McLaren
RESOURCES

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE MONTH ENDED JUNE 30, 2017

As at August 28, 2017

This Management's Discussion and Analysis ("MD&A") of McLaren Resources Inc. (CSE: MCL) ("McLaren" or the "Company") has been prepared by management of the Company and should be read in conjunction with the Company's annual audited financial statements and notes thereto for the fiscal periods ended September 30, 2016 and September 30, 2015, which were prepared in accordance with International Financial Reporting Standards ("IFRS") and all amounts are expressed in Canadian dollars unless otherwise noted. Additional information regarding the Company can be found on SEDAR at www.sedar.com. The MD&A is dated August 28, 2017 and is current to that date, unless otherwise stated.

Forward Looking Statements

Certain information in this MD&A and in other public announcements by the Company is forward-looking and is subject to important risks and uncertainties. Forward information includes information concerning the Company's future financial performance, business strategy, plans, goals and objectives.

Factors which could cause actual results to differ materially from current expectations include, among other things: the ability of the Company to successfully implement its strategic initiatives and whether such strategic initiatives will yield the expected benefits; competitive conditions in the business in which the Company participates; general economic conditions and normal business uncertainty; fluctuations in foreign exchange rates; and changes in laws, rules and regulations applicable to the Company.

The Company does not update forward-looking statements should circumstances or management's assumptions, expectations, or estimates change.

OVERVIEW

McLaren was incorporated on July 13, 1999 under the Business Corporations Act (Ontario). Since that time, the Company has predominantly been engaged in the acquisition, exploration and development of gold properties in Ontario. On December 7, 2016, the Company announced it had signed an agreement with TimGinn Exploration Limited to renew the TimGinn Property option agreement for a term of five years with an effective start date of January 1, 2017. McLaren can earn a 50% interest in the TimGinn Property by spending $1.4 million over five years.

The Company still maintains its 50% interest in the Blue Quartz gold property located in Matheson, Ontario.

FINANCING

i) On January 5th, 2017 the Company completed a non-brokered private placement of 3,500,000 flow though units at $0.05 per share unit for gross proceeds of $175,000.

A Flow-through premium of $105,000 (September 30, 2016 - $26,815) was calculated based on the residual value of flow-through shares (excess of subscription price over closing price multiplied by the number of shares subscribed).

(ii) On December 7th, 2016, the Company announced the issuance of 300,000 common shares as a payment valued at $15,000 on the renewal of the TimGinn option agreement.

(iii) On January 19th, 2017, the Company announced the issuance of 2,500,000 common share units at $0.05 per share unit for gross proceeds of $125,000. Each unit consists of one commons share and one common share purchase warrant, with each warrant being exercisable at $0.10 per share for 24 months from the date of issuance.

(iv) On January 19th, 2017, the Company announced the issuance of 280,000 common shares at a price of $0.05 per share for payment of a finder fee.

(v) On February 16th, 2017, the Company announced the issuance of 1,301,500 common share units at $0.08 per share unit for gross proceeds of $104,120. Each unit consists of one commons share and one common share purchase warrant, with each warrant being exercisable at $0.125 per share for 18 months from the date of issuance.

(vi) On February 16th, 2017, the Company announced the issuance of 3,865,000 Flow-through common share units at $0.08 per share unit for gross proceeds of $309,200. Each unit consists of one common share issued on a flow-through basis and one-half (1/2) common share purchase warrant, with each full warrant being exercisable at $0.125 per share for 18 months from the date of issuance.

(vii) On February 16th, 2017, the Company announced the issuance of 625,000 common share units at $0.08 per share unit as payment for $50,000 of services provided by several service providers.

(viii) On February 16th, 2017, the Company announced the issuance of 65,730 common shares at $0.08 per share unit as payment of in finder's fees.

OVERALL PERFORMANCE

Over the last several years, the global financial and commodity markets were characterized by extreme volatility as market participants reacted and responded to uncertainty and pessimism over the depressed North American and international economies. These circumstances have had an impact on the Company's operations and, in particular, on the economics of its existing exploration and development projects, its strategy to evaluate and, if attractive, complete potential acquisitions and otherwise its ability to pursue growth opportunities.

Selected Financial Information

The following table provides selected financial information for the years ended September 30, 2016 and the two most recent years ended September 30, 2015 and September 30, 2014.

	September 30 2016	September 30 2015	September 30 2014
Revenue	$	$	$
Operating expenses	84,472	82,057	257,081
Exploration and evaluation expenditures	1,055	6,131	19,338
Net Income (Loss)	79,826	(33,872)	(265,081)
Income (Loss) per share	0.01	(0.01)	(0.01)
Total Assets	13,253	4,355	39,765
Liabilities	176,020	261,948	265,986
Dividend Paid	$Nil	$Nil	$Nil

The following tables summarize selected quarterly financial data of the Company for the eight most recent quarters.

Results of Operations

Quarterly Financial Information (unaudited)

	2017 Q3	**2017 Q2**	**2017 Q1**	**2016 Q4**
(a) Revenue	$-	$-	$-	$-
(b) Net (loss)	$(61,445)	$(288,909)	$(29,754)	$(895)
(c) Net (loss) per share (basic and fully diluted)	$(0.01)	$(0.01)	$(0.01)	$(0.00)
	2016 Q3	**2016 Q2**	**2016 Q1**	**2015 Q4**
(a) Revenue	$-	$-	$-	$-
(b) Net (loss) income	$(26,178)	$(33,078)	$139,977	$(99,887)
(c) Net income (loss) income per share (basic and fully diluted)	$0.01	$(0.01)	$0.01	$(0.00)

OPERATIONAL REVIEW & RESULTS OF OPERATIONS

FOR THE THREE MONTH PERIOD ENDED JUNE 30, 2017

Net Loss for the three month period ended June 30, 2017, was $(61,445) as compared to a net loss of $(26,178) for the same period in 2016. In 2017 the Company incurred higher office and general costs and regulatory fees related to fundraising and general business activities. The Company resumed paying management fees to both the Interim President and CFO during the quarter and recorded a $29,000 provision for Part XII.6 taxes. Overall operating expenses during the three month period remain low.

FINANCINGS

During the 1st quarter of 2017, the Company issued 3,500,000 Flow-through common share units at $0.05 per share for gross proceeds of $175,000 (net $162,750). Each unit consists of one Flow-through common share and one half (1/2) common share purchase warrant, exercisable at $0.10 for a period of 24 months. The warrants were valued at $62,684 using the Black Scholes valuation model.

On January 19th, 2017, the Company announced the issuance of 2,500,000 common share units at $0.05 per share unit raising $125,000. Each unit consists of one commons share and one common share purchase warrant, with each warrant being exercisable at $0.10 per share for 24 months from the date of issuance.

On February 16th, 2017, the Company announced the issuance of 1,301,500 common share units at $0.08 per share unit raising $104,120. Each unit consists of one commons share and one common share purchase warrant, with each warrant being exercisable at $0.125 per share for 18 months from the date of issuance.

On February 16th, 2017, the Company announced the issuance of 3,865,000 Flow-through common share units at $0.08 per share unit raising $309,200. Each unit consists of one common share issued on a flow-through basis and one-half (1/2) common share purchase warrant, with each full warrant being exercisable at $0.125 per share for 18 months from the date of issuance.

See note 12 of the Financial Statements and news releases dated January 5th and February 16th, 2017 filed on www.sedar.com.

MINERAL EXPLORATION PROPERTIES

None of the Company's mineral properties are at or near production. As at June 30, 2017, the Company held the following mineral properties:

Blue Quartz / BQ-Extension Properties

On December 6, 2010, McLaren and Orla Mining Ltd. (formerly Red Mile Minerals Corp.) ("Orla") entered into an option agreement whereby McLaren could earn a 50% interest in the Blue Quartz gold property (the "Blue Quartz Property"), with McLaren having the right of first refusal on the remaining 50% interest. McLaren earned a 50% interest in the Blue Quartz Property, with a cash payment of $10,000, and spending $200,000 on exploration and evaluation expenditures ("E&E") on or before September 1, 2011. The Blue Quartz Property consists of 25 patented mining claims located in Beatty Township, Northern Ontario.

During December 2011, the Company completed the $200,000 in E&E and exercised its option to acquire a 50% interest in the Blue Quartz Property which is subject to 1.0% net smelter royalty ("NSR") held by the predecessor companies, Thundermin Resources Inc. and Wesdome Mines Ltd. The Company has the right to purchase 50% of the NSR from the predecessor companies for $250,000. McLaren and Orla agreed to associate on a shared cost basis for further E&E of the Property.

On July 26, 2011, the Company purchased a 100% interest in 8 unpatented claims from 2285944 Ontario Limited (the "BQ-Extension Property") totaling 240 hectares for $68,000.

TimGinn

On November 7, 2011, the Company announced that it had signed a Letter of Intent ("LOI") with TimGinn Exploration Limited to earn a 60% interest in a past-producing gold property (the "TimGinn Property") located in Tisdale Township in the heart of the Timmins Gold Camp adjacent to Goldcorp's Hollinger Mine (19.3 million oz) and McIntyre Mine (10.7 million oz). The TimGinn Property consists of 9 mining claims covering 238 hectares. There was brief gold production on the TimGinn Property during the 1920's by Consolidated Gilles Lake Gold Mines when a two compartment shaft was sunk to a depth of 940 feet. The TimGinn Property is unexplored 300 m deep.

On December 7, 2016, the Company announced the signing of an agreement with TimGinn Exploration Limited to renew the TimGinn Property option agreement for a term of five years with an effective start date of January 1, 2017. McLaren can earn a 50% interest in the TimGinn Property by spending $1.4 million over five years.

OBJECTIVES AND MILESTONES

McLaren was incorporated on July 13, 1999 under the Business Corporations Act (Ontario). Since that time, the Company has predominantly been engaged in the acquisition, exploration and development of gold properties in Ontario. On December 7, 2016, the Company announced the signing of an agreement with TimGinn Exploration Limited to renew the TimGinn Property option agreement for a term of five years with an effective start date of January 1, 2017. McLaren can earn a 50% interest in the TimGinn Property by spending $1.4 million over five years. The Company plans on starting a drill program in the Fall of 2017.

LIQUIDITY

Operating Activities

Cash flow used in operating activities during the nine month period ended June 30, 2017 was $96,393. The Company spent $2,450 on E&E during the period ended, to ensure property taxes remain current, compared to $1,055 during 2016.

Liquidity Outlook

As at this report date, August 28th, 2017, the Company has $484,901 in cash. At June 30, 2017 the Company had cash of $479,354 available, an increase of $475,069 from the September 30, 2016 balance of $4,285.

As at June 30th, 2017, the Company had a working capital surplus of $300,910 an increase of $459,677 from the working capital balance deficit of $158,767 at September 30, 2016.

Notwithstanding the success to date in acquiring equity financing on acceptable terms, there is no guarantee of obtaining future equity financings or on what terms any such equity capital may be available to the Company and, as such, alternative funding programs are also being pursued by the Company.

The Company must utilize its current cash reserves, funds obtained from the exercise of options and warrants, if any, and other financing transactions to maintain the Company's capacity to meet working capital requirements, ongoing discretionary and committed exploration programs. The Company anticipates that it will raise additional capital when and if the opportunity arises. See "Risk Factors".

On the date of this MD&A, the cash resources of the Company, $484,901, are held in cash with a major Canadian financial institution. Amounts recoverable are comprised of sales tax receivables from the Government of Canada and other receivables.

OFF STATEMENT OF FINANCIAL POSITION TRANSACTIONS

During the three month period ended June 30th, 2017, there were no off statement financial position transactions. The Company has not entered into any specialized financial agreements to minimize its investment risk, currency risk or commodity risk.

PROPOSED TRANSACTIONS

The Company plans a drill program during the Fall of 2017 on the TimGinn property in Timmins Ontario.

DIVIDENDS

The Company has neither declared nor paid any dividends on its common shares. The Company intends to retain its earnings, if any, to finance growth and expand its operations and does not anticipate paying any dividends on its common shares in the foreseeable future.

CONTINGENCIES AND COMMITMENTS

The Company has made the following commitments as of the date of this MD&A:

As at June 30, 2017, under the Flow-through shares issuance as described under note 13(b) to the Financial Statements, the Company is obligated to incur $484,200 of eligible Canadian exploration expenditures for renunciation to the Flow-through shares subscribers.

RELATED PARTY TRANSACTIONS

Certain corporate entities and consultants that are related to the Company's officers and directors or persons holding more than 10% of the issued and outstanding shares of the Company provide consulting and other services to McLaren. All transactions were conducted in the normal course of operations and are measured at the exchange amounts as follows:

(a) Included in management and director fees are fees paid to officers and directors of the Company and corporations related to them of $8,000 (2016 - $Nil). Included in accounts payable is $Nil (2016 - $15,000) relating to unpaid management and consulting fees.

(b) During the three month period ended June 30th, 2017, the Company was charged $3,834 (2016 - $5,580) by a law firm of which an officer of the Company is a partner. Accounts payable at June 30th, 2017 is $1,297 (2015 - $Nil).

DISCLOSURE OF OUTSTANDING SHARE DATA

SHARE CAPITAL

The following table sets forth information concerning the outstanding securities of the Company as at June 30, 2017:

Common Shares of no par value	Number
Shares	42,681,511
Options	2,025,000
Warrants	7,484,000
Fully diluted shares	52,190,511

See note 13 to the financial statements for more detailed disclosure of outstanding shares data.

Financial Instruments

Fair Value of Financial Assets and Liabilities

The Company's financial instruments comprise cash, marketable securities, accounts receivable and accounts payable and accrued liabilities.

The Company has designated its cash as FVTPL, which is measured at fair value. Investments are classified as held -for-trading, which are measured at fair value. Fair value of investments is determined based on transaction value and is categorized as Level 1 measurement. Amounts and other receivables are classified for accounting purposes as loans and receivables, which are measured at amortized cost which equals fair value. Trade and other payables, are classified for accounting purposes as other financial liabilities, which are measured at amortized cost which also equals fair value. Fair values of amounts and other receivables, trade and other payables, are determined from transaction values which were derived from observable market inputs. Fair values of these financial instruments are based on Level 2 measurements.

As at June 30th, 2017, the carrying and fair value amounts of the Company's financial instruments are approximately equivalent.

The Company has made the following classifications:

Cash	FVTPL
Investments	Held-for-trading
Amounts and other receivables	Other receivables
Trade and other payables	Other liabilities
Bridge loans	Other liabilities

Financial Instrument Risk Exposures

It is management's opinion that the Company is not exposed to significant interest or credit risks arising from its financial instruments and that their fair values approximate their carrying value unless otherwise noted. Fluctuation in currency exchange rates, have no material impact on the Company's earnings and cash flows.

Risks and Uncertainties

Political Risk

All of the Company's mineral properties are located in Canada. Accordingly, the Company is subject to risks normally associated with exploration for and development of mineral properties in this country. The Company's mineral exploration activities could be affected in varying degrees by political instability, aboriginal land claims and government regulation relating to the mining business. Operations may also be affected in varying degrees by terrorism, military conflict or repression, crime, extreme fluctuations in currency rates and high inflation.

Interest Rate Risk

The Company invests cash surplus to its operational needs in investment-grade short term deposits certificates issued by the bank where it keeps its Canadian bank accounts. The Company periodically assesses the quality of its investments with this bank and is satisfied with the credit rating of the bank and the investment grade of its short term deposits certificates.

Equity Price Risk

Market risk arises from the possibility that changes in market prices will affect the value of the financial instruments of the Company. The Company is exposed to fair value fluctuations on its investments. The Company's other financial instruments (cash and cash equivalents, amounts receivable, accounts payable and accrued liabilities) are not subject to price risk.

Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at June 30th, 2017, the Company had current assets of $494,536 (September 30, 2016 - $13,253) and current liabilities of $193,626 (September 30, 2016 - $172,020). All of the Company's financial liabilities and receivables are subject to normal trade terms. The Company had a current working capital surplus as of June 30th, 2017, of $300,910 (September 30, 2016 – $(158,767)).

Business Risk

There is numerous business risks involved in the mineral exploration industry, some of which are outlined below. The Company may not always own 100% of the mineral claims, concessions, rights or other interests. Similarly, any non-compliance with or non-satisfaction of the terms of an option agreement by the Company could affect its ability to exercise the option and earn its interest in the claims, concessions and assets relating to mineral properties. Mining claims, concessions or other interests may not include surface rights and there can be no assurance that the Company will be successful in negotiating long-term surface rights access agreements in respect of the properties. Failure to obtain surface rights could have an adverse impact on the Company's future operations.

The Company's current or future operations, including development activities, are subject to environmental regulations which may make operations not economically viable or prohibit them altogether. The success of the operations and activities of the Company is dependent to a significant extent on the efforts and abilities of its management, outside contractors, experts and other advisors. Investors must be willing to rely to a significant degree on management's discretion and judgment, as well as the expertise and competence of the outside contractors, experts and other advisors. The Company does not have a formal program in place for succession of management and training of management. The loss of one or more of the key employees or contractors, if not replaced on a timely basis, could adversely affect the Company's operations and financial performance.

Foreign Currency Risk

The Company's exploration and evaluation activities are substantially denominated in Canadian dollars. The Company's funds are kept in Canadian dollars, with a major Canadian financial institution.

Commodity Price Risk

The price of the common shares in the capital the Company, its financial results, exploration and evaluation activities have been, or may in the future be, adversely affected by declines in the price of gold and/or other metals. Gold prices fluctuate widely and are affected by numerous factors beyond the Company's control, such as the sale or purchase of commodities by various central banks, financial institutions, expectations of inflation or deflation, currency exchange fluctuations, interest rates, global or regional consumptive patterns, international supply and demand, speculative activities and increased production due to new mine developments, improved mining and production methods and international economic and political trends. The Company's revenues, if any, are expected to be in large part derived from mining and sale of precious and base metals or interests in properties related thereto. The effect of these factors on the price of precious and base metals, and therefore the economic viability of any of the Company's exploration projects, cannot accurately be predicted.

Environmental and Permitting

All aspects of the Company's operations are subject to environmental regulation in the various jurisdictions in which it operates. These regulations, among other things, mandate the maintenance of air and water quality standards, land reclamation, transportation, storage and disposal of 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 the Company's operations.

Additional Capital

The exploration activities of the Company may require substantial additional financing. Failure to obtain sufficient financing may result in delaying or indefinite postponement of exploration and development of any of the Company's properties. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financings will be favourable to the Company. In addition, low commodity prices may affect the Company's ability to obtain financing.

Acquisition

The Company uses its best judgment to acquire mining properties for exploration and development. In pursuit of such opportunities, the Company may fail to select appropriate acquisition candidates or negotiate acceptable agreements, including arrangements to finance the acquisitions and development, or integrate such opportunity and their personnel with the Company. The Company cannot assure that it can complete any acquisition that it pursues or is currently pursuing, on favourable terms, or that any acquisition completed will ultimately benefit the Company.

Segregation of duties

Segregation of duties is a basic, key internal control and one of the most difficult to achieve in a small company. It is used to ensure that errors or irregularities are prevented or detected on a timely basis by employees in the normal course of business. Due to the Company's small size and limited resources, a complete segregation of duties within the Company's accounting group cannot be fully achieved. The result is that the Company is highly reliant on the performance of mitigating procedures during the process of closing its financial statements in order to ensure the financial statements are presented fairly in all material respects. Management will identify and hire additional accounting resources where cost effective and when required. Where it is not cost effective to obtain additional accounting resources, management will review existing mitigating controls and, if appropriate, implement changes to its internal control processes whereby more effective mitigating controls will be adopted.

Competition

The mining industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than the Company. Competition in the mining business could adversely affect the Company's ability to acquire suitable producing properties or prospectus for mineral exploration in the future.

Reliance on Management

The success of the Company depends to a large extent upon its abilities to retain the services of its senior management and key personnel. The loss of the services of any of these persons could have a materially adverse effect on the Company's business and prospects. There is no assurance the Company can maintain the services of its directors, officers or other qualified personnel required to operate is business. Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

INTERNAL CONTROL OVER FINANCIAL REPORTING

Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

OTHER INFORMATION

This MD&A of the financial position and results of operations as at June 30, 2017, should be read in conjunction with the Company's annual audited financial statements and the related notes for the years ended September 30, 2016 and 2015. Additional information will be accessible at the Company's website www.mclarenresources.com or through the Company's public filings at www.sedar.com.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

The Company's financial statements are the responsibility of the Company's management, and have been approved by the Board. The financial statements were prepared by the Company's management in accordance with IFRS. The financial statements include certain amounts based on the use of estimates and assumptions. Management has established these amounts in a reasonable manner, in order to ensure that the financial statements are presented fairly in all material respects.

The Company has designed appropriate internal controls over financial reporting ("ICFR") for the nature and size of the Company's business, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

The Company's 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 applicable IFRS. ICFR should include those policies and procedures that establish the following inter-related, non-discrete results:

- maintenance of records in reasonable detail, that accurately and fairly reflect the transactions and dispositions of the Company's assets;
- reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with IFRS;
- receipts and expenditures are only being made in accordance with authorizations of management and the Board ; and
- reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements. There have been no changes in ICFR during the three month period ended June 30, 2017 that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

There have been no changes in ICFR during the three month period ended June 30, 2017 that have materially affected or are reasonably likely to materially affect, the Company's ICFR.

Management is responsible for all information contained in this MD&A. The financial statements have been prepared in accordance with IFRS and include amounts based on management's informed judgments and estimates. The financial and operating information included in this MD&A is consistent with that contained in the financial statements in all material aspects.

Management maintains internal controls to provide reasonable assurance that financial information is reliable and accurate and assets are safeguarded.

The Audit Committee has reviewed the annual audited financial statements and interim three month unaudited condensed interim financial statements with management. The Board of Directors has approved these condensed interim financial statements on the recommendation of the Audit Committee on August 28, 2017.

SUBSEQUENT EVENTS

There are no subsequent events to report.

OFFICERS AND DIRECTORS

John Heslop	Director, Executive Chairman
Radovan Danilovsky	Interim President
David McDonald	Chief Financial Officer
Nadim Wakeam	Corporate Secretary
Paul Crath	Director
John Holko	Director
Dr. Andrew Ramcharan	Director

Signed
s"*John Heslop*"
Interim Chief Financial Officer
August 28, 2017