ALDRIN RESOURCE CORP.
FORM 51-102F1
MANAGEMENT DISCUSSION AND ANALYSIS
YEAR ENDED NOVEMBER 30, 2013

This management discussion and analysis of financial position and results of operations ("MD&A") is prepared as of March 12, 2014 and should be read in conjunction with the audited financial statements for the year ended November 30, 2013 of Aldrin Resource Corp. ("Aldrin" or the "Company") with the related notes thereto. These audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All dollar amounts included therein and in the following MD&A are expressed in Canadian dollars except where noted. Readers may also want to refer to the November 30, 2012 audited financial statements and the accompanying notes.

Forward looking statements

Certain statements contained in this document constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially

Additional information related to the Company is available for view on SEDAR at www.sedar.com.

Description of Business

The Company is an exploration company engaged in the acquisition and exploration of resource properties. The Company is a reporting issuer in British Columbia, Alberta and Ontario. The Company trades on the TSX Venture Exchange under the symbol ALN.

Risks and Uncertainties

The Company's principal activity is resource exploration and development. Companies in this industry are subject to many and varied kinds of risks, including but not limited to, environmental, fluctuating resource price, social, political, financial and economical. Additionally, few exploration projects successfully achieve development due to factors that cannot be predicted or foreseen. While risk management cannot eliminate the impact of all potential risks, the Company strives to manage such risks to the extent possible and practicable.

The risks and uncertainties described in this section are considered by management to be the most important in the context of the Company's business. The risks and uncertainties below are not listed in order of importance nor are they inclusive of all the risks and uncertainties the Company may be subject to as other risks may apply.

- Any resource property interests of the Company are or will be, in the near term, in the exploration stage only and consequently, exploration of the Company's resource property interests may not result in any discoveries of commercial levels of resources. If the Company's efforts do not result in any discovery of commercial resource level, the Company will be forced to look for other exploration projects or cease operations.

- The Company's current assets and activities are subject to extensive Canadian federal, provincial, territorial and local laws and regulations. The costs associated with compliance with these laws and regulations are substantial and possible future laws and regulations, changes to existing laws and regulations or more stringent enforcement of current laws and regulations by governmental authorities, could cause additional expenses, capital expenditures, restrictions on or suspensions of the Company's operations and delays in the development of its properties.

Risks and Uncertainties (cont'd…)

- In the ordinary course of business, the Company is required to obtain and renew governmental permits for existing operations and any ultimate development, construction and commencement of new resource or mining operations. The Company may not be able to obtain or renew permits that are necessary to its operations, or the cost to obtain or renew permits may exceed what the Company believes it can recover from a given resource property once in production. Any unexpected delays or costs associated with the permitting process could delay the development or impede the operation of a resource or mine, which could adversely impact the Company's operations and profitability.

- The Company competes with many companies possessing greater financial resources and technical abilities than itself for the acquisition of resource properties including mineral concessions, claims, leases, other mineral interests, and equipment required to conduct its activities as well as for the recruitment and retention of qualified employees.

- Substantial expenditures are required to be made by the Company to establish mineral reserves and the Company may not either discover minerals in sufficient quantities or grade to be economically feasible, or may not have the necessary required funds. Estimates of mineral reserves and mineral resources can also be affected by environmental factors, unforeseen technical difficulties and unusual or unexpected geological formations. Material changes in mineral reserve or mineral resource estimates, grades, stripping ratio or recovery rates may affect the economic viability of any project.

- The lack of available infrastructure may adversely affect the Company's operations and profitability. If adequate infrastructure is not available in a timely manner, there can be no assurance that the development of the Company's projects will be commenced or completed on a timely basis, if at all; the Company's operations will achieve anticipated results; or the construction costs and ongoing operating costs associated with the development of the Company's advanced stage exploration projects will not be higher than anticipated. In addition, unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure could adversely affect the Company's operations and profitability.

- The Company currently has limited insurance covering its assets or operations and as a consequence, could incur considerable costs. As a result of having limited insurance, the Company could incur significant costs that could have a materially adverse effect upon its financial condition and even cause the Company to cease operations. To date, the Company has not experienced any material losses due to hazards arising from its operations.

- Although the Company has sought and received such representations as it has been able to achieve from vendors in connection with the acquisition of or options to acquire an interest in its mining or resource properties and has conducted limited investigations of legal title to each such property, the resource and /or mining properties in which the Company has an interest may be subject to prior unregistered agreements or transfers or native land claims and title may be affected by undetected defects.

- The price of uranium or other metals may adversely affect the economic viability of any of the Company's resource and/or mineral properties. The price of uranium is affected by numerous factors beyond the control of the Company including producer hedging activities, the relative exchange rate of the U.S. dollar with other major currencies, demand, political and economic conditions and production levels. In addition, the price of uranium has been volatile over short periods of time due to speculative activities. The price of other metals and mineral products that the Company may explore for have the same or similar price risk factors.

Risks and Uncertainties (cont'd…)

- The Company is authorized to issue an unlimited number of common shares without par value. It is the Company's intention to issue more common shares. Sales of substantial amounts of common shares (including shares issuable upon the exercise of stock options and the exercise of warrants), or the perception that such sales could occur, could materially adversely affect prevailing market prices for the common shares and the ability of the Company to raise equity capital in the future.

- The Company's future performance on the development of any mineral properties is dependent on key personnel. The loss of the services of any of the Company's executives or directors could have a material adverse effect on the Company's business.

Exploration Projects

Triple M Property

The Triple M Uranium Property is located in the Athabasca Basin region of northern Saskatchewan, near Patterson Lake. The property consists of 6 claim blocks totaling 12,001 hectares, adjacent to and on trend with the high-grade Fission Energy/Alpha Minerals Inc. uranium discovery at Patterson Lake. The Triple M Property is 9km south to 11km west of the Fission/Alpha discovery.

The Company retained consulting geologist Dr. Harrison Cookenboo, Ph.D., P.Geo. to author a technical report describing the Triple M Uranium Property to the standards of National Instrument 43-101 and to report his findings and recommendations for further development work. Dr Cookenboo presented his technical report to the company for filing with the exchange with an effective date of April 25, 2013. This report is filed on SEDAR (www.sedar.com) and should be consulted for detailed information on the describing the property, historical work, geological setting and interpreted exploration potential. The report recommended exploration work on the Triple M Uranium Property in two phases. Phase 1 work was recommended in the amount of $296,000, comprising compilation of historical data, completion of airborne geophysical and ground geochemical (radon) surveys, as well as uranium prospecting and surficial geology. Work in the amount of $728,000 was recommended to follow as Phase 2, comprising mostly ground geophysics and drilling, dependent on positive results from Phase 1.

The Phase 1 exploration work has been substantially completed, and has resulted in identification of encouraging drill targets. The airborne geophysical surveys were most significant advances from Phase 1. The helicopter-borne magnetic and electromagnetic geophysical survey was flown by contractor Geotech, using their high-resolution, time domain electromagnetic VTEM-plus system and magnetic gradiometer at 200 m line spacing. Aldrin identified encouraging bedrock conductors from the VTEM survey. Because of the encouragement from these conductive anomalies, Aldrin completed infill lines between the original 200 m spaced lines while the helicopter was still on-site, bringing the final data density over the conductors to 100 m. Advanced geophysical interpretation defines the anomalies as two parallel basement conductive trends, analogous to conductors associated with the adjacent Fission Energy/Alpha Minerals Patterson Lake discovery (see Alpha Minerals Inc's 43-101 technical report on www.sedar.com). The conductive trends on the Triple M Property parallel the mineralized Patterson Lake conductors and fault. One of Triple M Property's conductive trends is 3.5 km in length, and the other is 2 kms. Aldrin's 3.5 km conductor trend models as a steeply south dipping plane, and closely parallels a magnetic linear consistent with a basement fault. The 2 km conductor trend appears even stronger, and has sharp magnetic contacts flanking the conductive centre. Similar features are associated with the Patterson Lake discovery, as well as most high-grade uranium mineralization from the Athabasca Basin.

Aldrin then contracted Goldak Airborne Surveys, based in Saskatoon, Saskatchewan to fly an airborne radiometrics survey at 100 m line spacing using an extra-sensitive detector system. The airborne radiometrics survey provided sensitive maps of uranium, thorium and potassium over the Property assisting definition of surficial geology units.

A field program began in September 2013, focussing on surface radon sampling over the basement conductive anomalies, as identified by the VTEM survey. The radon survey has identified anomalies associated with the basement conductors which are helping prioritize drill collar locations for the planned drill program.

Exploration Projects (cont'd…)

Following the successful completion of VTEM, radiometrics, and radon surveys, Aldrin has identified coincident geophysical, geochemical and geological drill targets. Aldrin plans to further refine these targets with infill radon sampling and additional ground geophysics before commencing a drill program in early 2014.

Virgin Uranium Property

On October 8, 2013, Aldrin announced an agreement to purchase 100% interest in the Virgin Uranium Property, a high-priority exploration property covering 48,662 hectares on the south-central margin of the Athabasca Basin. The Virgin Uranium Property comprises 3 separate contiguous claims blocks within and proximal to the southern margin of the Athabasca Basin. It is located between 6 and 30 kms from Cameco's Centennial deposit. The Virgin Uranium Property claim block located within the Athabasca Basin is adjacent to Cameco's Centennial deposit property and the other claims blocks are located proximal to the Virgin River shear zone.

Aldrin's agreement includes a $75,000 signing payment (paid), and provision of 5,000,000 common shares (issued) to the property owners Michael Lederhouse, Timothy Young, Matthew Mason, Dan Studer, upon acceptance and approval of this agreement by the TSX Venture Exchange. The property owners retain a 3% Net Smelter Return ("NSR") on all production from the property, or a 3% Gross Overriding Royalty ("GORR") in regards to diamonds found on the property.

Aldrin has not yet completed any work on the Virgin Uranium Property due to its recent acquisition.

Liquidity and Going Concern

The Company has financed its operations to date primarily through the issuance of common stock. The Company continues to seek capital through various means including the issuance of equity.

The financial statements are prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at November 30, 2013 the Company had an accumulated deficit of $10,705,203 (November 30, 2012 - $9,473,041). In addition, the Company has not generated revenues from operations. These circumstances lend substantial doubt as to the ability of the Company to meet its obligations as they come due, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern.

Although the financial statements have been prepared using IFRS applicable to a going concern, the above noted conditions raise significant doubt regarding the Company's ability to continue as a going concern.

In order to continue as a going concern and to meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

The Company has working capital of $358,521 at November 30, 2013 compared to working capital of $999,061 at November 30, 2012.

Net cash used in operating activities for the year ended November 30, 2013 was $1,124,186 compared to $833,405 for the year ended November 30, 2012 and consists primarily of the operating loss adjusted for changes in non-cash working capital items (see "Results of Operations" for information on operating loss differences for both periods). Net cash used in investing activities for the year ended November 30, 2013 was $1,660,008 compared to $68,728 provided by investing activities for the year ended November 30, 2012 mainly as a result of the acquisition of Triple M Uranium property. Net cash provided by financing activities for the year ended November 30, 2013 was $1,801,582 compared to $Nil for the year ended November 30, 2012, mainly due to the issuance of shares.

Capital Resources

During the year ended November 30, 2013, the Company:

i) completed a private placement financing of 11,973,500 units at a price of $0.08 per unit for gross proceeds of $957,880. Each unit is comprised of one common share and one half warrant. Each whole warrant is exercisable into one common share at $0.18 per share, expiring on July 17, 2014. In relation to the private placement the Company:

   a) paid $73,534 of shares issuance costs; and

   b) issued 588,680 agent's warrants exercisable at $0.18 per share, expiring on July 17, 2014. The fair value of the agent's warrants was estimated to be $14,706 using the Black-Scholes option pricing model assuming an expected life of 1 year, a risk-free interest rate of 0.55% and expected volatility of 108.14%.

ii) issued 13,552,500 shares with a total fair value of $1,287,488 at $0.095 per share for acquisition of exploration and evaluation assets.

iii) issuance of 5,000,000 shares with a total fair value of $600,000 at $0.12 per share for acquisition of exploration and evaluation assets.

iv) Completed a private placement financing of 9,720,500 units at a price of $0.10 per unit for gross proceeds of $972,050 ($7,050 of the proceeds have not been collected as at November 30, 2013). Each unit is comprised of one common share and one warrant. Each warrant is exercisable into one common share at $0.20 per share, expiring on November 6, 2014. In relation to the private placement the Company:

   (a) paid $47,764.00 of shares issuance costs; and

   (b) issued 280,000 agent's warrants exercisable at $0.20 per share, expiring on November 6, 2014. The fair value of the agent's warrants was estimated to be $10,671 using the Black-Scholes option pricing model assuming an expected life of 1 year, a risk-free interest of 0.56%, a forfeiture rate of 0%, and an expected volatility of 98.33%.

Results of Operations

During the year ended November 30, 2013, the Company recorded a comprehensive loss of $1,459,696 (2012 - $826,251) and loss per share of $0.03 (2012 - $0.02).

Significant expenses during the year ended November 30, 2013 include the followings:

- Management fees of $289,809 (2012 - $370,087) decreased mainly due to resignation of Thomas Cavanagh, from his position as President and Director of the company during the current period.

- Office and miscellaneous of $127,681 (2012 - $123,024) was mainly for the continuance of operational activities.

- Consulting fees of $224,797 (2012 - $167,881) was mainly due to general corporate advisory activities.

- Share-based payments of $423,753 (2012 - $Nil) was mainly due to the stock options granted during the current period.

- Professional fees of $195,873 (2012 - $124,485) was mainly for legal and accounting services provided for the Company.

- Investor relation of $94,027 (2012 - $Nil) was mainly due to new marketing services the Company contracted.

Subsequent Events

Subsequent to the year end, the Company:

(a) Completed a private placement financing of 9,751,888 flow-through shares at a price of $0.095 per share for gross proceeds of $926,429.36. Each flow-though unit is comprised of one common share and one half warrant. Each whole warrant is exercisable into one common share at $0.095 per share for an 18-month period. In relation to this private placement, the Company paid $59,714.35 in share issuance costs and issued 780,151 agent's options. The options are exercisable into one common share at $0.095 per share for an 18-month period; and

(b) Granted 3,000,000 stock options. The options are exercisable at $0.085 per share for five years.

Selected Quarterly Information

The following selected financial data has been prepared in accordance with IFRS and should be read in conjunction with the Company's audited financial statements. All dollar amounts are in Canadian dollars.

		Interest Income		Earnings/ (Loss)		Basic and Diluted Loss/Share
November 30, 2013	$	-	$	(435,026)	$	(0.01)
August 31, 2013	$	391	$	(601,767)	$	(0.01)
May 31, 2013	$	1,507	$	(231,308)	$	(0.01)
February 28, 2013	$	2,043	$	(191,595)	$	(0.00)
November 30, 2012	$	1,754	$	(195,317)	$	(0.00)
August 31, 2012	$	3,151	$	(194,641)	$	(0.00)
May 31, 2012	$	9,141	$	(216,238)	$	(0.01)
February 29, 2012	$	4,348	$	(220,055)	$	(0.01)

During the three month period ended November 30, 2013, the Company incurred a loss of $435,026 which was primarily attributable to consulting fees of $77,125, office and miscellaneous of $35,438, professional fees of $85,791, investor relation of $43,479, and management fees $67,500. Office and miscellaneous expenses were incurred in the normal course of operations during the period.

During the three month period ended November 30, 2012, the company incurred a loss of $195,317 related primarily to fees paid to consultants for $35,625, management fees of $97,326, and office and miscellaneous of $34,403. The Company also had increased professional fees of $23,808 mainly due to legal expenses and first time implementation of IFRS for the period.

Significant Events, Transactions and Activities on Exploration and Evaluation Assets

Triple Uranium Property

On March 18, 2013, the Company entered into an option agreement to acquire an undivided 70% interest in the Triple M Uranium Property, Patterson Lake Area, Saskatchewan, upon the completion of the following:

i) payment of $100,000 upon signing of the option agreement (paid);

Significant Events, Transactions and Activities on Exploration and Evaluation Assets (cont'd...)

ii) payment of $100,000 on or before June 14, 2013 (paid);

iii) payment of $300,000 on July 17, 2013 (paid);

iv) payment of $100,000 on or before October 2, 2013 (paid);

v) payment of $400,000 on or before November 15, 2013 (paid);

vi) payment of $500,000 on or before March 18, 2014;

vii) issuance of 12,500,000 shares of the Company on July 17, 2013 (issued); and

viii) issuance of 1,052,500 common shares as a finder's fee in connection with the acquisition of the property (issued); and

ix) incurring an aggregate of $4,000,000 of property expenditures after July 17, 2013 over the next four years, as follows:

    i) $250,000 by March 18, 2014;
    ii) $500,000 by March 18, 2015;
    iii) $1,500,000 by March 18, 2016; and
    iv) $1,750,000 by March 18, 2017.

The optionors will retain a 3% Net Smelter Royalty respecting the sale of ore concentrate from the property and a 3% Gross Overriding Royalty respecting any diamonds found on the property. The Company may elect at any time to repurchase 1% of the Net Smelter Royalty for $2,000,000. In addition, the optionors shall retain a 30% free carried interest in the property.

On May 28, 2013, the Company announced the commencement of a high-resolution airborne magnetic and electromagnetic geophysical survey covering all of the Triple M Uranium Property at 200 m line spacing to detect conductors and magnetically defined structures that may define targets for uranium mineralization and possibly extend the mineralized structures associated with Alpha Minerals Inc and Fission Uranium's reported high-grade Patterson Lake discovery 10 km east on the adjacent property to the Triple M Uranium Property.

On June 12, 2013 the Company announced additional infill lines being flown on the Triple M Uranium Property between the already-flown 200 m spaced lines in the area of encouraging anomalies, effectively increasing resolution over the anomalies to 100 m line spacing. The encouraging anomalies are interpreted as linear basement conductors over 3 km in length and the increased resolution provided by the infill lines will help locate drill collars for planned drilling in the early winter of 2014.

On June 18, 2013 the Company announced that further geophysical analysis interpreted the anomalies from the magnetic and electromagnetic survey flown as two parallel basement conductive trends, analogous to conductors associated with Alpha Minerals and Fission Uranium's adjacent Patterson Lake discovery.(see Alpha Minerals Inc's 43-101 technical report on www.sedar.com). The conductive trends on the Triple M Uranium Property parallel the mineralized Patterson Lake conductors and fault. One of the Triple M Uranium Property's conductive trends is 3.5 km length, and the other 2 km in length. The Company's 3.5 km conductor trend closely parallels a magnetic linear suggesting a basement fault, and has localized anomalous conductivity along the entire trend. The 2 km conductor trend has sharp magnetic contacts flanking the strong conductive centre. Similar features are associated with the Patterson La ke discovery, as well as most high-grade uranium mineralization from the Athabasca Basin.

Significant Events, Transactions and Activities on Exploration and Evaluation Assets (cont'd...)

On July 24, 2013 the Company announced the the commencement of a high-resolution airborne radiometrics survey to supplement the successful completion of the infill lines added to the previously reported airborne magnetic-electromagnetic survey covering the Triple M Uranium Property. The airborne radiometrics survey is being conducted using an extra-sensitive detector system flown at 100 m line spacing and will provide sensitive detection of uranium, thorium and potassium over the Triple M Uranium Property. The radiometrics data will be integrated with the Company's recently completed high-resolution magnetic and electromagnetic helicopter-borne survey, which yielded two strong conductive anomalies interpreted as basement conductors that are associated with a uranium mineralized fault structure. The airborne geophysical surveys will guide field work on the Triple M Uranium Property starting in August, 2013. The field work will focus on a surface radon sampling program to prioritize sites for drill testing of the basement conductive anomalies. In addition, the August field program will follow-up any anomalies detected by the radiometrics survey.

On August 20, 2013, the Company announced the commencement of the summer field exploration program at the Triple M Property. The field program will focus on surface radon sampling over bedrock conductive anomalies recently identified by Aldrin's proprietary airborne VTEM survey.

On September 5th, 2013, the Company appointed Mr. Graydon Kowal to its board of directors. Mr. Kowal is owner and operator of Guardian Helicopters and Drilling, On September 17th 2013, the Company appointed Mr. Brian Trottier to its advisory board. Mr. Trottier is assisting the company with plans and programs associated with First Nations affairs. On September 24th 2013, the company appointed Mr. Thomas Drolet to its advisory board. Mr/ Drolet is a world renowned expert in the field of nuclear power. He previously served as CEO of Ontario Hydro.

On October 8th 2013, the Company announced a private placement in the amount of $1 million. The company closed $972,500 for this financing on November 7th 2013. Concurrently, the Company also announced the acquisition of the Virgin Uranium Property. Aldrin paid $75,000 in cash upon signing and the issuance of 5,000,000 common shares of the company. The property owners retained a 3% NSR on all production from the property.

On October 30th 2013, the Company appointed Mr. Eward Marlow to its board of directors. Mr. Marlow resides in London UK and was a previous director of ESO Uranium and also served on the advisory board for Hathor Exploration.

On November 14th 2014, the Company completed its first Radon Survey on its Triple M Property. Results can be seen on a press release dated on this day.

On November 20th 2013, the Company commenced ground Gravity Surveys on its Triple M Property.

On December 2nd 2013, the Company entered into an arrangement with Industrial Alliance Securities for a private placement comprising of flow through funds up to $2 million. This financing was first discussed with management a month prior. The financing was altered to collect on funds available for the end of the year 2013 as flow through was being raised. A total of $926,429 was raised in total and closed on Decemenber 31st 2013,

On January 15th 2014, the Company announced its winter drill program. The program states our intention to drill 3,000 meters on our Triple M Property. To complement this drill program, the Company on February 19th 2013 announced a non brokered private placement of $750,000 and $350,000 flow-through. The proceeds of this funding are for the drill program which has not yet commenced. A press release will be made once the drilling program has commenced.

Significant Events, Transactions and Activities on Exploration and Evaluation Assets (cont'd...)

Virgin Uranium Property

During the year ended November 30, 2013, the Company entered into an agreement to purchase 100% interest in the Virgin Uranium Property covering 48,662 hectares on the south-central margin of the Athabasca Basin, upon completion of the following:

i) payment of $75,000 upon signing of the option agreement (paid);

ii) issuance of 5,000,000 common shares of the Company on October 23, 2013 (issued).

The property owners retain a 3% Net Smelter Return on all production from the property, or a 3% Gross Overriding Royalty in regards to diamonds.

Financial Instruments and Risk

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 and liabilities;
Level 2 – Inputs other than quoted prices that are observable for the asset or liabilities either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

The Company's primary financial instruments are classified as follows:

Financial instruments	Classifications
Cash and cash equivalents	LAR
Receivables	LAR
Loan receivable	LAR
Accounts payable and accrued liabilities	OFL

The fair value of these assets and liabilities approximates their respective carrying amounts due to their short term nature. The Company does not currently hold any financial instruments that would be included in the classification of available for sale.

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

Credit risk

Credit risk is the risk of loss associated with counterparty's inability to fulfill its payment obligations. As at November 30, 2013, the Company's receivables consisted of $56,533 (November 30, 2012 – $57,888) in sales tax receivable from government authorities in Canada and $250,000 (November 30, 2013 - $Nil) in loan receivable from a related party. The Company believes it has no significant credit risk.

Financial Instruments and Risk (cont'd...)

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at November 30, 2013, the Company had a cash and cash equivalent balance of $Nil (November 30, 2012 – $982,612) to settle current liabilities of $158,301 (November 30, 2012 – $49,872). All of the Company's financial liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms.

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.

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company is satisfied with the credit ratings of its banks. As of November 30, 2013, the Company did not hold any investments. The Company believes it has no significant interest rate risk.

(b) Foreign currency risk

As at November 30, 2013, the Company has a minimal balance of cash in US dollar and does not believe that the foreign currency risk related to the balance is significant.

(c) Price risk

The Company has no contractual commodity price risk. The recoverability of the Company's deferred exploration costs is indirectly related to the market price of precious and base metals. The Company's ability to continue with its exploration program is also indirectly subject to commodity prices. Commodity price risk is significant to the Company. Much of this is out of the control of management and will be dealt with based on circumstances at any given time.

Related Party Balances and Transactions

Transactions with related parties and key management personnel are as follows:

	Nature of transactions	November 30, 2013	November 30, 2012
Key management personnel:			
CEO and Director	Management	$ 180,000	$ 180,000
Former President and Director	Management	19,809	100,000
A company controlled by CFO and Director	Management	90,000	90,000
Director and Chairman	Consulting	50,000	60,000
Directors and Officers of the Company	Share-based payments	214,379	-
A company controlled by VP Exploration and Development	Geological [i)]	90,175	-
Total		$ 644,363	$ 430,000
Other Related parties:			
Spouse of the CEO and Director	Consulting	$ 28,500	$ 28,500
A firm of which the CFO and Director is a partner	Professional	131,100	101,700
A company controlled by CEO and Director	Rent and office	89,509	81,609
Total		$ 249,109	$ 211,809

i) Capitalized in exploration and evaluation assets.

The amounts due to other related parties and key management personnel included in accounts payable and accrued liabilities are as follows:

	November 30, 2013	November 30, 2012
Due to a firm of which the CFO and Director is a partner	$ 67,300	$ 18,000
Due to a company controlled by the CEO and Director	6,801	-
Due to a company controlled by VP Exploration and Development	7,500	-
Due to a spouse of the CEO and Director	950	-
	$ 82,551	$ 18,000

As at November 30, 2013, a loan receivable balance of $250,000 (November 30, 2012- $Nil) was due from a company controlled by a director. The loan is interest free and is repayable on demand. Subsequent to the year end, $250,000 was repaid to the Company.

Off-Balance Sheet Arrangements

The Company has not engaged in any off-balance sheet arrangements such as obligations under guarantee contracts, a retained or contingent interest in assets transferred to an unconsolidated entity, any obligation under derivative instruments or any obligation under a material variable interest in an unconsolidated entity that provides financing, liquidity, market risk or credit risk support to the Company or engages in leasing or hedging services with the Company.

Capital Management

The Company's objective when managing capital is to safeguard the entity's ability to continue as a going concern. In the management of capital, the Company monitors its adjusted capital which comprises all components of equity (ie. share capital, reserves and deficit).

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue common shares through private placements. The Company is not exposed to any externally imposed capital requirements.

No changes were made to capital management during the year ended November 30, 2013.

New Accounting Pronouncements Effective in Future Periods

Certain new accounting standards and interpretations have been published that are not mandatory for the August 31, 2013 reporting period. These standards will have minimal or no effects on the Company's financial information:

- Amendments to IFRS 7, Financial Instruments: Disclosures, to require information about all recognized financial instruments that are set off in accordance with paragraph 42 of IAS 32 Financial Instruments: Presentation. This standard is effective for years beginning on or after January 1, 2013.

- New standard IFRS 9, Financial Instruments, classification and measurement is the first part of a new standard on classification and measurement of financial assets that will replace IAS 39, "Financial Instruments: Recognition and Measurement." IFRS 9 has two measurement categories: amortized cost and fair value. All equity instruments are measured at fair value. A debt instrument is at amortized cost only if the entity is holding it to collect contractual cash flows and the cash flows represent principal and interest. Otherwise it is at fair value through profit and loss. There is currently no effective date for this new standard.

- New standard IFRS 10, Consolidated Financial Statements, replaces the guidance on control and consolidation in IAS 27, Consolidated and Separate Financial statements, and SIC-12, Consolidation – Special Purpose Entities. IFRS 10 changes the definition of control under IFRS so that the same criteria are applied to all entities to determine control. This standard is effective for years beginning on or after January 1, 2013.

- New standard IFRS 11, Joint arrangements, requires a venture to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for joint operation, the venture will recognize its share of assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionally consolidate or equity account for interest in joint ventures. IFRS 11 supersedes IAS 31 – Interest in Joint Ventures and SIC 13 – Jointly Controlled Entities – Non-monetary Contributions by Venturers. This standard is effective for years beginning on or after January 1, 2013.

- New standard IFRS 12, Disclosure of Interests in Other Entities, provides the disclosure requirements for all forms of interests in other entities, including subsidiaries, joint arrangements, associates and consolidated structured entities. This standard is effective for years beginning on or after January 1, 2013.

- New standard IFRS 13, Fair Value Measurement, defines fair value and sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. The standard does not determine when an asset, a liability or an entity's own equity instrument is measured at fair value. Rather, the measurement and disclosure requirements of IFRS 13 apply when another IFRS requires or permits the item to be measured at fair value (with limited exceptions). This standard is effective for years beginning on or after January 1, 2013.

- Reissued IAS 27, Separate Financial Statements, requires that when an entity prepares separate financial statements, investments in subsidiaries, associates, and jointly controlled entities are accounted for either at cost, or in accordance with IFRS 9 Financial Instruments. This standard is effective for years beginning on or after January 1, 2013.

New Accounting Pronouncements Effective in Future Periods (cont'd...)

- Reissued IAS 28, Investment in Associates and Joint Ventures, supersedes IAS 28 Investments in Associates and defines 'significant influence' and provides guidance on how the equity method of accounting is to be applied (including exemptions from applying the equity method in some cases). It also prescribes how investments in associates and joint ventures should be tested for impairment. This standard is effective for years beginning on or after January 1, 2013.

- Amendments to IAS 32, Financial Instruments: Presentation, to clarify certain aspects because of diversity in application of the requirements on offsetting, focused on four main areas:

  - the meaning of 'currently has a legally enforceable right of set-off';
  - the application of simultaneous realization and settlement;
  - the offsetting of collateral amounts; and
  - the unit of account for applying the offsetting requirements.

  The amended standard is effective for annual periods beginning on or after January 1, 2014.

- Amendments to IAS 36, Impairment of Assets ensures that an entity's assets are not carried at more than their recoverable amount. The amendments are effective for annual periods beginning on or after January 1, 2014.

Change in Management and Directors

During the year ended November 30, 2013, the Company announced the appointment of Mr. Harrison Cookenboo, Ph.D., P.Geo., as Vice President, Exploration and Development and Mr. Edward Marlow as Director of the Company. The Company also announced the resignation of Mr. Thomas Cavanagh from his position as President and Director of the Company.

On September 5th 2013, the Company appointed Mr. Graydon Kowal to its board of directors.

Outstanding Share Data

As at March 12, 2014, the Company had the following securities issued and outstanding:

	Number	Exercise Price	Expiry Date
Common Shares	90,598,388		
Warrants	5,986,750	$ 0.18	July 17, 2014
	9,720,500	0.20	November 6, 2014
	15,707,250		
Agent's warrants	588,680	0.18	July 17, 2014
	280,000	0.20	November 6, 2014
	780,151	0.095	June 23, 2015
	1,648,831		
Options	5,750,000	0.10	July 21, 2018
	300,000	0.16	August 28, 2018
	3,000,000	0.085	January 9, 2019
	9,050,000		