Trading Symbol (TSX-V: MTB; Frankfurt: M9U)
410-325 Howe Street
Vancouver, British Columbia
Canada V6C 1Z7
Tel: (604) 687-3520
Fax: 1-888-889 4874
www.mountainboyminerals.ca

MOUNTAIN BOY MINERALS LTD.
(An Exploration Stage Company)
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED NOVEMBER 30, 2017

INTRODUCTION

This is Management's Discussion and Analysis ("MD&A") for Mountain Boy Minerals Ltd. ("Mountain Boy" or the "Company") and has been prepared based on information known to management as of March 26, 2018. This MD&A is intended to help the reader understand the financial statements of Mountain Boy.

The following information should be read in conjunction with the audited financial statements as at November 30, 2017 and 2016 and the related notes thereto, prepared in accordance with International Financial Reporting Standards ("IFRS"). The MD&A provides a review of the performance of the Company for the year ended November 30, 2017. Additional information relating to the Company can be found on SEDAR www.sedar.com.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management also ensures that information used internally or disclosed externally, including the financial statements and MD&A, is complete and reliable.

The Company's board of directors follows recommended corporate-governance guidelines for public companies to ensure transparency and accountability to shareholders. The board's audit committee meets with management regularly to review the financial statements, including the MD&A, and to discuss other financial, operating and internal-control matters.

All currency amounts are expressed in Canadian dollars unless otherwise noted.

FORWARD LOOKING STATEMENTS

Certain sections of this MD&A provide, or may appear to provide, a forward-looking orientation with respect to the Company's activities and its future financial results. Consequently, certain statements contained in this MD&A constitute express or implied forward-looking statements. Terms including, but not limited to, "anticipate", "estimate", "believe" and "expect" may identify forward-looking statements. Forward-looking statements, while they are based on the current knowledge and assumptions of the Company's management, are subject to risks and uncertainties that could cause or contribute to the actual results being materially different than those expressed or implied. Readers are cautioned not to place undue reliance on any forward-looking statement that may be in this MD&A.

The following forward looking statements have been made in this MD&A:

- Impairment of long-lived assets;
- The progress, potential and uncertainties of the Company's mineral properties in British Columbia; and
- Expectations regarding the ability to raise capital and to continue its exploration and development plans on its properties.

ADDITIONAL INFORMATION

Financial statements, MD&A's and additional information relevant to the Company and the Company's activities can be found on SEDAR at www.sedar.com, and/or on the Company's website at www.mountainboyminerals.ca.

SUMMARY AND OUTLOOK

During the year ended November 30, 2017, the Company continued to carefully manage its cash and corporate overhead activities. Detailed Mineral Property information, including 2017 activity, can be found in Section 3.

Management's overall expectations for the Company are positive, due in part to the following factors:

- The Company entered into various option agreements with regards to the properties in Stewart, British Columbia.
- The Company completed two non-brokered private placements, issuing a totalling of 10,073,666 units for gross proceeds of $811,520.
- During the fiscal year, the Company further issued common shares pursuant to the exercise of 7,300,000 options and 200,000 warrants for total cash proceeds of $379,000.

Trading Symbol (TSX-V: MTB; Frankfurt: M9U)
410-325 Howe Street
Vancouver, British Columbia
Canada V6C 1Z7
Tel: (604) 687-3520
Fax: 1-888-889 4874
www.mountainboyminerals.ca

TABLE OF CONTENTS

1. Background

The Company is a publicly listed company incorporated on April 26, 1999 in Canada with limited liability under the legislation of the Province of British Columbia.

Mountain Boy Minerals Ltd. is a Canadian based mineral exploration company with diverse property and resource holdings within the Stewart region located in the very prolific area of British Columbia's Golden Triangle. It owns 20% of the Silver Coin project, a gold-silver-base metals project that has a NI43-101 compliant resource calculated. The Company is also exploring silver-base metals on its American Creek and Bear Valley properties as well as copper-gold on their Stewart area claims.

The Company's head office is 410-325 Howe Street, Vancouver, BC V6C 1Z7 and its principal business address is 306 – Suite D, 5th Avenue, PO Box 859, Stewart, BC V0T 1W0. The Company's common shares are traded on the TSX Venture Exchange ("TSX-V") under the symbol "MTB".

2. Overview

2(a) Company Mission and Focus

The Company is focused on exploring and developing economic mineral projects in the province of British Columbia.

2(b) Qualified Person

Mr. Ed Kruchkowski, P.Geo, is a Qualified Person, as defined by National Instrument 43-101. Mr. Kruchkowski has reviewed the technical contents of this MD& A.

2(c) Description of Metal Markets

Market interest for all metals such as gold and copper is volatile and the Company will monitor its resources relative to its opportunities during the coming fiscal year.

2(d) Use of the terms "Mineral Resources" and "Mineral Reserves"

Any reference in this MD&A to Mineral Resources does not mean Mineral Reserve.

A Mineral Reserve is the economically mineable part of a Measured or Indicated Mineral Resource demonstrated by at least a Preliminary Feasibility Study. This Study must include adequate information on mining, processing, metallurgical, economic and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified. A Mineral Reserve includes diluting materials and allowances for losses that may occur when the material is mined.

Mineral Resources are sub-divided, in order of increasing geological confidence, into Inferred, Indicated and Measured categories. An Inferred Mineral Resource has a lower level of confidence than that applied to an Indicated Mineral Resource. An Indicated Mineral Resource has a higher level of confidence than an Inferred Mineral Resource but has a lower level of confidence than a Measured Mineral Resource.

2(e) Historical estimates are not NI 43-101 compliant

The historical estimates contained in this MD&A have not been calculated in accordance with the mineral resources or mineral reserves classifications contained in the CIM Definition Standards on Mineral Resources and Mineral Reserves, as required by National Instrument 43-101 ("NI 43-101"). Accordingly, the Company is not treating these historical estimates as current mineral resources or mineral reserves as defined in NI 43-101, and such historical estimates should not be relied upon. A qualified person has not done sufficient work to date to classify the historical estimates as current mineral resources or mineral reserves.

3. Mineral Properties

Mountain Boy is engaged in the exploration and evaluation of a portfolio of mineral properties located in the prolific Golden Triangle area of north-western British Columbia.

The Company has four primary properties, namely the Silver Coin property (gold-silver), the Barbara and Surprise Creek properties (silver-zinc-lead), the Red Cliff property (gold-copper-zinc-lead-silver) and the Mountain Boy property (silver-zinc-lead).

3(a) Silver Coin Property

The Silver Coin property is situated 10 kilometres north of the past-producing Silbak-Premier mine. Silbak-Premier produced 2 million ounces of gold and 43 million ounces of silver over its life.

Mountain Boy owned a 49% interest in the Silver Coin mineral claims, a 26.95% interest in the Indi mineral claims and a 29.4% interest in the Kansas mineral claims. These contiguous claims cover 1,247 hectares and comprise the Silver Coin property.

On July 6, 2009, Mountain Boy signed an agreement with Jayden Resources Inc. (“Jayden”) to sell 19% of the Silver Coin property (including the necessary adjustments to the Kansas and Indi claims percentages) to Jayden for $350,000. Jayden then owned a 70% interest in the Silver Coin property with Mountain Boy owning the remaining 30% interest.

Jayden could earn an additional 10% interest in the property by completing $4,000,000 in exploration related expenditures**.** At November 30, 2011, Jayden had completed the required expenditures and its interest was increased to 80%. Mountain Boy’s interest decreased to 20% and it would be carried for all future exploration expenditures. Jayden would act as operator of the Silver Coin project with Mountain Boy serving in an advisory capacity. Development work on Silver Coin is planned to focus on environmental and feasibility studies in anticipation of making a permit application for mining of the property.

Jayden completed 18 holes totaling approximately 2,800 metres as part of its 2010 drilling program which addressed two key objectives:

- Infill holes to aid in ongoing resource studies and confirmation of the grade and continuity of the mineralization.

- Step-out holes to explore for continuation of the mineralization to the north.

Assays from drill hole SC10-311 returned 55 metres averaging 8.42 grams per tonne (0.246 oz/ton) gold and 12.53 grams per tonne (0.366 oz/ton) silver.

Results from extension drilling to the north of previous drilling extended the footprint of gold mineralization at Silver Coin by 160 metres. Mineralization remains open to the north and northwest of the existing resource. The step-out drilling to the north has demonstrated that the mineralization persists in this direction, and remains open. Exploration targets to the south and west of the resource were developed for drill testing.

Of the 18 holes drilled in the 2010 drilling program, 16 holes contained reportable intersections of gold mineralization, and most of those included intervals well in excess of the average grade of the current resource.

On March 4, 2011, Jayden announced that it had filed an updated NI 43-101 technical report in regards to the Silver Coin project. The report was prepared by Minarco-Mine Consultants and is available on www.SEDAR.com. The report includes an updated resource estimate incorporating the assay results of 18 holes that the Company drilled during the fall of 2010 which had not previously been reported or included in resource estimates. This updated resource estimate represents an overall increase in the average gold grade of 10.9% and an 11.1% increase in the number of resource ounces previously reported, from 191,300 measured oz, 644,300 indicated oz and 655,200 inferred oz, to 218,410 measured oz, 624,006 indicated oz and 813,273 inferred oz. The updated resource estimate incorporates a total of 732 drill holes (88,645 metres) plus 76 trenches (1,447 metres).

Using a base case cut-off grade of 0.3 grams gold per ton ("gpt"), the Report identifies the following gold, silver and zinc resource:

SILVER COIN CLASSIFIED RESOURCES March 2011							
0.3 g/t Au Cut-off	Tonnes	Au (g/t)	Ag (g/t)	Zn (%)	Au (oz)	Ag (oz)	Zn (lbs)
Measured	4,372,225	1.55	6.53	0.26	218,410	918,417	25,531,741
Indicated	19,759,025	0.98	5.57	0.15	624,006	3,537,769	65,642,277
M & I	24,131,250	1.08	5.74	0.17	842,416	4,456,186	91,174,018
Inferred	32,443,840	0.78	6.41	0.18	813,273	6,691,185	128,006,920

At the 0.3 gpt cut-off grade the estimated Measured and Indicated resource is 24.13 million tons grading 1.08 gpt gold for a total of 842,416 ounces of gold, 4.45 million ounces of silver and 91.17 million pounds of zinc. The estimated Inferred resources comprise an additional 813,273 ounces of gold, 6.69 million ounces of silver, and 128 million lbs of zinc.

The resource remains open along strike to the north and south. The two southernmost holes from the 2010 drilling, both located within 150m of the currently modelled southern pit boundary, intersected excellent intervals of gold mineralization. Readers are advised to access the report for detailed technical information.

This technical information was prepared and reviewed by Lawrence Dick, Ph.D., P. Geo. recognized as a Qualified Person under the guidelines of National Instrument 43-101. Jeremy Clark, B. App. Sc. (Geology) Hons, MAIG, is the Qualified Person from Minarco who was responsible for the Technical Report and the estimates therein. Neither individual is related to Mountain Boy.

2017 Drilling Program

Jayden has completed 10 diamond drill holes to date on the 2017 drill program at Silver Coin. The focus is on extending and upgrading lenses of known high-grade gold mineralization within the Main Breccia zone to the northwest as well as testing additional targets along strike to the south and potential subparallel zones to the east. 2017 drilling highlights are as follows:

- SC17-442: intersected a new high-grade zone at surface and continuity of main zone at depth;
- SC17-443: intersected a new high-grade zone at surface and a broad westerly extension of the main breccia zone at depth.
- SC17-444: Intersected continuity of main breccia zone at depth to the north-northwest.
- SC17-445: Intersected a new modest gold zone at surface approximately 70 metres to the NE of the main breccia body and a broad continuation of the main zone at depth.
- SC17-446: Intersected a northerly extension of the main zone at depth.
- SC17-448: Drilled to test the westerly extension of the main breccia body, this hole intersected modest gold grades.
- SC17-452: Intersected a new high-grade sub-surface gold zone 550 metres to the northeast of the current Silver Coin resource area suggesting a shallow dipping mineralized breccia package.
- The 2017 drill program is now complete with 14 drill holes totalling 7300 feet. The Company has logged and sampled all holes. Holes SC17-447 and SC17-449 were lost due to poor ground conditions and Hole SC17-450 reported no significant results. Assays are still pending for 4 drill holes.

3(b) Barbara and Surprise Creek Properties

By an agreement dated September 21, 2006, the Company acquired a 50% interest in the Barbara property which consisted of 10 mineral claims situated in the Skeena Mining Division of British Columbia. The Company was required to complete an 800-metre drill program on the property (completed). The property is subject to a 2% net smelter return royalty to a former director of the Company of which 1% may be purchased for $500,000. During the year ended November 30, 2007, the Company acquired the remaining 50% interest in the property.

The Barbara property encompasses over five kilometres of known massive-sulphide-type mineralization. In the main area, extensive drilling has defined a mineralized zone over 1,500 metres in length, open along strike to the north and to depth. Within the project area, over 30 kilometres of known mineralization has been outlined for this mineralization type.

The Barbara property has the potential to host a very large, open-pittable deposit approximately three kilometres from paved Highway 37A and an electric transmission line. Highlights of past drilling by the Company on the Barbara property include:

57.93 metres of 140.44 g/t Ag, 1.66% Pb and 2.51% Zn in DDH 2007-BA-1
12.20 metres of 145.3 g/t Ag, 3.13% Pb and 2.30% Zn in DDH 2007-BA-5
28.96 metres of 203.5 g/t Ag, 2.50% Pb and 1.00% Zn in DDH 2007-BA-15
18.29 metres of 246.5 g/t Ag, 0.78% Pb and 1.71% Zn in DDH 2007-BA-17
3.05 metres of 401 g/t Ag, 4.14% Pb and 0.46% Zn in DDH 2010-BA-82
15.24 metres of 117.5 g/t Ag, 1.68% Pb and 2.81% Zn in DDH 2010-BA-147

On January 28, 2010, the Company entered into an option and joint venture agreement with Great Bear Resources Ltd. ("Great Bear") which granted Great Bear the option to acquire up to a 70% interest in the Barbara, Stro, Booze and George Copper properties ("Barbara Properties"). On April 1, 2010, the Company received TSX-V approval for the agreement and issued 600,000 common shares valued at $0.20 per share as a finder's fee with respect to this transaction. The agreement gave Great Bear the option to earn an initial 50% interest in the Barbara Properties by paying $158,000 (paid) and incurring $5,500,000 in exploration expenditures on or before December 31, 2013 (incurred). Great Bear could earn an additional 20% interest by completing a bankable feasibility study on or before December 31, 2015.

In 2010, Great Bear completed an 82-hole, 15,000 metre drill program. Results included 106.71 metres (core length) of 81 g/t silver, 1.37% lead and 1.62% zinc in drill hole BA-2007-5, and the discovery of higher-grade feeder zones such as 7.5 metres of 8.41% zinc, 1.11% lead and 66 g/t silver in hole BA-2007-10, and 13.10 metres of 4.11% zinc, 1.37% lead and 137 g/t silver in hole BA-2007-28. The Barbara property was increased to 24 mineral claims covering 9,778 hectares.

The option and joint venture agreement was amended on October 25, 2010, such that Great Bear included the Surprise Creek property under the terms of the agreement, and the acquisition costs for the Surprise Creek property, borne entirely by Great Bear, and were applied against the earn-in requirement of the Barbara property.

The Surprise Creek property consists of 19 mineral claims situated in the Skeena Mining Division of British Columbia covering 7,472 hectares. The property covers much of the same stratigraphy as Barbara. Among other targets, Surprise Creek hosts semi-massive to massive zinc-silver-lead mineralization at the Ataman zone.

Great Bear did not complete a bankable feasibility study by December 31, 2015 and did not execute their option to acquire the additional 20% interest. The Barbara and Surprise Creek properties would go forward on a 50/50 joint venture basis between Mountain Boy and Great Bear.

On October 18, 2016, the Company and Great Bear amended their agreement and entered into separate joint venture agreements for the Barbara and Surprise Creek properties. The joint venture agreements set Great Bear as the operator of the Barbara property and set the Company as the operator of the Surprise Creek property. Both the Company and Great Bear retain a 50% ownership interest in the Surprise Creek and Barbara properties. Annual minimum work programs of $250,000 are required at each project to ensure continuing exploration activity.

All other provisions of the original agreement remain in effect.

On June 1, 2017, the Company and Great Bear entered into an additional option agreement in which the Company was granted the option to acquire Great Bear's 50% interest in the Barbara and Surprise Creek properties by issuing a total of 10,000,000 common shares and paying $1,300,000 to Great Bear in stages between the date of TSX-V acceptance of the agreement and August 20, 2020. In addition, the Company will make cash payments to Great Bear on achieving certain milestones toward establishing an economic resource, which could amount to as much as $3,700,000 were both properties to go into production.

As of November 30, 2017, the Company issued 2,500,000 common shares and paid Great Bear $150,000. Subsequent to November 30, 2017, the Company paid another $150,000 to Great Bear. The timing of further payments and share issuances under the terms of the option agreement is as follows: the Company is to pay additional amounts of $300,000 in 2018, $350,000 in 2019 and $350,000 in 2020. The Company is also to issue 2,500,000 common shares in 2018, 2,500,000 common shares in 2019 and 2,500,000 common shares in 2020.

(i) Barbara

Great Bear completed its 2016 field investigation program at Barbara. Work included over 150 metres of channel sampling, targeting both recently de-glaciated and previously mapped volcanogenic-massive-sulphide-mineralized stratigraphy, and a comprehensive re-logging, resampling and review of drill core from the 15,000-metre, 82-hole drill program completed in 2010 by Great Bear. The $250,000 program cost was borne on a 50/50 basis by Mountain Boy and Great Bear.

On November 2, 2016, Mountain Boy released the highlights of its trench sampling program at Barbara:

- Trench C2 included 12 metres of 5.09% zinc, 1.81% lead and 20 grams per tonne silver within 39.0 metres of 3.76% zinc, 2.26% lead and 30 g/t silver.
- Trench C included 1.5 metres of 6.64% zinc, 2.71% lead and 21 g/t silver within 19.5 metres of 3.92% zinc, 1.55% lead and 44 g/t silver.
- Trench D included 12 metres of 5.24% zinc, 1.59% lead and 30 g/t silver within 19.5 metres of 3.96% zinc, 1.05% lead and 20 g/t silver.
- Glacial retreat since 2010 has exposed strike extensions of the zone which have now been sampled.
- Re-logging of historical drill core has revealed a high-grade sulphide-carbonate overprint of the stacked volcanogenic massive sulphide system (VMS), comprising a core of enhanced grade that is traceable along strike at surface.

On December 8, 2016, Mountain Boy released additional trench sampling results from Barbara. Highlighted results included:

- Trench A included 7.50 metres of 5.31% zinc, 1.97% lead and 132 g/t silver within 15.0 metres of 3.84% zinc, 1.25% lead and 108 g/t silver;
- Trench K included 6 metres of 3.2% zinc, 0.72% lead and 120 g/t silver within 12 metres of 2.42% zinc, 0.55% lead and 99 g/t silver;
- Trench M included 6 metres of 0.35 g/t gold, 19.2 g/t silver and 2.1% copper defining a copper-gold target related to higher-temperature VMS feeder-style mineralization at the George copper area of the Barbara property.

A comprehensive 3-D geological model would be created to assist with planning for the 2017 exploration program at the Barbara property.

On January 17, 2017, the Company announced that it had identified high-grade polymetallic mineralization to be targeted in the 2017 exploration season and that it had expanded the Barbara property through staking of an additional 469 hectares. The property now consists of 25 mineral claims covering 10,247 hectares and includes strategic ground between Barbara and Highway 37A that is prospective for hosting extensions to mineralization.

The Company completed a reconnaissance mapping and sampling program at the Big Red target, a broad area of relatively flat, de-glaciated terrain showing widespread hydrothermal alteration 1 to 3 kilometres to the north of Highway 37A. A suite of character samples was collected from altered and mineralized showings within Lower Hazleton group volcanic hosts. High-grade zinc, lead and silver, plus zones of copper and gold mineralization, were discovered across a 3 km by 2 km area. Results are consistent with high-grade polymetallic VMS feeder-style mineralization controlled by generally southeast-striking high-angle structures. Highlights include sample BR 7222 returning 20.3% cent zinc, 6.73% lead, 255 g/t silver, 0.37% copper and 100 parts ppb gold. The Company intends to undertake follow-up exploration in the Big Red area in 2017.

(ii) Surprise Creek

The Surprise Creek claims consist of 7,472 hectares within 19 claims at headwaters of Surprise Creek. In the summer of 2016, Mountain Boy sampled a zone discovered by geologist Alex Walus in 2007 and further defined by Great Bear in 2010. This zone called the Ataman zone (formerly Rumble zone) is a wide barite-rich exhalative horizon with galena-sphalerite-minor chalcopyrite and minor pyrite. The zone is along a ridge extending into a wide valley bottom. The zone which is exposed over a vertical height of 600 metres and a width of at least 200 metres has been traced through float boulders into an adjoining valley approximately 1.3 kilometres away. The geological crew has identified the potential vent area (potential source of high-grade mineralization) to this system within the exposed portion of the zone. The Company applied for a drill permit to test the zone. The low elevations for the drill program would allow for drilling well into the fall season. Mountain Boy is the operator on the Surprise Creek claims.

Mountain Boy's 2016 exploration program on the Surprise Creek property has yielded high-grade silver-base-metal values from grab sampling of both outcrop and float on the Ataman zone.

Highlights of the surface sampling from part of the Ataman zone include:

- In the middle part of the Ataman zone several barite-carbonate veins and shear zones up to 25 metres wide were found. These are potential sources of barite.
- Several angular boulders up to 1 metre in size composed of limestone/mudstone with 1 to 15% sphalerite were located near the footwall region of the zone. Three samples collected from these boulders assayed 3.04, 3.13 and 11.64% zinc plus anomalous lead, silver, gold, arsenic and tungsten.
- Float breccia composed of chert and barite fragments cemented by limonite yielded 479 grams per tonne (g/t) Ag, 0.17 g/t Au, 2.45% Pb and 0.7% Zn.
- A limestone/chert horizon at least 3 to 4 metres wide with extremely fine-grained sphalerite returned 81 g/t Ag, 0.22 per cent Pb and 5.53 per cent Zn.
- A 1 m chip from a barite-carbonate vein with visible 1 to 2% galena and 2 to 3% sphalerite assayed 297 g/t Ag, 0.85% Pb and 3.10% Zn.

Potential targets on the Ataman zone include:

- Zinc-silver zones with lead, copper and gold values;
- Silver-rich zones in barite breccia;
- Copper-zinc-silver-lead zones in barite-rich rocks;
- Barite-rich shear zones;
- Gold-silver zones at depth beneath the vent area identified on the Ataman zone.

On February 2, 2017, Mountain Boy released the 2016 drill results from the Ataman zone.

Two drill holes targeted the Ataman zone in late 2016. Hole SC-1 was drilled parallel to the zone and did not intersect significant mineralization. Hole SC-2, drilled across the zone, successfully intersected mineralization but was terminated prematurely due to inclement weather and appears to have ended in mineralization. Mountain Boy reported extensive barite mineralization occurring with other polymetallic VMS-style mineralization at the Ataman zone which was traced across approximately 1.2 kilometres of strike length.

Highlights of the drill results include 4.31% zinc, 44.75 grams per tonne silver, 0.33% copper and 67% barite across 4.58 metres in drill hole SC-2.

2017 Exploration Plans

The Company planned an exploration program on the Surprise Creek claims that would include continued surface sampling, metallurgical testing and further drilling. The metallurgical testing is on a section of a drill intersection in DDH-SC-2016-2 that carried appreciable barite with significant silver, copper and zinc. The Company would use the results of the testing to direct future exploration at the Ataman zone. Within this zone, potential targets include:

- Zinc-silver zones with lead, copper and gold values;
- Silver-rich zones in barite breccia;
- Copper-zinc-silver-lead zones in barite-rich rocks;
- Barite-rich shear zones;
- Gold-silver zones at depth beneath the vent area identified on the Ataman zone.

On July 18, 2017, Mountain Boy released the results of metallurgical testing on the massive sulphide barite mineralization in core from DDH-SC-2016-2. The drill hole was from the Ataman zone within the Surprise Creek claims. The hole intersected 0.12 g/t gold, 28 g/t silver, 1.21% zinc, 0.03% lead, 0.31% copper and 46.73% barite over 18.94 metres. The full width of the zone was not intersected as the drilling was terminated due to bad weather and freezing of the water source. Highlights of the metallurgical testing on core from this 18.94 section include:

- Barite concentrate from Surprise Creek VMS test far exceeds API (American Petroleum Institute) standards;
- Cu grade of 26.2% at 70.5% recovery and Zn grade of 53.8% at 89.1% recovery in initial tests.

The initial metallurgical work on the core rejects was done by SGS Laboratory located in Richmond, B.C. The work included flotation methods to recover the copper and zinc minerals and subsequent flotation of the tailing to determine barite recovery as well as purity. The concentrate from the barite flotation was then sent by SGS to Ana-Lab Corp in Texas to determine the levels of any impurities that may hinder use as in oil field drilling.

The lab estimated that the recovery should be higher for both Cu and Zn in a closed circuit test. Further testing on copper and zinc recoveries would be carried out on 2017 drill core. Gold and silver metals are mostly contained within the copper concentrate.

The initial flotation results on the tails from the sulphide flotation tests indicate a product with 91.6% $BaSO_4$ at 83.2% recovery. This was an open circuit test, and there was 10.8% barite in the intermediate product from the sulphide tests. SGS estimated that the final recovery should be higher than 83.2% (should be close to 90%) but this can only be confirmed by locked cycle test in future. The SGS test results will be posted on the Company's website upon receipt of the final report.

3(c) Red Cliff Property

The Red Cliff property is a former producing copper and gold property located 20 kilometres north of Stewart, B.C. It consists of 8 Crown granted mineral claims. The Company owned a 100% interest in the Red Cliff property. The Red Cliff property was subject to a 2% net smelter return royalty of which the Company may purchase 1% for $1,000,000.

On November 19, 2008, the Company entered into an option agreement with Decade Resources Ltd. ("Decade"), a company with former directors in common with the Company to option Decade a 60% interest in the Red Cliff claims. In order to earn the 60% interest, Decade was required to incur exploration expenditures on the property of $500,000 in the first year, $500,000 in the second year and $250,000 in the third year. Decade incurred the exploration expenditures to earn the 60% interest in the Red Cliff claims. The companies then operated the Red Cliff property on a 60/40 joint venture basis.

The Silver Crown 6 claim, in which Decade is earning a 100-per-cent interest, is situated adjacent to the north portion of the Red Cliff claims. To the north of the Silver Crown 6 claim, Mountain Boy owns a 100% interest in the MB property. The Red Cliff Extension claim, owned 100% by Decade, is along the east side of the Silver Crown 6 claim. To date, Decade and Mountain Boy have identified four main separate gold-bearing zones on the Red Cliff property. These are called the Red Cliff, Upper Montrose, Lower Montrose and Waterpump zones, and are located within the Crown-granted claims.

On October 31, 2011, the Company informed Decade that the Company could not finance its share of exploration expenditures and therefore would have its interest diluted under the terms of the joint venture agreement. As at October 31, 2011, the Company owed Decade $435,785 in exploration expenditures related to its 40% interest in the Red Cliff property. Effective November 1, 2011, the Company agreed to dilute its interest by 5% in lieu of the $435,785 thereby reducing its interest to 35%.

During the year ended November 30, 2017, the Company incurred $714,850 in joint venture exploration costs on the Red Cliff property. During the year ended November 30, 2016, the Company incurred $83,646 in joint venture exploration costs on the Red Cliff property.

As at November 30, 2017, the Company owed Decade $392,709 (November 30, 2016: $33,646) for joint venture exploration costs on Red Cliff which was included in accounts payable and accrued liabilities.

A National Instrument 43-101 report on the Red Cliff property prepared by Dr. Lawrence Dick, PhD, PGeo, filed on www.SEDAR.com states that a preliminary characterization of the mineralized system hosting gold at the Red Cliff property is as follows:

- Mineralization consists of gold-bearing zones that are hosted by a 30-metre to 40-metre wide, near-vertically dipping shear zone, which can be traced for over two kilometres, trending north-south, within the property.
- Gold-bearing mineralized zones, within the shear zone, have been intersected over a vertical distance of approximately 700 metres.
- Multiple gold-bearing mineralized zones have been identified within the wide shear zone.
- Gold is associated with abundant chalcopyrite and pyrite, most commonly in sulphide-bearing veins within the shear, as well as gold-bearing zones outside of the vein systems.
- Gold is associated with fine galena-sphalerite veinlets along fracture zones peripheral to the chalcopyrite-pyrite stockworks.
- Gold is associated with sparse chalcopyrite, pyrite, hematite and epidote in quartz veins.

Highlights of drilling along the 2.5 kilometre long shear zone outlined to date include some of the following gold intersection results:

- 10.63 grams per tonne gold over 12.2 metres of core length in DDH 2009 MON-2;
- 10.94 grams per tonne Au over 25.91 metres of core length in DDH 2010 MON-31;
- 43.91 grams per tonne Au over 7.47 metres of core length in DDH 2011 MON-11;
- 14.53 grams per tonne Au over 30.64 metres of core length in DDH 2011 MON-27;
- 10.85 grams per tonne Au over 10.28 metres of core length in DDH 2011 MON-29;
- 16.32 grams per tonne Au over 8.32 metres of core length in DDH 2011 MON-37;
- 62.51 grams per tonne Au over 4.27 metres of core length in DDH 2012 MON-03;
- 14.88 grams per tonne Au over 14.02 metres of core length in DDH 2012 MON-24

Complete results can be viewed in the NI 43-101 report.

2017 Phase 1 Exploration

On May 23, 2017, the Company announced that the 2017 Phase 1 exploration program had commenced at Red Cliff.

Exploration to date has consisted of drilling, mapping, sampling and assaying additional core from the 2007-2012 programs. Drilling has been aimed at checking for extensions of the copper rich Red Cliff zone as well as extending the Montrose gold-copper zone.

To date 5 holes were completed on the Red Cliff zone and 35 on the Montrose zone, approximately 1.2 km north from the first 5 holes.

Highlights included:

- Indication of multiple gold bearing sections within the Montrose zone.
- Extension of the Montrose to depth and along strike.
- Chip sampling of 19.2 g/t gold over 4 m on the Waterpump zone
- Chip sampling of 390 g/t gold over 5 m on the Lower Montrose zone.

Highlights of the latest assays received included:

- Intersection of 19.9 g/t gold over 4.12 m in DDH-17-M0N-5.
- Intersection of 14.93 g/t gold over 8.38 m in DDH-17-M0N-18.
- Intersection of 9.5 g/t gold over 10.98 m in DDH-17-M0N-27.

During the 2017 program, exploration was aimed at the following:

- Testing for depth extent of gold mineralization below previous drilling on the Montrose zone.
- Extending the copper-gold mineralization at the Red Cliff zone.
- Completing the surface geological mapping.
- Locating and sampling the Waterpump zone.
- Locating additional mineralization in the area of drilling.
- Sampling previous drill holes from 2007-2016 that had weakly mineralized intrusive.

The drill has been moved from the north side of Lydden Creek and drilling of 8 to 10 holes will be completed on the Waterpump zone. In addition, a surveyor is creating a data base with GPS locations for all holes as well as the elevations. This data in conjunction with all the drill hole assays will be used to create a new model that shows gold grade shells. The Company will also use the existing 2007-2012 and 2017 data to prepare a preliminary resource calculation that has never been done for the Montrose zone.

On October 31, 2017, the Company reported the 2017 drill program testing the Waterpump zone (faulted extension of the Montrose zone) where mineralization encountered in the present drilling is the first intersection by the Company on the Waterpump zone. The Company was able to locate the exact position of this zone by using rock climbing geologists to obtain GPS co-ordinates. Drilling indicates weak sphalerite-galena-chalcopyrite veining in the wall of a strong breccia that contains quartz-pyrite-minor chalcopyrite over 15-20 metres true width. Quartz-sulphide forms from 10-30% of the breccia zone. The Company has verified the high grade nature of the zone with the 2017 sampling by the rock climbers which gave 19.9 g/t gold over 4m along part of the structure.

Drilling is continuing as the area of exploration is located at low elevations. The Company has completed 4 holes on the Waterpump and is expecting to complete at least another 4 to 6 holes. These hole locations will be surveyed and data will be entered into the new model. Additional assay data from cutting and sampling historic holes will also be used.

Assay results from the Montrose drilling are expected shortly and will be released when the Company receives and tabulates the results.

2017 Metallurgical Testing on Core from the Montrose Zone

On October 24, 2017, the Company reported the metallurgical studies completed on core from DDH-2012-MON-61 which contained two different styles of gold-bearing mineralization – sphalerite-galena stringers and pyrite-chalcopyrite stockwork. Samples were from cut core and included 2 intervals with these two composites. Gravity tests were conducted on the two composites, along with batch cleaner flotation tests as well as pre-concentration and flotation tests. The overall gold recoveries were 94.8% and 97.6% respectively for the 2 separate composites.

Decade and Mountain Boy Acquire 1% NSR in Red Cliff/Montrose Property

Decade and Mountain Boy entered into a royalty purchase agreement with an arm's-length individual royalty holder, wherein they have agreed to purchase 100% of the individual royalty holder's 1% net smelter return royalty in the Red Cliff/Montrose property. Decade and Mountain Boy are beneficial owners of 65% and 35% interests, respectively, in the property; accordingly, Decade would purchase 65% of the NSR from the vendor and Mountain Boy would purchase 35% of the NSR from the vendor.

Under the terms of the agreement, for their respective pro-rata portions of the NSR, Decade paid $6,500 and issued 280,000 common shares to the vendor and Mountain Boy paid $3,500 and issued 171,428 common shares to the vendor. Following the transfer of the NSR to Decade and Mountain Boy, the NSR was cancelled.

3(d) Mountain Boy Property

The Company owns a 100% interest in the Mountain Boy property located in the Skeena Mining Division of British Columbia. The Mountain Boy property is comprised of 4 reverted Crown grants and 37 units in three modified grid claims located 22 kilometres north of Stewart, B.C. The property is a high grade silver prospect with a long history of exploration which commenced in 1910 and resulted in 8 adits exploring different vein systems.

Grab sampling further along the zone at surface has yielded 0.15 % copper, 3.5 % lead, 0.61 % zinc and 300 gram silver per tonne as well as 0.33 5 copper, 0.79 % lead, 0.36 % zinc and 1,300 gram silver per tonne. The Cameron portion of the South Mann zone has been traced for at least 200 metres on surface.

The Company drilled on the south side of the Mann vein in the area of the Cameron adit in September 2011. A total of 2,381 metres of drilling was completed in 36 holes in order to test 4 different zones on the property. Zones tested included the Mann, South Mann and several mineralized splays off the Mann. The Mann zone is a wide vein exposed in a pinnacle at least 70 metres high and 70 metres long. The vein varies from over 7 to 13 metres in true width. It has been traced along the hillside for at least 250 metres and over 150 metres of height. Coarse-grained sphalerite, galena and minor chalcopyrite comprise 10-15 % of the vein locally within a jasper-barite-calcite-chlorite rich zone. The mineralization tends to occur as semi-massive lenses at an oblique angle to the overall trend of the structure. DDH-MB-2011 tested the area between a hole drilled in 2006 into the Mann vein approximately 150 metres south of the above pinnacle. This single hole that tested the zone in this area intersected 7.01 metres of 281.7 g/t silver. Holes MB-12 to 36 tested the area to the south of the Mann zone to evaluate the silver potential of the South Mann and several mineralized splays. Drilling was successful in testing the Mann zone, but low silver and base metal values were indicated for the other 3 zones.

Mountain Boy's 2016 exploration program on the Mountain Boy property yielded high-grade silver-base metal values from grab sampling. Work was carried out in two different zones as follows:

- High Grade Zone: A total of 13 grab samples were collected along the vein which was up to four metres wide. The zone is exposed along 50 metres of hillside. The values varied from 95 to 31,192 grams per tonne (g/t) Ag, 0.07 to 9.94% Zn, 0.02 to 7.42% Cu and 0.03 to 7.36% Pb. The average values were 4,795.16 g/t Ag, 3.35% Zn, 0.837% Pb and 1.38% Cu. The two highest values were 31,192 and 21,400 g/t Ag from a zone of cross-faulting cutting the High Grade Zone. This new mineralization was exposed along the creek bottom which had been scoured by heavy rains. This new zone has massive acanthite (silver sulphide) stringers over 0.6 metres of width.

- Mann Zone: A total of 17 grab samples were collected from the footwall area of the Mann vein. The vein which is up to 13 metres wide has been traced over 200 metres of strike and 70 metres of height. The values varied from 45 to 12,758 g/t Ag, 0.29 to 22.87% Zn, 0.07 to 1.0% Cu and 0.04 to 19.88% Pb. The average values were 750.48 g/t Ag, 9.02% Zn, 2.61% Pb and 0.303% Cu. Sampling of three float rocks in a gulley north of the Mann Zone gave up to 582 g/t Ag, 3.93% Cu and 12.65% Zn. These values indicate another mineralized zone above the Mann in an area obscured by vegetation.

The zones are barite-rich replacement zones that occur 150 metres apart. There is a trail to the bottom of the Mann Zone that is exposed in a pinnacle of rock that is 70 metres high, 15 metres wide and along 30 metres of strike. Based on previous work, metallurgical testing was conducted on material from the Mann Zone. International Metallurgical and Environmental Inc. conducted preliminary metallurgical testing on material from the Mann Zone in 2003. The laboratory ground the samples and used flotation methods to recover a lead concentrate and a zinc concentrate. Their report concluded that a lead concentrate is readily possible with the material from the Mann Zone. The maximum lead concentrate grade observed was 48 % lead with most of the diluents being zinc mineralization. The laboratory concluded that the lead concentrate grade would improve beyond 48% lead with additional changes in reagent additions. The silver grades in the lead concentrate were in the range of 12,000 to 16,000 grams (400 to 500 ounces per ton) per tonne silver. Silver recovery is strongly tied to lead recovery. The recovery and upgrading of zinc minerals into a zinc concentrate from the sample were readily accomplished. The final concentrates produced in the test program were very high and were nearly a maximum for sphalerite. Overall recovery of zinc to a saleable final concentrate is expected to be very good in the range of 80 to 85% zinc recovery. The laboratory processed the tails through gravity processes to produce a barite concentrate that was over 90% $BaSO_4$. This product would be saleable as a drilling mud which requires over 90% $BaSO_4$.

At present, the large demand for the mineral barite in the drilling industry in north-eastern British Columbia is met by imports from China and India. The Company will study ways to separate and purify the barite mineral which presently sells for upward of $400/tonne. The silver, zinc, lead and copper concentrate could then be shipped by boat out of Stewart, British Columbia or trucked to smelters in south-eastern British Columbia. Indicated grade for the Mann Zone is 29% $BaSO_4$ based on previous exploration.

3(e) West George Copper Property

On August 30, 2017, the Company entered into an option agreement with Auramex Resource Corp. whereby the Company can earn a 60% interest in West George Copper property as follows:

- On signing, Auramex will receive $700,000 in portable assessment credits;
- $10,000 cash and $30,000 of work expenditures before the second anniversary;
- $20,000 cash and $50,000 of work expenditures before the third anniversary;
- After earning a 60% interest, each $250,000 of work expenditures will increase the percentage ownership by 5%;
- If the Company earns a 95% interest, the remaining 5% converts to a 1.5% net smelter return royalty;
- Once the option is exercised, Auramex will receive a 2% net smelter return royalty of which 1% can be purchased for $1,000,000.

The property consists of 288 hectares adjacent to the Company's 100% owned George Copper property. The project has a silica cap over highly sericite altered andesitic rocks containing sulphide-bearing quartz stockworks. High copper values with two to three grams per tonne gold have been obtained on the talus slopes below the silica cap. A geological crew with the capability to sample the steep slopes is presently working on the property. Samples are being collected from the main alteration zone during this sampling program. Bedrock samples that are taken will be sent to the lab for assay shortly.

3(f) Manuel Creek Property

On December 9, 2016, the Company acquired a 100% interest in the Manuel Creek zeolite property located northeast of Keremeos, British Columbia for $15,000.

The Manuel Creek property consists of 42 mineral tenures (2,625 acres) overlaying the Manual Creek tuff-hosting zeolites. The tuff beds which can be traced for five kilometres in road cuts range up to 10 metres in thickness. The property can be accessed from Highway 3A via the Twin Lakes and Grand Oro roads. In addition, a power transmission line runs through the property. Several assessment reports have been filed suggesting the effective zeolite to be a calcium-rich variety of clinoptilolite, very similar to Bromley Vale (Canadian Zeolite). ARIS (assessment report indexing system) 26889 (Dr. B.N. Church, PhD, P.Eng) estimated that the property could potentially host three million tonnes of zeolite within exposures along strike. This estimate is not National Instrument 43-101 compliant, and the Company has not verified this estimate. It is used for reference purpose only. Additional work including diamond drilling is needed to prove the tonnage, thickness, lateral continuity and consistency of the zeolite mineralization.

Furthermore, dacitic tuff from the Manual Creek member was submitted to AMEC Earth & Environmental Laboratories in Calgary (ARIS 31640) in 2011. This was done in order to determine pozzolanic activity and compressive strength variation with time of curing for the samples. This testing yielded excellent results. The zeolitic pozzolan is essentially equivalent to pure Portland cement and can be used in amounts up to 30% cement replacement. It should be competitive at this mixture level with fly ash. The process has many advantages from environmental (less emission of carbon dioxide into the atmosphere), to enhanced strength, lower temperatures during curing and cost savings.

The Company has engaged in discussions with the Lower Similkameen Indian Band in order to complete a preliminary environmental assessment prior to applying for work permits. Once the company has received the completion of the assessment, it will apply for work permits to compete a bulk test.

3(g) FR and Dave Properties

On January 6, 2016, the Company sold the FR and Dave Properties for total proceeds of $150,000.

The Company's exploration expenses for the year ended and as at November 30, 2017 are:

	Barbara and Surprise Creek	Red Cliff	Mountain Boy	Silver Coin	Other Properties	Total
Property acquisition costs						
Balance November 30, 2016	$ 365,940	$ 182,500	$ 920,547	$ 80,124	$ 25,057	$ 1,574,168
Property payments	340,625	19,474	-	-	15,000	375,099
Balance November 30, 2017	706,565	201,974	920,547	80,124	40,057	1,949,267
Deferred exploration costs						
Balance November 30, 2016	3,849,530	3,760,988	1,563,271	2,754,336	115,753	12,043,878
Assays	16,301	23,339	573	-	289	40,502
Camp costs	6,298	-	-	-	-	6,298
Drilling	60,774	434,367	-	-	-	495,141
Equipment rental	-	44,395	-	-	-	44,395
Geological	17,825	33,811	1,200	-	900	53,736
Helicopter	129,122	5,521	-	-	-	134,643
Labour	48,650	112,273	10,500	-	16,100	187,523
Supplies and miscellaneous	6,376	61,144	2,254	-	3,014	72,787
	285,346	714,850	14,527	-	20,303	1,035,025
Balance November 30, 2017	4,134,876	4,475,838	1,577,798	2,754,336	136,056	13,078,903
Total	$ 4,841,441	$ 4,677,812	$ 2,498,345	$ 2,834,460	$ 176,113	$ 15,028,170

4. Risks and Uncertainties

The Company is engaged in the exploration for mineral deposits. These activities involve significant risks which even with careful evaluation, experience and knowledge may not, in some cases, be eliminated. The Company's success depends on a number of factors, many of which are beyond its control. The primary risk factors affecting the Company include inherent risks in the mining industry and metal price fluctuations.

General Risk Associated with the Mining Industry

Mineral exploration is an inherently risky business with no guarantees that the exploration will result in the discovery of an economically viable deposit. Among the risks faced are title risk, financing risk, permitting risk, commodity price risk and environmental regulation risk.

Mining activities involve risks which careful evaluation, experience and knowledge may not eliminate. The commercial viability of any mineral deposit depends on many factors not all of which are within the control of management. Some of the factors that affect the viability of a mineral deposit include its size, grade and proximity to infrastructure, government regulation, taxes, royalties, environmental and reclamation and closure obligations. Management attempts to mitigate its exploration risk through a strategy of joint ventures with other companies which balances risk while at the same time allows properties to be advanced.

Inherent risks within the mining industry

The commercial viability of any mineral deposit depends on many factors, not all of which are within the control of management. Some of the factors that will affect the financial viability of a given mineral deposit include its size, grade and proximity to infrastructure. Government regulation, taxes, royalties, land tenure and use, environmental protection and reclamation and closure obligations could also have a profound impact on the economic viability of a mineral deposit.

Mining activities also involve risks such as unexpected or unusual geological operating conditions, floods, fires, earthquakes, other natural or environmental occurrences and political and social instability. It is not always possible to obtain insurance against all such risks and the Company may decide not to insure against certain risks as a result of high premiums or for other reasons. The Company does not currently maintain insurance against political or environmental risks. Should any uninsured liabilities arise, they could result in increased costs, reductions in profitability, and a decline in the value of the Company's securities.

There is no assurance at this time that the Company's current mineral properties will be economically viable for development and production.

Prices for metals

Metals prices are subject to volatile price fluctuations and have a direct impact on the commercial viability of the Company's exploration properties. Price volatility results from a variety of factors, including global consumption and demand for metals, international economic and political trends, fluctuations in the US dollar and other currencies, interest rates, and inflation. The Company has not hedged any of its potential future metal sales. The Company closely monitors metal prices to determine the appropriate course of action to be taken by the Company.

Dependence on Key Personnel

Loss of management personnel or key operational leaders could have a disruptive effect on the implementation of the Company's business strategy and on the running of day-to-day operations until their replacement is found. Recruiting personnel is expensive and the competition for professionals is intense. The Company may be unable to retain its key employees or attract other qualified employees which may restrict its growth potential.

5. Impairment of Long-lived Assets

The Company completed an impairment analysis as at November 30, 2017 and concluded that no impairment charge was required because:

- there have been no significant changes in the legal factors or climate that affects the value of the properties;
- all properties in British Columbia remain in good standing; and
- the Company and its joint-venture partners intend to continue its exploration and development plans on the properties.

6. Material Financial and Operations Information

6(a) Selected Annual Financial Information

Selected Annual Information

	Year Ended November 30, 2017	**Year Ended November 30, 2016**	**Year Ended November 30, 2015**
Total revenues	$ -	$ -	$ -
Loss for the year	866,449	1,093,365	140,414
Loss per share	0.01	0.01	0.00
Total assets	15,237,826	13,818,413	13,465,529
Total long-term financial liabilities	3,036,000	2,818,000	2,676,500
Cash dividends declared – per share	N/A	N/A	N/A

6(b) Summary of Quarterly Results

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

	Three months ended			
	November 30, 2017	August 31, 2017	May 31, 2017	February 28, 2017
Total revenues	$ -	$ -	$ -	$ -
Net loss and comprehensive loss	$ 378,084	$ 94,915	$ 324,382	$ 69,068
Basic and diluted loss per share	$ -	$ -	$ -	$ -

	Three months ended			
	November 30, 2016	August 31, 2016	May 31, 2016	February 28, 2016
Total revenues	$ -	$ -	$ -	$ -
Net loss and comprehensive loss	$ 410,290	$ 639,812	$ 30,341	$ 12,922
Basic and diluted loss per share	$ -	$ 0.01	$ -	$ -

6(c) Review of Operations and Financial Results

<u>For three months ended November 30, 2017 and three months ended November 30, 2016</u>

During the three months ended November 30, 2017, the Company reported a loss of $378,084 ($0.00 loss per share) (2016 – $410,290 ($0.00 loss per share)).

Excluding the non-cash share-based payment of $Nil (2016 – $171,634), the Company's general and administrative expenses amounted to $167,558 during the three months ended November 30, 2017 (2016 – $97,220), an increase of $70,338 as a result of the Company raising more investors awareness by increasing in expenditures in shareholder communications (from 2016's $5,449 to 2017's $54,146).

During the three months ended November 30, 2017, the Company recognized deferred income tax expense of $218,000 (2016 - $141,500).

<u>For the year ended November 30, 2017 and year ended November 30, 2016</u>

During the year ended November 30, 2017, the Company reported a loss of $866,449 ($0.01 loss per share) (2016 – $1,093,365 ($0.01 loss per share)).

Excluding the non-cash share-based payment of $234,000 (2016 – $761,634), the Company's general and administrative expenses amounted to $428,423 during the year ended November 30, 2017 (2016 - $200,582), an increase of $227,841 from the year ended November 30, 2016 as a result of the Company raising more investors awareness by increasing in expenditures in shareholder communications (from 2016's $5,449 to 2017's $123,533) and investor relations (from 2016's $11,375 to 2017's $39,000). The Company also incurred more consulting expenses as the Company became more active in its operations in 2017 (from 2016's $18,500 to 2017's $64,650).

During the year ended November 30, 2017, the Company recognized deferred income tax expense of $218,000 (2016 - $141,500).

6(d) Liquidity and Capital Resources

As at November 30, 2017, the Company's working capital deficiency was $554,471 (November 30, 2016 – working capital deficiency of $61,570). With respect to working capital, $22,643 was held in cash (November 30, 2016 - $77,743). The decrease in cash was mainly due to $487,277 used in operations and $799,998 used in the exploration and evaluation assets, including increasing its reclamation bonds while being offset by the cash received from the issuance of common shares or common shares to be issued of $1,232,175.

The Company issued 2,500,000 common shares with a fair value of $187,500 to Great Bear for an option payment on the Barbara and Surprise Creek properties and the Company also issued 171,428 common shares with a fair value of $15,429 for purchasing its proportionate share of the NSR related to the Red Cliff property.

On March 15, 2017, the Company issued 650,000 flow-through units at $0.08 per unit and 2,993,666 non-flow-through units at $0.06 per unit for total proceeds of $231,620. The Company recorded a flow-through premium liability of $13,000 and incurred share issuance costs of $1,908.

Each flow-through unit consisted of one flow-through common share and one share purchase warrant to purchase an additional common share at $0.10 per share until March 15, 2019. Each non-flow-through unit consisted of one non-flow-through common share and one share purchase warrant to purchase an additional common share at $0.10 per share until March 15, 2019.

The share purchase warrants contain an acceleration right in favour of the Company, whereby if for a trading period of 20 continuous days before the expiry of the warrants, the price of the Company's common shares is at least $0.16 per share, the Company may provide a notice that the warrants will expire on the 11th day after the date of notice, if unexercised.

On September 25, 2017, the Company issued 3,600,000 flow-through units at $0.10 per unit and 2,830,000 non-flow-through units at $0.08 per unit for total proceeds of $586,400. The Company recorded a flow-through premium liability of $72,000 and incurred share issuance costs of $12,937.

Each flow-through unit consisted of one flow-through common share and one share purchase warrant to purchase an additional common share at $0.10 per share until September 25, 2019. Each non-flow-through unit consisted of one non-flow-through common share and one share purchase warrant to purchase an additional common share at $0.13 per share until September 25, 2019.

During the year ended November 30, 2017, the Company issued common shares pursuant to the exercise of 7,300,000 options and 200,000 warrants for total cash proceeds of $379,000.

Subsequently to November 30, 2017, another 7,900,000 options were exercised resulting in cash proceeds of $395,000.

The Company has $118,648 as reclamation bonds.

As of the date of this MD&A, the Company has no outstanding commitments. The Company has not pledged any of its assets as security for loans.

The Company is aware of the current conditions in the financial markets and has planned accordingly. The Company's current treasury and the future cash flows from warrants and options, along with the planned developments within the Company as well as with its JV partners will allow its efforts to continue throughout 2018. If the market conditions prevail or improve, the Company will make adjustment to budgets accordingly.

6(e) Disclosure of Outstanding Share Data

The authorized share capital of the Company consists of an unlimited number of common shares without par value. As at November 30, 2017, the Company's share capital was $22,936,871 (November 30, 2016 - $21,317,786) representing 155,539,410 common shares (November 30, 2016 – 135,294,316 common shares).

Stock option transactions and the number of stock options are summarized as follows:

Expiry date		Exercise price ($)	November 30, 2016	Issued	Exercised	Expired / forfeited	November 30, 2017
August 17, 2017		0.05	500,000	-	(500,000)	-	-
August 17, 2021		0.05	2,000,000	-	(800,000)	-	1,200,000
August 22, 2021	*	0.05	10,000,000	-	(6,000,000)	-	4,000,000
September 7, 2021	**	0.075	3,000,000	-	-	-	3,000,000
May 16, 2022	*	0.05	-	3,900,000	-	-	3,900,000
Options outstanding			15,500,000	3,900,000	(7,300,000)	-	12,100,000
Options exercisable			15,125,000	-	-	-	12,100,000
Weighted average exercise price ($)			$ 0.05	$ 0.05	0.05	$ -	$ 0.06

* Subsequent to November 30, 2017, a total of 7,900,000 options were exercised.

** Subsequent to November 30, 2017, the TSX Venture Exchange approved the re-pricing of these options to $0.05.

On May 16, 2017, the Company granted a total of 3,900,000 options at an exercise price of $0.05 per share for a period of five years to its director.

The continuity of warrants for the year ended November 30, 2017 is as follows:

Expiry date	Exercise price ($)	November 30, 2016	Issued	Exercised	Expired	November 30, 2017
October 11, 2018	0.07	11,000,000	-	(200,000)	-	10,800,000
March 15, 2019	0.10	-	3,643,666	-	-	3,643,666
September 25, 2019	0.10	-	2,830,000	-	-	2,830,000
September 25, 2019	0.13	-	3,600,000	-	-	3,600,000
Warrants outstanding		11,000,000	10,073,666	(200,000)	-	20,873,666
Weighted average exercise price ($)		$ 0.07	$ 0.11	$ 0.07	$ -	$ 0.09

If the remaining options, warrants, finder's options, including the warrants associated with the finder's options, were exercised, the Company's available cash would increase by $2,081,367.

As of the date of this MD&A, there were 163,439,410 common shares issued and outstanding and 188,513,076 common shares outstanding on a diluted basis.

6(f) Commitment and Contingency

None.

6(g) Off-Balance Sheet Arrangements

None.

6(h) Transactions with Related Parties

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

For the year ended November 30, 2017

	Short-term employee benefits	Post-employment benefits	Other long-term benefits	Termination benefits	Other expenses	Share-based payments	Total
Edward Kruchkowski Chief Executive Officer, Director	$30,000	$Nil	$Nil	$Nil	$Nil	$Nil	$30,000
Rene Bernard Chief Financial Officer, Director	$27,500	$Nil	$Nil	$Nil	$Nil	$234,000	$261,500
Randy Kasum Director and Former Chief Financial Officer	$30,000	$Nil	$Nil	$Nil	$Nil	$Nil	$30,000
Total:	$87,500	$Nil	$Nil	$Nil	$Nil	$234,000	$321,500

For the year ended November 30, 2016

	Short-term employee benefits	Post-employment benefits	Other long-term benefits	Termination benefits	Other expenses	Share-based payments	Total
Edward Kruchkowski Chief Executive Officer, Director	$5,000	$Nil	$Nil	$Nil	$61,850	$184,654	$251,504
Frank Kamermans Former Chief Executive Officer	$25,000	$Nil	$Nil	$Nil	$Nil	$115,409	$140,409
Randy Kasum Chief Financial Officer, Director	$30,000	$Nil	$Nil	$Nil	$7,200	$138,490	$175,690
Total:	$60,000	$Nil	$Nil	$Nil	$69,050	$438,553	$567,603

Related party assets / liabilities

	Services for:	Year ended November 30 2017	2016	Accounts payable as at November 30 2017	November 30 2016
Rene Bernard	Consulting fee & management fee	$ 27,500	$ -	$ -	$ -
A private company controlled by a director of the Company	Management & administration fee	30,000	30,000	-	5,250
Ed Kruchkowski / a private company controlled by a director of the Company	Management fee	30,000	30,000	10,015	5,250
A private company controlled by a director of the Company	Equipment rental	-	33,685	-	-
Ed Kruchkowski	Geological	61,600	61,850	-	-
A private company controlled by a director of the Company	Labour	-	7,200	-	-
A private company controlled by a director of the Company	Office and miscellaneous	5,250	4,500	-	-
A public company with directors in common with the Company	Exploration costs	714,850	83,646	392,709	33,646
Total		$ 869,200	$ 250,881	$ 402,724	$ 44,146

Amounts in accounts receivable:	Services for:				
A public company with directors in common with the Company	Investor relations	$ -	$ -	$ 31,021	$ 4,875
Total		$ -	$ -	$ 31,021	$ 4,875

6(i) Financial Instruments

The fair values of the Company's financial assets and liabilities approximate their carrying amounts because of their current nature.

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 Company's financial instruments consist of cash, reclamation bonds, and accounts payable. Cash is designated at FVTPL and reclamation bonds are classified as loans and receivables. Accounts payable are classified as other financial liabilities.

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Credit Risk
Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's cash is exposed to credit risk. The Company reduces its credit risk on cash by placing these instruments with institutions of high credit worthiness.

Interest Rate Risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's cash is exposed to interest rate risk.

Liquidity Risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company's accounts payable are all current and due within 90 days of the balance sheet date. At November 30, 2017, the Company has a working capital deficiency of $554,471 and will require additional financing to provide sufficient capital to meet its short-term financial obligations.

6(j) Management of Capital Risk

The Company manages its cash and cash equivalents, common shares, warrants and share purchase options as capital. The Company's objectives when managing capital are to safeguard its ability to continue as a going concern and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets or adjust the amount of cash and cash equivalents held.

In order to maximize ongoing operating efforts, the Company does not pay out dividends. The Company's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with maturities of 90 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

The Company expects its current capital resources will be sufficient to carry out its exploration and operations in the near term.

7. Subsequent Events

None other than disclosed already in other sections.

8. Policies and Controls

8(a) Significant Accounting Policies and Estimates

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only; or in the period of the change and future periods, if the change affects both. Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements are discussed below:

a) Exploration and Evaluation Expenditures

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the profit or loss in the period the new information becomes available.

b) Title to Mineral Properties

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

c) Rehabilitation Provisions

Rehabilitation provisions have been determined to be $Nil based on the Company's internal estimates. Assumptions, based on the current economic environment, have been made which management believes are a reasonable basis upon which to estimate the future liability. These estimates take into account any material changes to the assumptions that occur when reviewed regularly by management. Estimates are reviewed annually and are based on current regulatory requirements. Significant changes in estimates of contamination, restoration standards and techniques will result in changes to provisions from period to period.

d) Share-Based Payments

The Company uses the Black Scholes Option Pricing Model for valuation of share based payments. Option pricing models require the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity reserves.

e) Recognition of Deferred Tax Assets and Liabilities

The carrying amounts of deferred tax assets and liabilities are reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized. Changes in estimates of future taxable income can materially affect the amount of deferred income tax assets and liabilities recognized.

8(b) Future Accounting Pronouncements

Certain new accounting standards and interpretations have been published that are not mandatory for the November 30, 2017 reporting period. The Company has not early adopted the following new and revised standards, amendments and interpretations that have been issued but are not yet effective:

- IFRS 9 (Amended 2010) Financial Instruments (effective December 1, 2018);
- IFRS 15 Revenue from Contracts with Customer (effective December 1, 2018);
- IFRS 16 Leases (effective December 1, 2019)

The Company anticipates that the application of the above new and revised standards, amendments and interpretations will have no material impact on its results and financial position.

8(c) Changes in Internal Controls over Financial Reporting ("ICFR")

Changes in Internal Control Over Financial Reporting ("ICFR")

In connection with National Instrument 52-109, Certification of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109") adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issue Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI52-109.

Disclosure Controls and Procedures

The Company's CEO and CFO are responsible for establishing and maintaining the Company's disclosure controls and procedures. Management, including the CEO and CFO, have evaluated the procedures of the Company and have concluded that they provide reasonable assurance that material information is gathered and reported to senior management in a manner appropriate to ensure that material information required to be disclosed in reports filed or submitted by the Company is recorded, processed, summarized and reported within the appropriate time periods.

While management believes that the Company's disclosure controls and procedures provide reasonable assurance, they do not expect that the controls and procedures can prevent all errors, mistakes, or fraud. A control system, no matter how well conceived or operated, can only provide reasonable, not absolute, assurance that the objectives of the control system are met.

9. Information on the Board of Directors and Management

Directors:
Mark T. Brown
Lawrence Roulston
Rene Bernard
Ron Cannan

Audit Committee members:
Rene Bernard, Ron Cannan, Mark T. Brown

Management:
Mark T. Brown – Chief Executive Officer, President
Winnie Wong – Chief Financial Officer and Corporate Secretary