Form 51-102F6
Statement of Executive Compensation

STATEMENT OF EXECUTIVE COMPENSATION FOR THE YEAR ENDED JUNE 30, 2015

Named Executive Officer

In this section "Named Executive Officer" ("NEO") means the Chief Executive Officer ("CEO"), the Chief Financial Officer ("CFO") and each of the three most highly compensated executive officers, other than the CEO and CFO, who were serving as executive officers at the end of the most recently completed fiscal year and whose total salary and bonus exceeds $150,000 as well as any additional individuals for whom disclosure would have been provided except that the individual was not serving as an officer of the Company at the end of the most recently completed financial year.

Shawn Wallace, CEO, Peter Rees, CFO and Michael Henrichsen, Chief Operating Officer ("COO") are each a NEO of the Company for purposes of the following disclosure.

Compensation Discussion and Analysis

The Compensation Committee has assessed the Company's compensation plans and programs for its executive officers to ensure alignment with the Company's business plan and to evaluate the potential risks associated with those plans and programs. The Compensation Committee has concluded that the compensation policies and practices do not create any risks that are reasonably likely to have a material adverse effect on the Company. The Compensation Committee considers the risks associated with executive compensation and corporate incentive plans when designing and reviewing such plans and programs.

The Company has not adopted a policy restricting its executive officers or directors from purchasing financial instruments that are designated to hedge or offset a decrease in market value of equity securities granted as compensation or held, directly or indirectly, by its executive officers or directors. To the knowledge of the Company, none of the executive officers or directors has purchased such financial instruments.

The function of the Compensation Committee generally is to assist the Company's board of directors (the "Board") in carrying out its responsibilities relating to executive and director compensation, including reviewing and recommending director compensation, overseeing the Company's base compensation structure and equity-based compensation programs, recommending compensation of the Company's officers and employees, and evaluating the performance of officers generally and in light of annual goals and objectives.

The Board assumes responsibility for reviewing and monitoring the long-range compensation strategy for the senior management of the Company although the Compensation Committee guides it in this role. The Company's Compensation Committee receives independent competitive market information on compensation levels for executives.

Philosophy and Objectives

Any future compensation program for the senior management of the Company is designed to ensure that the level and form of compensation achieves certain objectives, including:

(a) attracting and retaining talented, qualified and effective executives;

(b) motivating the short and long-term performance of these executives; and

(c) better aligning their interests with those of the Company's shareholders.

The Company relies solely on the discussions of the Board, without any formal objectives, criteria and analysis, for determining executive compensation.

Base Salary

In the Board's view, paying base salaries or fees competitive in the markets in which the Company operates will be a first step to attracting and retaining talented, qualified and effective executives. Competitive salary information on comparable companies within the industry is compiled from a variety of sources, including surveys conducted by independent consultants and national and international publications.

Bonus Incentive Compensation

The Company's objective is to achieve certain strategic objectives and milestones. The Board will consider executive bonus compensation dependent upon the Company meeting those strategic objectives and milestones and sufficient cash resources being available for the granting of bonuses. The Board approves executive bonus compensation dependent upon compensation levels based on recommendations of the Compensation Committee. Such recommendations are generally based on information provided by issuers that are similar in size and scope to the Company's operations.

At this time, no bonus incentive compensation is being considered.

Equity Participation

The Company believes that encouraging its executives and employees to become shareholders is the best way of aligning their interests with those of its shareholders. Equity participation is accomplished through the Company's share option plan. Options to purchase Common Shares in the Company are granted to executives and employees taking into account a number of factors, including the amount and term of options previously granted, base salary and bonuses and competitive factors. The amounts and terms of options granted are determined by the Board.

Given the evolving nature of the Company's business as a mineral exploration and development company, the Board continues to review and redesign the overall compensation plan for senior management so as to continue to address the objectives identified above.

The Compensation Committee has assessed the Company's compensation plans and programs for its executive officers to ensure alignment with the Company's business plan and to evaluate the potential risks associated with those plans and programs. The Compensation Committee has concluded that the compensation policies and practices do not create any risks that are reasonably likely to have a material adverse effect on the Company incentive plans when designing and reviewing such plans and programs.

Option-Based Awards

The Company has established a share option plan to provide incentive to qualified parties to increase their proprietary interest in the Company and thereby encourage their continuing association with the Company. Management proposes option grants to the Board based on such criteria as performance, previous grants, and hiring incentives. All grants require approval of the Board. The share option plan is administered by the directors of the Company and provides that options will be issued to directors, officers, employees or consultants of the Company or a subsidiary of the Company. See "*Securities Authorized Under Equity Compensation Plans*" in the Information Circular filed on SEDAR on March 4, 2015, for further information on the Company's Share Option Plan.

Summary Compensation Table

The compensation paid to the NEOs during the Company's three most recently completed financial years ended June 30, 2015, 2014 and 2013 are as set out below and expressed in Canadian dollars unless otherwise noted:

Name and principal position	Year	Salary ($)	Share-based awards ($)	Option-based awards ($)	Non-equity incentive plan compensation: Annual incentive plans ($)	Non-equity incentive plan compensation: Long-term incentive plans ($)	Pension value ($)	All other compensation ($)	Total compensation ($)
Shawn Wallace, (1) CEO	2015	153,783	Nil	Nil	Nil	Nil	Nil	Nil	153,783
	2014	85,192	Nil	75,532	Nil	Nil	Nil	Nil	160,724
	2013	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Peter Rees, (2) CFO	2015	93,091	Nil	Nil	Nil	Nil	Nil	Nil	93,091
	2014	32,504	Nil	44,431	Nil	Nil	Nil	Nil	76,935
	2013	6,429	Nil	Nil	Nil	Nil	Nil	Nil	6,429
Michael Henrichsen, (3) COO	2015	207,783	Nil	Nil	Nil	Nil	Nil	Nil	207,783
	2014	183,054	Nil	75,532	Nil	Nil	Nil	Nil	258,586
	2013	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

(1) Shawn Wallace was appointed as a director on April 9, 2015 and appointed as President and CEO on May 23, 2013.
(2) Peter Rees was appointed as CFO and Corporate Secretary on September 7, 2012.
(3) Michael Henrichsen was appointed as COO on November 1, 2013.

Incentive Plan Awards

Outstanding Share-based Awards and Option-based Awards

No share-based awards have been granted to any of the NEOs of the Company. The following table sets out all option-based awards outstanding as at June 30, 2015, for each NEO:

	Option-based Awards			
Name	Number of securities underlying unexercised options (#)(1)	Option exercise price ($)	Option expiration date (M/D/Y)	Value of unexercised in-the-money options(2) ($)
Shawn Wallace	170,000	0.51	February 17, 2019	$168,300
Peter Rees	100,000	0.51	February 17, 2019	$99,000
Michael Henrichsen	170,000	0.51	February 17, 2019	$168,300

Notes:

1) These options were granted on February 17, 2014.
2) Calculated based on the difference between the market price of the underlying Common Shares on June 30, 2015 of C$1.50 and the exercise price of the option.

Incentive Plan Awards – Value Vested or Earned During the Year

The following table sets out the value vested or earned under incentive plans during the financial year ended June 30, 2015, for each NEO:

Name	Option-based awards – Value vested during the year ($)	Non-equity incentive plan compensation – Value earned during the year ($)
Shawn Wallace	29,476	Nil
Peter Rees	17,339	Nil
Michael Henrichsen	29,476	Nil

Note:

(1) These options were granted on February 17, 2014.

See *Securities Authorized under Equity Compensation Plans* in the Information Circular filed on SEDAR on March 4, 2015, for further information on the Company's Share Option Plan.

Pension Plan

The Company has no pension plans for its directors, officers or employees.

Termination and Change of Control Benefits

Each NEO has an Executive Employment Agreement whereby, in the event the Company experiences a change of control, each NEO shall have a special right to resign for good reason at any time within twelve (12) months after a Change in Control of the Company. A NEO sending notice of resignation under this section must provide one (1) month's notice of such resignation.

In the event the NEO is terminated without just cause or resignation for good reason after change in control:

i. the NEO shall receive two times their annual salary;

ii. the Company shall continue at its cost the benefits then in effect for the Executive, other than disability insurance, until the earlier of twenty-four (24) months from the termination date or the NEO obtaining comparable benefits through other employment. The Company shall pay the NEO an amount equal to twenty-four (24) months of the then-prevailing premiums for his disability insurance;

iii. notwithstanding the terms of any stock option plan or agreement, all non-vested stock options held by the NEO shall vest as of the termination date and the NEO shall be entitled to exercise all his stock options until the earlier of their normal expiry date or two (2) years after the termination date; and

iv. outplacement services at a cost of the lesser of 10% of the NEO's annual salary or $25,000.

Director Compensation

As compensation during the most recently completed financial year ended June 30, 2015, Directors of the Company received compensation and option-based awards.

Summary Compensation Table

The compensation paid to the Directors during the Company's most recently completed financial year ended June 30, 2015 is as set out below and expressed in Canadian dollars unless otherwise noted:

Name of Director	Year	Fees Earned ($)	Share-based awards ($)	Option-based awards ($)	Non-equity incentive plan compensation ($)	Pension value ($)	All other compensation ($)	Total ($)
Ivan James Bebek[(1)]	2015	30,000	Nil	Nil	Nil	Nil	Nil	30,000
Gordon J. Fretwell[(2)]	2015	5,000	Nil	Nil	Nil	Nil	Nil	5,000
Steve Cook[(3)]	2015	6,250	Nil	Nil	Nil	Nil	Nil	6,250
Keith Minty[(4)]	2015	3,750	Nil	Nil	Nil	Nil	Nil	3,750
Daniel McCoy[(5)]	2015	3,637	Nil	Nil	Nil	Nil	Nil	3,637

Notes:

1) Ivan Bebek was appointed as a director on November 2, 2009.
2) Gordon Fretwell was appointed as a director on October 28, 2013.
3) Steve Cook was appointed as a director on October 28, 2013.
4) Keith Minty was appointed as a director on October 28, 2013.
5) Daniel McCoy was appointed as a director on February 26, 2015.

Incentive Plan Awards

Outstanding Option-based Awards

The following table sets out all option-based awards outstanding as at June 30, 2015, for each director who was not a NEO of the Company:

	Option-based Awards			
Name	**Number of securities underlying unexercised options (#)**	**Option exercise price ($)**	**Option expiration date (M/D/Y)**	**Value of unexercised in-the-money options(1)(2) ($)**
Ivan James Bebek	170,000	0.51	February 17, 2019	$168,300
Gordon J. Fretwell	70,000	0.51	February 17, 2019	$69,300
Steve Cook	70,000	0.51	February 17, 2019	$69,300
Keith Minty	70,000	0.51	February 17, 2019	$69,300
Dan McCoy	60,000	0.51	February 17, 2019	$59,400

Notes:
(1) These options were granted on February 17, 2014.
(2) Calculated based on the difference between the market price of the underlying Common Shares on June 30, 2015 of C$1.50 and the exercise price of the option.

Incentive Plan Awards – Value Vested or Earned During the Year

The following table sets out the value vested or earned under incentive plans during the fiscal year ended June 30, 2015, for a director, excluding a director who is already set out in disclosure above as a NEO:

Name	**Option-based awards – Value vested during the year(1)(2) ($)**	**Non-equity incentive plan compensation – Value earned during the year ($)**
Ivan James Bebek	29,476	Nil
Gordon J. Fretwell	12,137	Nil
Steve Cook	12,137	Nil
Keith Minty	12,137	Nil
Daniel McCoy	10,403	Nil

Notes:
(1) These options were granted on February 17, 2014.
(2) Calculated based on the difference between the market price of the underlying Common Shares on the vesting date and the exercise price of the option.