

PLATE RESOURCES INC.

Management Discussion and Analysis

For the three month period ended April 30, 2015

The Management Discussion and Analysis (“MD&A”), prepared June 25, 2015 should be read in conjunction with the audited financial statements and notes thereto for the year ended April 30, 2015, of Plate Resources Inc. (“Plate”), which were prepared in accordance with International Financial Reporting Standards.

This management discussion and analysis may contain forward-looking statements in respect of various matters including upcoming events. The results or events predicted in these forward-looking statements may differ materially from the actual results or events. The Company disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

DESCRIPTION OF BUSINESS

Plate Resources Inc. (“the Company”) was incorporated pursuant to the British Columbia Business Corporations Act on February 1, 2011 as Guiana Shield Goldfields Inc. The Company changed its name to Plate Resources Inc. on June 24, 2011. The Company’s shares are listed for trading on the TSX Venture Exchange under the symbol “PLR”. The address of the Company’s corporate office and its principal place of business is 1000 - 595 Burrard Street, Vancouver, British Columbia, Canada V7X 1S8.

The principal business of the Company is the identification, evaluation and acquisition of mineral properties and petroleum and natural gas properties, as well as exploration of properties in Canada. At April 30, 2015, the Company is in the process of earning its interest in the Lucky Mike mineral property and the Cardium petroleum and natural gas property. The Company has not yet determined whether the Lucky Mike property contains ore reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims and petroleum and natural gas property claims, the ability of the Company to obtain the necessary financing to complete the development of and future profitable production from the properties or realizing proceeds from their disposition.

EXPLORATION PROJECT

Lucky Mike Mineral Project, British Columbia

On July 20, 2011, the Company entered into an Option Agreement (the “Lucky Mike Agreement”) with a non-related third party (the “Optionor”). The Lucky Mike Agreement was amended on September 13, 2012 and subsequently amended on November 14, 2013. The Company was granted an exclusive option to acquire a 100% interest in certain mineral claims located in the Nicola Mining Division, British Columbia. The claims consist of 22 contiguous mineral claims (comprising an aggregate 4,003 hectares). To exercise the option, the Company must pay an amount of \$55,000 in cash, issue 100,000 common shares to the Optionor and incur a minimum of \$900,000 in exploration expenditures, in accordance with the following schedule:

Date	Cash Payment \$	Number of Common Shares to be Issued	Minimum Exploration Expenditures to be Incurred \$
Upon execution of the Lucky Mike Agreement (paid)	10,000	—	—
On or before December 31, 2012 (incurred)	—	—	100,000
On or before September 20, 2014 (paid, issued and incurred)	15,000	50,000	200,000
On or before September 20, 2015	15,000	—	300,000
On or before September 20, 2016	15,000	50,000	300,000
TOTAL	55,000	100,000	900,000

In accordance with the terms of the Lucky Mike Agreement, the Optionor will retain a 2% net smelter returns royalty (the “NSR”) in respect of the property. The Company has the option to purchase the NSR at any time during a five year period commencing from the date upon which the Property is put into commercial production in consideration of the payment of \$1,000,000.

Pursuant to the Lucky Mike Amendment Agreement on November 14, 2013, the Company was required to issue to the Optionor 50,000 common shares as follows:

- (a) On or before the 5th day following receipt by the Optionee of regulatory approval, 25,000 shares (issued); and
- (b) On or before March 20, 2014, 25,000 shares (issued).

On September 24, 2014, the Company entered into an agreement (the “Farm Out Agreement”) with Nexgeo Inc. (“Nexgeo”) and Korea Resources Corporation (“Kores”) whereby Nexgeo and Kores (collectively the “Consortium”) have acquired the right to earn up to a 70% interest in the Lucky Mike project (the “Project”) as follows:

- (i) The Consortium is entitled to acquire a 60% interest in the Project by providing the Company:
 - a. An aggregate of \$500,000 (the “First Exploration Contribution”) to fund an initial work program for the Project, which has been approved by the Consortium. The Consortium must pay \$250,000 to the Company no later than September 5, 2014 (received), and \$100,000 to the Company no later than September 30, 2014 (received). The balance of \$150,000 (received) must be paid upon completion of drilling at the Project site pursuant to an initial work program; and

- b. An additional \$1,000,000 (the “Second Exploration Contribution”) to fund at least one work program for the Project approved by the Consortium, which must be undertaken and completed by the Company during the period from January 1, 2015 to December 31, 2015; and
- (ii) The Consortium is entitled to acquire an additional 10% interest in the Project, for a total of 70% interest, by providing to the Company an additional \$1,000,000 (the “Third Exploration Contribution”) to fund at least one work program on the Project approved by the Consortium and to be undertaken and completed by the Company during the period from January 1, 2016 to December 31, 2016. The Consortium must give written notice to the Company of its intention to make the Third Exploration Contribution not later than 60 days after the Consortium has received an official technical report on the most recently completed work program, failing which will terminate the Consortium’s right to acquire an additional 10% interest.

The Consortium has the right at any time to exercise an Off-Ramp Option during the term of the Farm Out Agreement at its own discretion by giving 30 days written notice to the Company, and upon exercise of the Off-Ramp Option, the agreement and all rights and obligations of each party under the Farm Out Agreement will terminate.

If the Consortium exercises the Off-Ramp Option prior to making the Third Exploration Contribution, but subsequent to making the Second Exploration Contribution, the Consortium will retain its 60% interest in the Project and the parties will form a joint venture (the “Joint Venture”) to further develop the Project, with the initial interest being the Consortium 60% and the Company 40%; provided, however, that the Consortium will have no right to acquire any additional interest in the Project.

If the Consortium makes the First and Second Exploration Contribution and elects to make the Third Exploration Contribution to acquire a 70% interest in the Project, the Company and the Consortium will form a Joint Venture with the initial interest being the Consortium 70% and the Company 30%.

	<u>2015</u>	<u>2014</u>
	\$	\$
Acquisition costs:		
Balance, beginning of period	40,767	15,817
Shares issued for acquisition costs	–	2,875
Balance, end of period	40,767	18,692
Deferred exploration expenditures:		
Balance, beginning of period	249,833	349,845
Balance, end of period	249,833	349,845
Total costs, end of period	290,600	368,567

Cardium Petroleum and Natural Gas Project, Alberta

On January 22, 2014, the Company entered into an Assignment Agreement (the “Assignment”) with a non-related third party (the “Assignor”). The Company was granted a 50% participating interest in section 30-046-01 W5M-PNG in Cardium, Alberta (the “Farmout Lands”). In consideration of the Assignment and transfer of the interests, the Company must pay \$150,000 in cash and issue 4,000,000 common shares to the Assignor, in accordance with the following schedule:

- (a) \$30,000 at the time of signing the preliminary letter agreement (paid);
- (b) \$50,000 upon receipt of TSX Venture Exchange approval (paid);
- (c) \$70,000 and 1,000,000 common shares upon the spudding of the first well on the Farmout Lands (paid and issued);
- (d) 1,000,000 common shares upon the Company's net production of the Farmout Lands reaching at least 100 barrels of oil per day, for a period of at least 30 consecutive days;
- (e) 1,000,000 common shares upon the spudding of the second well on the Farmout Lands; and
- (f) 1,000,000 common shares upon the spudding of the third well on the Farmout Lands.

Total costs incurred on exploration and evaluation assets are summarized as follows:

On April 30, 2015, the Company reclassified the capitalized costs for the Cardium property from exploration and evaluation assets to petroleum property as the Cardium property was determined to have entered the production stage. Prior to reclassification, the Company recorded an impairment charge of \$1,746,637 on the Cardium property as the estimated recoverable amount exceeded the carrying value. The recoverable amount was determined using the value in use methodology, with the expected cash flow approach based on 2015 year-end reserves data and a risk-adjusted discount rate of 15%.

Total costs incurred on the Cardium property are summarized as follows:

	2015 \$	2014 \$
Cost		
Balance, beginning of period	177,580	—
Re-classification from exploration and evaluation assets	(20,239)	—
Balance, end of year	157,341	—
Accumulated depletion		
Balance, beginning of period and end of period	—	—
Net carrying value, end of period	157,341	—

As the Cardium property was not re-classified from exploration and evaluation assets until April 30, 2015, there was no depletion recorded during the year ended April 30, 2015.

SELECTED ANNUAL INFORMATION

(\$000's except loss per share)

	January 31, 2015	January 31, <u>2014</u>	January 31, <u>2013</u>
Revenue	\$ 0	\$ 0	\$ 0
Net Loss	\$ (2,624)	\$ (332)	\$ (192)
Basic and Diluted Loss Per Share	\$ (0.12)	\$ (0.04)	\$ (0.03)
Total Assets	\$ 517	\$ 549	\$ 179
Long-Term Debt	\$ 45	\$ 14	\$ 0
Dividends	\$ 0	\$ 0	\$ 0

OPERATIONS

Three month period ended April 30, 2015

During the three months ended April 30, 2015 the Company reported a net loss of \$122,215 (2014 - \$457,602). Included in the determination of operating income was \$2,293 (2014 - \$3,944) spent on rent, \$67,500 (2014 - \$45,000) on management and administration, \$31,130 (2014 - \$46,466) on professional fees, \$5,000 (2014 - \$44,350) on investor communications, \$6,431 (2014 - \$26,788) on transfer agent and filing fees and \$ 5,769 (2014 - \$729) on office and miscellaneous. During the period the Company also incurred a stock based compensation charge of \$Nil (2014 - \$281,463).

SUMMARY OF QUARTERLY RESULTS
(\$000's except loss per share)

	April 30, <u>2015</u>	January 31, <u>2015</u>	October 31, <u>2014</u>	July 31, <u>2014</u>
Revenue	\$ 0	\$ 0	\$ 50	\$ 208
Net loss	\$ (122)	\$ (1,979)	\$ (67)	\$ (120)
Basic and diluted loss per share	\$ (0.01)	\$ (0.09)	\$ (0.01)	\$ (0.01)

	April 30, <u>2014</u>	January 31, <u>2014</u>	October 31, <u>2013</u>	July 31, <u>2013</u>
Revenue	\$ 0	\$ 0	\$ 0	\$ 0
Net loss	\$ (458)	\$ (199)	\$ (45)	\$ (39)
Basic and diluted loss per share	\$ (0.02)	\$ (0.01)	\$ (0.01)	\$ (0.01)

LIQUIDITY AND CAPITAL RESOURCES

The Company's cash and cash equivalents at April 30, 2015 was \$124,972 compared to \$20,215 at January 31, 2015.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

The following is a summary of balances and transactions with companies controlled by directors and officers of the Company:

	2015	2014
	\$	\$
Professional fees	6,100	6,100

The above noted amounts were paid to directors or to companies they control.

	2015	2014
	\$	\$
Amounts included in accounts payable	208,940	6,200

The amounts due to directors or to companies they control are non-interest bearing, unsecured and due on demand.

The remuneration of key management personnel during the years ended April 30, 2015 and 2014 is summarized below:

	2015	2014
	\$	\$
<u>Key management compensation</u>		
Management fees	67,500	45,000
Share-based payments	–	281,463

Key management includes directors and key officers of the Company, including the President, Chief Executive Officer and Chief Financial Officer.

COMMITMENTS

The Company is committed to certain cash payments, share issuances and exploration expenditures in connection with the acquisition of its mineral property claims and participating interest in its petroleum and natural gas property claims as discussed under the Exploration Project section.

SUBSEQUENT EVENTS

There were no material subsequent events.

APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

a) Recent accounting pronouncements

The mandatory adoption of the following new and revised accounting standards and interpretations on February 1, 2014 had no significant impact on the Company's financial statements for the periods presented.

IAS 36 *Impairment of assets* - In May 2013, the IASB issued an amendment to address the disclosure of information about the recoverable amount of impaired assets or a CGU for periods in which an impairment loss has been recognized or reversed. The amendments also address disclosure requirements applicable when an asset's or a CGU's recoverable amount is based on fair value less costs of disposal.

IFRIC 21 *Levies* - In May 2013, the IASB issued IFRIC 21, Levies ("IFRIC 21"), an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets ("IAS 37"), on the accounting for levies imposed by governments. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event ("obligating event"). IFRIC 21 clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.

b) New accounting standards issued but not yet effective

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRIC (International Financial Reporting Interpretations Committee) that are mandatory for accounting periods noted below. Some updates that are not applicable or are not consequential to the Company may have been excluded from the list below.

New accounting standards effective January 1, 2017

IFRS 15 *Revenues* - In May 2014, the IASB issued IFRS 15, Revenue from Contracts with Customers ("IFRS 15") which supersedes IAS 11, Construction Contracts, IAS 18, Revenue, IFRIC 13, Customer Loyalty Programmes, IFRIC 15, Agreements for the Construction of Real Estate, IFRIC 18, Transfers of Assets from Customers, and SIC 31, Revenue – Barter Transactions Involving Advertising Services. IFRS 15 establishes a comprehensive five-step framework for the timing and measurement of revenue recognition.

New accounting standards effective January 1, 2018

IFRS 9 *Financial Instruments* - The IASB intends to replace IAS 39, Financial Instruments: Recognition and Measurement in its entirety with IFRS 9, Financial Instruments ("IFRS 9") which is intended to reduce the complexity in the classification and measurement of financial instruments. In February 2014, the IASB tentatively determined that the revised effective date for IFRS 9 would be January 1, 2018.

The Company is currently evaluating the impact of the new standards on the Company's financial statements.

CRITICAL ACCOUNTING POLICIES

a) Measurement basis

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value, as explained in the accounting policies set out in Note 3 n) and o). In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

b) Significant accounting estimates and judgments

The preparation of these financial statements requires management to make judgments and estimates and form assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses for the periods reported. The estimates and associated assumptions are based on historical experience, current and future economic conditions and various other factors including expectations of future events that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results could differ from these estimates.

Estimate and underlying assumptions are reviewed on an ongoing basis, and may change if new information becomes available. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods if the revision affects both the current and future periods.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Critical accounting estimates

- i. the estimation and determination of economically recoverable crude oil reserves and related net cash flows;
- ii. the inputs used in accounting for share-based payments;
- iii. the assessment of indications of impairment of petroleum properties and exploration and evaluation assets and related determination and write-down of the assets, where applicable; and
- iv. the inputs used in determining the recoverable amount of assets that are considered impaired.

Critical accounting judgments

- i. the determination of the Company's cash-generating units;
- ii. the determination of whether it is likely that future economic benefits associated with the exploration and evaluation expenditures and petroleum property capitalized will flow to the Company, which may be based on assumptions about future events or circumstances;
- iii. the determination of whether it is likely that future taxable profits will be available to utilize against any deferred tax assets; and
- iv. the recognition of provisions for decommissioning, restoration, rehabilitation and environmental obligations.

c) Deferred finance costs

Professional, consulting and regulatory fees as well as other costs directly attributable to financing transactions are reported as deferred financing costs until the transactions are completed, if the completion of the transaction is considered to be more likely than not. Share issue costs are charged to share capital when the related shares are issued. Costs relating to financing transactions that are not completed, or for which successful completion is considered unlikely, are charged to profit or loss.

d) Revenues

Revenues associated with the production and sale of crude oil owned by the Company are recognized when the amount of revenue and costs incurred or to be incurred in respect of the transaction can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the Company, the risks and rewards of ownership of the product have been transferred to the purchaser, and the Company no longer retains control over the product sold. Revenue is measured net of discounts, customs duties, royalties, and taxes.

e) Exploration and evaluation assets

All expenditures related to the cost of exploration and evaluation of mineral resources and petroleum and natural gas resources including acquisition costs for interests in property claims are capitalized as exploration and evaluation assets classified as intangible assets. General exploration costs not related to specific properties are expensed as incurred. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss.

Once the technical feasibility and commercial viability of the extraction a resource in an area of interest are demonstrable, capitalized costs of the related property are reclassified as property and equipment and upon commencement of commercial production, are amortized using the units of production method over estimated recoverable reserves. Impairment is assessed at the level of cash-generating units. Management regularly assesses carrying values of non-producing properties and properties for which events and circumstances may indicate possible impairment. Impairment of a property is generally considered to have occurred if one of the following factors are present: the rights to explore have expired or are near to expiry with no expectation of renewal; no further substantive expenditures are planned or budgeted; exploration and evaluation work is discontinued in an area for which commercially viable quantities have not been discovered; or indications that in an area with development likely to proceed the carrying amount is unlikely to be recovered in full by development or sale.

The recoverability of properties and capitalized exploration and development costs is dependent on the existence of economically recoverable reserves, the ability to obtain the necessary financing to complete the development of the reserves, and the profitability of future operations. The Company has not yet determined whether or not any of its exploration and evaluation properties contain economically recoverable reserves. Amounts capitalized to exploration and evaluation costs do not necessarily reflect present or future values.

Exploration costs renounced due to flow-through share subscription agreements remain capitalized, however, for corporate income tax purposes, the Company has no right to claim these costs as tax deductible expenses.

When properties are sold, proceeds are credited to the cost of the property. If no future capital expenditure is required and proceeds exceed costs, the excess proceeds are reported as a gain in profit or loss.

Recorded costs of exploration and evaluation costs are not intended to reflect present or future values of resource properties. The recorded costs are subject to measurement uncertainty and it is reasonably possible, based on existing knowledge, that change in future conditions could require a material change in the recognized amount. Payments on property option agreements are made at the discretion of the Company and, accordingly, are recorded on a cash basis. The Company's entitlement to mineral exploration tax credits are recognized when the amount can be measured reliably and it is probable that the economic benefit will flow to the Company.

f) Petroleum properties

(i) Petroleum properties

Petroleum properties include crude oil development and production assets, including costs incurred in developing oil reserves and maintaining or enhancing production from such reserves and directly attributable general and administrative costs. Properties are measured at cost, less accumulated depletion and depreciation and accumulated impairment losses.

Gains and losses on disposal of petroleum properties, including crude oil interests, are determined by comparing the proceeds from disposal with the net carrying amount of petroleum properties and are recognized within "gain or loss on sale of assets" in income (loss).

(ii) Subsequent measurement

Costs incurred subsequent to the determination of technical feasibility and commercial viability of petroleum properties are recognized only when they increase the future economic benefits embodied in the specific asset to which they relate. All other expenditures are recognized in earnings as incurred. Capitalized petroleum properties generally represent costs incurred in developing proved and/or probable reserves and bringing on or enhancing production from such reserves, and are accumulated on a field or geotechnical area basis.

The carrying amount of any replaced or sold component is derecognized at the time of replacement or sale. The costs of the day-to-day servicing of properties are recognized in earnings as incurred.

(iii) Depletion and depreciation

The net carrying value of development or production assets is depleted on a field by field basis using the unit of production method by reference to the ratio of production in the year to the related proven reserves. These estimated reserves are reviewed by independent reserve engineers at least annually.

Proved and probable reserves are estimated by independent reserve engineers in accordance with Canadian Securities Regulation National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities. Changes in reserve estimates used in prior periods, such as proven and probable reserves, that affect the unit-of-production calculations do not give rise to prior year adjustments and are dealt with on a prospective basis.

g) Impairment

(i) Financial assets

Financial assets are assessed at each reporting date to determine whether there is objective evidence that they are impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in profit or loss and reflected in an allowance account against the asset impaired. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

g) Impairment (continued)

(ii) Non-financial assets

The carrying amounts of the Company's petroleum property and exploration and evaluation assets are reviewed at each reporting date for indicators of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the amount of the impairment, if any. The recoverable amount of an asset is evaluated at the cash-generating unit level ("CGU"), which is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. The recoverable amount of a CGU is the greater of its fair value less costs to sell and its value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in arm's length transaction between knowledgeable and willing parties, less the costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount.

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGU's are allocated to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognized in prior years are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depletion and depreciation or amortization, if no impairment loss had been recognized

h) Provisions

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. If the effect of time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance costs. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount receivable can be measured reliably.

The Company's activities give rise to dismantling, decommissioning and site disturbance remediation activities. Provisions are made for the estimated cost of site restoration and capitalized in the relevant asset category.

Decommissioning provisions are measured at the present value of management's best estimate of expenditures required to settle the present obligation at the statement of financial position date. Subsequent to initial measurement, the obligation is adjusted at the end of each period to reflect the passage of time and changes in the estimated future cash flows underlying the obligation. The increase in the provision due to the passage of time is recognized as finance costs whereas increases/decreases due to changes in the estimated future cash flows are recorded against the related asset. Actual costs incurred upon settlement of the decommissioning provisions are charged against the provision to the extent the provision was established.

i) Government assistance

British Columbia ("B.C.") mining exploration tax credits for certain exploration expenditures incurred in B.C. are recognized as a reduction of the exploration and development costs of the respective mineral property upon when the amount can be measured reliably and it is probable that the economics will flow to the Company.

j) Share-based payments

The Company has an equity-settled share-based compensation plan. Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The fair value is measured at grant date and each tranche is recognized on a graded-vesting basis over the period in which options vest. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to contributed surplus.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service.

Consideration received on the exercise of stock options is recorded in share capital and the related share based payment in contributed surplus is transferred to share capital. Charges for options that are forfeited before vesting are reversed from equity. For those options that expire or are forfeited after vesting, the recorded value is transferred to deficit.

c) Basic and diluted loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

d) Income taxes

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the period end date, and includes any adjustments to tax payable or receivable in respect of previous years.

Deferred income taxes are recorded using the balance sheet liability method whereby deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the statement of financial position date. Deferred tax is not recognized for temporary differences which arise on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting, nor taxable profit or loss.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

e) Flow-through shares

The resource expenditure deductions for income tax purposes related to exploration and development activities funded by flow-through share arrangements are renounced to investors in accordance with Canadian tax legislation. On issuance, the premium recorded on the flow-through share, being the difference in price over a common share with no tax attributes, is recognized as a liability. As expenditures are incurred, the liability associated with the renounced tax deductions is recognized through profit and loss with a pro-rata portion of the deferred premium.

To the extent that the Company has deferred tax assets in the form of tax loss carry-forwards and other unused tax credits as at the reporting date, the Company may use them to reduce its deferred tax liability relating to tax benefits transferred through flow-through shares.

f) Financial assets

All financial assets are initially recorded at fair value and classified upon inception into one of the following four categories: held to maturity, available for sale, loans and receivables or at fair value through profit or loss ("FVTPL").

Financial assets classified as FVTPL are measured at fair value with unrealized gains and losses recognized through earnings. The Company's cash and cash equivalents are classified as FVTPL.

Financial assets classified as loans and receivables and held to maturity assets are measured at amortized cost. The Company's accounts receivable are classified as loans and receivables. Financial assets classified as available for sale are measured at fair value with unrealized gains and losses recognized in other comprehensive income and loss except for losses in value that are considered other than temporary which are recognized in earnings. At April 30, 2015, the

Company has not classified any financial assets held to maturity or available for sale.

Transactions costs associated with FVTPL financial assets are expensed as incurred, while transaction costs associated with all other financial assets are included in the initial carrying amount of the asset.

g) Financial liabilities

All financial liabilities are initially recorded at fair value and classified upon inception as FVTPL or other financial liabilities.

Financial liabilities classified as other financial liabilities are initially recognized at fair value less directly attributable transaction cost. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest method. The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period. The Company's accounts payable and bank loan are classified as other financial liabilities.

Financial liabilities classified as FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Derivatives, including separated embedded derivatives are also classified as held for trading and recognized at fair value with changes in fair value with changes in fair value recognized in earnings unless they are designated as effective hedging instruments. Fair value changes on financial liabilities classified as FVTPL are recognized in profit or loss.

SHARE CAPITAL

Issued

The Company has 23,531,576 shares issued and outstanding as at April 30, 2015 and June 25, 2015.

Share Purchase Options

The Company has 2,330,000 stock options outstanding at April 30, 2015 and June 25, 2015.

Warrants

The Company had Nil share purchase warrants outstanding at April 30, 2015 June 25, 2015.

Escrow Shares

The Company has 1,620,000 shares held in escrow as at April 30, 2015 and 1,080,000 as at June 25, 2015.