FINORE MINING INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

December 31, 2016

BACKGROUND

The following information, prepared as of March 22, 2017, should be read in conjunction with the audited financial statements and accompanying notes of Finore Mining Inc. (the "Company") for the years ended December 31, 2016 and 2015. The audited financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

During the year ended December 31, 2016, the Company's critical accounting estimates and significant accounting policies have remained substantially unchanged and are still applicable to the Company unless otherwise indicated. All amounts are expressed in Canadian dollars unless noted otherwise.

The risk factors identified in previous management's discussion and analysis (the "MD&A") have also remained substantially unchanged but the risk factor of future financings has assumed a greater importance to the Company in view of the current economic climate and stock market volatility. Management has assessed and will continue to address the implications of recent events in order to ensure that the Company can continue to achieve its long-term objectives.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain statements contained in the foregoing MD&A constitute forward-looking statements. Such forward-looking statements involve a number of known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements in light of the risks set forth below.

DESCRIPTION OF BUSINESS

The Company was incorporated on November 29, 2006 pursuant to the *Business Corporations Act*, British Columbia. The Company's principal business activity is the exploration of mineral properties. The Company was listed for trading on the Canadian National Stock Exchange (the "CNSX") since February 4, 2008 under the trading symbol "OTB". On September 26, 2011, the Company changed its name to Finore Mining Inc. and the Company's common shares began trading under the new symbol of "FIN". On April 9, 2012, the Company's shares have commenced trading in the United States on the OTC market's tier, OTCQX International under the symbol of "FNREF". Effective January 1, 2014, the Company's shares ceased trading on the OTC market.

Pursuant to the approval by its shareholders of a share consolidation at its annual general meeting of its shareholders ("AGM") held on May 23, 2014, the Company's board of directors, on June 16, 2014, proceeded with a consolidation of the issued and outstanding common shares of the Company on the basis of a one (1) post-consolidated Common Share for each ten (10) pre-consolidation Common Shares. All comparable data has been adjusted for the aforementioned consolidation.

The Company is a junior mineral exploration company engaged in the acquisition and exploration of strategic mineral properties. The Company is primarily engaged in the exploration for, and the development of, mineral properties with gold, copper, nickel, and other mineral. The Company has announced that it is seeking potential opportunities in different sectors to increase shareholder value.

On August 24, 2011, the Company entered into an option agreement with Nortec Minerals Corp ("Nortec"). The option agreement gave the Company the option to earn up to an 80% interest in Nortec's Läntinen Koillismaa ("LK") project, a palladium-platinum–gold–copper-nickel property, located in north central Finland. However, on September 10, 2012, the Company entered into an amendment to the option agreement (the "Nortec Option

Amendment"), whereby Nortec has granted the Company the right to acquire 70% interest in the Läntinen Koillismaa Project by: a) issuing additional 27,000,000 shares of the Company (issued); b) paying in full amount owed by the Company on account of the conduct of exploration work within 60 days from the date of the Nortec Option Amendment; and c) granting Nortec the right to nominate two persons for appointment or election to the Company's board of director.

On February 19, 2013, the Company entered into a second amendment agreement (the "Second Amendment Agreement") with Nortec, whereby Nortec and the Company agreed to such amendments that the Company has the sole and exclusive right and option to earn 100% interest in and to the Läntinen Koillismaa Project for, among other things, 4,100,000 shares of the Company.

Effective May 6, 2014, the Company acquired a 100% interest in the Läntinen Koillismaa Project from Nortec through the acquisition of Nortec Minerals OY ("NMO"), the subsidiary that holds title to the LK property. Finore has made the final payment to Nortec, comprised of 91,771 shares in Finore, pursuant to Second Amendment Agreement. These shares were issued on May 6, 2014. As at December 31, 2015, Nortec holds a total of 8,614,492 (2014: 8,614,492) shares of the Company which equates to a 34% interest (2014: 54%).

The LK Property is located in north central Finland, 660km north of the capital Helsinki, 65km south of the Arctic Circle, and covers approximately 3750 hectares. The project is well serviced by power, water and roads affording all season access and development. The LK Project consists of the Kaukua, Murtolampi, Haukiaho and Haukiaho East Zones. Nortec carried out over 10,000 metres of diamond core drilling on the Kaukua Zone since 2007 and over 7,000 metres of historical diamond drilling was performed on the Haukiaho Zone since the 1960's.

The Nickel One Transaction

Finore signed a letter agreement dated October 17, 2016 (the "**LOI**") and signed a share purchase agreement ("the SPA") on January 31st, 2017 with Nickel One Resources Inc. ("**Nickel One**"), a public company listed on the TSX Venture Exchange (the "**TSXV**"), in connection with the acquisition by Nickel One of all of the issued and outstanding shares of Nortec Minerals Oy, a wholly-owned subsidiary of Finore which holds a 100% interest in the Lantinen Kollismaa Platinum Group Element-Copper project (the "**LK Project**") located in north-central Finland (the "**Nickel One Transaction**").

Pursuant to the SPA, Nickel One will issue to Finore 5,000,000 common shares in the Capital of Nickel One and will issue 2,500,000 common share purchase warrants exercisable to acquire 2,500,000 additional common shares of Nickel One at a price of $0.12 per share for a period of 24 months from the closing of the SPA.

In addition, Nickel One paid Finore $50,000 upon signing the LOI which funds are expected to be applied to a subscription by Nickel One in a future private placement by the Finore (see details below).

The SPA Transaction remains subject to certain closing conditions, including, completion of due diligence, the negotiation and signing of a definitive agreement and obtaining all necessary approvals, including, approval of the respective boards, the approval of the TSXV and CSE, and if applicable, shareholders of Nickel One and/or Finore.

Kushtown USA LLC Transaction

Finore entered into an agreement (the "Assignment Agreement") dated October 27, 2016 with an arm's length private British Columbia company (the "Assignor"), pursuant to which the Assignor assigned to Finore the rights and obligations of a letter assignment dated October 25, 2016 (the "Letter Agreement") between the Assignor and Kushtown USA, LLC (the "Target"), a private California limited liability company. Pursuant to the terms of the Letter Agreement, Finore will acquire all of the issued and outstanding securities of the Target (the "Transaction").

Pursuant to the terms of the Letter Agreement, Finore paid the Target Shareholders aggregate cash consideration of US$50,000 (the "Cash Payment") and advanced a loan to the Target of US$50,000 (the "Loan"). The Cash Payment and the Loan are evidenced by a promissory note and are secured by a pledge over in aggregate 20% of the issued and outstanding shares of the Target.

On January 25, 2017, Finore entered into a Share Exchange Agreement with Kushtown USA, LLC ("Kushtown") a private California limited liability company, and the members of Kushtown, pursuant to which, the Company will acquire all of the issued and outstanding membership interests of Kushtown (the "Transaction").

On March 15, 2017 Finore announced the mutual termination of the Securities Exchange Agreement dated January 25, 2017 among the Company, Kushtown USA, LLC ("Kushtown") and the members of Kushtown (the "SEA") with respect to the acquisition of all of the issued and outstanding membership interests of Kushtown (the "Transaction").

QUALIFIED PERSON

All disclosure of scientific or technical information, including disclosure of a mineral resource or mineral reserve, concerning a mineral project on a property material to the issuer must be based upon information prepared by or under the supervision of a qualified person.

Mohan Vulimiri, Director is the Qualified Person for the Company.

CHANGES IN MANAGEMENT

During the year ended December 31, 2016 the following management changes occurred:

Appointment of Rav Mlait as President, Chief Executive Officer and Director, and resignation of Peter Tegart, effective October 13, 2016.

Appointment of Michael Sadhra as Chief Financial Officer, and resignation of Simon Ma, effective October 13, 2016.

On July 4, 2016, Mr. Brett Kagetsu resigned as a director of the Company.

Subsequent to December 31, 2016:

On February 10, 2017, James McKenzie resigned as a director of the Company.

On February 10, 2017, Michael Sadhra was appointed as a director of the Company.

The Company's Board of Directors now consists of following: Ravinder Mlait, Michael Sadhra, Mohan Vulimiri, and Gerhard Merkel.

OVERALL PERFORMANCE

The following discussion of the Company's financial performance is based on the audited financial statements for year ended December 31, 2016.

As at December 31, 2016, the Company had cash of $3,140,798 (December 31, 2015 - $32,050). Total current assets amount to $3,714,316 (December 31, 2015 - $43,868).

Current liabilities at December 31, 2016 total $161,483 (December 31, 2015 - $424,729). Shareholders' equity is comprised of share capital of $21,067,216 (December 31, 2015 - $16,981,663), reserves of $2,149,757 (December 31, 2015 - $1,840,049) and a deficit of $19,662,347 (December 31, 2015 - $18,325,408) for a net amount of $3,554,626 (December 31, 2015- $496,304).

On June 5, 2015, the Company closed a non-brokered private placement consisting of the issuance of 9,270,000 units of the Company at a price of $0.03 per unit for gross proceeds of $278,100. Each unit is comprised of one common share of the Company and one common share purchase warrant, and each warrant entitles the holder to purchase one additional common share of the Company at $0.08 per warrant share for the first two years after the date of issue, and at an exercise price of $0.10 per warrant share during the third year after the date of issue. The Company paid a commission comprised of 267,750 units in connection with a portion of the private placement.

During the year ended December 31, 2016, the Company reported a net loss of $1,336,939 ($0.02 basic and diluted loss per share) compared to a net loss of $10,489,839 ($0.49 basic and diluted loss per share) reported for the year ended December 31, 2015.

RESULTS OF OPERATIONS

Year ended December 31, 2016

During the year ended December 31, 2016, the Company incurred a net loss of $1,336,939 (year ended December 31, 2015 - $10,489,839). The decrease of the Company's net loss was mainly due to a significant decrease in the impairment of exploration and evaluation assets: $633,074 (year ended December 31, 2015 - $10,355,368). This decrease in expenses was partially offset by increases in share-based compensation of $239,608 (year ended December 31, 2015 - $6,017), marketing fees of $137,982 (year ended December 31, 2015 - $nil), professional fees of $151,274 (year ended December 31, 2015 - $25,190), project investigation fees of $141,909 (year ended December 31, 2015 – nil), transfer agent and filing fees of $57,626 (year ended December 31, 2015 - $19,267), office and general expenses of $19,163 (year ended December 31, 2015 - $1,087), and consulting fees of $73,633 (year ended December 31, 2015 - $71,101). The increases in these expenses were mainly due to overall increased activities in business development, advertising, news release dissemination, as well as increases in statutory listing costs, filing fees, legal, accounting and consulting fees incurred in the operation of the business which were mainly attributable to the acquisition of Kushtown LLC.

SELECTED ANNUAL INFORMATION

The following table sets out selected financial information derived from the Company's audited financial statements for the most recently completed financial years:

	Year Ended December 31, 2016 $	**Year Ended December 31, 2015 $**	**Year Ended December 31, 2014 $**
OPERATIONS			
Revenue	N/A	N/A	N/A
Operating Loss	(679,658)	(122,622)	(160,688)
Other income	N/A	N/A	N/A
Basic and diluted loss per share	(0.02)	(0.49)	(0.01)
BALANCE SHEET			
Working capital (deficiency)	3,552,833	(380,861)	(335,805)
Total assets	3,716,109	921,033	11,061,082

During the year ended December 31, 2016, the Company incurred a net loss of $1,336,939 ($0.02 basic and diluted loss per share) compared to a net loss of $10,489,839 ($0.49 basic and diluted loss per share) for the year ended December 31, 2015.

Three Months Ended December 31, 2016 and 2015

During the 3 months ended December 31, 2016, the Company had a net loss of $681,429 compared to $10,409,751 for the 3 months ended December 31, 2015. The primary driver to this decrease in loss in the amount of $9,728,322 is the impairment exploration and evaluation of $51,100 (2015: $10,355,368).

The major expense categories included in operating expenses are as follows:

- Professional fees of $151,274 for the 3 months ended December 31, 2016 compared to $25,190 for the 3 months ended December 31, 2015, an increase of $126,084;
- Marketing fees of $137,982 for the 3 months ended December 31, 2016 compared to $nil for the 3 months ended December 31, 2015;
- Project investigation fee of $141,909 for 3 months ended December 31, 2016 compared to $nil for the 3 months ended December 31, 2015;
- Transfer agent and filing fees increased from $3,960 for the 3 months ended December 31, 2015 to $39,441 for the 3 months ended December 31, 2016;
- Office and general expenses increased from $332 for the 3 months ended December 31, 2015 to $18,124 for the 3 months ended December 31, 2016;
- Share-based compensation expense of $239,608 for the 3 months ended December 31, 2016 compared to $nil for the 3 months ended December 31, 2015;
- Foreign exchange loss increased from $6,183 for the 3 months ended December 31, 2015 to $8,004 for the 3 months ended December 31, 2016.

The above increases in expenses were partly offset by an increase in gain of settlement of debt: $118,309 for the 3 months ended December 31, 2016 compared to $nil for the 3 months ended December 31, 2015.

The differences for the three months ended December 31, 2016 compared to the three months ended December 31, 2015 were due to similar reasons noted above in the year ended December 31, 2016.

SUMMARY OF QUARTERLY RESULTS

The following table presents unaudited selected financial information for each of the last eight quarters:

	Summary of Quarterly Results							
	2016				**2015**			
	December 31, 2016	**Qtr 3**	**Qtr 2**	**Qtr 1**	**December 31, 2015**	**Qtr 3**	**Qtr 2**	**Qtr 1**
	$	**$**	**$**	**$**	**$**	**$**	**$**	**$**
Revenue	-	-	-	-	-	-	-	-
Net loss	(681,429)	(534,279)	(56,716)	(64,515)	(10,409,751)	(21,175)	(27,013)	(31,900)
Basic and diluted loss per share	(0.01)	(0.02)	(0.00)	(0.00)	(0.49)	(0.00)	(0.00)	(0.00)

MINERAL PROPERTIES AND DEFERRED EXPLORATION EXPENDITURES

Läntinen Koillismaa Mineral Claims, North-eastern Finland

Balance December 31, 2014	**$**	**11,035,197**
Exploration costs		
Landowner costs		110,330
Professional fees – legal		51,200
Professional fees – accounting		10,065
Camp expenses		19,065
Project administration and general		4,511
Impairment of exploration and evaluation assets		(10,355,368)
Balance December 31, 2015	**$**	**875,000**
Landowner costs		71,288
Professional fees – legal		29,459
Camp expenses		18,786
Project administration and general		8,854
Impairment of exploration and evaluation assets		(633,074)
Balance December 31, 2016	**$**	**370,313**

On July 21, 2011, the Company entered into a binding letter of intent with Nortec Minerals Corp. ("Nortec"), whereby Nortec would grant the Company the right to acquire up to an undivided 80% interest in the Läntinen Koillismaa Project (the "Project"). The binding letter of intent was replaced and superseded by the option agreement with Nortec (the "Nortec Option Agreement") dated August 24, 2011. The effective date of the Nortec Option Agreement is September 6, 2011 (the "Effective Date"), which is the date the CSE accepted the filing of the option agreement. On September 7, 2011, the Company issued 185,000 common shares at $4.50 per share for a total of $832,500 as finder fees in connection with the option.

On September 10, 2012, the Company entered into an amendment to the Nortec Option Agreement (the "Nortec Option Amendment"), whereby Nortec granted the Company the right to acquire 70% interest in the Project by: a) issuing an additional 2,700,000 shares of the Company (issued at a value of $3,240,000); b) paying in full amount owed by the Company on account of the conduct of exploration work within 60 days from the date of the Nortec Option Amendment (full amount not paid on time); and c) granting Nortec the right to nominate two persons for appointment or election to the Company's board of directors. As the result, the remaining outstanding option obligations under the Nortec Option Agreement were not fulfilled.

On February 19, 2013, the Company entered into a second amendment agreement (the "Second Amendment Agreement") with Nortec, whereby Nortec and the Company agreed to such amendments that the Company has the sole and exclusive right and option to earn 100% interest in and to the Project for, among other things, 4,100,000 shares of the Company. On February 19, 2013, the Company issued 4,100,000 shares valued at $1,025,000 to Nortec. As at December 31, 2013, Nortec holds a total of 8,322,721 shares of the Company which equates to a 54% interest.

Effective May 6, 2014, the Company acquired a 100% interest in the Läntinen Koillismaa Project from Nortec through the acquisition of Nortec Minerals OY ("NMO"), the subsidiary that holds title to the LK property. Finore has made the final payment to Nortec, comprised of 91,771 shares in Finore, pursuant to Second Amendment Agreement. As at December 31, 2016, Nortec holds a total of 8,614,492 shares of the Company which equates to a 14% interest (December 31, 2015: 34%)

Due to unfavourable market conditions, the Company has determined that there was an indicator of impairment in relation to the LK Property and therefore has assessed if the value of the Property is required to be impaired. During the year ended December 31, 2015, the Company wrote down the carrying value of the LK Property from $11,230,368 to $875,000 and recognized an impairment loss of $10,355,368.

During the year ended December 31, 2016, the Company incurred an additional $128,387 of expenditures on the LK Property. The Company also determined that there was an indicator of further impairment on the LK Property and therefore during the year ended December 31, 2016, the Company wrote down the carrying value to $370,313, recognizing an impairment loss of $633,074. The value was determined based on fair value less costs to sell as noted above under Nickel One Transaction. At December 31, 2016, the Company reclassified the exploration and evaluation assets as assets held for sale.

The property is located in north central Finland, 660km north of the capital Helsinki, 65km south of the Arctic Circle, and covers approximately 3750 hectares. The project is well serviced by power, water and roads affording all season access and development. The LK Project consists of the Kaukua, Lipeävaara, Murtolampi, Haukiaho and Haukiaho East Zones. Nortec carried out over 10,000 metres of diamond core drilling on the Kaukua Zone since 2007 and over 7,000 metres of historical diamond drilling was performed on the Haukiaho Zone since the 1960's. The Company has completed 10,775 metres of diamond core drilling. A total of 20,775 metres of drilling was completed on the property to-date.

Claim fees for the Läntinen Koillismaa Project have been paid in full for the year 2016 and the property is in good standing.

LIQUIDITY AND CAPITAL RESOURCES

The Company has financed its operations to date through the issuance of common shares. The Company will continue to seek capital through the issuance of common shares and/or debt. The Company's operating, investing and financing activities for the year ended December 31, 2016 resulted in a net increase in cash of $3,108,748. As at December 31, 2016, the Company's current assets include cash of $3,140,798, prepaid expenses of $179,443 and receivables of $23,762. The Company's current liabilities include accounts payable and accrued liabilities of $161,483.

	As at December 31, 2016	As at December 31, 2015
Working capital (deficiency)	$3,552,833	$(380,861)
Deficit	$19,662,347	$18,325,408

The Company will continue to require funds for future property acquisitions and exploration work as well as to meet its ongoing day-to-day operating requirements and will have to continue to rely on equity and debt financing. The Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects. There can be no assurance that financing, whether debt or equity, will always be available to the Company in the amount required at any particular period or if available, that it can be obtained on terms satisfactory to the Company.

On June 22, 2016, the Company issued 10,000,000 units at $0.02 per unit for proceeds of $200,000. Each unit consists of one common share of the Company and one common share purchase warrant, exercisable at $0.05 for the first two years from grant date and $0.10 during the third year. Associated with the private placement, the Company issued 17,500 units, valued at $634, as finders' fees. There has been no value attributed to the warrants issued.

On November 7, 2016, the Company issued 14,666,664 units at $0.15 per unit for gross proceeds of $2,200,000. Each unit comprises one common share at 15 cents and one transferable common share purchase warrant, each exercisable at 25 cents per common share for a period of 24 months from the date of closing. All warrants are subject to an early acceleration provision, which provides for the mandatory exercise or expiry of the warrants in the event that the company's shares close at 35 cents or higher for at least 10 consecutive trading days. In such event, the warrants will accelerate and expire 30 days after the company has given notice of the accelerated conversion to the warrant holders. In connection with the private placement, the company paid a cash finder's fee of $56,412 and issued 376,080 broker warrants, which are exercisable at 25 cents per common share for a period of 24 months from the date of closing.

On December 9, 2016, the Company issued 5,177,379 units for gross proceeds of $1,423,997. Each unit is composed of one common share at 27.5 cents, and one transferable common share purchase warrant exercisable at 40 cents per common share for a period of 24 months from the date of closing. All warrants are subject to an early acceleration provision, which provides for the mandatory exercise or expiry of the warrants in the event the company's shares close at 55 cents or higher for at least 10 consecutive trading days. In such event, the warrants will accelerate and expire 30 days after the company has given notice of the accelerated conversion to the warrant holders. In connection with the private placement, the company paid a cash finder's fee of $28,240 and issued 102,691 broker warrants, which are exercisable at 40 cents per common share for a period of 24 months from the date of closing.

OFF BALANCE SHEET ARRANGEMENTS

To the best of management's knowledge, there are no off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company.

RELATED PARTY TRANSACTIONS

Key management personnel include senior officers and directors of the Company.

Compensation to key management personnel is as follows:

	Year Ended December 31, 2016	**Year Ended December 31, 2015**
Consulting fees – key management personnel	$ 28,000	$ 43,850
Share -based compensation	119,804	-
	$ 147,804	$ 43,850

Other related party compensation is as follows:	**Year Ended December 31, 2016**	**Year Ended December 31, 2015**
Consulting fees – other	$ 863	$ 13,200

During the year ended December 31, 2016, the Company settled $245,559 in accounts payable for $127,250, resulting in a gain on debt of $118,309 with key management personnel. Accounts payables and accrued liabilities of the Company include the following amounts due to related parties:

	December 31, 2016	December 31, 2015
Key management personnel	$ 4,200	$ 83,293
Other related parties	863	65,878
	$ 5,063	$ 149,171

PROPOSED TRANSACTIONS

The Company had the following two proposed transactions approved by the Board of Directors as at December 31, 2016.

The Nickel One Transaction

Finore signed a letter agreement dated October 17, 2016 (the "**LOI**") and signed a share purchase agreement ("the SPA") on January 31st, 2017 with Nickel One Resources Inc. ("**Nickel One**"), a public company listed on the TSX Venture Exchange (the "**TSXV**"), in connection with the acquisition by Nickel One of all of the issued and outstanding shares of Nortec Minerals Oy, a wholly-owned subsidiary of Finore which holds a 100% interest in the Lantinen Kollismaa Platinum Group Element-Copper project (the "**LK Project**") located in north-central Finland (the "**Nickel One Transaction**").

Pursuant to the SPA, Nickel One will issue to Finore 5,000,000 common shares in the Capital of Nickel One and will issue 2,500,000 common share purchase warrants exercisable to acquire 2,500,000 additional common shares of Nickel One at a price of $0.12 per share for a period of 24 months from the closing of the SPA.

In addition, Nickel One paid Finore $50,000 upon signing the LOI which funds are expected to be applied to a subscription by Nickel One in a future private placement by the Finore (see details below).

The SPA Transaction remains subject to certain closing conditions, including, completion of due diligence, the negotiation and signing of a definitive agreement and obtaining all necessary approvals, including, approval of the respective boards, the approval of the TSXV and CSE, and if applicable, shareholders of Nickel One and/or Finore.

Kushtown USA LLC Transaction

Finore entered into an agreement (the "Assignment Agreement") dated October 27, 2016 with an arm's length private British Columbia company (the "Assignor"), pursuant to which the Assignor assigned to Finore the rights and obligations of a letter assignment dated October 25, 2016 (the "Letter Agreement") between the Assignor and Kushtown USA, LLC (the "Target"), a private California limited liability company. Pursuant to the terms of the Letter Agreement, Finore will acquire all of the issued and outstanding securities of the Target (the "Transaction").

Pursuant to the terms of the Letter Agreement, Finore paid the Target Shareholders aggregate cash consideration of US$50,000 (the "Cash Payment") and advanced a loan to the Target of US$50,000 (the "Loan"). The Cash Payment and the Loan are evidenced by a promissory note and are secured by a pledge over in aggregate 20% of the issued and outstanding shares of the Target.

On January 25, 2017, Finore entered into a Share Exchange Agreement with Kushtown USA, LLC ("Kushtown") a private California limited liability company, and the members of Kushtown, pursuant to which, the Company will acquire all of the issued and outstanding membership interests of Kushtown (the "Transaction").

On March 15, 2017 Finore announced the mutual termination of the Securities Exchange Agreement dated January 25, 2017 among the Company, Kushtown USA, LLC ("Kushtown") and the members of Kushtown (the "SEA") with respect to the acquisition of all of the issued and outstanding membership interests of Kushtown (the "Transaction").

All current transactions are fully disclosed in the audited financial statements for the year ended December 31, 2016.

SIGNIFICANT ACCOUNTING POLICIES AND CRITIAL ACCOUNTING ESTIMATES

All significant accounting policies are fully disclosed in Note 2 of the audited financial statements for the years ended December 31, 2016 and 2015.

FINANCIAL INSTRUMENTS

The Company's financial instruments are exposed to certain financial risks, including credit risk, interest risk, liquidity risk, and foreign exchange rate risk.

(a) Credit Risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash and cash equivalents balances. The Company manages its credit risk on bank deposits by holding deposits in high credit quality banking institutions in Canada. The Company does not have any asset-backed commercial paper included in cash. Management believes that the credit risk with respect to receivables is remote.

(b) Interest Rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of the cash is limited because of its short-term investment nature.

(c) Foreign Exchange Rate Risk

The Company has certain consulting fees and exploration and evaluation assets that are denominated in US dollars, European Euros, Pounds Sterling, and other operating expenses that are mainly in Canadian dollars. The Company's exposure to foreign currency risk arises primarily on fluctuations between the Canadian dollar, the US dollar, European Euro and Pounds Sterling. The exposure to foreign exchange rate risk is considered low. The Company has not entered into any derivative instruments to manage foreign exchange fluctuations.

At December 31, 2016 and 2015, the Company's US dollars, and European Euros denominated monetary assets and liabilities are as follows:

		December 31, 2016		December 31, 2015
Monetary Assets				
Cash	EURO €	2,647	EURO €	626
	USD $	41,660	USD $	-
Receivables	EURO €	1,090	EURO €	904
Monetary Liabilities				
Account payables and accrued liabilities	USD $	-	USD $	4,116
	EURO €	12,429	EURO €	64,052

(d) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient capital to meet liabilities when due after taking into account the Company's holdings of cash that might be raised from equity financings. The Company is exposed to liquidity risk.

New Standards, Amendments and Interpretations Effective for the first time from January 1, 2016

Certain pronouncements were issued by the IASB or the IFRS Interpretations Committee that are mandatory for accounting periods beginning on or after January 1, 2016 or later periods.

Amended standard IFRS 11, Accounting for Acquisitions of Interests in Joint Operations
The amendments provide specific guidance on accounting for the acquisition of an interest in a joint operation that is a business.

New Standard IFRS 14, Regulatory Deferral Accounts
IFRS 14 specifies the financial reporting requirements for regulatory deferral account balances that arise when an entity provides goods or services to customers at a price or rate that is subject to rate regulation.

Amended Standards IAS 16 & IAS 38, Clarification of Acceptable Methods of Depreciation and Amortization
The amendments clarify that the use of a revenue-based depreciation and amortization method is not appropriate and provide a rebuttable presumption for intangible assets.

Amended Standard IAS 27, Equity Method in Separate Financial Statements
The amendment restores the option to use the equity method to account for investments in subsidiaries, joint ventures and associates in an entity's separate financial statements.

Amended Standard IAS 1, Presentation of Financial Statements
The amendments are part of an overall disclosure initiative to improve the effectiveness of disclosure in financial statements.

None of the above adopted standards had a significant effect on these financial statements.

Standards, Amendments and Interpretations Not Yet Effective

Certain pronouncements were issued by the IASB or the IFRS Interpretations Committee that are not mandatory for accounting periods beginning before January 1, 2017. They have not been early adopted in these consolidated financial statements, and are expected to affect the Company in the period of initial application. In all cases the Company intends to apply these standards from application date as indicated below:

Effective for annual periods beginning on or after January 1, 2017

Amended standard IAS 7, Statement of Cash Flows
The amendments to improve information provided to users of financial statements about an entity's changes in liabilities arising from financing activities.

Amended standard IFRS 10, Consolidated Financial Statements
The amendments deal with the sale or contribution of assets between an investor and its associate or joint venture.

Amended standard IAS 28, Investments in Associate and Joint Venture
The amendments deal with the sale or contribution of assets between an investor and its associate or joint venture.

Amended standard IAS 12, Income Taxes
The amendments relate to the recognition of deferred tax assets for unrealized losses associated with debt instruments measured at fair value.

Effective for annual periods beginning on or after January 1, 2018

Amended standard IFRS 2, Share-based Payment
The amendments clarify the classification and measurement of share-based payment transactions.

Amended standard IFRS 9, Financial Instruments – Classification and Measurement
IFRS 9 is the first step in the process to replace IAS 39, Financial Instruments: Recognition and Measurement. IFRS 9 introduces new requirements for classifying and measuring financial assets and liabilities and carries over from the requirements of IAS 39.

New standard IFRS 15, Revenues from Contracts with Customers
IFRS 15 provides guidance on how and when revenue from contracts with customers is to be recognized, along with new disclosure requirements in order to provide financial statement users with more information and relevant information.

Effective for annual periods beginning on or after January 1, 2019

New standard IFRS 16, Leases
IFRS 16 is a new standard that sets out the principles for recognition, measurement, presentation, and disclosure of leases including guidance for both parties of a contract, the lessee and the lessor. The new standard eliminates the classification of leases as either operating or finance leases as is required by IAS 17 and instead introduces a single lessee accounting model.

OTHER MD&A DISCLOSURE REQUIREMENTS

Summary of Outstanding Share Data

The Company's issued and outstanding share capital as at the date of this report is as follows:

(1) Authorized: Unlimited common shares without par value.
(2) As at the date of this MD&A, the Company has 62,773,521 common shares, and 1,000,000 options issued and outstanding. The Company also has 34,809,739 warrants outstanding.

RISKS AND UNCERTAINTIES

The Company is engaged in the exploration and development of mineral properties. These activities involve a high degree of risk which, even with a combination of experience, knowledge and careful evaluation, may not be overcome. Consequently, no assurance can be given that commercial quantities of minerals will be successfully found or produced.

The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many common risks to new and developing enterprises, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a positive return on shareholders' investment.

The Company has no source of operating cash flow and no assurance that additional funding will be available to it for further exploration and development of its projects when required. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and development of its properties.

The Company's property interests are located in remote, undeveloped areas and the availability of infrastructure such as surface access, skilled labour, fuel and power at an economic cost, cannot be assured. These are integral requirements for exploration, development and production facilities on mineral properties. Power may need to be generated on site.

The mineral industry is intensely competitive in all its phases. The Company competes with many other mineral exploration companies who have greater financial resources and technical capacity.

The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

SUBSEQUENT EVENTS

Subsequent to December 31, 2016, the Company:

a) 600,000 warrants with the exercise price of $0.05 and expiry date of February 17, 2017 were exercised.

b) entered into a share exchange agreement (SEA) dated January 25, 2017 with Kushtown USA, LLC ("Kushtown"), a private California limited liability company whereby the Company will acquire all of the issued and outstanding membership interests of Kushtown (the "Transaction") for cash US$650,000 (additional cash consideration of US$100,000 was apd upon signing the letter agreement and shall issue an aggregate of 4,000,000 common shares in the capital of Finore. In connection with the Transaction, the Company will issue 3,000,000 common shares to an arm's length third party and shall grant a 2% net profits interest royalty on all Kushtown branded products sold by the Company as an assignment fee.

   On March 14, 2017, the Company terminated the SEA dated January 25, 2017, among the Company, Kushtown USA LLC and the members of Kushtown with respect to the acquisition of all of the issued and outstanding membership interests of Kushtown. The transaction was announced in the Company's news release dated January 26, 2017. The Company and Kushtown members have mutually agreed to terminate the SEA due to irreconcilable differences on operating the business on a going-forward basis.

c) entered into a Share Purchase Agreement dated January 31, 2017 whereby the Company will sell all of the issued and outstanding shares of NMO to Nickel One Resources Inc. ("Nickel One") for 5,000,000 commons shares in Nickel One and issue 2,500,000 common share purchase warrants exercisable at a price of $0.12 per Nickel One share for a period of 24 months from the date of closing of the transaction.

ADDITIONAL INFORMATION

Additional information about the Company is available for viewing on SEDAR at www.sedar.com.