”) are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with Canadian generally accepted accounting principles.

TSX Venture listed companies are not required to provide representations in the annual filings relating to the establishment and maintenance of DC&P and ICFR, as defined in Multinational Instrument 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and (b) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer’s GAAP. The issuer’s certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in their certificates regarding the absence of misrepresentations and fair disclosure of financial information. Investors should be aware that inherent limitation on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in Multinational Instrument 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Additional information on the Company can be found on the Company’s website at www.sableresources.com or at SEDAR at www.sedar.com.

Approval

The Board of Directors of the Company has approved the disclosure contained in this Management Discussion and Analysis.

On Behalf of the Board of Directors,

“Tom Obradovich”
Tom Obradovich
President, CEO, and Director
April 30, 2017