



**Platinex Inc.**  
**Management's Discussion and Analysis**  
**For the Nine Months Ended September 30, 2016**

# PLATINEX INC.

## Management's Discussion & Analysis

For the Nine Months Ended September 30, 2016

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### General

The following Management's Discussion and Analysis ("MD&A") relates to the financial condition and results of operations of Platinex Inc. (the "Company") for nine months ended September 30, 2016 and should be read in conjunction with the unaudited condensed interim consolidated financial statements and the notes thereto for the nine months ended September 30, 2016 and the audited annual consolidated financial statements and related notes for the years ended December 31, 2015 and December 31, 2014. The financial statements and related notes of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Additional information, including the Company's press releases, has been filed electronically through the System for Electronic Document Analysis and Retrieval ("SEDAR") and is available online under its profile at [www.sedar.com](http://www.sedar.com).

### Cautionary Statement on Forward Looking Statements

This management's discussion and analysis contains statements about expected future events and financial and operating results of the Company that are forward looking. By their nature, forward looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. These forward looking statements are based on current expectations. There is substantial risk that forward looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on the Company's forward looking statements as a number of factors including economic conditions, technological change, regulatory change, and competitive factors, could cause actual future results, conditions, actions or events to differ materially from targets, expectations, estimates or intentions expressed in the forward looking statements; many of which are beyond the Company's control.

### Highlights

The Company achieved the following milestones from 2012 through the third quarter of 2016:

- A \$318,000 equity financing of the Company was completed on August 25, 2016 enabling the Company to clear third party debt and commence exploration. This was followed by a raise of \$458,000 in November, 2016 to establish a healthy balance sheet.
- Expanded the Shining Tree Property by over 100% with new options and claim purchases increasing exposure to high potential ground near former Ronda Mine workings and acquiring many know gold prospects which are underexplored..
- Advanced the Shining Tree Gold property to the discovery stage with the identification of significant gold grain counts in soil along a nine kilometre length of a shear zone. Concentrated till sampling has now identified over 30 high gold count anomalies. The outlined gold dispersion train is one of the larger such anomalies in the Province of Ontario and it is largely untested by drilling.
- Conducted an internal assessment of the gold mineralization outlined by drilling in the Herrick gold deposit summarized herein. An independent valuation has been commenced.
- A 9km IP survey conducted in February and March, 2012 outlined numerous anomalies associated with the high gold grain counts in till.
- Initial drilling assessment of gold in till targets has identified a syenite porphyry gold environment associated with the gold in till and IP anomalies Following which a comprehensive internal summary report on the Shining Tree property was completed and filed in June, 2012. Results of logging and assaying this previously drilled core in 2016 is being awaited.
- An exploration plan and permit under the New Mining Act in Ontario have been filed and accepted. The permit covers up to 20,000m of drilling.
- The Tib Lake property was sold to Lac des Iles Mines Ltd., a subsidiary of North American Palladium for \$25,000 plus a 0.5% Net Smelter Royalty.
- The Ivanhoe property was sold to Probe Mines for \$100,000, 50,000 shares of Probe Mines and a retained 1.5% NSR royalty; subsequently the royalty was sold to Probe Mines for \$50,000.
- In August, 2014, Platinex negotiated an option to acquire the Nabish lake Ni-Cu-PGE prospect.
- In January, 2015 the CRA Appeals Division accepted the Company's position and therefore the Company has reversed the estimated shareholder indemnification liability of \$633,071 and has adjusted

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### Highlights continued

- the Part XII.6 tax accordingly (refer Provisions section page 12).
- Extended time to make advance royalty payments on Shining Tree property to 2018 and made favourable changes to buyback schedule on advance royalties.

### Overview of Company

The Company was incorporated on August 12, 1998 under the laws of the Province of Ontario and trades on the TSX Venture Exchange under the symbol "PTX". The Company is at the exploration and evaluation stage and is engaged in the acquisition, exploration and development of properties for the mining of precious and base metals. The Company is in the process of exploring its resource properties for mineral resources and has not determined whether the properties contain economically recoverable reserves. Recovery of amounts reported for mineral properties and related deferred expenditures is dependent upon the existence of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to conduct exploration and the ability of the Company to recover value for its properties and/or upon future profitable production.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. Recoverability of the carrying value of exploration properties and the Company's continued existence are dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves and the development and/or sale of such properties at a profit.

The Company has limited financial resources and no operating cash flow. Until profitable production can be reached, the Company is dependent on debt or equity financings and/or the sale, lease or farm-out of assets to provide the funds necessary for the Company's operating and capital expenditures. Although the Company has been successful in the past in obtaining requisite funding, there can be no assurance that additional funding in amounts and on terms satisfactory to the Company will be available on a timely basis to fund the further exploration and development of its properties or to fulfill its obligations under applicable agreements. Failure to obtain such funding has resulted in delays and could in the future result in the delay or indefinite postponement of further exploration and development of the Company's properties and in the possible dilution or loss of interests in such properties. If the Company raises additional funding through the issue of equity securities, such financings may dilute the holdings of the Company's existing shareholders.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of development of such properties these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, unregistered claims, aboriginal claims, breakdown in law and order, arbitrary and punitive actions of governments and their failure to comply with their own laws and regulations.

In order to sustain its operations, the Company requires additional funds to discharge its liabilities, conduct work programs and meet overhead expenses. The Company continues to seek capital through various means including farm-out / joint venture partnerships and the issuance of equity or debt.

### Overall Performance and Market Conditions

The Company is in the exploration stage on its various properties and therefore it has no revenues to fund such activities. The Company accesses the public markets to finance exploration activity; the ability to raise additional capital is subject to prevailing market conditions. The projects do not have a defined mineral resource in place whereby the Company can establish a measured asset value. However, based on independent NI 43-101 technical reports and / or internal summary reports prepared on Company properties and adjacent properties, further exploration work is warranted.

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#### **Overall Performance and Market Conditions – continued**

The market decline has made it very difficult to finance property exploration through issuance of equity. Many junior mining companies trade at a significant discount to the underlying book value of their net assets. In order to attract investment it is necessary for a company to distinguish itself from its competitors. Therefore, the Company is focusing on completing a financing to continue exploration of the Shining Tree Gold property (described under Properties), which has significant exploration potential. To-date sixty six holes have targeted the Herrick deposit in addition to stripping, trenching, geophysical surveys and geological mapping. All holes drilled to date have intersected gold mineralization in the Central Zone, confirming the existence of a large structural gold system.

Specialized soil sampling on the property has revealed persistent high gold values spatially aligned along a 9 km east west composite shear structure tentatively identified as the Larder Lake Break or an associated splay. The gold in soil occurrences is interpreted to indicate the presence of one or more gold deposits which may be located on the Company's property. Exploration to locate these deposits will continue upon completion of financing. This is a provincially significant glacial gold dispersion train in terms of size and intensity and is highly prospective. Such large scale features may lead to discovery of commercial gold deposits.

Management is optimistic that with progressive exploration the gold in till anomalies on the Shining Tree property and the Herrick gold deposit will evolve into significant commercial gold deposits. Subject to the availability of financing, the Company plans to expand its property holdings and ultimately commence a stripping and drilling program to test these targets plus other known prospects on the newly acquired land.

In April 2011, the Company vested its interest in the main portion of the Shining Tree property and in March, 2012 the McBride lease within the claim group was acquired. In June 2012 a summary report on the Shining Tree property which includes an assessment of mineralization in the Herrick gold deposit was published.

In 2012 new regulations were posted for the New Mining Act in Ontario. The new regulations require a structured approach to prospecting and exploration such that for each property a company must apply for acceptance of a multi-year exploration plan for area specific work on the ground.

Further for more intensive work such as drilling, an exploration permit must be granted by the Ministry of Northern Development, Mines and Forests. Local land owners and First Nations where traditional territories overlap the property must be consulted as part of the permitting process.

Platinex had its exploration plan accepted and its exploration permit granted in August and September, 2013 respectively with the strong support of the Mattagami First Nation and the Matachewan First Nation. The permit covered a three year period in which the company intended to carry out at least 20,000m of drilling. The permit may also be renewed through repeating the application process which the company is currently pursuing.

The Company holds a property with potential for base metals in the Ring of Fire area. Since this property was staked a major chromium discovery, believed to be the largest known chromium deposit in the world, has been discovered in this area. One of North America's largest integrated steel companies, Cliffs Resources, acquired a controlling interest in two resource companies with properties in the Ring of Fire and planned to develop these properties and bring both permanent road and rail transportation into the area. Due to the lack of decisions, by the Province of Ontario, on access infrastructure and poorer market conditions Cliffs, has shut its Canadian offices and has sold its assets in the Ring of Fire.

Statements have been made by some of the federal and provincial politicians that this is the most significant discovery in Canada in the last 100 years. In addition Noront Resources has released results of drilling the Eagle One deposit in the Ring of Fire intrusion. They revealed a combined resource of over 20 million tonnes of high grade Ni-Cu-PGE mineralization. This is a significant discovery.

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## Overall Performance and Market Conditions – continued

In August, 2014 Platinex negotiated an option to acquire the Nabish Lake Ni-Cu-PGE prospect.

In February 2015, two blocks of claims on the South McFaulds property comprising 112 claim units for 1,696ha expired leaving one claim block with 480ha in good standing.

## Properties

The Company maintains an interest in several large gold and PGE properties. Each property requires assessment work to keep it in good standing. Work may involve airborne geophysical surveys, ground geological, geophysical, and geochemical surveys with line-cutting and drilling.

The properties are described below:

### a) Shining Tree Gold Property

In 2011 the Company vested an option agreement with Skead Holdings Ltd., with respect to 139 claim units (5,680 acres or 2,299 ha), situated in Churchill, MacMurchy and Asquith Townships in Ontario (the "Shining Tree property"). The Company now holds a 100% interest in the claims subject to a 3% NSR and advance royalty payments of \$73,000 on April 11, 2018 and \$10,000 per year commencing on April 2019. Further Platinex may after making the \$73,000 payment eliminate the requirement for future advance royalty payments by making a one-time advance royalty payment of \$100,000. The 139 claim units have been placed in a trust and will revert to Skead Holdings Ltd. should the Company fail to make the \$73,000 advance royalty payment due in April 2018. Conversely, upon the Company making the \$73,000 payment the claims will be released from trust to the Company. In two thirds of the 3% NSR may be reduced by payment of: \$75,000 for each one-quarter percent for the first one-half percent; \$150,000 for each one-quarter percent for the second one-half percent; \$250,000 for each one-quarter percent for the third one-half per cent, and; \$400,000 for each one-quarter percent for the final one-half percent (\$1.75 million in aggregate). If Skead Holdings Ltd wishes to sell the residual royalty interest the Company retains a right of first refusal to purchase the NSR. On May 10, 2012 the Company acquired a lease (40 acres, 16 ha) from Gary John McBride for 200,000 shares of the Company. The lease is central to the Shining Tree property.

The Company entered into two agreements in August 2016 and one agreement in November 2016 (subject to regulatory approval) which significantly expand the size and potential of its Shining Tree gold property.

Platinex has entered into an option agreement with Skead Holdings Ltd. and Ashley Gold Mines Limited, with respect to certain claims situated in Churchill, MacMurchy and Asquith Townships, in Ontario. Platinex has the right to acquire a 100%-interest in the 48 claim units and 50% interest in a further 8 claim units (896 ha or 2,240 acres), subject to a 2% NSR, by issuing 200,000 shares of Platinex, and by making cash payments (or share equivalent) of \$95,000 and by incurring property expenditures of \$500,000 during the ensuing four-year period to August 17, 2020.

Platinex has also entered into an agreement with two prospectors to purchase 100% interest in four claims comprising 20 claim units (320 ha or 800 acres) in Churchill, MacMurchy and Asquith Townships, in Ontario by issuing 400,000 shares of Platinex. Finally Platinex has entered into an agreement with one prospector to purchase 100% interest in twelve claims comprising 70 claim units (1,120 ha or 2,800 acres)

The property acquisition has encircled the former producing Ronda Gold Mine and enhances the Shining Tree property exposure to the intersection of a major east-west gold bearing structure and a north-south fault. The combined property created by the acquisitions comprises 286 claim units (4,576 ha (11,440 acres)).

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### Properties – continued

#### a) Shining Tree Gold Property continued

The Company SEDAR-filed its NI 43-101 technical report dated October 2, 2008, by J.G. Bryant and D. Jamieson (the "Report") which examines the Herrick gold deposit on the Shining Tree property and seven other known gold prospects, some of which have been explored underground. The Report qualifies the sampling and drilling work by Unocal (1989) and Fort Knox (1990) compliant with NI 43-101 standards.

The property is underlain by a northwest trending, steeply dipping, sequence of felsic to mafic metavolcanic rocks overlain by Temiskaming aged metasedimentary rocks and intruded by irregular trachyte porphyries and syenite stocks of Early Precambrian age.

#### b) Herrick Deposit

Shining Tree's Herrick deposit was discovered in 1918 and subsequently was developed by a 94 m shaft with 345 m of lateral development on two veins. In 1989 Unocal Ltd. evaluated the historic data and, based on that, stated a potential for the system to carry 5,716 tonnes per vertical metre at 7.2 g/t Au over a width of 1.8 m (400 ounces per vertical foot), Unocal carried out diamond drilling of 11 holes for 1,473m and collected 201 channel samples and 35 composite grab samples on the Herrick vein. In 1990 Fort Knox Gold Inc. followed this work with 45 further channel samples and confirmed the presence of gold mineralization over a 385 m strike length, obtaining samples grading up to 56.5 g/t Au over 1.0 m.

The Report states that, "Judging from evidence of previous results on the Herrick deposit there is a potential to outline a small commercial gold deposit. On a larger scale the bulk of the property may be at the low temperature top of an epithermal system that could well be associated with a world-class gold deposit at depth."

Gold geologists recognize that the Shining Tree property is located on the westward extension of the Cadillac Malartic/Larder fault systems that are associated with several gold deposits that contained between 10 and 30 million ounces of gold. Moreover, the least explored southwestern Abitibi has received additional attention in recent years resulting in the discovery of some of the larger gold deposits in the Abitibi region on three sides of the Shining Tree property.

An internal valuation of the Herrick deposit completed in May, 2012 estimated potential gold content ranging from 111,000 oz to 172,000 oz Au within the defined vein structures to a depth of 300m. The estimate is based on a minimum of 1,628,000 tonnes grading 2.11g/tonne to a maximum of 2,554,000 tonnes grading 2.10g/tonne Au. The estimate is derived from 3 narrow sub-parallel quartz vein breccias and an enclosing mineralized shear zone within a 380m strike length, to a 300m depth and within a 60m wide block. A cutoff grade of 0.5g/tonne was used in the calculations.

The central zone of the Herrick deposit outcrops for most of its length and is a continuously readily definable body. The valuation also identified thicker gold zones between intersecting veins in some holes and in outcrops which are not included in the calculations. These structures plunge vertically providing a prospective target for deeper exploration. There is an undefined potential for a southwesterly plunging thickened enriched section that could contain from a depth of 300m to 1,500m some 14.6 million tonnes at a grade ranging from 2.0 to 5.0g/tonne Au for a gold content of 1.0 to 2.4 million ounces. The potential quantity and grade is conceptual in nature. There has been insufficient exploration to define a mineral resource and it is uncertain if further exploration will result in the delineation of a mineral resource. The internal valuation was conducted by a qualified person who is not independent of the issuer and therefore according to standards set forth in National Instrument 43-101 no resource estimate is available. More sampling of existing core and stripping of identified thicker mineralized zones where these project to surface, is warranted and could increase the potential within the exploration envelope.



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### Properties continued

#### b) Herrick Deposit continued

Along the 380m length of the Herrick Central Zone 72 channel and composite grab sample sections have averaged 6.99 g/t Au / 1.9m true width. Drilling of the same zone to a depth of 300m below surface in 59 drill holes has averaged 2.16 g/t Au / 2.9 m true width. The mineralized zone appears to be thickening at depth with zone widths of up to 46.1 m recorded in drilling.

Platinex has commissioned an independent valuation of the Herrick deposit. Authors of the independent valuation recommended that more drilling and sampling is required to establish the resource within the area that has been drilled. This assessment is being considered in light of the additional opportunities recently acquired on the property in order to revise priorities for future exploration.

#### c) Gold In Glacial Till

Since October 2008, the Company has carried out an exploration program on the property. Particular interest is focused on 446 samples recovered from basal till that have been processed by Overburden Drilling Management. Many of the samples contain pristine gold grains indicating a nearby bedrock source. In addition, 169 samples each returned more than ten gold grains (up to 144 gold grains in one sample) that suggest several nearby previously unexplored gold occurrences in the bedrock.

Noticeably a line of the highest counts was obtained along 9 km easterly trending shear believed to be the Larder Lake Break or an associated splay fault and correlating with XDS ORTHO anomalies and circumscribing a syenite stock. In fact a pattern that has resulted from recognition of the syenite stock is that the better gold grain counts tend to correlate with the observed margins of the syenite stock. The occurrence, distribution and density of high gold counts are similar to such patterns over the Timmins and Matachewan gold camps. The Company views this result as the initial step in locating and identifying one or more major gold deposits, potentially leading to a new major gold camp.

Gold is the best pathfinder to gold, intuitively providing the most direct path to a significant discovery. Less direct indicators of gold including other geochemical, geophysical and geological expressions are less reliable indicators of gold in the ground. Not all major gold deposits in glaciated terrains provide evidence of their existence through gold dispersion trains. However, gold dispersion trains are always pathfinders to sources of gold in place and major gold dispersion trains are either associated with major gold deposits or multiple spatially concentrated gold deposits. This is the promise of the Shining Tree property.

#### d) Exploration by the Company

The exploration program in 2008 and 2009 included an airborne geophysical survey, till sampling, and 26 drill holes for a total of 1,270 m of diamond drilling. In 2010 a comprehensive program of drilling on the Herrick deposit (23 holes for 4,253m) till sampling, and stripping was carried out to further evaluate the potential of the property. A substantial program of channel sampling was carried out on the Caswell prospect. In 2011 three holes for 930m were drilled on the Herrick deposit and seven holes for 1,070m was carried out to test the Caswell trenches. Several good results were obtained including an assay of 18.75g/Au over 0.5m within a broader zone assaying 4.5g/t over 2.52m.

In 2010 the Company retrieved documents revealing results of testing near the old Westree or Caswell mine workings of its Shining Tree claim group in which a trench was bulk sampled in 1975 with 551 lbs (250.5kg) of vein material returning 2.960 oz/ton gold (101.3 g/t) and 1206.41 oz/ton silver (41,271.3 g/t) and 572 lbs (260.0 kg) of wall rock material returning 0.224 oz/ton Au (7.7 g/t) and 368.9 oz/ton silver (12,620.1 g/t). A second bulk sample consisting of 1742 pounds (791.8 kg) of vein material taken approximately 125 feet (38.1m) west of the first sample returned 32.77oz./ton silver (1120.7g/t) and trace gold. A 100 lb (45.45kg) grab sample of muck and rock taken from the trench between these samples

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### Properties continued

#### d) Exploration by the Company continued

returned 2.033 oz./ton gold (69.53g/t) and 1.08 oz./ton silver (36.94g/t). These results have been verified but require qualification. Stripping was carried out in the autumn of 2010 and drilling of seven holes was completed for 1,070m in April 2011. All of the holes intersected gold mineralization with one hole intersecting a potentially commercial value. A nine km Pole-dipole IP survey was completed in March 2012 by JVX Ltd. Following the IP survey, a five hole 870m drilling program was carried out on previously undrilled portions of the property to test five very strong IP anomalies spatially associated with gold in till anomalies. All of the holes intersected thick zones of mineralization and/or alteration. Logging, sampling and assaying of the core is partly completed and initial results reported. One hole intersected unmineralized, chloritized syenite with a few randomly selected character samples returning anomalous values up to 327 ppb Au. The strong IP response was unexplained. This area and its strike projections are a high priority for follow up exploration.

The clustering of the higher gold in till counts near the margins of a syenite stock is suggestive of a prominent, recognizable, and readily explorable, geological environment on a large portion of the property. Subject to the availability of financing, further drilling is planned to follow up till and IP results and to further expand the known size of the Herrick deposit.

#### e) Joint Venture

The Company and Creso Exploration Inc. have entered into an agreement to combine claim holdings along the Larder Lake Break into a 50/50 joint venture in the Shining Tree gold area of Ontario. The nine claims (336ha) that constitute the joint venture property bring together the historic high grade vein systems that include the former Churchill, Gold Corona, Cochrane, and Pet occurrences. A 1,003 m drilling program was carried out in October, 2010 on the joint venture claims. The drill program was designed to begin outlining the dimensions and structural controls of an alteration zone and to guide further drilling toward the most prospective part of the system.

Further geophysical surveys, stripping and trenching were carried out on the joint venture in 2011. However since that time Creso failed to conclude the joint venture arrangements and most of the claims have lapsed so the Joint Venture has not been continued. On April 2, 2014 Dundee Sustainable Technologies Inc. and Creso Exploration Inc jointly announced an amalgamation under the name of the former.

The Ontario Department of Mines reported in 1934 that visible gold and significant gold values over 0.5 opt were returned from channel samples on the principal N60E trending Churchill veins in the southeast part of the zone, where secondary veins in the area also showed gold values of up to 6.96 g/t. Select grab samples from the old Pet Vein on the Churchill Mining property, taken by Vernon Drylie (P.Eng.) for Creso Exploration in 2009, responded well to initial enhanced gravity concentration testing undertaken by the Knelson Research and Technology Centre, with feed material grading 14.7 g/tonne Au gave a Knelson concentrate grading 724.1 g/tonne Au at 39% Au recovery, in a mass pull of 0.8%, indicating good grade enhancement by gravity concentration techniques. The drilling and surface sampling conducted in 2010 exposed a broad zone of low grade gold mineralization in a formational zone of jasper iron formation and carbonates. Sampling by The Company in the summer of 2011 returned values in grab samples up to 181 g/t Au from the Pet Vein.

#### f) Option Agreement

The Company entered into an option agreement with Canadian Prospecting Ventures Inc. on September 16, 2010, to acquire a one hundred percent interest, in a 12 claim unit (192 ha.) property. The property adjoins the Shining Tree property. The Company allowed this option to lapse in the second quarter of 2012.



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### Properties continued

#### g) Memorandum of Understanding

In July 2013, the 2009 exploration agreement with Mattagami First Nation was amended to include the Matachewan First Nation. A mineral exploration plan under the New Ontario Mining Act has been submitted and approved and an exploration permit has been issued by the Ontario government (refer to overall performance page 3).

#### h) Nabish Lake

On August 11, 2014 Platinex acquired an option to purchase the Nabish Lake Ni-Cu-PGE property located 20 kilometres south of the Town of Dryden, Ontario. The property comprises 94 claim units covering 1,504 hectares of the Nabish Lake mafic intrusive complex. The intrusion is one of several mineralized, well layered, mafic to ultramafic intrusions that ring the large Atikwa Batholith. Documents on record with the Ontario Ministry of Northern Development and Mines report samples collected on the property have returned values of up to 3.5% Ni, 6.5% Cu and anomalous levels of PGE. In addition, a recent airborne VTEM survey over a portion of the property has outlined several unexplained geophysical conductors worthy of drill testing.

On August 11, 2014, Rubicon Minerals Corporation agreed to grant the Company a four year option to purchase a one hundred percent (100%) undivided interest in 10 unpatented mining claims, subject to a 1.5% NSR, in exchange for 800,000 common shares of Platinex and \$70,350 to be paid by the fourth anniversary according to a prescribed payment schedule. An initial issuance of 200,000 common shares recorded at the fair market value of \$0.01 per share was made on August 19, 2014 and the first payment for \$7,350 was to be made on the earlier of four months after signing or receipt of drilling permits and exploration financing; the payment is in default as at May 29, 2015. A second optional payment of \$6,000 on August 11, 2015 and a third payment of \$10,000 on August 10, 2016 has not been made. The property comprises 10 claims for 92 claim units covering 1,504 hectares of the Nabish Lake mafic intrusive complex.

#### i) South McFaulds

The South McFaulds property is located 25 km southwest of Noront Resources' Eagle One and Double Eagle nickel-copper-PGE and Blackbird chromitite discoveries within the Ring of Fire intrusion. This property comprises 30 claim units in one claim block covering 480 ha (1,200 acres). The property adjoins a block formerly held by MacDonald Mines, on the northwest known as the Butler Property.

McDonald's former Butler property (now Noront Resources) has revealed occurrences of volcanogenic massive sulphide copper-zinc mineralization of significance and vanadium and nickel-copper-PGE mineralization. The Company's property was staked to cover a layered intrusion that is coupled with magnetic anomalies. A qualifying report was completed on this property in 2011.

In 2011 a federal-provincial airborne gravity and magnetic survey covering the property has highlighted areas of potential for Ni-Cu-PGE, Cu-Zn and vanadium deposits underlying the property. A portion of the McFaulds South property was subjected to an airborne HELITEM and magnetic survey by Fugro Airborne Surveys, Corporation in September 2011 and reported on in January 2012.

After filing the report low priority portions of the property were allowed to lapse. This exploration work has enabled the Company to keep portions of the property in good standing until February 2015 when two blocks of claims on the South McFaulds property comprising 112 claim units for 1,696ha expired leaving one claim block with 480ha in good standing.

For the purpose of this Management's Discussion and Analysis James R. Trusler, P.Eng, President and CEO of the Company is the Qualified Person.

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### **Properties – continued**

#### **Former Big Trout Lake Property, Ontario**

As described in detail in the Management Discussion and Analysis for the year ended December 31, 2009, the Company made considerable efforts to attain lawful access to its property for the purpose of exploration through attempts to consult, engage and accommodate KI and then through litigation.

During 1999, the Company acquired a 100% interest in 221 mining claims located in the Patricia Mining Division of northwestern Ontario. On February 10, 2006 the Company acquired a 100% unencumbered interest in 81 renewable mining leases, and approximately 7,000m of core (valued at \$2,000,000) from a joint venture operated by INCO Limited for \$162,312 cash and the issuance of \$150,000 worth of the Company's common shares (428,751 common shares issued). The Company attempted to commence its exploratory drill program on the Big Trout Lake property in February, 2006. Members of the First Nation, Kitchenuhmaykoosib Inninuwug ("KI") restricted access to the property preventing commencement of the drill program. In April 2006, the Company commenced a lawsuit against KI for damages and sought unobstructed access to its mining claims and leases. In February 2008, the Company delivered written notice to the Province of Ontario of its intention to proceed with legal action for recovery from Ontario of damages suffered by the Company arising from the dispute with KI. In accordance with Accounting Guideline AcG-11, the capitalized asset value has been assessed as impaired due to the lack of access to the property and has accordingly been written down. The claims and leases were surrendered in December 2009 to the Ontario government in return for a payment of \$5,000,000 plus additional mediation and negotiation costs totaling \$377,056 and a retained 2.5% Net Smelter Royalty interest. A qualifying report published in 2006 estimated a potential for 1.7 billion tonnes grading 8.4% Cr<sub>2</sub>O<sub>3</sub>. Additional estimates of platinum group elements in 4 deposits have not been qualified independently but based on a model for layered PGE deposits a potential for a resource of 100 million ounces of PGE plus gold to a depth of 1,000m was estimated internally and supported in principle by Lonmin's consulting geologist. Prior to the initial blockade by KI Platinex had concluded a confidentiality agreement with Lonmin PLC, the world's third largest platinum producer, and negotiated a joint venture agreement which contemplated carrying Platinex's interest through to production. Execution of the agreement was contingent on a positive band council resolution from KI. The hold time on the confidentiality agreement put Platinex in an awkward position in the initial court appearance in 2006. In 2012, Platinex donated core from the former property to the Ontario government in order to foster better understanding of the geology of such layered intrusions related to the Ring of Fire. Platinex remains optimistic that it can achieve further return from this asset given the facts that can now be fully revealed.

Discussions with several parties are proceeding to sell the royalty in whole or in part as an alternative to other financing initiatives currently being pursued by the Company. An internal evaluation of the royalty was completed in 2014 for that purpose.

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#### Private Placements

For further detail regarding share capital issuances, see the audited consolidated financial statements and related notes for the years ended December 31, 2015 and December 31, 2014. Proceeds from non-flow through common shares are used for administrative expenses and working capital. Proceeds from issuance of flow-through common shares are used for mineral exploration on the Company's Canadian mineral properties qualifying as Canadian Exploration Expense (CEE) under the *Income Tax Act (Canada)* enabling the subscriber to obtain applicable tax credits and deductions.

On May 12, 2016 the Company announced a non-brokered private placement (the "Private Placement") of a minimum of 8,000,000 units ("Units") and up to 15,000,000 Units at \$0.025/Unit to raise a minimum of \$200,000 and a maximum of \$375,000. Each Unit will consist of one common share ("Common Share") of the Company and one warrant ("Warrant") of the Company.

On June 28, 2016, the Company completed a private placement of 8,000,000 units at \$0.025 per unit to raise \$200,000. Each unit was comprised of one common share and one warrant. The warrants were valued at \$176,000. Each whole warrant is exercisable for a common share of the Company at an exercise price of \$0.05 on or before June 28, 2017 and thereafter at an exercise price of \$0.10. The warrants expire on June 28, 2021 provided that if the average closing price of the Company's common shares is over \$0.20 per share for 20 consecutive trading days ending more than four months after closing of this offering, the Company may give written notice to the holders of the warrants changing the expiry date to a date which is not less than 30 days following that written notice.

On August 25, 2016, the Company completed a private placement of 4,720,000 units at \$0.025 per unit to raise \$118,000. Each unit was comprised of one common share and one warrant. Each whole warrant is exercisable for a common share of the Company at an exercise price of \$0.05 on or before August 25, 2017 and thereafter at an exercise price of \$0.10. The warrants expire on August 25, 2021 provided that if the average closing price of the Company's common shares is over \$0.20 per share for 20 consecutive trading days ending more than four months after closing of this offering, the Company may give written notice to the holders of the warrants changing the expiry date to a date which is not less than 30 days following that written notice.

The Company intends to use the proceeds of the private placement as follows: exploration expenses including qualifying report on Shining Tree property of \$75,000, accrued arms-length expenses of \$97,500, option payments of \$25,000, property maintenance expenses of \$10,000, financing expenses of \$36,000, annual general meeting expenses of \$7,000, arms-length general and administrative expenses of \$40,000 and management fees of \$27,500.

# PLATINEX INC.

## Management's Discussion & Analysis For the Nine Months Ended September 30, 2016

### Summary of Quarterly Results

The following table sets out financial performance highlights for the last eight fiscal quarters.

<b>Operations:</b>	<b>Sept-16</b>	<b>Jun-16</b>	<b>Mar-16</b>	<b>Dec-15</b>	<b>Sept-15</b>	<b>Jun-15</b>	<b>Mar-15</b>	<b>Dec-14</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Expenses	205,243	39,750	10,070	31,567	27,374	9,445	8,057	8,669
Gain on sale of mining claims/royalty	0	0	0	0	0	0	0	0
Reversal of provision	0	0	0	0	0	0	0	(633,071)
Part X11.6 tax, Interest and penalties	0	0	0	0	0	0	0	(143,010)
Net loss (income)	205,243	39,750	10,070	31,567	27,374	9,445	8,057	(767,412)
Loss (income) per share and fully diluted	0.0034	0.0007	0.0002	0.0002	0.0005	0.0002	0.0001	(0.0148)
<b>Financial Position:</b>	<b>Sept-16</b>	<b>Jun-16</b>	<b>Mar-16</b>	<b>Dec-15</b>	<b>Sept-15</b>	<b>Jun-15</b>	<b>Mar-15</b>	<b>Dec-14</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Total assets	1,910,900	1,890,035	1,731,142	1,732,384	1,730,472	1,753,914	1,753,547	1,753,236
Total long-term Liabilities	0	0	0	0	0	0	0	0
Shareholders' Equity	1,462,662	1,371,284	1,253,189	1,263,259	1,261,326	1,288,700	1,298,145	1,306,202

### Results of Operations – Quarter Ended September 30, 2016

In the third quarter of 2016, the Company's operations were focused on fund raising. The Company's third quarter 2016 expenses of \$205,243 increased from the \$27,374 of expenses incurred in the third quarter of fiscal 2015; the increase was largely on account of the issue of a stock based compensation. The fiscal 2016 third quarter basic and fully diluted loss per share of \$0.0034 as compared to a fiscal 2015 third quarter loss per share of \$0.0005.

### Results of Operations – Nine Months Ended September 30, 2016

In the first nine months of 2016, the Company's operations were focused on raising capital. The first nine month 2016 operating expenses of \$255,064 increased from the \$44,876 of operating expenses incurred in the first nine months of fiscal 2015 largely on account of the issue of a stock based compensation. The resulting fiscal 2016 first nine month loss was \$255,064 (loss \$44,876 – 2015) with a basic and fully diluted loss per share for the first three quarters of \$0.0043 (loss per share \$0.0008 – 2015).

In the first nine months of 2016, 4,700,000 options (0 – 2015) with an exercise price of \$0.05 (\$NIL – 2015) were granted; in the first nine months of 2016, 1,560,000 options expired (220,000 - 2015).

## PLATINEX INC.

### Management's Discussion & Analysis

For the Nine Months Ended September 30, 2016

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#### Summary of Quarterly Results – Continued

In the first nine months of 2016, 12,720,000 warrants were granted and 0 warrants expired (1,050,000 – 2015).

#### Liquidity and Capital Resources

At September 30, 2016, the Company reported a working capital deficiency of \$351,071 (\$461,279 – December 31, 2015) and cash balances of \$80,371 (\$5,491 – December 31, 2015).

	<b>September 30</b>	<b>December 31</b>
	<b>2016</b>	<b>2015</b>
Cash	\$ 80,371	\$ 5,491
Current assets	16,796	2,355
Current liabilities	(448,238)	(469,125)
Working capital (deficiency)	\$ (351,071)	\$ (461,279)

Working capital (deficiency) is defined as current assets net of current liabilities, which is a non-GAAP measure. Non-GAAP financial measures do not have any standardized meanings prescribed by IFRS and therefore may not be comparable to similar measures presented by other issuers. However, management believes that it is a useful in assessing the Company's liquidity.

The Company has limited financial resources and no source of operating revenue. In the past, it has relied on debt/equity financings to maintain its exploration, environmental permitting, and engineering and development activities and meet its administrative costs. The Company continues to seek capital through various means including the possible joint venturing of a direct interest in its projects and by the issuance of equity and/or debt. If the Company experiences significant delays in obtaining additional funding necessary to fund its ongoing operating and capital requirements, this may have a material adverse impact on the Company's financial condition, business and plan of operations.

The mineral properties in which the Company currently has an interest are in the exploration stages and, consequently, the Company has no current source of operating revenue and is dependent on external financing to fund continued exploration and development of its mineral properties. Historically, the Company's principal sources of funding have been the issuance of equity securities for cash and interest income from short-term investments.

The challenging financial markets currently faced by companies in the junior mining sector generally, have had a significant adverse effect on the Company's share price and on its ability to raise additional funds through equity financings on a timely basis. The Company has taken steps to conserve cash pending completion of additional financings.

#### Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.



# PLATINEX INC.

Management's Discussion & Analysis  
For the Nine Months Ended September 30, 2016

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## Transactions with Related Parties

Remuneration of Directors and key management personnel during the first nine months of 2016 and 2015 was:

	<b>Nine Months Ended September 30, 2016</b>	<b>Nine Months Ended September 30, 2015</b>
Management fees and consulting	\$ 19,500	\$ 0
Directors fees	0	0
Share-based payments	81,331	0
	<hr/>	<hr/>
	\$ 100,831	\$ 0

At September 30, 2016, due to related parties was \$262,227 (December 31, 2015 - \$230,551) and accounts payable included \$82,490 due to former Directors and Officers (December 31, 2015 - \$110,990).

## Proposed Transactions

There are no material decisions by the Board of Directors of the Company with respect to any imminent or proposed transactions that have not been disclosed.

## Critical Accounting Estimates and Judgements

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income/loss in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of the Company's assets and liabilities are disclosed in note 4 to the audited annual consolidated financial statements for the years ended December 31, 2015 and 2014.

## Accounting Policies

No new accounting policies were adopted in the first three quarters of fiscal 2016.

## Financial Instruments and Risk Factors

The Company has designated its cash as held-for-trading, measured at fair value. Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost. As at September 30, 2016 and December 31, 2015, the carrying value of the Company's financial instruments represent their fair value.

The Company's risk exposures and the impact on the Company's financial instruments are disclosed in note 10 to the audited annual consolidated financial statements for the years ended December 31, 2015 and 2014.

## **PLATINEX INC.**

### Management's Discussion & Analysis

For the Nine Months Ended September 30, 2016

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#### **Subsequent Events**

On November 3, 2016, the Company has entered into an agreement to purchase 70 claim units (1,120 ha or 2,800 acres) in the Shining Tree area located south of Timmins, Ontario. This agreement provides for Platinex to acquire 100% interest in 10 claims located in Churchill, MacMurchy and Fawcett townships, in Ontario by issuing 398,000 shares of Platinex Inc. The recent Shining Tree gold property acquisitions have increased the project size to 286 claim units (4,576 ha or 11,440 acres).

On November 25, 2016, the Company completed a non-brokered private placement of 4,580,000 units at \$0.10 per unit to raise \$458,000. Each unit consists of one common share of the Company and one common share purchase warrant of the Company. Each whole warrant is exercisable for a common share of the Company at an exercise price of \$0.125 on or before November 25, 2017 and thereafter at an exercise price of \$0.20. The warrants expire on November 25, 2021 provided that if the average closing price of the Company's common shares is over \$0.20 per share for 20 consecutive trading days ending more than four months after closing of this offering, the Company may give written notice to the holders of the warrants changing the expiry date to a date which is not less than 30 days following that written notice. In connection with the private placement, the Company paid \$19,460 of finder's fees and issued 278,000 broker units which are exercisable into Units within 24 months of the closing date. No insiders participated in the private placement.

#### **Additional Disclosure for Venture Issuers without Significant Revenue**

The accumulated costs relating to the Company's interests in mineral properties are detailed in the unaudited condensed interim consolidated financial statements and notes for the nine months ended September 30, 2016 and 2015 and the annual consolidated financial statements and notes for the years ended December 31, 2015 and 2014.

#### **Disclosure of Outstanding Share Data**

The Company is authorized to issue an unlimited number of common shares, and on September 30, 2016 65,529,326 common shares were issued (52,209,326 – December 31, 2015); as at November 29, 2016 70,507,326 common shares were issued. As at September 30, 2016, there were 6,300,000 options outstanding with a weighted average exercise price of \$0.05 expiring between April 30, 2019 and November 30, 2020. As at September 30, 2016, there were 12,720,000 warrants outstanding with a weighted average exercise price of \$0.09 and expiring from June 28, 2021 to August 25, 2021. From September 30 to November 29, 2016, no options expired, no options were exercised and there were no options issued. From September 30 to November 29, 2016, no warrants expired and there were 4,580,000 warrants issued with a weighted average exercise price of \$0.185 and expiring on November 25, 2021.

#### **Disclosure Controls and Internal Controls over Financial Reporting**

Management's Report on Disclosure Controls and Procedures:

Disclosure controls and procedures have been designed with reasonable assurance that all material information related to the Company is identified and communicated on a timely basis. Management of the Company, under the supervision of the President and Chief Executive Officer is responsible for the design and operations of disclosure controls and internal control over financial reporting. There have been no changes in the Company's disclosure controls and procedures during the nine months ended September 30, 2016.

## **PLATINEX INC.**

Management's Discussion & Analysis

For the Nine Months Ended September 30, 2016

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### **Disclosure Controls and Internal Controls over Financial Reporting**

Internal Control over Financial Reporting:

The Company's management is responsible for establishing and maintaining adequate internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with generally accepted accounting principles. However, the Company's management, including its Chief Executive Officer and Chief Financial Officer, believe that due to inherent limitations, internal control over financial reporting may not prevent or detect all misstatements and fraud on a timely basis. Also, projections of any evaluation of the effectiveness of internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

There have been no changes in the Company's internal control over financial reporting during the nine months ended September 30, 2016 that have materially affected or are reasonably likely to materially affect, the Company's internal control over financial reporting.

November 28, 2016