ROCKRIDGE RESOURCES LTD.

(Formerly Rockridge Gold Ltd.)

MANAGEMENT DISCUSSION AND ANALYSIS

FOR THE SIX MONTH PERIOD ENDED JANUARY 31, 2018

This Management Discussion and Analysis ("MD&A") of Rockridge Resources Ltd. (formerly Rockridge Gold Ltd.) (the "Company") provides an analysis of the Company's financial results for the six month period ended January 31, 2018 and for the year ended July 31, 2017. The following information should be read in conjunction with the accompanying unaudited financial statements for the six months ended January 31, 2018 and the audited financial statements for the year July 31, 2017 and the related notes to those financial statements.

The information contained herein is not intended to be a comprehensive review of all matters and developments concerning the Company. The Company is a "Venture Issuer" as defined in NI 51-102. For more information on the Company, investors should review the Company's continuous disclosure filings that are available under the Company's profile at www.sedar.com.

The Company reports in accordance with International Financial Reporting Standards ("IFRS") and the following disclosure, and associated audited financial statements, are presented in accordance with IFRS. These statements are filed with the relevant regulatory authorities in Canada. All monetary amounts are expressed in Canadian dollars, unless otherwise specified.

Forward Looking Information and Date of Report — March 29, 2018

This MD&A may contain certain forward-looking information in respect of various matters including upcoming events and include without limitation, statements regarding discussions of the Company's business strategy, future plans, projections, objectives, estimates, and forecasts and statements as to management's expectations with respect to, among other thing, the development of the Company's project. All statements in this disclosure, other than statements of historical facts, that address permitting, exploration drilling, exploitation activities and events or developments that the Company expects are forward-looking statements.

These forward-looking statements involve numerous risks and uncertainties and actual results may vary. Important factors that may cause actual results to vary include without limitations, certain transaction, certain approvals, changes in commodity prices, risks inherent in exploration results, timing and success, inaccurate geological and metallurgical assumptions, (including with respect to the size, grade and recoverability of mineral reserves and mineral resources), delays in the receipt of government approvals, and changes in general economic conditions or conditions in the financial markets. In making the forward-looking statements in this MD&A, the Company has applied several material assumptions, including without limitations, the assumption that: (1) any additional financing needed will be available on reasonable terms; and (2) any permits or government approval needed will be obtained.

Additional factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements include, among other factors: (1) weak commodity prices and general metal price volatility; (2) the state of the global economy and economic and political events, including the deterioration of the global capital markets, affecting supply and demand; and (3) securing and the nature of regulatory permits and approvals and the costs of complying with environmental, health and safety laws and regulations.

The Company cannot assure you that any of these assumptions will prove to be correct.

The words “expect”, anticipate,” “may”, “will”, “should”, “intend”, “believe”, “target”, “budget”, “plan”, “projection” and similar expressions are intended to identify forward-looking statements. Information concerning mineral reserve and mineral resource estimates also may be considered forward-looking statements, as such information constitutes a prediction of what mineralization might be found to be present during operations or if and when an undeveloped project is actually developed.

These factors should be considered carefully, and readers should not place undue reliance on the Company’s forward-looking statements. The Company believes that the expectations reflected in the forward-looking statements, including future-oriented financial information, contained in this MD&A and any documents incorporated by reference are reasonable, but no assurance can be given that these expectations will prove to be correct. In addition, although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, including future-oriented financial information, there may be other factors that cause actions, events or results not be as anticipated, estimated or intended. The Company undertakes no obligation to disclose publicly any future revisions to forward-looking statements, including future-oriented financial information, to reflect events or circumstances after the date of this MD&A or to reflect the occurrence of unanticipated events, except as expressly required by law.

Additionally, the forward-looking statements, including future-oriented financial information, contained herein are presented solely for the purpose of conveying our reasonable belief of the direction of the Company and may not be appropriate for other purposes. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

The forward-looking information is only provided as of the date of this MD&A, March 29, 2018 (the “Report Date”).

Nature of Business and Overall Performance

Rockridge Resources Ltd. was incorporated in the Province of British Columbia on November 10, 2015 under the name “1055018 B.C. Ltd.” pursuant to the Business Corporations Act (British Columbia). On August 4, 2016, the Company changed its name to “Rockridge Gold Ltd.” and on March 26, 2018, the Company changed its name to “Rockridge Resources Ltd.”.

The principal business carried on and intended to be carried on by the Company is the acquisition, exploration and development of mineral properties. The Company is engaged in the business of mineral exploration in Ontario. Its objective is to locate and develop economic precious and base metals properties of merit. The Company will continue to assess new mineral properties and will seek to acquire interests in additional properties if the Company determines such properties have sufficient geologic or economic merit and if the Company has adequate financial resources to complete such acquisitions. The Company is primarily a junior exploration company with no revenues from mineral producing operations. The recoverability of amounts shown for the mineral properties and related deferred exploration expenditures is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the exploration of the property, and upon future profitable production.

Exploration and Evaluation Assets

The Company entered into a Property Option Agreement dated September 1, 2016 with 1082545 B.C. Ltd. (the “Optionor”), whereunder the Company was granted an irrevocable and exclusive option to acquire a 100% interest in the Property, consisting of eleven (11) mineral claims comprising an aggregate 1,184 hectares, located in the Raney Township, Porcupine Mining District in the Province of Ontario; the particulars of which are described in greater detail below.

To exercise its option to acquire a 100% interest in the Property, pursuant to the terms of the Property Option Agreement, the Company agreed to pay an aggregate $160,000 and to issue an aggregate 450,000 of its Common Shares to the Optionor and incur an aggregate minimum $900,000 in exploration expenditures on the Property, in accordance with the following schedule:

Date for Completion	Cash Payment	Number of Common Shares to be Issued	Minimum Exploration Expenditures to be Incurred
Within 5 business days following the execution of the Property Option Agreement	$35,000 (paid)	100,000(1) (issued)	$200,000(3)
On or before the second anniversary of the Effective Date(2)	$50,000	150,000(1)	$300,000
On or before the third anniversary of the Effective Date(2)	$75,000	200,000(1)	$400,000
TOTAL	**$160,000**	450,000	**$900,000**

(1) Subject to such resale restrictions and legends as may be imposed by the applicable securities laws.
(2) "Effective Date" means the date that is ten (10) days after the date of the Final Exchange Bulletin giving notice of the approval by the Exchange of the listing of the common shares of the Company on the facilities of the Exchange.
(3) $200,000 on or before the first anniversary of the Effective Date.

In accordance with the terms of the Property Option Agreement:

1. certain holders hold a 2% net smelter returns royalty (the "NSR") on the Property;

2. the Company is the operator of the Property for the duration of the Option Agreement; and

3. In the event that during the term of the Property Option Agreement, either the Optionor or the Company or an affiliate of the Optionor or the Company acquires any right, title or interest in a mineral claim or other mineral property interest located within five (5) kilometres of the boundaries of the Property, such party must give notice to the other party of that staking acquisition and the other party may, within 30 days of receipt of such notice, elect, by notice to the other party, to require the mineral properties and the right or interest acquired be included in and thereafter form part of the Property and shall be governed by the terms of the Property Option Agreement.

As at January 31, 2018, the Company has paid the Optionor a cash payment of $35,000 and issued 100,000 common shares at a deemed price of $0.05 per share for total consideration paid to date of $40,000. The Company has also incurred $6,500 in exploration expenditures as at January 31, 2018.

SELECTED INFORMATION

		Six Month Period Ended	Six Month Period Ended	Year Ended
		January 31, 2018	January 31, 2017	July 31, 2017
Total revenues		$ Nil	$ Nil	$ Nil
Exploration assets & expenditures		$ 46,500	$ 46,500	$ 46,500
Management fees		$ Nil	$ Nil	$ Nil
General and administrative expenses		$ 17,537	$ 2,993	$ 11,519
Rent		$ Nil	$ Nil	$ Nil
Stock based compensation		$ Nil	$ Nil	$ Nil
Net Loss		$ (17,537)	$ (2,993)	$ (11,519)
Net loss per share: Basic - Fully Diluted -		 $ (0.00) $ (0.00)	 $ (0.00) $ (0.00)	 $ (0.00) $ (0.00)
Total assets		$ 794,754	$ 246,206	$ 268,017
Long-term financial liabilities		$ Nil	$ Nil	$ Nil
Cash dividends per share		$ Nil	$ Nil	$ Nil

Summary of Quarterly Results

		2nd (6 months)	1st (3 months)	4th (12 months)	3rd (9 months)
		January 31, 2018	**October 31, 2017**	**July 31, 2017**	**April 30, 2017**
(a)	Revenue - interest	$ -	$ -	$ -	$ -
(b)	Net (loss)	$ (16,828)	$ (709)	$ (11,519)	$ (3,679)
(c)	Net (loss) per share:				
	Basic -	$ (0.000)	$ (0.000)	$ (0.000)	$ (0.000)
	Fully Diluted -	$ (0.000)	$ (0.000)	$ (0.000)	$ (0.000)

		2nd (6 months)	1st (3 months)	4th (12 months)	3rd (9 months)
		January 31, 2017	**October 31, 2016**	**July 31, 2016**	**April 30, 2016**
(a)	Revenue - interest	$ -	$ -	$ -	$ -
(b)	Net (loss)	$ (2,757)	$ (236)	$ (52)	$ (32)
(c)	Net (loss) per share:				
	Basic -	$ (0.000)	$ (0.000)	$ (0.000)	$ (0.000)
	Fully Diluted -	$ (0.000)	$ (0.000)	$ (0.000)	$ (0.000)

The financial data for the quarters have been prepared in accordance with IFRS. All figures are stated in Canadian dollars.

Results of Operation – For the Quarter ended January 31, 2018

For the six month period ended January 31, 2018, the Company reported a net loss of $16,828 or a loss of $0.00 per share. Comparatively, the Company reported a net loss of $2,757 or a $0.00 loss per share during the same quarter in 2017.

The Company has completed an Initial Public Offering ("IPO") during the quarter, therefore all expenses are general and administrative expenses which were $16,828 for the quarter ended January 31, 2018 compared to $2,757 for the quarter ended January 31, 2017 while the Company was in the process of preparing the prospectus.

Liquidity and Capital Resources

In management's view, given the nature of the Company's operations, which consists of exploration and evaluation of mining properties, the most relevant financial information relates primarily to current liquidity, solvency and planned property expenditures. The Company's financial success will be dependent upon the extent to which it can discover mineralization and the economic viability of developing its properties.

Such development may take years to complete and the amount of resulting income, if any, is difficult to determine. The sales value of any minerals discovered by the Company is largely dependent upon factors beyond the Company's control, including the market value of the metals to be produced. The Company does not expect to receive significant income from any of its properties in the foreseeable future.

At January 31, 2018, the Company had cash of $735,151 compared to $105,669 at July 31, 2017 and $151,206 at January 31, 2017 and $104,198 at July 31, 2016. The increase in cash is primarily the result of the Company completing its IPO net of related expenses during the quarter.

Prospectus

On December 12, 2017, the Company completed its IPO of 4,201,000 common shares, at a price of $0.20 per share (the "Issue Price"), for aggregate gross proceeds of $840,200. The TSX Venture Exchange (the "TSXV") accepted the Company's listing application as of December 11, 2017 (the "Listing Date") and the Company's common shares (the "Shares") commenced trading on the TSXV on or about December 14, 2017 under the trading symbol "ROCK".

In connection with the IPO, Canaccord Genuity Corp. (the "Agent") acted as exclusive agent on a commercially reasonable efforts basis. The IPO consisted of the distribution of 4,000,000 Shares at the Issue Price under the base offering, as well as the exercise in part of the Agent's option to sell up to an additional 400,000 Shares (actual 201,000 additional Shares sold) at the Issue Price. The total aggregate of 4,201,000 Shares subscribed for at the Issue Price under the IPO for a total of $840,200.

In addition, the Agent received a cash commission of $58,814 which is 7% of the aggregate gross proceeds of the offering and an aggregate of 294,070 non-transferable common share purchase warrants (the "**Agent's Warrants**") entitling the Agent and members of its selling group to purchase 294,070 Shares at the Issue Price per Share at any time until December 12, 2019. The Agent also received a corporate finance fee of $35,000.

Other Equity Financing

The Company generated $10,000 in gross proceeds from issuance of 200,000 common shares at $0.05 per share on November 15, 2016; $210,000 in gross proceeds from the issuance of 4,200,000 common shares at $0.05 per share on September 15, 2016; and $4,000 in gross proceeds from the issuance of shares of 4,000,000 at a price of $0.001 per common share on July 12, 2016.

Working capital as at January 31, 2018 was $748,004 compared to $170,930 at July 31, 2017 and $185,956 at January 31, 2017 and $103,949 at July 31, 2016.

Cash Position Analysis

The Company's cash positon as at January 31, 2018 was $735,151 compared to that of $105,669 as at July 31, 2017. This is the result of the completion of the IPO which raised $715,386 net of Canaccord's agent's commission, legal fees and corporate finance fees; other IPO professional expenses and TSX Venture Exchange fees totaling $68,367; and general and administrative expenses of $17,537 during the six month period ended January 31, 2018. The general and administrative business expenses may be compared to $2,993 for the same period ended January 31, 2017 while the Company was in the process of preparing its prospectus.

During the period from incorporation on November 10, 2015 to July 31, 2016 and for the year ended July 31, 2017, the Company expended cash $52 and $11,519, respectively for general and administrative business expenses. For the year ended July 31, 2017, the Company made payments of $35,000 and issued 100,000 common shares (valued at $5,000) for payment of exploration and evaluation assets, $6,500 for deferred exploration expenditures and $110,337 for deposits made in connection with the estimated costs of the Company's prospectus.

The Company also had an increase in receivables and prepaid expenses which consists of a small advance to a Company who performs administrative services, GST receivables and Prepaid expenses which totals $13,103 as at January 31, 2018 compared to $5,511 as at the year ended July 31, 2017 and accounts payable and accrued liabilities of $250 as at January 31, 2018 compared to $50,587 at year ended July 31, 2017. As at July 31, 2017, the accounts payable and accrued liabilities consist of various accrued expenses in connection with the initial public offering.

The Company intends to meet all cash requirements for operation by equity financing. Future funding needs of the Company are dependent upon the Company's continued ability to obtain equity and/or debt financing to meet its financial obligations and to pursue further exploration on its properties.

Related Party Transactions

Transactions with related parties are incurred in normal course of business. The key management personnel of the Company are the Directors, Chief Executive Officer, and the Chief Financial Officer.

Compensation of the Company's key management personnel is comprised of the following:

	January 31, 2018	January 31, 2017
Charged to profit and loss for consulting fees	$ 6,000	$ -
	66,000277,215	

Also, there were no related party transactions during the period from incorporation on November 10, 2015 to July 31, 2016.

Significant Events

Directors and Officers

On November 10, 2015, Jordan Trimble was appointed Director and President of the Company. On September 14, 2016, Amanda Chow was elected Chief Financial Officer and Corporate Secretary and James Pettit and Donald Huston were appointed Directors of the Company and Jordan Trimble was elected Chief Executive Officer. Richard T. Kusmirski, M.Sc. P.Geo has been elected as a Qualified Person and VP Exploration and appointed as a Director on September 14, 2016.

Escrow Agreement

On February 10, 2017, the Company had entered into an escrow agreement whereby 4,500,001 common shares are subject to an escrow agreement and may not be transferred without the consent of the Exchange. The escrow agreement provides, among other things, that 10% of such common shares was released from escrow on December 11, 2017, the date the common shares commence trading on the Exchange ("Listing Date") and 15% of such common shares will be released every six months thereafter.

On March 26, 2018, the Company received TSX Venture Exchange approval for the completion of a name change from Rockridge Gold Ltd. to Rockridge Resources Ltd. There is no change to the trading symbol "ROCK" or the share capital of the Company.

Prospectus

Please refer to Liquidity and Capital Resources

Off-Balance Sheet Arrangements

At January 31, 2018, the Company had no off-balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

New standards, interpretations and amendments not yet adopted

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRIC that are mandatory for accounting periods beginning after January 1, 2016, or later periods. Updates that are not applicable or are not consequential to the Company have been excluded in the standards listed below.

The Company anticipates that the application of these standards, amendments, revisions and interpretations will not have a material impact on the results and financial position of the Company.

IFRS 7 - Financial Instruments: Disclosures

IFRS 7 - Financial Instruments: Disclosures. The amendment provides for further detail of accounting for transferring a financial asset. This amendment is effective for annual reporting periods beginning on or after January 1, 2018. The Company is evaluating the effect, if any, the amendment will have on the Company's financial statements

IFRS 9 Financial Instruments

IFRS 9 Financial Instruments is part of the IASB's wider project of replacing IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristic of the financial assets. This standard is effective for annual periods beginning on or after January 1, 2018.

IFRS 15 – Revenue from contracts with customers

IFRS 15 – Revenue from contracts with customers, is effective for annual periods commencing on or after January 1, 2018. This new standard establishes a new control-based revenue recognition model which could change the timing of revenue recognition. The Company is currently evaluating the effect the standard will have on its financial statements.

IFRS 16 Leases

IFRS 16 Leases replaces IAS 17 - Leases and requires lessees to account for leases on the statement of financial position by recognizing a right to use asset and lease liability. The standard is effective for annual reports beginning on or after January 1, 2019, with earlier adoption permitted.

Amendments to IAS 1 Presentation of Financial Statements

The amendments are designed to encourage companies to apply judgment to determine what information to disclose in the financial statements. In addition, the amendments clarify that companies should use judgment in determining where and in what order information is presented in the financial disclosures. The amendment is effective for annual periods beginning on or after January 1, 2016.

Cash and marketable securities are carried at fair value using a level 1 fair value measurement. The fair values of due to and from related parties, receivables and accounts payable and accrued liabilities approximate their book values due to the short-term nature of the instruments.

Capital risk management

The Company's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

Financial Instruments and Risk Management

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The Company includes shareholders' equity, comprised of issued share capital and deficit, in the definition of capital. The Company's primary objective with respect to its capital management is to ensure that is has sufficient cash resources to further exploration on its properties. To secure the additional capital necessary to pursue these plans, the Company will attempt to raise additional funds through the issuance of equity, debt or by securing strategic partners.

Financial risk factors

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

(a) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash. The Company does not believe it is currently exposed to any significant credit risk.

(b) Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they come due. At January 31, 2018, the Company had a cash balance of $735,151 to settle current liabilities of $250. The Company does not believe it is currently exposed to any significant liquidity credit risk.

(c) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(d) Interest rate risk

The Company has cash balances held with financial institutions. The Company's current policy is to invest excess cash in short-term demand treasury bills issued by the Government of Canada and its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

(e) Foreign currency risk

The Company is not currently exposed to significant foreign currency risk as most transactions are denominated in Canadian dollars.

(f) Price risk

The Company is exposed to price risk with respect to commodity prices. Changes in commodity prices will impact the economics of development of the Company's mineral properties. The Company closely monitors commodity prices to determine the appropriate course of action to be taken.

Management's Responsibility for Financial Statements

The Company's management is responsible for presentation and preparation of the interim financial statements and the Management's Discussion and Analysis.

The MD&A has been prepared in accordance with the requirements of securities regulators, including National Instrument 51-102 of the Canadian Securities Administrators. The financial statements and information in the MD&A necessarily include amounts based on informed judgments and estimates of the expected effects of current events and transactions with appropriate consideration to materiality. In addition, in preparing the financial information we must interpret the requirements described above, make determinations as to the relevancy of information to be included, and make estimates and assumptions that affect reported information.

The MD&A also includes information regarding the impact of current transactions and events, sources of liquidity and capital resources, operating trends, risks and uncertainties. Actual results in the future may differ materially from our present assessment of this information because future events and circumstances may not occur as expected.

Outstanding Share Data

As at the date of the MD&A, the total issued and outstanding common shares are 12,701,001. There were an aggregate of 294,070 non-transferable common share purchase warrants entitling the holders to purchase 294,070 shares at $0.20 per share at any time until December 12, 2019. And no outstanding options to acquire common shares.

Subsequent Events and Proposed Transactions

On March 26, 2018, the Company received TSX Venture Exchange approval for the completion of a name change from Rockridge Gold Ltd. to Rockridge Resources Ltd. There is no change to the trading symbol "ROCK" or the share capital of the Company.

Additional information relating to the Company is found on SEDAR at www.Sedar.com.