Antler Gold Inc.
(formerly, Northwest Arm Capital Inc.)
Management Discussion and Analysis
Period-ended June 30, 2017

This Management's Discussion and Analysis ("MD&A") of Antler Gold Inc. ("Antler" or the "Company"), formerly Northwest Arm Capital Inc., is dated August 24, 2017 and provides an analysis of the financial operating results for the three and six-month periods ended June 30, 2017. This MD&A should be read in conjunction with the unaudited condensed interim financial statements and accompanying notes for the period-ended June 30, 2017 which have been prepared in accordance with International Financial Reporting Standards ("IFRS") for interim condensed financial statements. This MD&A should also be read in conjunction with the audited annual financial statements and accompanying notes of Antler Gold Inc. for the period-ended December 31, 2016, which have been prepared in accordance with IFRS for annual financial statements. All amounts are in Canadian dollars unless otherwise specified. The MD&A, financial statements and other information, including news releases and other disclosure items, are available on the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com under the Company's profile. The common shares of Antler Gold Inc. are traded on the TSX Venture Exchange under the symbol "ANTL".

Except for the historical statements contained herein, this MD&A presents "forward-looking statements" within the meaning of Canadian securities legislation that involve inherent risks and uncertainties. Forward-looking statements include, but are not limited to, future developments; use of funds; and the business and operations of the combined issuer after completion of a proposed Transaction. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "proposed" "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved".

Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Antler to be materially different from those expressed or implied by such forward-looking statements. Such factors include, but are not limited to, among others, the results of due diligence activities, the actual results of current exploration activities and the interpretation of those results, changes in project parameters as plans continue to be refined; future metal prices; failure of equipment or processes to operate as anticipated; labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of exploration, general business, economic, competitive, political and social uncertainties; delay or failure to receive board, shareholder or regulatory approvals; as well as those factors disclosed in Antler's publicly filed documents. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Although the management and officers of Antler believe that the expectations reflected in such forward-looking statements are based upon reasonable assumptions and have attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Antler does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

Mr. Howard Bird, P.Geo., a member of the Association of Professional Geoscientists of Ontario, is the qualified person, as defined by Canadian National Instrument 43-101, for the Company's Newfoundland exploration projects. Mr. Bird has reviewed the technical information provided in this MD&A.

Description of Business

Antler Gold Inc., formerly Northwest Arm Capital Inc., was incorporated pursuant to the *Canada Business Corporations Act* on March 23, 2016. The Company is classified as a Tier 2 Company as defined in the TSX Venture Exchange (the "Exchange") Policies. The principal

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business of the Company is the exploration and development of mineral properties. The Company's registered and corporate office is located at Suite 2001 – 1969 Upper Water Street, Halifax, Nova Scotia, B3J 3R7.

On May 2, 2016, the Company issued 3,500,000 common shares at $0.05 per share and on May 18, 2016 issued a further 4,900,000 common shares at $0.05 per share. Together, these issuances raised gross proceeds of $420,000 for the Company.

On September 12, 2016, the Company completed its initial public offering (the "IPO Offering") of 3,000,000 common shares at a price of $0.10 per share for gross proceeds to the Company of $300,000 as a Capital Pool Company ("CPC") pursuant to the policies of the Exchange. The Company's common shares were listed on the Exchange at of the close of business on September 9, 2016 and commenced trading on September 12, 2016 upon closing of the IPO Offering. A portion of the proceeds from the IPO Offering, together with the Company's then existing cash balance, were used to identify and evaluate assets or businesses for acquisition with a view to completing a Qualifying Transaction ("QT") pursuant to Exchange Policy 2.4 – *Capital Pool Companies.*

Qualifying Transaction

On November 8, 2016, the Company completed its QT and an equity financing (the "Offering"); see *Liquidity and Capital Resources* for further details. The Company entered a QT Option Agreement to acquire from Altius Resources Inc. ("Altius") an option (the "QT Option") to earn a 100% interest (subject to underlying royalty interests) in certain mineral claims forming the Wilding Lake Property (the "Property") located near Wilding Lake, central Newfoundland. The Property is comprised of two separate claim groups totaling 688 claims covering 172 square kilometres located immediately northeast and adjacent to Marathon Gold's Valentine Lake project. The QT Option was exercisable by the Company by incurring exploration expenditures of at least $500,000 within 12 months (the "Earn-in Period") as part of the work program on the Property recommended in the technical report entitled "43-101 TECHNICAL REPORT ON THE WILDING LAKE PROJECT CENTRAL NEWFOUNDLAND, CANADA" (filed on www.sedar.com on March 28, 2016) (the "Technical Report"). Pursuant to the QT, the Company also issued 4,500,000 common shares to Altius, representing 19.95% of the Company, making Altius an insider of the Company.

Effective May 25, 2017, the Company completed its earn-in and exercised the QT Option to acquire the Wilding Lake Project from Altius and became the operator on that date. Concurrently, Altius and the Company entered into a royalty agreement which reserved Altius a 2% net smelter royalty ("NSR") on all mineral production from the Property. Altius and the Company continue to work closely together on all technical aspects of the exploration of the Property.

Management Appointees

Mr. Daniel Whittaker is the President and Chief Executive Officer ("CEO") of the Company and is responsible for overseeing all operations of the Company. Mr. Whittaker was a founder of GoGold Resources Inc. ("GoGold"), a mineral exploration, development and production company and held various management positions with GoGold from January 2008 to January 2016 which included Chief Financial Officer, Executive VP and Chief Administrative Officer and Corporate Secretary. He served as a director of GoGold from inception to January 2013. He founded Ucore Rare Metals Inc. in 2006 and served as an officer and director until March 2008. GoGold and Ucore Rare Metals Inc. are still carrying on business.

Mr. Whittaker holds a Bachelor of Arts (Economics) Degree and a Masters of Business Administration from the Richard Ivey School of Business at the University of Western Ontario. He also has held the Chartered Financial Analyst designation from the CFA Institute since 1995.

Mr. Howard Bird, a director of the Company from September 22, 2016 to May 4, 2017 and currently the Vice President, Exploration and the Qualified Person ("QP") of the Company, has over 27 years diverse geological experience, including over 15 years at the executive management level. Mr. Bird was the Senior Vice-President of Exploration and Geology at Brigus Gold Corp. ("Brigus"), where he led the exploration team in the discovery of three new gold deposits at the Grey Fox Project. He was also part of the corporate development team at Brigus which added over two million ounces to Brigus through the acquisitions of the Black Fox mine, near Timmins, Ontario and the permitted Box mine deposit in northern Saskatchewan. Brigus was later acquired by Primero Mining Corp. in March 2014. Prior to Brigus, Mr. Bird was the Senior Vice-President of Global Exploration for SouthernEra Resources Ltd. (acquired by Mwana Africa in 2007), and the Senior Project Geologist for Noranda Inc. (merged with Falconbridge Ltd. in 2005) and International Corona Resources (acquired by Homestake Resources Corp. in 1992), working within the Abitibi, Hemlo and Michipicoten gold camps. In addition, Mr. Bird has extensive international geological knowledge working in Brazil, Mexico, Australia and many parts of Africa.

Mr. Bird, P. Geo., has an Honors Bachelor of Science in Geology from McMaster University. He is an active member of the Association of Professional Geoscientists of Ontario and the Prospectors and Developers Association. Howard Bird is a qualified person as defined by National Instrument 43-101.

Mr. Rob Randall is the Chief Financial Officer ("CFO") of the Company. Mr. Randall has served as a CFO for a number of TSX Venture Exchange-listed companies over the past five years and has extensive public company financial experience. Previously, he was the Corporate Controller for Etruscan Resources Inc. from 1997 to 2011 and a principal with PricewaterhouseCoopers in 1995. Mr. Randall graduated with a Commerce Degree from St. Mary's University in Halifax and obtained his CA designation in 1987 with Coopers and Lybrand Chartered Accountants where he was appointed as a Principal in 1995. He is a member of the Chartered Professional Accountants of Canada and Nova Scotia.

On May 4, 2017, the Company announced that Mr. Carl Hansen joined the board of directors. Mr. Hansen is a geologist with over 25 years of experience in the exploration and mining industry. He is currently the CEO of Atacama Pacific Gold Corporation and was the co-founder and CEO of Andina Minerals until January 2009. Mr. Hansen has held senior positions with TVX Gold Inc. and Kinross Gold Corporation as well as exploration positions with Inco Limited. He has a range of underground mine development experience having been the Chief Geologist at the New Britannia Mine in Snow Lake, Manitoba and Senior Geologist/Project Manager at the high-grade Kasperske Hory Project in the Czech Republic. Further, Mr. Hansen worked at the Casa Berardi Mine, Quebec during its early development. Mr. Hansen is also director of Atacama Pacific, Colombia Crest Gold Corp. and Torrent Capital Ltd. (previously Metallum Resources Inc.).

Resource Property – Wilding Lake Project

The Company has completed Phase I of the exploration program as recommended in the Technical Report and commenced the 2017 field season to carry out Phase II of the recommended program, which will include a diamond drilling program expected to occur in the fall of 2017.

In November 2016, the Company acquired 171 additional claims from Altius under the area of interest ("AOI") provision in the QT Option Agreement. As a result, the Wilding Lake Project currently totals 859 mineral claims or 215 square kilometres in three blocks, Wilding Lake, Wilding East and Noel Paul, which cover more than 50 kilometres of strike length along a regional structure that is believed to control gold mineralization at Marathon Gold's Valentine Lake project and at Wilding Lake. In the fall of 2016, exploration on the Wilding and Noel Paul Blocks of the Project yielded significant results from soil sampling, trenching and bedrock channel sampling.

The initial Wilding Lake discovery was made by local Newfoundland prospectors Brian Jones and Gary Rowsell along a recently constructed logging road, where metre-scale angular quartz vein float containing coarse visible gold returned a maximum value of 74.8 gram per tonne gold ("g/t Au") in initial grab samples. Follow-up prospecting by Altius in 2016 located additional areas of similar gold bearing quartz float and recent initial trenching has successfully exposed gold bearing quartz veins in bedrock at the Alder Zone of the Project.

In September 2016, the Company reported that mineralization at the Alder Zone occurs as coarse, free gold in association with chalcopyrite and tourmaline bearing quartz veins. Saw-cut channel samples collected to date from outcrop exposed in trenches have yielded uncut gold values ranging up to 13.9 g/t over 4.0 metres ("m"), 5.4 g/t over 3.6 m, and 49.3 g/t over 4.6 m (including 279 g/t Au over 0.9 m). Several additional gold occurrences in outcrop and float were also discovered by reconnaissance prospecting along trend up to 3.5 kilometres away from the Alder Zone. The Birch Zone, located 450 m south of Alder, has returned gold values of up to 36.4 g/t in grab samples and up to 5.5 g/t over 1.0 metre in preliminary channel samples. Furthermore, two initial grab samples from a recently exposed pyrite-bearing shear zone occurrence named Jigger, located 15.2 kilometres to the northeast on the Noel Paul block, have returned results of 8.4 g/t and 19.7 g/t Au in grab samples.

Trenching, sampling and additional work continued until late November 2016, when winter weather conditions made it impossible to continue. On January 24, 2017, the Company announced final assay results had been received and reported the following on the main areas of interest discovered to date:

Alder-Taz Zone (AT Zone)

Trenching at the Alder Zone showing has resulted in extending the strike length of this zone to approximately 100 m. Expanded trenching at Alder indicates the mineralized shear zone in Trench 1 now has an apparent width of up to 10.55 m. Previously reported assays from this trench yielded a composite saw cut channel sample of 13.8 g/t Au over 4.0 m. The mineralized zone has been extended by several metres in each direction across strike (northwest and southeast) and new composite channel samples include:

- 8.7 g/t Au over 6.65 m (includes 13.8 g/t Au over 4.0 m);
- 3.5 g/t Au over 6.05 m; and
- 6.5 g/t Au over 3.70 m (includes samples of 19.2 g/t Au over 0.9 m).

Prospecting also resulted in the discovery of the Taz Zone which is located 125 m along strike to the southwest of Alder. The Taz vein returned channel sample assays that include 21.8 g/t Au over 1.0 m and 64.2 g/t Au over 0.8 m. Visible gold was observed in both the Alder and Taz veins. Wet ground conditions during work at Taz made exposing bedrock difficult and this area remains a high priority target for the 2017 field season.

Cedar-Elm Zone (CE Zone): The CE Zone is located approximately 1.1 kilometres northeast of the Alder-Taz Zone and the high grade assays returned indicate the potential robust gold tenor in this particular area. At Elm, the main mineralized quartz vein, which attains widths of up to 2.0 m, yields gold values ranging from 1.0 g/t to 101.5 g/t Au, with a weighted average of 20.6 g/t Au (based on the 22 channel samples that cut the vein). Trenching has exposed the vein for approximately 60 m and it remains open along strike in both directions. The style of mineralization is very similar to that observed at the Alder Zone occurring as a northeast-striking and moderately to shallowly southeast-dipping quartz vein within the sheared Rogerson Lake Conglomerate. Free coarse gold is common occurring in association with chalcopyrite and locally tourmaline.

Dogberry Zone: Grab samples collected from the Dogberry main vein have returned assay values that include 26.8 g/t, 55.8 g/t and 78.8 g/t Au. Late in the fall 2016, the Dogberry trench was extended and uncovered several narrow quartz veins containing chalcopyrite within altered conglomerate. Grab sample results from the veins include 5.6 g/t Au, 15.0 g/t Au and 27.8 g/t. A 0.5 metre channel across a similar vein in the same area assayed 7.8 g/t Au. Channel sampling of the altered conglomerate returned insignificant results.

In addition to the trenching and rock sampling, a soil geochemical survey was carried out over 2.3 kilometres of the prospective structural corridor which hosts the AT and CE zones. A total of 1,216 B-horizon soil samples were collected at 25-metre spacing along 50-100 metre spaced reconnaissance grid lines. The survey successfully outlined gold-in-soil anomalies associated with the known gold occurrences while also defining new gold anomalies deemed prospective for follow-up during the 2017 field season program. The soil samples returned eleven sample values of greater than 150 ppb Au (164 to 1,000 ppb Au).

On May 10, 2017, the Company reported that in November 2016, a total of 67 widely spaced, excavator-dug, basal till test samples were collected as part of the program carried out by Altius within the Wilding Lake claim block. Sampling targeted both the immediate areas surrounding the six new gold occurrences and the adjacent new logging access roads. These samples were screened at Altius' in-house facility in Mount Pearl, Newfoundland and the fine fractions were sent to ALS Minerals laboratory in Sudbury, Ontario for gold geochemical assay. The program returned twenty-eight sample assay values of >200 ppb Au (206 to 1,000 ppb Au, with six samples of 1,000 ppb Au). The survey successfully outlined gold-in-till anomalies associated with the known gold occurrences while also defining new gold anomalies deemed prospective for prospecting, soil sample surveys and trenching during the 2017 field exploration program.

For the period-ended December 31, 2016, the Company's Project acquisition cost totalled $1,136,115. This is comprised of two items; the value paid to Altius for the initial option of 4,500,000 shares valued at $0.25 each, or $1,125,000 and the reimbursement to Altius of $11,115 representing their staking costs for the 171 AOI claims mentioned above. The majority of the initial exploration expenditures for the period-ended December 31, 2016 were incurred by Altius as Exploration Operator of the Project and subsequently invoiced to the Company. The Company incurred $522,151 of resource property expenditures during the period ended December 31, 2016.

Second Option Agreement

On March 30, 2017, the Company entered into a Second Option Agreement with Altius to acquire an option (the "Second Option") to earn a 100% interest in 1,678 additional mineral claims representing six separate projects in central Newfoundland. The Company may exercise the Second Option by issuing 980,000 common shares to Altius, which were issued during the quarter ended June 30, 2017, and by incurring exploration expenditures of at least $300,000 within 12 months of the closing of the Second Option which occurred on June 23, 2017. Altius will also retain a 2% NSR on any future mineral production. The acquisition of the Second Option was accounted for as an asset acquisition and the shares issued were valued at $0.45 each for total acquisition cost of $441,000. The Company also incurred an additional $19,528 of acquisition costs.

The Company incurred a total of $938,083 of exploration expenses during the period-ended June 30, 2017.

2017 Winter Program

A ground magnetic geophysical survey was completed over an 82 line kilometres cut grid which measured approximately 2.5 kilometres by 1.5 kilometres and was centered over the AT and CE zones. In addition, a four grid line test Induced Polarization-Resistivity ("IP") geophysical survey was completed over the known gold occurrences. Both surveys were completed by Abitibi Geophysics ("Abitibi") of Val-d'Or, Quebec. The ground magnetic survey has improved the geological understanding of the property and the IP survey was successful in mapping the resistivity and conductivity of the geological formations. In particular, a few local resistive zones of interest were identified which may be associated with altered (silicified) zones or quartz veins. The Alder Zone is well defined by a coincident resistivity anomaly. Abitibi has recommended drilling eleven IP anomalies defined by the survey.

A helicopter-borne triaxial magnetic gradiometer survey commenced in February 2017 and was contracted to Scott Hogg and Associates to be flown along 75-metre spaced lines over the entire Project. The airborne survey was paused in March 2017 due to weather with approximately 80% completed. The contractor completed the remainder of the survey in June 2017 and all final data has been received by the Company.

A geophysical compilation, modelling and interpretation study of the Wilding Project is in the final stage of completion by geophysicist Alan King, MSc. of Geoscience North Ltd, Sudbury, Ontario. Preliminary evaluation of the Wilding claim block concludes that the new gold occurrences appear to be associated with cross-cutting local structure and magnetic anomalies and possibly with weak to moderate IP anomalies. The geophysical surveys and interpretation have provided key information to focus further exploration on specific gold prospective target areas.

2017 Field Program

The Company contracted Mr. Dave Evans in the spring of 2017 as the Exploration Manager in Newfoundland. Mr. Evans managed the Altius program on the Project prior to the QT's completion and through the winter. Mr. Evans is a native of Newfoundland and has a B.Sc. and M.Sc. in Geology. He has over 30 years of experience working extensively on gold and base metal in Newfoundland, both for public companies and the Newfoundland Department of Mines and Energy.

The Company began the 2017 Wilding Lake project field program in late May with a systematic exploration program over the entire Project with the goal of generating multiple targets for a fall 2017 drill program. Following the discovery of six new gold occurrences in 2016, that included the high-grade Alder-Taz (AT) and Cedar-Elm (CE) Zones, Antler has generated a number of new potential gold targets for follow-up in 2017 from a combination of ground magnetic and IP geophysical data, helicopter-airborne magnetic data, till sampling results, as well as from the previously reported gold assay in soil sample survey anomalies from the initial 2016 soil program. In preparation for the drilling program, the summer program will consist of detailed and regional soil sampling, prospecting, geological mapping, mechanical trenching and rock sampling.

The summer program has focused on expanding on the 2016 soil survey grid area that was initially centered on the AT and CE Zones discovered in 2016. Antler has collected 4,545 soil samples in 2017, mainly at a 25-metre spacing along 50-metre spaced grid lines. Soil sampling is continuing to the projected 5,000 sample total for the season. The increased soil survey area now covers over 7.0 kilometres of the prospective gold bearing regional structural corridor which hosts the AT and CE Zones, and Marathon Gold Corporation's Valentine Lake gold project located immediately southwest and adjacent to the Project.

On July 26, 2017, the Company reported on the first batch of final assays for 1,632 soil samples received from Eastern Analytical Inc. laboratory in Springdale, Newfoundland. The soil survey has successfully defined two significant new anomalous gold-in-soil trends (Birch and Larch) that extend for approximately a kilometre in length to the southwest of existing gold showings. In addition, the CE Zone soil anomaly trend has been extended further to the northeast by approximately 250 m. The Company also reported that multiple boulder sized mineralized quartz float were discovered in two separate areas that are approximately 350 m apart and are coincident with the Birch gold-in-soil anomaly trend. Four rock samples from the first location returned gold values up to 1.8 g/t and the second area returned up to 1.6 g/t from two rock samples. The Birch trend corresponds with a linear regional magnetic feature defined from Antler's recently completed helicopter-borne high resolution magnetic survey. In addition, a mineralized quartz float boulder coincident with the new northeast extension of the CE Zone soil anomaly trend returned 1.96 g/t Au. (Note that grab samples are selected samples and results are not necessarily indicative of a property's potential and are not necessarily representative of the mineralization hosted on the property).

A mechanical trenching program commenced on August 15 to locate the potential bedrock sources of the new gold-in-soil survey anomalies and mineralized quartz float boulder results. This will be followed by up to a 3,000 metre core drilling program to evaluate the new high-grade gold occurrences discovered in 2016, any new gold occurrences discovered in the trenching program, as well as test selected geophysical targets.

Following the acquisition of the Second Option on June 23, 2017, Antler conducted a one day helicopter supported reconnaissance expedition to the Victoria River, Intersection and Cape Ray properties. The projects are all located on the strike extensions of the major structural corridor hosting gold mineralization at Antler's Wilding Lake Project and Marathon Gold Corporation's Valentine Lake Project, as well as Benton Resources Cape Ray gold deposit.

Antler personnel collected three grab rock samples from the historical Grandy's Lake Prospect located within Antler's Cape Ray property. The samples consisted of broken rubbly quartz-fragments from a historical trench exposing intensely sheared tonalite (sericite schist). The three sample assays are presented in the following table. (Note that grab samples are selected samples and results are not necessarily indicative of a property's potential and are not necessarily representative of the mineralization hosted on the property).

Sample Number	Au g/t	Cu %	Ag g/t
258172	40.2		64.5
258173	15.2		10.4
258174	37.0	2.5	116.9

A helicopter-borne triaxial magnetic gradiometer survey at 100-metre spaced lines was conducted over the entire Crystal Lake and Victoria River properties. The purpose is to assist in the overall regional geological interpretation of the prospective areas and in particular the mapping of structures that are inferred to control gold mineralization. The survey was conducted by Scott Hogg and Associates Ltd. of Toronto, Ontario.

Antler's field exploration team currently consists of six geologists and two prospectors.

The budget for the 2017 field program is expected to total approximately $1,700,000. This budget includes the drill program referred to above and approximately $330,000 of expenditures required to keep the six additional properties the Company acquired pursuant to the Second Option Agreement executed with Altius on March 30, 2017 (see below). The Company can fund the program from its existing cash reserves.

Resource Property Expenditures

The following table details the exploration expenditures incurred during the periods from September 16, 2016 to December 31, 2016 and the six-month period-ended June 30, 2017:

	Period Ended December 31, 2016	**Period Ended June 30, 2017**	**Balance June 30, 2017**
	$	**$**	**$**
Acquisition costs	**1,136,115**	**460,528**	**1,596,643**
Personnel	140,322	120,284	260,606
Contractors	155,121	83,087	238,208
Consultants	54,546	19,200	73,746
Analytical	43,667	27,427	71,094
Field expenses and equipment	47,178	105,480	152,658
Geophysics	26,832	524,393	551,225
Travel and office	23,169	35,016	58,185
Services fee	31,316	23,196	54,512
Total exploration expenditures	**522,151**	**938,083**	**1,460,234**
Resource Properties	**1,658,266**	**1,398,611**	**3,056,877**

As mentioned above, the Company acquired the Second Option on June 23, 2017. The acquisition was accounted for as an asset acquisition and the 980,000 common shares issued were valued at $0.45 each for a total acquisition cost of $441,000 The Company also incurred an additional $19,528 of acquisition costs during the quarter associated with this option agreement.

As a result of the QT, Altius became an insider of the Company, holding 4,500,000 common shares or approximately 17% of the Company. Following acquisition of the Second Option, Altius owns 5,480,000 common shares, or approximately 19.94% of the Company.

Selected Financial Information

The following table details quarterly results from the date of incorporation, March 23, 2016, to June 30, 2017:

Quarter ended:	Jun 30, 2017 $	Mar 31, 2017 $	Dec 31, 2016 $	Sept 30, 2016 $	Jun 30, 2016 $
Salaries and benefits	22,928	-	-	-	-
Professional fees	18,834	21,123	91,218	25,000	1,750
Consulting fees	61,500	58,800	67,000	-	-
Financing fees	-	-	27,540	-	-
Regulatory and filing fees	25,395	11,255	19,573	665	2,500
Share-based compensation	160,353	50,833	-	-	-
Travel	8,407	19,975	21,951	-	-
Office and administration	9,566	6,522	10,027	-	-
Insurance	2,868	2,834	-	-	-
Net loss from operations	**(309,851)**	**(171,342)**	**(237,309)**	**(25,665)**	**(4,250)**
Income tax recovery	93,223	-	-	-	-
Net loss for the quarter	**(216,628)**	**(171,342)**	**(237,309)**	**(25,665)**	**(4,250)**
Basic and diluted net loss per share	($0.005)	($0.005)	($0.009)	($0.002)	($0.001)
Weighted average # of shares outstanding[1]	39,862,149	36,147,184	26,892,993	13,497,363	6,953,333

During the current year, the Company incurred certain legal and auditing costs associated with its corporate activity and also recorded a quarterly accrual for its annual audit and annual meeting costs. During the previous three quarters, the Company incurred significant professional fees associated with its corporate activities including its compliance with the policies of the Exchange for Capital Pool Companies and the completion of its QT in the fourth quarter of 2016. The Company accrued legal fees of $20,000 at September 30, 2016 and $100,000 for the period-ended December 31, 2016.

During the current year, the Company incurred $120,300 of consulting fees, including $61,500 during the current quarter and $58,000 during the previous quarter (quarter-ended December 31, 2016 - $67,000), for its executive officers, including the President and CEO, the CFO, and a Strategic Advisor. The payment of the 2016 fees was subject to the completion of a financing with proceeds in excess of $2.5 million. This financing was completed in February 2017. Salaries and benefits expense of $22,928 during the current quarter relate to corporate development work by the Company's VP, Exploration.

Haywood Securities Inc. ("Haywood") was engaged as Agent for the IPO Offering and as part of the Agency Agreement was granted a right of first refusal to act as financial advisor, lead agent or lead underwriter with respect to a minimum 60% syndicate participation in any future financings by the Company until the earlier of (a) completion of the Company's QT, and (b) 24 months from the date of closing of the IPO. Haywood agreed to waive its right of first refusal for consideration of $13,750 and the issuance of 55,000 common shares. The fair value of these shares was assessed at $0.25, the issue price of the corresponding private placement for total Haywood financing fees of $27,500.

[1] Subsequent to June 30, 2017, the Company completed a one and a half (1.5) for one (1.0) share split of its common shares. IAS 10 states that this is a non-adjusting event, thus share capital is not restated for the periods ended prior to the split. However, for purposes of calculating the loss per share, the weighted-average number of shares has been adjusted to reflect the share split in accordance with IAS 33.

During the six months ended June 30, 2017, the Company granted 925,000 stock options to directors, employees and consultants of the Company. The weighted-average exercise price of the options is $0.79. The fair value of the stock options was estimated at the grant date using the Black-Scholes option pricing model. The resulting weighted-average fair value at the date of grant of the options was assessed at $0.508. The weighted-average assumptions used in the option pricing model include a volatility rate of 105%, an expected life of five years based on the contractual term of the options, a risk-free rate of 1% with no expected dividend yield. The options will vest at a rate of 50% of the total on each of the six and 12 month anniversaries of the grant date.

Based on the Black-Scholes option pricing model and the assumptions outlined above, the estimated fair value of the stock option grants is $469,491, which will be amortized over the corresponding vesting periods. As a result, share-based compensation of $211,186 has been recorded for the period-ended June 30, 2017, including $160,353 during the current quarter.

The Company incurred regulatory and filing fees associated with its Initial Public Offering and its qualification as a CPC under the policies of the Exchange as well as additional regulatory and filing costs associated with its QT.

In addition, higher administrative costs resulted from a general increase in business activity which involved increased personnel, marketing and transaction work which the Company expects will continue. The other expenditures include office rent, travel and other costs, website and marketing costs and D&O insurance.

The Company recorded losses in fiscal 2016 and expects to incur a loss for fiscal 2017 and for the foreseeable future as exploration activities ramp up and continue in Newfoundland on the Company's projects. As exploration work increases, the Company also expects to increase its expenditures on associated executive, marketing, administration and support costs.

Liquidity and Capital Resources

	As at June 30, 2017 $	**As at December 31, 2016 $**	**As at June 30, 2016 $**
Cash	3,499,108	2,084,370	398,507
Resource properties	3,056,877	1,658,266	-
Total assets	6,740,361	3,837,567	415,288
Total liabilities	959,742	747,957	1,000
Shareholders' equity (Deficiency)	5,780,619	3,089,610	414,288
Working capital	2,779,560	1,431,344	414,288

At June 30, 2017, the Company had cash and short-term deposits of $3,499,108 and working capital of $2,779,560. During the six-month period-ended June 30, 2017, the Company used cash of $369,561 to fund operating activities and $788,294 on its resource property expenditures. The Company also completed additions to its capital assets of $46,200 during the period.

In the period-ended June 30, 2016, the Company issued 8,400,000 common shares at a price of $0.05 per share for gross proceeds of $420,000. On September 12, 2016, the Company completed its initial public offering issuing 3,000,000 common shares at a price of $0.10 per share for gross proceeds to the Company of $300,000.

The Company also completed a non-brokered private placement of 6,600,000 common shares at a price of $0.25 per share for gross proceeds of $1,650,000 (the "Offering"). The proceeds of this Offering are being used to fund the exploration expenditures on the Property and for general working capital purposes.

On February 24, 2017, the Company completed an equity financing for gross proceeds of $2,835,000 comprised of the sale of 2,495,600 common shares at $0.70 per share and 1,280,094 flow-through common shares at $0.85 per share. Mackie Research Capital Company acted as lead agent on behalf of a syndicate including Haywood Securities Inc. and PowerOne Capital Markets Limited (the "Agents"). The Agents received cash commission equal to $148,203 and 127,440 broker warrants with an exercise price of $0.70 per common share and an expiry date of August 24, 2018. The Company also recorded a flow-through premium of $192,000.

On June 23, 2017, the Company issued 980,000 common shares to Altius in connection with the Second Option Agreement. The shares were valued were valued at $0.45 each for a total acquisition cost of $441,000.
Under the terms of the QT Option Agreement, at any time that Altius beneficially owns at least 10% of the total issued and outstanding common shares, Altius has the option to participate in any future equity financing of the Company on a pro rata basis on the same terms and conditions as offered to other investors.

Management expects the resulting amount of working capital to be sufficient for the Company to meet its current ongoing level of operations for fiscal 2017. Beyond that time, and depending on the results of the 2017 field program, additional capital may be required. The ability of the Company to raise the necessary funds cannot be guaranteed.

Off-Balance Sheet Arrangements

At June 30, 2017 and the date of this document, 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.

Transactions with Related Parties

During the six-month period-ended June 30, 2017 and the period-ended December 31, 2016, exploration services were provided by Altius as operator of the Project and a significant shareholder. These exploration activities included administration fees of $23,196 for the six-month period-ended June 30, 2017 (year-ended December 31, 2016 – $31,316). On June 23, 2017, the Company issued 980,000 common shares, valued at $441,000, to Altius pursuant to the second option agreement. As at June 30, 2017, Altius holds 5,480,000 common shares of the Company, or approximately 19.94%.

Management and consulting fees in the amount of $165,717 were incurred for services of the President and CEO, a Strategic Advisor, a Director and the CFO of the Company during the period-ended June 30, 2017 (period-ended December 31, 2016 – accrued $77,000).

During the six-month period-ended June 30, 2017, the Company incurred costs from a company owned by a director and an insider of the Company. Management service fees are incurred on a cost recovery basis and include general and administration charges such as utilities, accounting services and investor relations services of the Company. The Company incurred costs for management services in the amount of $8,750 and incurred rent, office costs, and other cost reimbursements, in the amount of $9,067.

The transactions were in the normal course of operations and were measured at the exchange amounts, which are the amounts agreed to by the related parties.

Critical Accounting Estimates

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the amounts reported in the financial statements and notes. Critical accounting estimates used in the preparation of the financial statements include the Company's estimate of recoverable value of its mineral properties and related deferred expenditures, the value of share-based compensation, and the valuation of any deferred income tax assets and liabilities. These estimates involve considerable judgment and are, or could be, affected by significant factors that are out of the Company's control.

The Company's recoverability of the recorded value of its mineral properties and associated deferred expenses is based on market conditions for minerals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through mining operations or by sale. The Company is in an industry that is dependent on a number of factors, including environmental, legal and political risks, the existence of economically recoverable reserves, and the ability of the Company to obtain necessary financing to complete the development and future profitable production or the proceeds of disposition thereof.

At the end of each reporting period, the Company assesses each of its mineral resource properties to determine whether any indication of impairment exists. Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs to sell and value in use.

The factors affecting share-based compensation include estimates of when stock options might be exercised and the stock price volatility. The timing for exercise of options is out of the Company's control and will depend upon a variety of factors, including the market value of the Company's shares and the financial objectives of the share-based instrument holders.

Deferred income tax assets and liabilities are computed based on differences between the carrying amounts of assets and liabilities on the balance sheet and their corresponding tax values. Deferred income tax assets also result from unused loss carry-forwards and other deductions to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of tax credits and unused tax losses can be utilized.

Risks and Uncertainties

The following are certain factors relating to the business of the Company. These risks and uncertainties are not the only ones facing the Company. Additional risks and uncertainties not currently known to the Company, or that the Company currently deems immaterial, may also impair the operations of the Company. If any such risks actually occur, the financial condition, liquidity and results of operations of the Company could be materially adversely affected and the ability of the Company to implement its growth plans could be adversely affected.

The following is a description of certain risks and uncertainties that may affect the business of the Company.

Limited Operating History - The Company is a relatively new company with limited operating history and no history of business or mining operations, revenue generation or production history.

The Company was incorporated March 23, 2016 and has yet to generate a profit from its activities. The Company will be subject to all of the business risks and uncertainties associated with any new business enterprise, including the risk that it will not achieve its growth objective. The Company anticipates that it may take several years to achieve positive cash flow from operations.

Exploration, Development and Operating Risks - The exploration for and development of minerals involves significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. Few properties which are explored are ultimately developed into producing mines. There can be no guarantee that the estimates of quantities and qualities of minerals disclosed will be economically recoverable. With all mining operations there is uncertainty and, therefore, risk associated with operating parameters and costs resulting from the scaling up of extraction methods tested in pilot conditions. Mineral exploration is speculative in nature and there can be no assurance that any minerals discovered will result in an increase in the Company's resource base.

The Company's operations are subject to all of the hazards and risks normally encountered in the exploration, development and production of minerals. These include unusual and unexpected geological formations, rock falls, seismic activity, flooding and other conditions involved in the extraction of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although precautions to minimize risk will be taken, operations are subject to hazards that may result in environmental pollution and consequent liability that could have a material adverse impact on the business, operations and financial performance of the Company.

Substantial Capital Requirements and Liquidity - Substantial additional funds for the establishment of the Company's current and planned mining operations will be required. No assurances can be given that the Company will be able to raise the additional funding that may be required for such activities, should such funding not be fully generated from operations. Mineral prices, environmental rehabilitation or restitution, revenues, taxes, transportation costs, capital expenditures, operating expenses and geological results are all factors which will have an impact on the amount of additional capital that may be required. To meet such funding requirements, the Company may be required to undertake additional equity financing, which would be dilutive to shareholders. Debt financing, if available, may also involve restrictions on financing and operating activities. There is no assurance that additional financing will be available on terms acceptable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations or anticipated expansion.

Fluctuating Mineral Prices - The economics of mineral exploration is affected by many factors beyond the Company's control, including commodity prices, the cost of operations, variations in the grade of minerals explored and fluctuations in the market price of minerals. Depending on the price of minerals, it may be determined that it is impractical to continue the mineral exploration operation.

Mineral prices are prone to fluctuations and the marketability of minerals is affected by government regulation relating to price, royalties, allowable production and the importing and exporting of minerals, the effect of which cannot be accurately predicted. There is no assurance that a profitable market will exist for the sale of any minerals found on the Company's properties.

Regulatory Requirements - The current or future operations of the Company require permits from various governmental authorities and such operations are and will be governed by laws and regulations governing exploration, development, production, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, site safety and other matters. Companies engaged in the exploration and development of mineral properties generally experience increased costs and delays in development and other schedules as a result of the need to comply with applicable laws, regulations and permits. There can be no assurance that all permits which the Company may require for the facilities and conduct of exploration and development operations will be obtainable on reasonable terms or that such laws and regulation would not have an adverse effect on any exploration and development project which the Company might undertake.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Parties engaged in exploration and development operations may be required to compensate those suffering loss or damage by reason of the exploration and development activities and may have civil or criminal fines or penalties imposed upon them for violation of applicable laws or regulations. Amendments to current laws, regulation and permits governing operations and activities of mineral companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or exploration and development costs or require abandonment or delays in the development of new properties.

Financing Risks and Dilution to Shareholders - The Company has limited financial resources and no revenues. If the Company's exploration program on its exploration properties is successful, additional funds will be required for the purposes of further exploration and development. There can be no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be available on favourable terms or at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

Title to Properties - Acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed. The Company cannot give an assurance that title to its exploration properties will not be challenged or impugned. Mineral properties sometimes contain claims or transfer histories that examiners cannot verify. A successful claim that the Wilding Lake Project does not have title to its exploration properties could cause the Company to lose any rights to explore, develop and mine any minerals on that property, without compensation for its prior expenditures relating to such property.

Requirement for Permits and Licenses - A substantial number of permits and licenses may be required should the Company proceed beyond exploration; such licenses and permits may be difficult to obtain and may be subject to changes in regulations and in various operational circumstances. It is uncertain whether the Company will be able to obtain all such licenses and permits.

Competition - There is competition within the mining industry for the discovery and acquisition of properties considered to have commercial potential. The Company competes with other mining companies, many of which have greater financial, technical and other resources than the Company, for, among other things, the acquisition of minerals claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees and other personnel.

Reliance on Management and Dependence on Key Personnel - The success of the Company will be largely dependent upon on the performance of its directors and officers and the ability to attract and retain key personnel. The loss of the services of these persons may have a material adverse effect on the Company's business and prospects. The Company will compete with numerous other companies for the recruitment and retention of qualified employees and contractors. There is no assurance that the Company can maintain the service of its directors and officers or other qualified personnel required to operate its business. Failure to do so could have a material adverse effect on the Company and its prospects.

No Mineral Resources or Reserves - The Wilding Lake Project is considered to be a very early stage exploration property and no mineral reserve estimates can be predicted or estimated in respect of the property. Mineral resources and reserves are, in the large part, estimates and no assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized. Resources and reserve estimates for properties that have not yet commenced production may require revision based on actual production experience. Market price fluctuations of metals, as well as increased production costs or reduced recovery rates, may render mineral reserves containing relatively lower grades of mineralization uneconomic and may ultimately result in a restatement of reserves. Moreover, short-term operating factors relating to the mineral reserves, such as the need for orderly development of the ore bodies and the processing of new or different mineral grades, may cause a mining operation to be unprofitable in any particular accounting period.

Environmental Risks - The Company's exploration and evaluation programs will, in general, be subject to approval by regulatory bodies. Additionally, all phases of the mining business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and federal, provincial and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with mining operations. The legislation also requires that wells and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs.

Governmental Regulations and Processing Licenses and Permits - The activities of the Company are subject to Canadian and Newfoundland and Labrador approvals, various laws governing prospecting, development, land resumptions, production taxes, labour standards and occupational health, mine safety, toxic substances and other matters. Although the Company believes that its activities are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail production or development. Amendments to current laws and regulations governing operations and activities of exploration and mining, or more stringent implementation thereof, could have a material adverse impact on the business, operations and financial performance of the Company. Further, the mining licenses and permits issued in respect of its projects may be subject to conditions which, if not satisfied, may lead to the revocation of such licenses. In the event of revocation, the value of the Company's investments in such projects may decline.

Local Resident Concerns - Apart from ordinary environmental issues, work on, or the development and mining of the Wilding Lake group of properties could be subject to resistance from local residents that could either prevent or delay exploration and development of the property.

Management Inexperience in Developing Mines - The management of the Company has some experience in exploring for minerals, but may lack all or some of the necessary technical training and experience to successfully develop and operate a mine. Without adequate training or experience in these areas, management may not be fully aware of many of the specific requirements related to working within the mining industry and their decisions and choices may not take into account all available and necessary engineering or managerial approaches that experienced mine operating companies commonly use to successfully develop a mine. Consequently, the Company's operations, earnings and ultimate financial success could be materially adversely effected.

Conflicts of Interest - Certain of the directors and officers of the Company are engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies (including mineral resource companies) and, as a result of these and other activities, such directors and officers of the Company may become subject to conflicts of interest.

Uninsurable Risks - Exploration, development and production operations on mineral properties involve numerous risks, including unexpected or unusual geological operating conditions, rock bursts, cave-ins, fires, floods, earthquakes and other environmental occurrences. It is not always possible to obtain insurance against all such risks and the Company may decide not to insure against certain risks as a result of high premiums or other reasons. Should such liabilities arise, they could have an adverse impact on the Company's results of operations and financial condition and could cause a decline in the value of the Company's shares. The Company does not intend to maintain insurance against environmental risks.

Litigation - The Company and/or its directors may be subject to a variety of civil or other legal proceedings, with or without merit.

Dividends - To date, the Company has not paid any dividends on its outstanding shares. Any decision to pay dividends on the shares of the Company will be made by its board of directors on the basis of the Company's earnings, financial requirements and other conditions.

Future Accounting Standards Issued but not yet Applied

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning on or after January 1, 2017 and have not been applied in preparing these financial statements. Accordingly, the Company expects to adopt these standards as set forth below.

IFRS 9, Financial Instruments - In July 2014, the IASB issued IFRS 9, Financial Instruments, which will replace IAS 39, Financial Instruments, Recognition and Measurement. IFRS 9 introduces new requirements for the classification and measurement of financial assets. Under IFRS 9, financial assets are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows. The mandatory effective date of IFRS 9 is for annual periods beginning on or after January 1, 2018 and must be applied retrospectively with some exemptions. Early adoption is permitted. The restatement of prior periods is not required and is only permitted if information is available without the use of hindsight. The Company intends to adopt IFRS 9 in its financial statements for the annual period beginning on January 1, 2018. The extent of the impact of adoption of the standard has not yet been determined.

Amendments to IAS 7, Statement of Cash Flows - In January 2016, the IAS issued amendments to IAS 7, Statement of Cash Flows. The amendments require disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flow and non-cash changes. One way to meet this new disclosure requirement is to provide a reconciliation between the opening and closing balances for liabilities from financing activities. These amendments apply prospectively for annual periods beginning on or after January 1, 2017. The Company intends to adopt the amendments to IAS 7 in its financial statements for the annual period beginning on January 1, 2017. The extent of the impact of adoption of the amendments has not yet been determined.

Amendments to IAS 12, Income Taxes - In January 2016, the IASB issued amendments to IAS 12, Income Taxes. The amendments clarify that the existence of a deductible temporary difference depends solely on a comparison of the carrying amount of an asset and its tax base at the end of the reporting period, and is not affected by possible future changes in the carrying amount or expected manner of recovery of the asset. The amendments also clarify the methodology to determine the future taxable profits used for assessing the utilization of deductible temporary differences. The amendments apply retrospectively for annual periods beginning on or after January 1, 2017. The Company intends to adopt the amendments to IAS 12 in its financial statements for the annual period beginning on January 1, 2017. The extent of the impact of adoption of the amendments has not yet been determined.

Amendments to IFRS 2, Share-based Payments - In June 2016, the IASB issued amendment to IFRS 2, Shares-based Payments, clarifying how to account for certain types of share-based payment transactions. The amendments provide requirements on the accounting for a) the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments; b) share-based payment transactions with a net settlement feature for withholding tax obligations; and c) a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity-settled. The amendments apply for annual periods beginning on or after January 1, 2018. As a practical simplification, the amendments can be applied prospectively. The Company intends to adopt the amendments to IFRS 2 in its financial statements for the annual period beginning on January 1, 2018. The extent of the impact of adoption of the standard has not yet been determined.

IFRS 15, Revenue from Contracts with Customers - In May 2014, the IASB issued IFRS 15, Revenue from Contracts with Customers. The standard replaces IAS 11, Construction Contracts; IAS 18, Revenue; IFRIC 13, Customer Loyalty Programmes; IFRIC 15, Agreements for the Construction of Real Estate; IFRIC 18, Transfer of Assets from Customers; and SIC 31, Revenue – Barter Transactions Involving Advertising Services. The standard contains a single model that applies to contracts with customers and two approaches to recognising revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized. This standard is effective for annual periods beginning on or after January 1, 2018, and permits early adoption. The Company intends to adopt IFRS 15 and the clarifications in its financial statements for the annual period beginning on January 1, 2018. The extent of the impact of adoption of the standard has not yet been determined.

IFRS 16, Leases - In January 2016, the IASB issued IFRS 16 Leases. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. This standard substantially carries forward the lessor accounting requirements of IAS 17, while requiring enhanced disclosures to be provided by lessors. Other areas of the lease accounting model have been impacted, including the definition of a lease. Transitional provisions have been provided. The new standard is effective for annual periods beginning on or after January 1, 2019. The extent of the impact of adoption of the standard has not yet been determined.

Disclosure Controls and Procedures and Internal Controls over Financial Reporting

Disclosure controls and procedures ("DC&P") are intended to provide reasonable assurance that material information is gathered and reported to senior management to permit timely decisions regarding public disclosure. Internal controls over financial reporting ("ICFR") are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with International Financial Reporting Standards.

TSXV listed companies are not required to provide representations in their annual and interim filings relating to the establishment and maintenance of DC&P and ICFR, as defined in Multinational Instrument MI 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and (b) processes to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

Outstanding Share Data

As at June 30, 2017, the Company had a total of 27,478,544 outstanding common shares. The Company completed a 1.5 for 1 share split subsequent to June 30, 2017. As a result of the share split and a warrant exercise subsequent to the end of the period, the Company has a total of 41,262,310 outstanding common shares as of the date of this document.

As at June 30, 2017, the Company had a total of 259,590 outstanding warrants. 132,150 of these warrants have an exercise price of $0.10 and an expiry date of September 12, 2018. 127,440 of the warrants have an exercise price of $0.70 per share and an expiry date of August 24, 2018. As a result of the share split and a warrant exercise subsequent to the end of the period, the Company had a total of 344,890 outstanding warrants as of the date of this document, exercisable into common shares of the company at a weighted-average exercise price of $0.29 per share.

As at June 30, 2017, the Company has 925,000 outstanding stock options. 750,000 options are exercisable at a price of $0.80 per share and expire on March 5, 2022. 175,000 options are exercisable at a price of $0.75 per share and expire on June 23, 2022. The options will vest at a rate of 50% on each of the six and 12 month anniversaries of the grant date. As of the date of this document, the Company's stock options have been adjusted for the 1.5 for 1 share split that occurred subsequent to the end of the period. As at the date of this document, the Company has 1,125,000 outstanding stock options, exercisable at a price of $0.53 per share and expiring on March 5, 2022, and 262,500 outstanding options, exercisable at a price of $0.50 per share and expiring on June 23, 2022.

Other Information

Additional information regarding the Company is available on the Company's website at www.antlergold.com and on the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com.