Form 51-102F1

MANAGEMENT DISCUSSION AND ANALYSIS

For the Period Ended January 31, 2018

This management discussion and analysis ("MD&A") has been prepared based on information available to Spruce Ridge Resources Ltd. ("Spruce" or the "Company") as at April 2, 2018. The MD&A of the operating results and financial condition of the Company for the period ended January 31, 2018 should be read in conjunction with the audited financial statements of the Company, including the notes thereto, for the year ended April 30, 2017 and April 30, 2016 which are prepared in accordance with International Financial Reporting Standards ("IFRS") for audited financial statements, and the annual MD&A for the year ended April 30, 2017. Additional information relating to the Company may be found under its profile on SEDAR at www.sedar.com.

The technical information in this MD&A has been reviewed and approved by Mr. Tim Froude, P.Geo., a Qualified Person as defined by National Instrument 43-101.

Management's Assessment of Internal Control Over Financial Reporting ("ICFR")
Management is responsible for establishing and maintaining adequate internal control over the Company's financial reporting. The internal control system was designed to provide reasonable assurance to the Company's management regarding the preparation and presentation of the financial statements

The inherent limitations in all control systems are such that they can provide only reasonable, not absolute, assurance that all control issues and instances of fraud or error, if any have been detected. Therefore, no matter how well designed, ICFR has inherent limitations and can provide only reasonable assurance with respect to financial statement preparation and may not prevent and detect all misstatements.

As the Company is a Venture Issuer (as defined under National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings*) ("NI 52-109"), the Company and Management are not required to include representations relating to the establishment and/or maintenance of disclosure controls and procedures ("DC&P) and/or ICFR, as defined in NI 52-109.

Forward-looking Statements
This MD&A may contain forward-looking statements that are based on the Company's expectations, estimates and projections regarding its business and the economic environment in which it operates. These statements speak only as of the date on which they are made, are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. Examples of some of the specific risks associated with the operations of the Company are set out below under "Risk Factors". Actual outcomes and results may differ materially from those expressed in these forward-looking statements and readers should not place undue reliance on such statements.

NATURE OF OPERATIONS AND GOING CONCERN

Spruce Ridge Resources Ltd. ("**Spruce**" or the "**Company**") is a public company listed on the TSX Venture Exchange (TSXV-SHL) and is operating under the laws of the Province of Ontario. The Company is an exploration-stage company that is in the process of exploring its mineral properties located in Canada and the United States of America and has not yet determined whether these properties contain reserves that are economically recoverable. The Company's registered head office is located at 7735 Leslie Road West, Puslinch, ON N0B 2J0.

SPRUCE RIDGE RESOURCES LTD
Management Discussion & Analysis
For the Period Ended January 31, 2018

As at January 31, 2018, the directors and officers of the Company were:

John Ryan	President, CEO and Director
Zoran Popovic	CFO, and Director
Colin Bowdidge	Director
Pierre Gagnon	Director
Marc Askenasi	Director

These Interim financial statements have been prepared using International Financial Reporting Standards ("IFRS") applicable to a going concern, which assumes continuity of operations and realization of assets and settlement of liabilities in the normal course of business for the foreseeable future, which is at least, but not limited to, one year from April 30, 2017. At January 31, 2018, the Company has not generated any revenues from operations, has an accumulated deficit of $12,182,931 (April 30, 2017 - $12,012,576) and has working capital deficiency of $559,798 (April 30, 2017 - working capital deficiency $332,832). The Company's ability to continue as a going concern is dependent upon its ability to generate sufficient funds and continue to obtain sufficient capital from investors to meet its current and future obligations. The Company is subject to risks and challenges similar to companies in a comparable stage of exploration and development. As a result of these risks, there is significant doubt which constitutes a material uncertainty as to the appropriateness of the going concern assumption. There is no assurance that the Company's funding initiatives will continue to be successful and these audited financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statements of financial position classifications that would be necessary if the going concern assumption was inappropriate. These adjustments could be material. The Company will have to raise additional funds to advance its exploration and development efforts and, while it has been successful in doing so in the past, there can be no assurance that it will be able to do so in the future.

The Financial Statements were approved for issuance by the Company's Board of Directors on April 2, 2018.

DEVELOPMENTS DURING AND SUBSEQUENT TO PERIOD ENDED January 31, 2018

On **September 25, 2017,** the Company announced the signing of a binding Letter of Intent (LOI) with Noble Mineral Exploration Inc. ("Noble") to earn a 75 percent interest in specific target areas having a size of up to 2000 hectares (the "Crawford Property") in Noble's 9,000-hectare Crawford Township property, which comprises part of Noble's Project 81.

The Crawford Property lies approximately13 kilometres north of Glencore Canada's world class Kidd Creek zinc-copper-silver mine, currently celebrating its 50th year of continuous operation. The property is underexplored and there is a high potential to find another world class mineral deposit. Results of a high definition, airborne gravity - gradiometer survey currently being carried out over 6,000 line kilometers by Gedex Inc. for Noble will be used to prioritize potential base metal targets identified from preliminary results of a recently completed modern, state of the art Heliborne EM/Mag survey.

Under the terms of the option agreement, the Company can earn an initial 51% interest in the Crawford Property by making a cash payment of $100,000 to Noble, issuing 6,000,000 common shares to Noble, issuing 6,000,000 warrants to Noble exercisable at the lowest exercise price as may be permitted by the TSXVE and having a term expiring five (5) years after issuance, and incurring a minimum of $1,000,000 of qualifying expenditures in the twelve months following the execution of the option agreement.

The Company can earn an additional 24% interest in the Crawford Property by issuing 6,000,000 common shares to Noble, issuing 6,000,000 warrants to Noble exercisable at the greater of (i) $0.15 per share, and (ii) the lowest exercise price permitted by the TSXVE, and having a term expiring five (5) years after issuance, and incurring a further $1,000,000 of qualifying expenditures on or before the second anniversary of the execution of the option agreement.

Once 75% is earned (or 51% should Spruce Ridge elect not to acquire a 75% interest), the Crawford Property will be operated as a participating Joint Venture.

The transaction is subject to due diligence as well as the approval of the TSX Venture Exchange.

SELECTED ANNUAL INFORMATION

The following table sets forth a summary of the financial results for the years ended April 30, 2017, 2016 and 2015:

Years ended April 30 (CDN $)	**2017**	**2016**	**2015**
Interest income	Nil	Nil	Nil
Net Loss and Comprehensive Loss	$119,259	$353,612	$95,241
Basic Income (Loss) per share	($0.002)	($0.007)	($0.002)
Total assets	$1,473,233	$1,420,373	$1,330,972

The Company has been and is still in the stages of identifying, acquiring and exploring mineral interests. To date, the Company has not been in a position to derive any revenues from its projects. Revenues reported by the Company relate to property rentals.

Acquisition costs of mineral rights and option payments are capitalized until the properties are abandoned or the rights expired. Exploration expenditures, however, are expensed and charged to operations until such time proven reserves are determined. To date, the Company has not discovered any such reserves.

RESULTS OF OPERATIONS

The Company has no operating revenues other than rental income and relies on external financings to generate capital. Because of its activities, Spruce generally incurs net losses. For the period ended January 31, 2018, Spruce had rental income of $9,100 and a loss of $170,813 respectively (2017 – rental income was $9,125 and a loss of $171,881). The Company incurred $33,046 in exploration expenses (2017 – $35,694).

The Company routinely monitors its operations and costs associated with those operations, in order to better plan and implement its activities, taking into consideration the current economic climate and industry outlook. For the period ended January 31, 2018, Spruce reported total general and administrative expenses ("G&A") of $157,361 (2017 - $147,405).

The following schedule describes the main components of G&A for the period:

Period ended October 31	2018 $	2017 $
Management fee	45,000	43,000
Amortization	7,654	9,639
Professional fees	16,000	18,000
Filing fees	5,244	7,955
Interest expense – note payable	5,965	13,585
Office and general	563	370
Property expenses	13,284	4,586
Investor and shareholder relations	63,651	50,270
	157,361	147,405

Overall general and administrative expenses increased $9,956. Marketing and property expenses account for most of this increase.

As at January 31, 2018 investments in securities available for sale was composed of:

January 31, 2018	Number of Shares	Cost	Fair Value
Cash			$94
Anaconda Mining	62,500	$15,000	26,875
Cerro Grande Mining Corp.	26,150	20,593	261
		$35,593	**$27,230**

The Company is exposed to unrealized gains or losses on its available for sale securities due to the price volatility and other market factors common to these types of investments. For the period ended January 31, 2018 the Company recorded unrealized gain on marketable securities of $10,594 compared to an unrealized gain of $2,500 for the period ended January 31, 2017. This unrealized gain is included in other income.

EXPENDITURES ON RESOURCE PROPERTIES

Exploration expenditures incurred for the period ended January 31, 2018 were $33,046, $19,800 lease payment and $10,837 prospecting expenses on the Great Burnt Copper/Gold property and $2,409 on a property optioned from Metals Creek Resources.

SELECTED QUARTERLY INFORMATION

	QUARTER ENDED			
	31-Jan 2018	31-Oct 2017	31-Jul 2017	30-Apr 2017
Total assets	1,493,260	1,455,603	1,449,382	1,473,233
Mineral properties	1,341,961	1,317,479	1,293,479	1,269,953
Working capital (deficiency)	(559,798)	(506,068)	(429,590)	(332,832)
Shareholders' equity	886,199	917,694	980,638	1,056,554
Comprehensive income (loss)	(31,494)	(62,945)	(75,916)	52,622
Income (Loss) per share	(0.000)	(0.001)	(0.001)	0.001

	QUARTER ENDED			
	31-Jan 2017	31-Oct 2016	31-Jul 2016	30-Apr 2016
Total assets	1,416,782	1,444,178	1,407,760	1,420,373
Mineral properties	1,261,892	1,239,285	1,219,692	1,191,014
Working capital	(380,606)	(300,263)	(500,209)	(596,991)
Shareholders' equity	1,003,932	1,064,881	848,555	726,308
Comprehensive Income (Loss)	(60,949)	(51,179)	(59,753)	(229,166)
Income (Loss) per share	(0.001)	(0.001)	(0.001)	(0.005)

LIQUIDITY & FINANCING

The Company had a working capital deficiency of $559,798 as at January 31, 2018 (April 30, 2017 - working capital deficiency was $332,832). Expenses will be paid either from the sale of company assets and or non-interest bearing loans by the President. The President will continue to loan the Company funds required to advance its exploration properties and to pay administration costs. Currently the President and or companies he controls are owed $460,769.

The ability of the Company to successfully acquire additional mineral projects and to develop its existing properties is conditional on its ability to secure financing when required. The Company proposes to meet additional financing requirements through equity financing. In light of the continually changing financial markets, there is no assurance that new funding will be available at the times required or desired by the Company.

The Company will require additional funds to meet current liabilities, acquire additional mineral projects and to develop its existing properties. The Company proposes to meet additional financing requirements through equity financing. In light of the continually changing financial markets, there is no assurance that new funding will be available at the times required or desired by the Company. Accordingly, the Company's financial statements have been prepared on a going concern basis. Material adjustments could be required if the Company cannot obtain adequate financing. See "Risks Factors" below.

CAPITAL RESOURCES

The Company's primary capital assets are exploration and evaluation assets. The Company expenses all costs related to the mineral properties until the properties are put into production and amortized or abandoned and written off, or written down. As of January 31, 2018, the Company has incurred $33,046 on exploration expenses.

SHARE CAPITAL

Issued and outstanding: January 31, 2018 – 73,436,122;
Issued and outstanding: April 2, 2018 (date of this report) – 73,436,122

Warrants outstanding: January 31, 2018 – 20,395,000
Warrants outstanding: April 2, 2018 – 20,395,000

Options outstanding: January 31, 2018 – Nil
Options outstanding: April 2, 2018 – Nil

RELATED PARTY TRANSACTIONS

No director fees have been paid to directors.

As at January 31, 2018, $45,000 (April 30, 2017 - $58,000) was accrued or paid to a company controlled by the President of the Company for management and accounting services, with $Nil (April 30, 2017 - $33,900) remaining in accounts payable and $145,000 (April 30, 2017 – $100,000) remaining in accrued expenses as at January 31, 2018.

Included in accounts payable is an amount of $80,525 (April 30, 2017 – 21,157) owing to the President of the Company. These amounts relate to expenses incurred by the President on behalf of the Company.

The amount due to director as at January 31, 2018 is $315,769 (April 30, 2017 - $228,299). The loan is non-interest bearing and has no set terms of repayment.

OFF-BALANCE SHEET TRANSACTIONS

As at January 31, 2018, the Company had no off-balance sheet arrangements such as guaranteed contracts, contingent interests in assets transferred to an entity, derivative instrument obligations or any instruments that could trigger financing, market or credit risk to Spruce.

RISK FACTORS

Spruce's business of exploring mineral resources involves a variety of operational, financial and regulatory risks that are typical in the natural resource industry. The Company attempts to mitigate these risks and minimize their effect on its financial performance, but there is no guarantee that the Company will be profitable in the future.

Capital Requirements

The Company will require significant capital in order to fund its operating costs and to explore and develop any project. Spruce has no revenues and is wholly reliant upon external financing to fund all of its capital requirements. Spruce will require additional financing from external sources to meet such requirements. There can be no assurance that such financing will be available to Spruce or, if it is, that it will be offered on acceptable terms. If additional financing is raised through the issuance of equity or convertible debt securities of Spruce, the interests of shareholders in the net assets of Spruce may be diluted. Any failure of Spruce to obtain financing on acceptable terms could have a material adverse effect on Spruce's financial condition, prospects, results of operations and liquidity and require Spruce to cancel or postpone planned capital investments.

Dependence on Mineral Exploration Projects

Any adverse development affecting the progress of Company's exploration projects such as, but not limited to, obtaining financing on commercially suitable terms, hiring suitable personnel and contractors, or securing supply agreements on commercially suitable terms, may have a material adverse effect on the Company and its business or prospects.

Metal Prices

The development and success of any project of the Company will be primarily dependent on the future price of gold and other metals. Gold and base metal prices are subject to significant fluctuation and are affected by a number of factors, which are beyond the control of the Company. Such factors include, but are not limited to, interest rates, exchange rates, inflation or deflation, fluctuation in the value of the United States dollar and foreign currencies, global and regional supply and demand, and the political and economic conditions of major gold-producing countries throughout the world. The price of gold and other precious and base metals has fluctuated widely in recent years, and future serious price declines could cause any future development of and commercial production from the Company's properties to be impracticable. Depending on the price of gold and other metals, projected cash flow from planned mining operations may not be sufficient and the Company could be forced to discontinue any development and may lose its interest in, or may be forced to sell, some of its properties. Future production from the Company's mining properties is dependent on gold and base metal prices that are adequate to make these properties economic.

Furthermore, reserve calculations and life-of-mine plans using significantly lower gold and other metal prices could result in material write-downs of the Company's investment in mining properties and increased amortization, reclamation and closure charges.

In addition to adversely affecting the Company's possible future reserve estimates and its financial condition, declining commodity prices may impact operations by requiring a reassessment of the feasibility of a particular project. Such a reassessment may be the result of a management decision or may be required under financing arrangements related to a particular project. Even if the project is ultimately determined to be economically viable, the need to conduct such a reassessment may cause substantial delays or may interrupt operations until the reassessment can be completed.

Government Regulation, Permits and Licences
The Company's mineral exploration and potential development activities are subject to various laws governing prospecting, mining, development, production, taxes, labour standards and occupational health, mine safety, toxic substances, land use, water use, land claims of local people and other matters. 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 exploration, development or production. Many of the mineral rights and interests of the Company are subject to government approvals, licenses and permits. Such approvals, licenses and permits are, as a practical matter, subject to the discretion of the applicable governments or governmental officials. No assurance can be given that the Company will be successful in maintaining any or all of the various approvals, licenses and permits in full force and effect without modification or revocation. To the extent such approvals are required and not obtained; the Company may be curtailed or prohibited from continuing or proceeding with planned exploration or development of mineral properties.

Where required, obtaining necessary permits and licenses can be a complex, time consuming process and the Company cannot assure that required permits will be obtainable on acceptable terms, in a timely manner or at all. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict the Company from proceeding with the development of an exploration project or the operation or further development of a mine. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result in interruption or closure of exploration, development or mining operations or material fines, penalties or other liabilities. Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, 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 mining operations or in the exploration or development of mineral properties may be required to compensate those suffering loss or damage by reason of such mining activities, and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations. Amendments to current laws and regulations governing operations or more stringent implementation thereof could have a substantial adverse impact on the Company and cause increases in exploration expenses, capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in development of new mining properties.

Competition
The mining industry is competitive in all of its phases. The Company faces strong competition from other exploration and mining companies in connection with the acquisition of properties producing or capable of producing, precious and base metals. Many of these companies have greater financial resources, operational experience and technical capabilities than Spruce Ridge Resources Ltd.. As a result of this competition, Spruce may be unable to maintain or acquire attractive mining properties on terms it considers acceptable or at all. Consequently, the financial condition and any future revenues and operations of Spruce could be materially adversely affected.

Exploration, Development and Operational Risk
The exploration for, and development of, mineral deposits involves significant risks that even a combination of careful evaluation, experience and knowledge may not eliminate. While the discovery of an ore body may result in substantial rewards, few properties, which are explored, are ultimately developed into producing mines. Major expenses may be required to locate and establish mineral reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site. Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are the particular attributes of the deposit, such as size, grade and proximity to infrastructure, metal prices which are highly cyclical, and government regulations including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in Spruce not receiving an adequate return on invested capital.

The Company does not currently operate a mine on any of its properties. There is no certainty that the expenditures made by Spruce towards the search for, and evaluation of, mineral deposits will result in discoveries of commercial quantities of ore. Mining operations generally involve a high degree of risk. Such operations are subject to all the hazards and risks normally encountered in the exploration for, and development and production of gold and other precious or base metals. Such hazards and risks include unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding and other conditions involved in the drilling and removal 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. Milling operations are subject to hazards such as equipment failure or failure of retaining dams around tailings disposal areas which may result in environmental pollution and consequent liability.

Joint Venture Strategy
Spruce's business strategy includes continuing to seek new joint venture opportunities. In pursuit of such opportunities, Spruce may fail to select appropriate joint venture partners or negotiate acceptable arrangements, including arrangements to finance such opportunities or, where necessary, integrate the acquired businesses and their personnel into Spruce's operations. Spruce cannot assure that it can complete any business arrangement that it pursues on favorable terms, or that any business arrangements completed will ultimately benefit Spruce's business.

Reliance on Management and Key Employees
The success of the operations and activities of Spruce is dependent to a significant extent on the efforts and abilities of its management, a relatively small number of key employees, outside contractors, experts and other advisors. Investors must be willing to rely to a significant extent on management's discretion and judgment, as well as the expertise and competence of its key employees, outside

contractors, experts and other advisors. Spruce does not have in place formal programs for succession of management and training of management nor does it have key person insurance on its key employees. The loss of one or more of these persons, if not replaced, could adversely affect Spruce's operations and financial performance.

No Assurance of Titles, Boundaries or Approvals

Titles to Spruce's properties may be challenged or impugned, and title insurance is generally not available. Spruce's mineral properties may be subject to prior unregistered agreements, transfers or claims, and title may be affected by, among other things, undetected defects. In addition, Spruce may be unable to operate its properties as permitted or to enforce its rights with respect to its properties. Spruce cannot assure that it will receive the necessary approval or permits to exploit any or all of its mineral projects in the future. The failure to obtain such permits could adversely affect Spruce's operations.

Environmental Risks and Hazards

All phases of Spruce's operations are subject to environmental regulation in the jurisdiction in which it operates. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation. They also set forth limitations on the generation, transportation, storage and disposal of solid and hazardous waste. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect Spruce's operations. Environmental hazards may exist on the properties in which Spruce holds interests which are unknown to Spruce at present and which have been caused by previous or existing owners or operators of the properties.

Uninsured Risks

Spruce's business is subject to a number of risks and hazards generally, including adverse environmental conditions, industrial accidents, labor disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods and earthquakes. Such occurrences could result in damage to mineral properties or production facilities, personal injury or death, environmental damage to Spruce's properties or the properties of others, delays in development or mining, monetary losses and possible legal liability.

Although Spruce maintains insurance to protect against certain risks in such amounts as it considers commercially reasonable, its insurance will not cover all of the potential risks associated with its operations. Spruce may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration is not generally available to Spruce on affordable and acceptable terms. Spruce might also become subject to liability for pollution or other hazards which may not be insured against or which Spruce may elect not to insure against because of premium costs or other reasons. Losses from these events may cause Spruce to incur significant costs that could have a material adverse effect upon its financial condition and results of operations.

Recent Accounting Pronouncements

At the date of authorization of the audited Financial Statements, the IASB has issued the following new and revised Standards and Interpretations which are not yet effective for the relevant reporting periods:

(i) IFRS 9 – Financial instruments ("IFRS 9") was issued by the IASB on October 24, 2014 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Two measurement categories continue to exist to account for financial liabilities in IFRS 9; fair value through profit or loss ("FVTPL") and amortized cost. Financial liabilities held-for-trading are measured at FVTPL, and all other financial liabilities are measured at amortized cost unless the fair value option is applied. The treatment of embedded derivatives under the new standard is consistent with IAS 39 and is applied to financial liabilities and non-derivative host contracts not within the scope of this standard. The effective date for this standard is for annual periods beginning on or after January 1, 2018. The Company is currently assessing the impact of this pronouncement.

(ii) IFRS 15 - Revenue from Contracts with Customers ("IFRS 15") was issued in May 2014 when the IASB and the Financial Accounting Standards Board ("FASB") completed its joint project to clarify the principles for recognizing revenue and to develop a common revenue standard for IFRS and US GAAP. As a result of the joint project, the IASB issued IFRS15 to establish principles to address the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. IFRS 15 is effective for annual periods beginning on or after January 1, 2018. The Company is currently assessing the impact of this pronouncement.

(iii) IFRS 16 - Leases ("IFRS 16") was issued by the IASB on January 13, 2016, and will replace IAS 17, Leases. IFRS 16 will bring most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however, remains largely unchanged and the distinction between operating and finance leases is retained. IFRS 16 is effective for annual reporting periods beginning on or after January 1, 2019. The Company is currently assessing the impact of this pronouncement.

OUTLOOK

The Company's plans to complete due diligence on the recently announced binding Letter of Intent (LOI) with Noble Mineral Exploration Inc. ("Noble") to earn a 75 percent interest in specific target areas having a size of up to 2000 hectares (the "Crawford Property") in Noble's 9,000-hectare Crawford Township property, which comprises part of Noble's Project 81.

The Crawford Property lies approximately13 kilometres north of Glencore Canada's world class Kidd Creek zinc-copper-silver mine, currently celebrating its 50th year of continuous operation. The property is underexplored and there is a high potential to find another world class mineral deposit. Results of a high definition, airborne gravity - gradiometer survey currently being carried out over 6,000 line kilometers by Gedex Inc. for Noble will be used to prioritize potential base metal targets identified from preliminary results of a recently completed modern, state of the art Heliborne EM/Mag survey.

Also the Company plans on advancing the Great Burnt Copper-gold property in central Newfoundland are to perform metallurgical testing on core samples collected during the 2016 drilling program. If the results are positive, a preliminary economic assessment (PEA) will be carried out to evaluate the possibility of an open pit mine on the Great Burnt copper deposit. Additionally, the Company has developed plans for further exploration on the South Pond "B" gold zone, which was drilled by BP Minerals in 1987 and 1989 over a length of 1100 metres. Results of the BP drilling include 28 metres @ 1.16 g/t gold and 4.33 metres @ 4.75 g/t gold.

Financing will be necessary to carry out these plans.

John Ryan, CPA, CGA
Chief Executive Officer
April 2, 2018