



MANAGEMENT'S DISCUSSION AND ANALYSIS
OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS
DECEMBER 31, 2017

Management's discussion and analysis (MD&A) is current to April 19, 2018 and is management's assessment of the operations and the financial results together with future prospects of Southeast Asia Mining Corp. ("Southeast Asia Mining", "SEA" or the "Company"). This MD&A should be read in conjunction with our audited consolidated financial statements for the years ended December 31, 2017 and 2016 and notes thereto, prepared in accordance with International Financial Reporting Standards. All figures are in Canadian dollars unless stated otherwise. This discussion contains forward-looking statements that are not historical in nature and involves risks and uncertainties. Forward-looking statements are not guarantees as to Southeast Asia's future results as there are inherent difficulties in predicting future results. Accordingly, actual results could differ materially from those expressed or implied in the forward looking statements. The Company has adopted National Instrument 51-102F1 as the guideline in presenting the MD&A. Additional information relevant to SEA's activities, including SEA's Press Releases can be found on SEDAR at www.sedar.com.

OVERVIEW OF THE BUSINESS AND OVERALL PERFORMANCE

The Company was incorporated on August 18, 2006 as Southeast Asia Mining Corp. by Articles of Incorporation under the *Canada Business Corporations Act*. On November 3, 2011, the Company consolidated the common shares in the capital of the Company on a 1 for 8 basis.

Its principal business activity, prior to the sale of its subsidiaries on March 23, 2016 (see Sale of Subsidiaries), was that of mineral exploration and evaluation in Thailand. Subsequent to the sale of its subsidiaries, the Company is seeking a new principal business activity (see Subsequent Event Chile) and currently holds shares in Metal Tiger plc ("Metal Tiger"), a London Stock Exchange listed natural resources company focused on the mining sector. The primary office of the Company is located at 365 Bay Street, Suite 400, Toronto, Ontario, M5H 2V1.

Going Concern Uncertainty

The Company is at an early stage of development and, as is common with many exploration companies, it relies on financings to fund its exploration and acquisition activities. The Company had an excess of current assets over current liabilities of \$151,500 at December 31, 2017; had not yet achieved profitable operations; had accumulated losses of \$1,967,907 at December 31, 2017; and expects to incur further losses in the development of its business. Southeast Asia does not have adequate cash resources to fund its operations over the next twelve months and will require additional financing in order to conduct its planned work programs on its mineral properties, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. There can be no certainty as to the ability of the Company to raise sufficient additional financing in order to continue to operate, and accordingly, there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

The Company's short term objective is to monitor its investment of Metal Tiger common shares and seek a new principal business activity (see Subsequent Event Chile).

SALE OF SUBSIDIARIES

As at December 31, 2015, the focus of Southeast Asia Mining consisted of mineral exploration in Thailand where it conducted business through its wholly-controlled subsidiaries Southeast Asia Exploration and Mining Company Limited (formerly Geotai Exploration and Mining Ltd.) ("SEAM"), Southeast Asia Resources Co, Ltd. ("SEAR"), White Trillium Ltd., its 80% controlled subsidiary Southeast Asia Mining Co, Ltd. ("SEAMC") and its 90% controlled subsidiaries Tiger Resources Ltd. and Tiger Minerals Ltd. All companies incorporated pursuant to the laws of Thailand.

On November 23, 2015, the Company signed an agreement with Metal Tiger plc ("Metal Tiger"), a London Stock Exchange listed natural resources company focused on the mining sector. The

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Agreement provided for Metal Tiger to earn 100% ownership of the exploration applications in Nakhon Sawan, Lopburi and Chanthaburi Provinces subject to a Joint Venture Agreement entered into between SEA and Metal Tiger on October 27, 2014, and amended on October 2, 2015 (the "JV Buyout"), and an option to purchase all of the Company's remaining exploration assets and subsidiaries located in Thailand (the "Thailand Asset Acquisition Option").

The JV Buyout

Subsequent to signing the Agreement, Metal Tiger fulfilled its obligations under the JV Buyout and paid SEA US\$50,000 for 100% ownership of the exploration applications and/or licenses in Nakhon Sawan, Lopburi and Chanthaburi Provinces. Metal Tiger also paid SEA US\$30,000 to be used to advance certain exploration applications and to hold a shareholders meeting of the Company during the term of the Thailand Asset Acquisition Option outlined below.

Thailand Asset Acquisition Option

SEA granted Metal Tiger an exclusive option to purchase all of the Company's remaining exploration assets and subsidiaries located in Thailand until February 15, 2016. The significant terms of the Thailand Asset Acquisition Option were as follows:

- Upon exercising the Thailand Asset Acquisition Option Metal Tiger will pay SEA US\$200,000 and issue to SEA Metal Tiger shares valued at US\$300,000. The price per Metal Tiger share will be determined using the volume weighted average price ("VWAP") of Metal Tiger shares for the 14 day period preceding the date the shareholders of SEA approve the Thailand Asset Acquisition Option. Metal Tiger will also pay SEA the cash value of deposits made by the Company with the Thailand mining authorities of US\$ 33,286 (the "First Option").
- Upon receipt of an exploration permit on for special prospecting license application 1/2557 which remains outstanding, Metal Tiger will pay SEA within 30 days US\$100,000 and issue SEA warrants to purchase Metal Tiger shares equal to the number of shares issued pursuant to the First Option with a three year term from the date of the First Option and an exercise price of two times the price the shares are issued pursuant to the First Option.

The Company obtained shareholders approval on January 12, 2016. On March 23, 2016 all the closing conditions of the Thailand Asset Acquisition Option were fulfilled. Metal Tiger paid SEA US\$200,000 and issued to SEA 23,799,000 Metal Tiger shares valued at US\$300,000 or GBP 0.0087 per share and paid SEA the cash value of deposits relating to mining applications of US\$33,286.

On March 23, 2016 in order to meet certain minimum working capital thresholds in the Thailand subsidiaries the Company converted \$258,324 of trade debt to 5,166,484 shares of the Company with a fair value of \$258,324. The Company also had additional debt settlements whereby \$51,682 of trade debt was converted to 1,033,632 shares of the Company with a fair value of \$51,682. In aggregate, 6,200,116 shares were issued with a fair value of \$310,006.

Pursuant to the agreement, upon receipt of an exploration permit for special prospecting license application 1/2557 which remains outstanding, Metal Tiger will pay SEA within 30 days US\$100,000 and issue SEA 23,799,000 warrants to purchase Metal Tiger shares to February 16, 2019 with an exercise price of GBP 0.0174. As the likelihood of this occurring is uncertain, this contingent amount has not been reflected in the financial statements.

On April 24, 2017 the Company completed a debt restructuring whereby it settled \$155,128 of trade debt for \$33,578, converted \$687,647 of trade debt to 13,752,939 shares of the Company and converted all outstanding debentures with a face value of \$942,000 to 18,840,000 shares of the Company. Also, the Company issued 7,500,000 shares to the Chief Executive Officer of the Company for services provided.

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SUBSEQUENT EVENT CHILE

Subsequent to December 31, 2017 the Company announced that it had entered into two letters of intent with arm's length parties and made two mineral license applications for properties located in southern Chile.

The properties are referred to as the JOY West and JOY East properties ("JOY Properties" or the "Properties") and together represent a land package of approximately 3,450 hectares, or approximately 34.5 km². The JOY Properties host numerous structurally-controlled quartz veins that have been mapped over an area of approximately 12 km in length and 4 km wide. The veins form part of an extensive polymetallic Au-Ag vein and breccia system.

The terms of the letters of intent are as follows:

JOY East Property Option

Option terms to earn 85% interest in four exploitation licenses are as follows: US \$30,000 August 5, 2018, US \$120,000 August 5, 2019, US \$100,000 August 5, 2020, US \$100,000 August 5, 2021, US \$250,000 February 2022. At the commencement of a feasibility study the optionor must fund 15% of all project related expenditures or elect to convert to a 2% net smelter royalty ("NSR"). If the optionor elects to convert to a NSR, the NSR can be purchased by the Company at any time for US \$500,000 per annum over four years (total US \$2 million).

JOY West Property Option

Option terms to earn 100% interest in the several mineral exploration licenses are as follows: US \$40,000 June 15, 2018, US \$60,000 December 15, 2018 which earns 85%. To earn an additional 15%, or 100% in total the additional option terms are as follows: US \$100,000 December 15, 2019 and a 1% NSR which can be purchased by the Company for US \$750,000 four years subsequent to earning 100%, or US \$1 million thereafter.

Other Properties

The Company has also made mineral exploration license applications with the state regulator Sernageomin for the Roy and Quilvo properties located in Southern Chile. The ROY Property is approximately 1,800 ha and is a porphyry copper target and the QUILVO Property is approximately 1,600 ha and is a polymetallic Au-Ag vein breccia system.

Qualified Person

Mr. Michael Corey P.Geo., Member of the Association of Professional Geoscientists of Ontario (APGO), Vice President of Exploration and Director of Southeast Asia Mining Corp. and a qualified person as defined by NI 43-101 has reviewed the contents of this press release. Mr. Corey is not considered independent due to his position as an officer and director of the Company. In addition to reviewing this report, Mr. Corey is responsible for management and supervision of the Company's exploration programs in Chile.

OPERATIONAL DISCUSSION

The following is management's discussion and analysis of the results of operations and liquidity and financial condition of the Company for the year ended December 31, 2017. The MD&A should be read in conjunction with the audited financial statements and related notes for the years ended December 31, 2017 and 2016.

The following MD&A provides a summary of the audited financial information of the Company contained elsewhere herein. This discussion contains forward looking statements that involve certain risks and uncertainties. See "*Forward Looking Information*".

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Results of Operations and Selected Annual Information

The following table sets forth financial information for the Company which has been summarized from the Company's audited consolidated financial statements for the years ended December 31, 2017 and 2016. This summary information should be read in conjunction with the Company's audited consolidated financial statements for the years ended December 31, 2017 and 2016, including the notes thereto.

	Three months ended December 31, 2017 \$	Three months ended December 31, 2016 \$	Year ended December 31, 2017 \$	Year ended December 31, 2016 \$	Year ended December 31, 2015 \$
Statements of Income (Loss)					
Management and consulting fees	16,500	8,276	53,500	237,018	172,825
Exploration and evaluation expenditures	140,527	-	140,527	61,607	(66,641)
Office and general	3,207	1,489	13,795	37,280	78,593
Accretion	-	-	-	-	(32,656)
Professional fees	26,564	9,057	45,065	30,013	12,428
Shareholder information and regulatory costs	3,838	539	10,837	12,886	13,070
Foreign exchange (gain) loss	(1,493)	13,103	(35,618)	35,257	-
Interest income	(1,792)	-	(3,260)	-	-
Realized gain on marketable securities	(98,410)	(133,778)	(245,714)	(216,312)	-
Unrealized loss (gain) on marketable securities	36,037	719,697	21,468	(96,857)	-
Gain on forgiveness of debt	-	-	(959,294)	(91,635)	-
Gain on sale of subsidiaries	-	-	-	(829,128)	-
Net Income (Loss)	(124,978)	(618,383)	958,694	819,871	(177,619)
Net Income (Loss) per Share – Basic and diluted	\$(0.00)	\$(0.03)	\$0.01	\$0.02	\$(0.01)

Statements of Financial Position					
Total Assets	311,589	951,5661	311,589	951,561	94,507
Working Capital (Deficiency)	151,500	(434,317)	151,500	(434,317)	(1,586,478)
Long Term Liabilities	-	-	-	-	-
Shareholders' Equity (Deficiency)	151,500	(434,317)	151,500	(434,317)	(1,586,478)

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Results for the eight most recent three month periods ended

	December 31, 2017 \$	September 30, 2017 \$	June 30, 2017 \$	March 31, 2017 \$
Total revenue	-	-	-	-
Net income (loss)	(124,978)	(66,256)	737,437	412,491
Income (loss) per share	(0.00)	(0.00)	0.01	0.01

	December 31, 2016 \$	September 30, 2016 \$	June 30, 2016 \$	March 31, 2016 \$
Total revenue	-	-	-	-
Net income (loss)	(618,383)	(133,745)	(253,787)	1,825,786
Income (loss) per share	(0.03)	(0.00)	(0.01)	0.06

Three Months Ended December 31, 2017 vs 2016

Southeast Asia incurred a net loss of \$124,978 or \$(0.00) per share for the three month period ended December 31, 2017 compared to a net loss of \$618,383 or \$(0.00) per share for the three month period ended December 31, 2016. The more significant differences are outlined below.

- During the three month period ended December 31, 2017, management and consulting expenses increased to \$16,500 compared to \$8,276 during the same period in 2016. The amount increased between the two periods as the Company commenced due diligence on new project opportunities in Chile.
- During the three month period ended December 31, 2017, exploration and evaluation expenditures increased to \$140,527 compared to \$nil during the same period in 2016. The amount increased between the two periods as the Company commenced due diligence on new project opportunities in Chile.
- During the three month period ended December 31, 2017, office and general expenses increased to \$3,207 compared to \$1,489 in the same period in 2016. Office costs have been minimal over the last year as the Company's operations were reduced to conserve cash.
- Professional fees for the three month period ended December 31, 2017 were \$26,564 compared to \$9,057 in the same period in 2016. The increase is due to legal fees incurred related to project due diligence, annual meeting and various corporate transactions, including the return of capital and the reduction of deficit.
- During the three month period ended December 31, 2017, shareholders information and regulatory costs increased to \$3,838 compared to \$539 in the same period in 2016. The amounts increased due to timing of various filings between the two periods.
- During the three month period ended December 31, 2017, the Company recognized a realized gain on the sale of marketable securities of \$98,410 (2016 - \$133,778) from the sale of 5,050,000 (2016 - 6,760,000) Metal Tiger shares.
- During the three month period ended December 31, 2017, the Company recognized an unrealized loss on marketable securities of \$36,037 (2016 - \$719,697 unrealized loss) as the value of the Metal Tiger shares decreased during the comparable periods combined with fewer shares held in the current period compared to 2016.

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Year Ended December 31, 2017 vs 2016

Southeast Asia incurred a net income of \$958,694 or \$0.01 per share for the year ended December 31, 2017 compared to a net income of \$819,871 or \$0.02 per share for the year ended December 31, 2016. The more significant differences are outlined below.

- During the year ended December 31, 2017 management and consulting expenses decreased to \$53,500 compared to \$237,018 during the same period in 2016. The decrease is due to management bonuses accrued during 2016 in connection with the successful sale of the Thailand subsidiaries.
- During the year ended December 31, 2017, exploration and evaluation expenses were \$140,527 compared to \$61,607 during the same period in 2016. The amount increased between the two periods as the Company commenced due diligence on new project opportunities. The amount in the prior period relates to expenditures incurred by the Thailand subsidiaries prior to the sale.
- During the year ended December 31, 2017, office and general expenses decreased to \$13,795 compared to \$37,280 in the same period in 2016. Office costs have been minimal over the last year as the Company's operations were reduced to conserve cash.
- Professional fees for the year ended December 31, 2017 were \$45,065 compared to \$30,013 in the same period in 2016. The increase is due to legal fees incurred related to project due diligence, annual meeting and various corporate transactions, including the return of capital and the reduction of deficit.
- During the year ended December 31, 2017, shareholders information and regulatory costs decreased to \$10,837 compared to \$12,886 in the same period in 2016. The amounts were comparable between the two years.
- During the year ended December 31, 2017, the Company recognized a gain on sale of subsidiaries in the amount of \$nil (2016 – \$829,128) in connection with the sale of the Thailand subsidiaries. During the year ended December 31, 2017, the Company recognized a realized gain on the sale of marketable securities of \$245,714 (2016 - \$216,312) from the sale of 12,164,000 (2016 – 8,160,000) Metal Tiger shares.
- During the year ended December 31, 2017, the Company recognized an unrealized loss on marketable securities of \$21,468 (2016 – \$96,857 gain) as the value of the Metal Tiger shares increased during the comparable periods combined with fewer shares held in the current period compared to 2016.
- During the year ended December 31, 2017, the Company recognized a gain on forgiveness and settlement of debt of \$959,294 (2016 - \$91,635) from debt settlements as described in notes 1 and 11 of the audited financial statements for the years ended December 31, 2017 and 2016.

LIQUIDITY

As at December 31, 2017, the Company had assets of \$311,589 (December 31, 2016 – \$951,561), liabilities of \$160,089 (December 31, 2016 – \$1,385,878), and a shareholders' equity position of \$151,500 (December 31, 2016 - \$434,317 shareholders' deficiency position).

Total assets as at December 31, 2017 consisted primarily of cash and cash equivalents of \$164,109 (December 31, 2016 – \$574,630), marketable securities of \$137,329 (December 31, 2016 - \$375,614), receivables of \$5,466 (December 31, 2016 – \$1,317) and prepaid expenses of \$4,685 (December 31, 2016 – \$nil).

Total liabilities as at December 31, 2017 consisted primarily of trade and other payables of \$160,089 (December 31, 2016 - \$1,222,598) and convertible debentures \$nil (December 31, 2016 - \$163,280).

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Included in current liabilities are convertible debentures of \$nil (December 31, 2016 - \$163,280) with a face value of \$nil (December 31, 2016 - \$163,280). Included in shareholders' deficiency is a reserve for convertible debentures of \$nil (December 31, 2016 - \$711,494) with a face value of \$nil (December 31, 2016 - \$778,720). During the period, the Company completed a debt restructuring whereby it converted \$687,647 of trade debt to 13,752,939 shares of the Company and converted all outstanding debentures with a face value of \$942,000 to 18,840,000 shares of the Company. Also, the Company issued 7,500,000 shares to the Chief Executive Officer of the Company for services provided.

RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

Key management includes the Company's directors, officers and any employees with authority and responsibility for planning, directing and controlling the activities of an entity, directly or indirectly. Compensation awarded to key management includes the following:

	December 31, 2017	December 31, 2016
Short-term employee benefits	\$ 72,500	\$ 237,000
Total compensation to key management	\$ 72,500	\$ 237,000

At December 31, 2017, included in trade and other payables is \$19,000 (December 31, 2016 - \$590,000) due to these key management personnel.

The Company also converted \$147,216 of trade debt to 2,944,320 shares and \$173,428 debentures to 3,468,560 shares with entities related to directors of the Company. The Company also issued 7,500,000 shares to the Chief Executive Officer of the Company for services provided.

FINANCIAL STATEMENT PRESENTATION – SALE OF SUBSIDIARIES

On November 23, 2015, the Company signed an agreement with Metal Tiger. The agreement provided for Metal Tiger to earn 100% ownership of the exploration applications in Nakon Sawan, Lopburi and Chanthaburi Provinces subject to a Joint Venture Agreement entered into between SEA and Metal Tiger on October 27, 2014, and amended on October 2, 2015 (the "JV Buyout"), and an option to purchase all of the Company's remaining exploration assets and subsidiaries located in Thailand (the "Thailand Asset Acquisition Option"). See Sale of Subsidiaries.

The Company recognized a gain on the transaction of \$829,128, recorded as a gain on sale of subsidiaries on the statement of income (loss) and comprehensive income (loss) for the year ended December 31, 2016, which was determined as follows:

Shares received (23,799,000 shares in Metal Tiger PLC) (1)	\$ 424,205
Cash consideration	322,074
Total consideration	\$ 746,279
Net assets disposed of:	
Cash	2,924
Restricted cash	1,866
Prepaid expenses	2,776
Property, plant and equipment	4,741
Accounts payable and accrued liabilities	(22,057)
Promissory note	(73,099)
	(82,849)
Gain on sale of subsidiaries	829,128

(1) The value of the 23,799,000 shares received in Metal Tiger PLC was based on the trading price on the London Stock Exchange of the shares on the date received.

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LIQUIDITY, CAPITAL RESOURCES AND GOING CONCERN UNCERTAINTY

Going Concern Uncertainty

The Company is at an early stage of development and, as is common with many exploration companies, it relies on financings to fund its exploration and acquisition activities. The Company had an excess of current assets over current liabilities of \$151,500 at December 31, 2017; had not yet achieved profitable operations; had accumulated losses of \$1,967,907 at December 31, 2017; and expects to incur further losses in the development of its business. Southeast Asia does not have adequate cash resources to fund its operations over the next twelve months and will require additional financing in order to conduct its planned work programs on its mineral properties, meet its ongoing levels of corporate overhead and discharge its liabilities as they come due. There can be no certainty as to the ability of the Company to raise sufficient additional financing in order to continue to operate, and accordingly, there is a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

At December 31, 2017 the Company had working capital of \$151,500 (December 31, 2016 – \$434,317 working capital deficiency). Working capital as at December 31, 2017 of \$151,500 consisted of: cash of \$164,109, an investment in Metal Tiger common shares of \$137,329, trade and other receivables of \$5,466, prepaid expenses of \$4,685, and trade and other payables of \$160,089. There can be no assurance the investment in Metal Tiger common shares can be sold at the current market value.

On December 21, 2017 the Company completed a return of capital distribution of \$0.009 per share, for an aggregate cash distribution of \$716,136, which was approved at the annual shareholders meeting held on December 3, 2017. The shareholders of the Company also approved the elimination of the deficit at December 31, 2017 of \$18,991,958 by way of a corresponding reduction to share capital.

During the period, the Company completed a debt restructuring whereby it converted \$687,647 of trade debt to 13,752,939 shares of the Company and converted all outstanding debentures with a face value of \$942,000 to 18,840,000 shares of the Company. Also, the Company issued 7,500,000 shares to the Chief Executive Officer of the Company for services provided. See detailed description below.

Subsequent Event

On March 2, 2018 Beaufort Asset Clearing Services Limited (BACSL) was placed into insolvency. BACSL provided back office clearing services for SI Capital where the Company held a trading account holding 2,475,000 Metal Tiger shares and no cash on the date of insolvency. The administrator of the insolvency has communicated to all clients of BACSL that BACSL maintained segregated client asset holdings prior to the insolvency and the administrators have secured these for the respective clients. SEA expects a full recovery of the Metal Tiger shares held in the account less its pro rata share of the cost of the administration. SEA has also been informed that should there be a deficiency as a result of its pro rata share of the costs of administration it will be eligible to make a claim with the Financial Services Compensation Scheme up to a maximum of 50,000 pounds sterling. The administration has indicated that the earliest for the distribution of client assets is September 2018.

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Recent Financing Activities

Activity during the year ended December 31, 2017:

On April 24, 2017 the Company completed a debt restructuring whereby it converted \$687,647 of trade debt to 13,752,939 shares of the Company with a value of \$192,541 (\$0.014 per share – based on the intrinsic value of the Company's net assets at the time of the transaction) resulting in a gain on settlement of debt of \$495,106. The Company also converted all outstanding debentures with a face value of \$942,000 to 18,840,000 shares of the Company with a value of \$263,760 (\$0.014 per share) resulting in a gain on settlement of debt of \$678,260, out of which \$493,452 was booked directly to retained earnings, related to convertible debentures classified as equity. The Company also issued 7,500,000 shares to the Chief Executive Officer of the Company for services provided with a value of \$105,000 (\$0.014 per share).

Activity during the year ended December 31, 2016:

On March 23, 2016, pursuant to the terms of the sale of subsidiaries, in order to meet certain minimum working capital thresholds in the Thailand subsidiaries the Company converted \$258,324 of trade debt to 5,166,484 shares of the Company with a fair value of \$258,324. The Company also settled Canadian debts whereby \$51,682 of trade debt was converted to 1,033,632 shares of the Company with a fair value of \$51,682. In the aggregate, 6,200,116 shares were issued with a fair value of \$310,006. The fair value of the settlement was derived based on the value of the debt settled as the Company's shares do not trade and do not have an active quoted market price.

As part of the transaction, certain creditors agreed to forgive their debt resulting in a gain on forgiveness of debt of \$47,970 which was recognized in the statement of income (loss) and other comprehensive income (loss) for the year ended December 31, 2016. The Company also recognized a gain on forgiveness of debt in the amount of \$43,665 from the settlement of a previously filed claim against the Company.

COMMITMENTS AND CONTINGENCIES

Under the terms of the Company's mining concessions (See Subsequent Events – Chile), the Company must make periodic option tax payments to keep the properties and option agreements in good standing. The failure of the Company to meet these requirements would lead to the forfeiture of the Company's rights to these properties. The minimum expenditures to keep the properties in good standing through December 31, 2018 are approximately \$200,000.

OFF-STATEMENT OF FINANCIAL POSITION ARRANGEMENTS

The Company has no off-statement of financial position arrangements.

DIVIDEND INFORMATION

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

OUTSTANDING SHARE DATA AS OF APRIL 19, 2018

	Authorized	Outstanding
Voting or equity securities issued and outstanding	Unlimited Common Shares	79,570,640 Common Shares
Securities convertible or exercisable into voting or equity shares		a) 9,805,764 warrants exercisable to acquire common shares of the Company b) As at December 31 and April 19, 2018 nil stock options were outstanding (2016 – 1,950,000). During the year ended December 31, 2017 700,000 options were retracted and 1,250,000 expired.

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CRITICAL ACCOUNTING ESTIMATES

Use of management estimates, judgments and measurement uncertainty

The preparation of these financial statements using accounting policies in accordance with IFRS requires management to make judgements and estimates and form assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Such estimates primarily relate to unsettled transactions and events as at the date of the financial statements. On an ongoing basis, management evaluates its judgements and estimates in relation to assets, liabilities, revenue and expenses. Management uses historical experience and various other factors it believes to be reasonable under the given circumstances as the basis for its judgements and estimates. Actual outcomes may differ from these estimates under different assumptions and conditions. Significant estimates and judgments made by management in the preparation of these financial statements are outlined below:

Calculation of share based payments and warrants

The Black-Scholes option pricing model is used to determine the fair value for the share based payments and warrants and utilizes subjective assumptions such as expected price volatility and expected life of the option or warrant. Discrepancies in these input assumptions can significantly affect the fair value estimate.

Income, value added, withholding and other taxes

The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

Functional currency

The Company's management is required to make judgments as to the currency of the primary economic environment in which an entity operates to determine the functional currency of the entity. The Company has determined that the functional currency of the parent company to be the Canadian dollar and the Baht was the functional currency for its Thai subsidiaries until their sale.

ADOPTION OF NEW AND REVISED STANDARDS AND INTERPRETATIONS

New standards and interpretations to be adopted in future

At the date of authorization of these Financial Statements, the IASB and IFRIC has issued the following new and revised Standards and Interpretations which are not yet effective for the relevant reporting periods and which the Company has not early adopted and are relevant to the Company. However, the Company is currently assessing what impact the application of these standards or amendments will have on the financial statements of the Company.

IFRS 9 'Financial Instruments: Classification and Measurement' – In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments which reflects all phases of the financial instruments project and replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9. The standard introduces new requirements for classification and measurement, impairment, and hedge accounting. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Retrospective application is required, but comparative information is not compulsory. The Company has not yet determined the impact of the amendments on the Company's financial statements.

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CAPITAL MANAGEMENT

The Company manages its capital with the following objectives:

- To ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future growth opportunities, and pursuit of accretive acquisitions; and
- To maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and the industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by management and the Board of Directors on an ongoing basis.

The Company considers its capital to be equity (deficiency), comprising share capital, reserve accounts, and accumulated deficit which at December 31, 2017 totaled \$151,500 (December 31, 2016 - \$434,317 deficiency). The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating and capital expenditures, and other investing and financing activities. Selected information is provided to the Board of Directors of the Company. The Company's capital management objectives, policies and processes have remained unchanged during the year ended December 31, 2017. The Company is not subject to any capital requirements.

FINANCIAL RISK FACTORS

Fair value hierarchy and fair value

Financial instruments recorded at fair value on the statement of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1* - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2* - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices);
- Level 3* - valuation techniques using inputs for the asset or liability that are not based on observable market data.

At December 31, 2017 and 2016, the Company's marketable securities are based on Level 1 inputs.

As at December 31, 2017 and 2016, the carrying and fair value amounts of the Company's other financial instruments are approximately equivalent due to the relatively short periods to maturity of these investments.

Fair value estimates are made at a specific point in time, based on relevant market information and information about financial instruments. These estimates are subject to and involve uncertainties and matters of significant judgment, and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

A summary of the Company's risk exposures as it relates to financial instruments are reflected below:

i) Credit risk

Credit risk is the risk of loss associated with a counter-party's inability to fulfill its payment obligations. The credit risk is attributable to various financial instruments, as noted below. The credit risk is limited to the carrying value amount carried on the statement of financial position.

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- a. **Cash and cash equivalents**– Cash and cash equivalents are held with a major Canadian (chartered bank) and a United Kingdom brokerage and therefore the risk of loss is minimal.
- b. **Trade and other receivables** – The Company is not exposed to significant credit risk from its trade and other receivables.

The Company's maximum exposure to credit risk as at December 31, 2017 and 2016 is the carrying value of cash and cash equivalents and trade and other receivables.

ii) Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities as they become due. At December 31, 2017 the Company had a working capital of \$151,500 (December 31, 2016 – \$434,317 working capital deficiency). Working capital as at December 31, 2017 of \$151,500 consisted of: cash of \$164,109, an investment in Metal Tiger common shares of \$137,329, trade and other receivables of \$5,466, prepaid expenses of \$4,685, and trade and other payables of \$160,089. There can be no assurance the investment in Metal Tiger common shares can be sold at the current market value. The Company had not yet achieved profitable operations, has accumulated losses of \$1,967,907 (December 31, 2016 – \$22,412,011) and expects to incur further losses in the development of its business.

iii) Price risk

The Company holds the common shares of a London Stock Exchange traded company. The Company has classified this investment as fair value through profit and loss investments and such common shares are subject to stock market volatility. The value of this financial instrument fluctuates on a daily basis due to external market factors that are not within the control of the Company. The Company monitors the trading value of these common shares in order to ensure that, if in the best interest of the Company, sale of the shares is made under favourable conditions. A 10% increase (decrease) in the share price would increase (decrease) net loss by \$14,000 (2016 - \$38,000).

iv) Interest rate risk

The Company is not exposed to significant interest rate risk due to the short-term nature of its monetary assets and liabilities. Cash not required in the short term, is invested in short-term guaranteed investment certificates, as appropriate.

v) Currency risk

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars, US dollar and UK Pounds. Management believes that foreign currency risk derived from currency conversions is negligible and therefore does not hedge its foreign exchange risk.

A 1% strengthening (weakening) of the Canadian dollar against the UK Pound and US dollar would decrease (increase) net loss by approximately \$1,000 (2016 - \$6,000), and \$200 (2016- \$800), respectively.

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2017	UK Pound	US Dollars
Cash	\$ 114,578	\$ 23,448
Investment	\$ 137,329	\$ -
	\$ 251,907	\$ 23,448
<hr/>		
2016	UK Pound	US Dollars
Cash	\$ 135,796	\$ 62,184
Investments	\$ 206,131	\$ -
	\$ 341,927	\$ 62,184

OTHER RISK FACTORS

There are a number of risks and uncertainties that may have a material and adverse impact on the future operating and financial performance of SEA and could cause SEA's proposed plans, prospects, strategies, events, operating and financial performance and results to differ materially from the estimates described in forward-looking statements and forward-looking information in this MD&A related to SEA. These include widespread risks associated with any form of business and specific risks associated with SEA's business and its involvement in the early-stage exploration and development industry. An investment in SEA Shares, as well as SEA's prospects, is highly speculative due to the high-risk nature of its business and the early stage of its exploration and development activities, as well as due to the limited assets and cash resources of SEA. Shareholders of SEA may lose their entire investment. The risks described below are not the only ones facing SEA. Additional risks not currently known to SEA, or that SEA currently deems immaterial, may also impair SEA's proposed plans, prospects, strategies, events, business, operations, financial performance and results. If any of the following risks actually occur, SEA's plans, strategies, events, business, financial performance and condition, results and prospects could be adversely affected.

Exploration, Development and Operating Risks

Mining operations generally involve a high degree of risk. SEA's operations are subject to all the hazards and risks normally encountered in the exploration, development and production of gold, precious metals and other minerals, including unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding and other conditions involved in the drilling and removal of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. The financing, exploration, development and mining of any of SEA's exploration properties is furthermore subject to a number of macroeconomic, legal and social factors, including the price of gold, silver and copper, laws and regulations, political conditions, currency fluctuations, the ability to hire and retain qualified people, the inability to obtain suitable adequate machinery, equipment or labour and obtaining necessary services in jurisdictions in which SEA operates. Unfavourable changes to these and other factors have the potential to negatively affect SEA's business, plans, prospects, strategies, financial performance and condition and results.

The exploration for and development of mineral deposits is a speculative venture involving significant risks which even a combination of careful evaluation, experience and knowledge may not eliminate or even mitigate. While the discovery of a commercially viable ore body may result in an increase in value for shareholders, few mineral properties which are explored are ultimately developed into producing mines. At present, none of the Company's properties have a known body of bankable commercial ore and the proposed exploration programs are exploratory. There is no certainty that the expenditures made by SEA towards the exploration and evaluation of mineral deposits on its properties will result in discoveries or production of commercial quantities of gold or other minerals.

Substantial expenditures may be required to locate, evaluate and establish mineral reserves, to develop metallurgical processes and to construct mining and processing facilities at a particular site, and

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substantial additional financing will be required. It is impossible to ensure that SEA will be able to secure the necessary financing needed to pursue the exploration or development activities planned by SEA or that its activities will result in an economically viable or profitable commercial mining operation. The decision as to whether a particular property contains a commercial mineral deposit and should or could be brought into production will depend on the results of exploration programs and/or geological and other studies, and the recommendations of duly qualified engineers and geologists. Several significant factors will be considered, including, but not limited to: (i) the particular attributes of the deposit, such as size, grade, metallurgical characteristics, and proximity to infrastructure; (ii) mineral prices, which are highly cyclical; (iii) government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, permitting, importing and exporting of minerals and environmental protection; (iv) available working capital and ongoing costs of exploration and development; (v) availability, terms and cost of additional funding; and (vi) local community and landowner opposition to access mineral rights. The exact effect of these factors cannot be accurately predicted, but one or any combination of these factors may result in SEA not being able to pursue its business plans or strategy or its shareholders not receiving an adequate return on invested capital.

Early Stage Status and Nature of Exploration

The terms "Resource(s)" or "Reserve(s)" cannot be used to describe any of the SEA's exploration properties due to the early stage of exploration at this time. Any reference to potential quantities and/or grade is conceptual in nature, as there has been insufficient exploration to define any mineral resource and it is uncertain if further exploration will result in the determination of any mineral resource. Any information, including quantities and/or grade, described in this MD&A should not be interpreted as assurances of a potential resource or reserve, or of potential future mine life or of the viability or profitability of future operations.

Few properties that are explored are ultimately developed into producing mines. Substantial expenditures are required to establish ore reserves through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining.

The economics of exploring and developing mineral properties is affected by many factors including the cost of operations, variations in the grade of ore mined, fluctuations in metal markets, costs of mining and processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection. Major expenses may be required to establish reserves by drilling and to construct mining and processing facilities at a particular site. It is impossible to ensure that the current planned exploration and development programs of SEA will result in economically viable or profitable commercial mining operations. The profitability of SEA's operations will be, in part, directly related to the costs and success of its exploration and development programs, which may be affected by a number of factors. Substantial expenditures are required to establish mineral reserves that are sufficient to support commercial mining operations and to construct, complete and install mining and processing facilities on those properties that are actually developed.

No assurance can be given that any particular level of recovery of minerals will be realized or that any potential quantities and/or grade will ever qualify as a resource, or that any such mineral resource will ever qualify as a commercially viable (or mineable) deposit which can be legally and economically exploited. Where expenditures on a property have not led to the discovery of mineral reserves, incurred expenditures will generally not be recoverable.

Additional Capital

SEA plans to focus on evaluating its properties and exploring for minerals and will use its working capital to carry out such activities. However, the exploration and development of SEA's exploration properties is expected to require substantial additional financing. The ability of SEA to arrange such

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additional financing in the future will depend, in part, on the prevailing capital market conditions as well as the business and performance of SEA. Failure to obtain additional financing could result in delaying or indefinite postponement of exploration, development or production on any or all of SEA's exploration properties or a loss of a property interest. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favourable to SEA. If additional financing is raised by SEA through the issuance of securities from treasury, control of SEA may change and security holders may suffer potentially significant dilution.

Joint Ventures and Subsidiaries

SEA operates in Chile (See Subsequent Events – Chile) under option agreements and may, in the future, operate some of its activities and properties through joint ventures, subsidiaries, earn-ins or similar arrangements in order to fully exploit the exploration and production potential of its exploration assets. There can be no assurance that SEA will be able to identify and successfully negotiate joint venture or similar arrangements with third parties on terms that are favourable to SEA, or at all. SEA may, in the future, be unable to meet its share of costs incurred under such arrangements and may have its property interests subject to such arrangements reduced as a result or even face termination of such arrangements.

SEA is also subject to the typical risks associated with joint ventures and similar arrangements, including disagreement on how to develop, operate or finance the properties and activities and contractual and legal remedies of SEA's partners in the event of such disagreements. In addition, any limitation on the transfer of cash or other assets between SEA and such entities, or among such entities, could restrict SEA's ability to fund its activities efficiently. Any such limitations or the perception that such limitations may exist now or in the future, could have an adverse impact on SEA's business, plans, prospects, value and stock price.

No History of Operations

SEA is an early-stage exploration and development company and has no history of mining or refining mineral products. As such, SEA is subject to many risks common to such enterprises, including under-capitalization, cash shortages, limitations with respect to personnel, financial and other resources and lack of revenues. There is no assurance that SEA will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations.

No History of Earnings

SEA has not yet commenced operations and therefore has no history of earnings or of a return on investment, and there is no assurance that certain of its property interests or other assets will be economically viable or will be advanced to generate earnings, operate profitably or provide a return on investment in the future. No operating revenues are anticipated until one of SEA's projects comes into production, which may or may not occur. SEA will continue to experience losses unless and until it can successfully develop and begin profitable commercial production at one of its mining properties. There can be no assurance that SEA will be able to do so.

No History of Profitability

SEA is an early exploration and development stage company with no history of revenues or profitability. There can be no assurance that the activities of SEA will be economically viable or profitable in the future. SEA will require additional financing to further explore, develop, acquire, and achieve commercial production on its property interests and, if financing is unavailable for any reason, SEA may become unable to acquire and retain its property interests and carry out its business plan.

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Absence of Public Trading Market

Currently there is no public market for the Common Shares, and there can be no assurance that an active market for the Common Shares will develop or be sustained. If an active public market for the Common Shares does not develop, the liquidity of an investor's investment may be limited and the share price may decline below an investors initial purchase price.

Industry and Economic Factors Affecting SEA

SEA is a junior resource company focused primarily on the evaluation, exploration and development of mineral properties and potential acquisition of mineral properties in the future. SEA's future performance is largely tied to the financial markets related to junior resource companies, which is often cyclical. SEA will continuously monitor several economic factors including the uncertainty regarding the price of gold, silver and copper and the availability of equity financing for the purposes of mineral exploration and development. SEA's future performance is largely tied to its ability to raise additional financing needed to fund its ongoing exploration and operating activities and to pursue the exploration and the development of its mineral property interests and the overall financial markets. Financial markets in the mining sector are likely to continue to be volatile reflecting ongoing concerns about the global economy, and the general pessimistic outlook in the mining sector. Companies worldwide have been affected negatively by these trends. As a result, SEA may have difficulties raising equity financing needed for the purposes of mineral exploration and development, particularly without excessively diluting the interests of its current shareholders. With continued market volatility expected, SEA's current strategy is to continue a modest exploration program on its properties using existing cash and funds generated through equity financings if and when available and to seek out other prospective business opportunities, including entering into option arrangements and/or joint ventures. SEA believes that this focused strategy will enable it to pursue its business strategy and plans in the near term. These trends may limit SEA's ability to develop and/or further explore its properties, and/or acquire other property interests that could be acquired in the future. Management will monitor economic conditions and estimate their impact on SEA's plans, strategies and activities and incorporate these estimates in short-term operating and longer-term strategic decisions.

Reliance on a Limited Number of Properties

The only property interests of SEA are its interests in the Chile Properties as described above under Subsequent Events - Chile. As a result, unless SEA acquires additional property interests, any adverse developments affecting any one of these properties would likely have an adverse effect upon SEA and would adversely affect the potential mineral resource development, profitability, financial performance and condition and results of SEA and its strategies and plans. While SEA may seek to acquire additional mineral properties that are consistent with its business objectives, there can be no assurance that SEA will be able to identify suitable additional mineral properties or, if it does identify suitable properties, that it will have sufficient financial resources to acquire such properties or that such properties will be available on terms acceptable to SEA or at all.

Commodity Prices

The price of SEA's securities, its financial condition and results, and its access to the capital required to finance its exploration activities may in the future be adversely affected by declines in the price of precious and base metals and, in particular, the price of gold and silver. Base and precious metal prices fluctuate widely and are affected by numerous factors beyond SEA's control such as the sale or purchase of base and precious metals by various dealers, central banks and financial institutions, interest rates, exchange rates, inflation or deflation, currency exchange fluctuation, global and regional supply and demand, production and consumption patterns, speculative activities, increased production due to improved mining and production methods, government regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals, environmental protection, and international political and economic trends, conditions and events. If these or other factors continue to adversely affect the price of base and precious metals, the market price of SEA's securities may decline. A severe decline in the price of a mineral being explored or produced or

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expected to be explored or produced by SEA would have a material adverse effect on SEA, and could result in the suspension of exploration or development of properties by SEA.

Insurance and Uninsured Risks

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

SEA does not currently maintain insurance in respect of such risks. Although SEA may in the future maintain insurance to protect against certain risks in such amounts as it considers to be reasonable, such insurance even if obtained will not cover all the potential risks associated with a mining company's operations. SEA may also be unable to obtain and maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration, development and production is not generally available to SEA or to other companies in the resource industry on acceptable terms. SEA might also become subject to liability for pollution or other hazards which it may not be insured against or which SEA may elect not to insure against because of premium costs or other reasons. Losses from these events may cause SEA to incur significant costs that could have a material adverse effect upon its business, plans, prospects, financial performance and condition and results. The payment of such liabilities could reduce or eliminate SEA's available funds or could exceed the funds available to SEA to pay such liabilities and result in bankruptcy.

Environmental Risks and Hazards

The mining and mineral processing industries are subject to extensive environmental regulation for the protection of the environment. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation. They also set forth limitations on the generation, transportation, storage and disposal of solid and hazardous waste. These regulations may adversely affect SEA or require it to expend significant funds. There is also a risk that environmental and other laws and regulations may become more onerous, making it more costly for SEA to remain in compliance with such laws and regulations.

There is no assurance that future changes in environmental regulation, if any, will not adversely affect SEA's operations. Environmental hazards may exist on the properties on which SEA holds interests which are unknown to SEA at present and which have been caused by previous or existing owners or operators of the properties or by current or previous surface rights owners.

SEA cannot give any assurances that breaches of environmental laws (whether inadvertent or not) or environmental pollution will not materially and adversely affect its business, plans and financial condition. There is no assurance that any future changes to environmental regulation, if any, will not adversely affect SEA.

Permitting

SEA's current and anticipated future activities will require approvals and permits from various federal and local governmental authorities, and such operations are and will be governed by laws and regulations governing prospecting, exploration, development, mining, production, taxes, labour standards, health, waste disposal, toxic substances, land use, environmental protection, mine safety and other matters. There is no assurance that delays will not occur in connection with obtaining all such necessary approvals and permits for the existing activities or additional approvals or permits for

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any possible future changes to operations. Prior to any development on any of its properties, SEA must receive permits from appropriate governmental authorities. There can be no assurance that SEA will obtain or continue to hold all permits necessary to develop or continue its activities at any particular property. Delays in obtaining or a failure to obtain any licenses or permits or extensions thereto, challenges to the issuance of such licenses or permits, whether successful or unsuccessful, changes to the terms of such licenses or permits or a failure to comply with the terms of any such licenses or permits that SEA has obtained, could have a material adverse effect on SEA by delaying or preventing or making more expensive exploration and/or development.

Title to Mining Concessions

The acquisition of the right to explore and/or exploit mineral properties is a detailed and time-consuming process. Although SEA has either obtained title opinions or reviewed title for its properties, there is no guarantee that title to such property interests will not be challenged or impugned. SEA's mineral properties may be subject to prior registered or unregistered liens, agreements, transfers or claims, and title may be affected by, among other things, undetected defects and land claims. A successful challenge to the validity of, or the precise area and location of, these claims could result in SEA being unable to operate on its properties as permitted or being unable to enforce its rights with respect to its properties.

Further, in order to maintain the mining concessions, SEA must make certain payments under its option agreements or risk forfeiture of the mining concessions and any such expenditure made to such time. In light of SEA's cash resources anticipated following the completion of the Arrangement, and in the absence of SEA obtaining additional sources of funding, it is possible that SEA may not be able to continue to commit the required minimum exploration expenditures required for its properties beyond the near-term.

Infrastructure

Development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supply are important determinants, which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, and government or other interference in the maintenance or provision of such infrastructure could adversely affect SEA's business, plans, prospects, financial condition and results.

Competition

The resource and mining exploration industry is intensely competitive in all of its phases. As a result of this competition, some of which is with significantly larger, established mining companies with substantial capabilities and greater financial and technical resources than SEA, SEA may be unable to continue to explore and develop its existing properties, or to acquire additional mineral properties in the future. SEA may also encounter increasing competition from other resource and mining companies, many of which are significantly larger with significantly greater resources, in its efforts to hire experienced mining professionals.

Government Regulation

The mineral exploration activities (as well as the potential for eventual mining, processing and development activities) of SEA will be subject to extensive laws and regulations governing prospecting, exploration, development, production, taxes, labour standards and occupational health, mine safety, toxic substances, land use, waste disposal, water use, land claims of local people, protection of historic and archaeological sites, mine development, protection of endangered and protected species and other matters.

Government approvals, approval of the local population and permits are currently, and may in the future be required in connection with SEA's proposed activities. To the extent such approvals are required and not obtained, SEA may be curtailed or prohibited from continuing its exploration or

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development activities or from proceeding with planned exploration or development of mineral properties. Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing activities to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in the exploration or development of mineral properties or mining operations may be required to compensate those suffering loss or damage by reason of their activities and may have civil or criminal fines or penalties imposed for violations of applicable laws. Regulators in Chile have broad authority to shut down and/or levy fines against facilities that do not comply with regulations or standards.

SEA's mineral exploration and development activities may be adversely affected in varying degrees by changing government regulations relating to the mining industry or shifts in political conditions that increase royalties payable or the costs related to SEA's activities or maintaining its properties. Operations may also be affected in varying degrees by government regulations with respect to restrictions on exploration, development, production, price controls, government imposed royalties, claim fees, export controls, income taxes, and expropriation of property, environmental legislation and mine safety. The effect of these factors cannot be accurately predicted. Although SEA's exploration and development activities are expected to be carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail exploration or development.

Furthermore, any shift in political attitudes, or amendments to current laws and regulations governing activities of exploration, development, mining or milling or more stringent implementation thereof are beyond the control of SEA and could have a substantial adverse impact on SEA.

Foreign Operations

All of the SEA's exploration properties are located in Chile and are subject to those jurisdiction's laws. As such, SEA's activities will be and may increasingly be exposed to various levels of political, economic and other risks and uncertainties. SEA believes the present attitude of Chile to foreign investment and resource exploration to be favourable, but investors should assess the political risks of investing in a foreign country. These risks and uncertainties vary from country to country and include, but are not limited to: terrorism; hostage taking; military repression; fluctuations in currency exchange rates; high rates of inflation; labour unrest; the risks of war or civil unrest; expropriation and nationalization; renegotiation or nullification of existing concessions, licenses, permits and contracts; illegal mining; changes in taxation policies; and changing political conditions and governmental regulations, including changing environmental legislation.

Variations from the current regulatory, economic and political climate could have an adverse effect on the affairs of SEA. Changes, if any, in resource exploration or investment policies or shifts in political attitudes in Chile may adversely affect its activities or viability. Activities may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on operations, income taxes, expropriation of property, maintenance of claims, environmental legislation, land use, land claims of local people, water use and mine safety. Failure to comply strictly with applicable laws and local practices relating to mineral right applications and tenure could result in loss, reduction or expropriation of entitlements, or the imposition of additional local or foreign parties as joint venture partners with carried or other interests. The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on the plans, properties, business, financial condition or results of SEA.

In addition, in the event of a dispute arising from foreign operations, SEA may be subject to the exclusive jurisdiction of foreign courts or may not be successful in subjecting foreign persons to the jurisdiction of courts in Canada. It is not possible for SEA to accurately predict such developments or

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changes in laws or the extent to which any such developments or changes may have a material adverse effect on SEA's business.

Influence of Third Party Stakeholders

Some of the lands in which SEA holds an interest, or the exploration equipment and roads or other means of access which SEA intends to utilize in carrying out its work programs or general business activities, may be subject to interests or claims by third party individuals, groups or companies. In the event that such third parties assert any claims or do not consent to SEA carrying on activities on lands subject to their interests or claims, SEA's work programs may be delayed or prevented, even if such claims are not meritorious. Such claims or delays may result in significant financial loss and loss of opportunity for SEA.

SEA may need to enter into negotiations with landowners and other groups in local communities in Chile in order to conduct further exploration and development work on its properties. There is no assurance that future discussions and negotiations will result in agreements with landowners and other local community groups in Chile or if such agreements will be on terms acceptable to SEA so that SEA may continue to conduct exploration and development activities on these properties.

Acquisitions and Integration

From time to time, SEA may examine opportunities to acquire additional exploration and/or mining assets and businesses. Any acquisition that SEA may choose to complete may be of a significant size relative to the size of SEA, may change the nature or scale of SEA's business and activities, and may expose SEA to new geographic, political, operating, financial and geological risks. SEA's success in its acquisition activities, if any, depends upon its ability to obtain additional sources of financing, identify suitable acquisition candidates, negotiate acceptable terms for any such acquisition, and integrate any acquired operations successfully with those of SEA. Any acquisitions would be accompanied by risks. In the event that SEA chooses to raise debt capital to finance any such acquisitions, SEA's leverage will be increased. If SEA chooses to use equity as consideration for such acquisitions, existing shareholders may suffer significant dilution. There can be no assurance that SEA would be successful in obtaining additional sources of financing or in overcoming these risks or any other problems encountered in connection with such acquisitions.

Management of Growth

SEA may be subject to growth-related risks including capacity constraints and pressure on its internal systems and controls. The ability of SEA to manage growth effectively will require it to continue to implement and improve its operations and financial systems and to expand, train and manage its employee base. The inability of SEA to deal with this growth could have a material adverse impact on its business, plans, operations and prospects.

Dilution

Financing the development of a mineral property through to production, should feasibility studies show it is recommended, would be expensive and SEA would require additional monies to fund development and exploration programs and potential acquisitions. SEA cannot predict the size of future issuances of SEA Common Shares or the issuance of debt instruments or other securities convertible into SEA Common Shares. Likewise, SEA cannot predict the effect, if any, that future issuances and sales of SEA's securities will have on the market and market price of the SEA Shares. If SEA raises additional funds by issuing additional equity securities, such financing may substantially dilute the interests of existing shareholders. Sales of substantial numbers of SEA securities, or the availability of such SEA securities for sale, could adversely affect the market, liquidity and any prevailing market prices for SEA's securities.

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Dividend Policy

No dividends on the SEA Common Shares have been paid by SEA to date. Payment of any future dividends will be at the discretion of SEA's board of directors after taking into account many factors, including SEA's operating results, financial condition and current and anticipated cash needs. At this time, SEA has no source of cash flow and anticipates using all available cash resources towards its stated business objectives and retaining all earnings, if any, to finance its business activities.

Key Personnel

SEA's development will be dependent on the efforts of key management and potentially other key personnel. Locating mineral deposits depends on a number of factors, not the least of which is the technical skill of the exploration personnel involved. The loss of any of these people, particularly to competitors, could have a material adverse effect on SEA's business. Further, with respect to the future development of SEA's exploration properties, it may become necessary to attract both international and local personnel for such development. The marketplace for key skilled personnel is highly competitive, which means the cost of hiring, training and retaining such personnel may increase. Factors outside SEA's control, including competition for human capital and the high level of technical expertise and experience required to execute this development, will affect SEA's ability to identify and retain the specific personnel required.

Due to the relatively small size of SEA, the loss of key personnel or SEA's inability to attract and retain additional highly skilled employees or consultants may adversely affect its business, activities and future plans. SEA does anticipate carrying any "key person" life insurance in respect of any of its directors, officers or other employees.

Risk of Litigation

SEA may become involved in disputes with other parties in the future which may result in litigation or other legal proceedings. The results of legal proceedings cannot be predicted with certainty. If SEA is unable to resolve these disputes favourably, it may have a material adverse impact on the ability of SEA to carry out its business plan.

Officers and Directors of the Company Own Significant Common Shares and Can Exercise Significant Influence

The officers and directors of the Company, as a group, beneficially own, on a non-diluted basis, in excess of 10% of the outstanding Common Shares of the Company. As such, as shareholders, the officers and directors will be able to exert significant influence on matters requiring approval by shareholders, including the election of directors and the approval of any significant corporate transactions. The concentration of ownership may also have the effect of delaying, deterring or preventing a change in control and may make some transactions more difficult or impossible to complete without the support of these shareholders.

Internal Controls

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

Conflicts of Interest

Certain of the directors and officers of SEA also serve as directors and/or officers of other companies involved in natural resource exploration and development and consequently there exists the possibility for such directors and officers to be in a position of conflict. Any decision made by any of such directors and officers involving SEA will be made in accordance with their duties and obligations to

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deal fairly and in good faith with a view to the best interests of SEA and its shareholders. In addition, each of the directors is required to declare and refrain from voting on any matter in which such directors may have a conflict of interest in accordance with the procedures set forth in the OBCA and other applicable laws.

DISCLOSURE AND INTERNAL CONTROLS

Management has established processes, which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the financial

statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented by the financial statements.

In contrast to the certificate required under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings (Form 52-109FV2), the Company utilizes the Venture Issuer Basic Certificate which does not include representations relating to the establishment and maintenance of disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as defined in NI 52-109. In particular, the certifying officers filing the Certificate are not making any representations relating to the establishment and maintenance of:

- (i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
- (ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's IFRS.

The Company's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in this certificate.

Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

The Corporation's Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") are responsible for the design and effectiveness of disclosure controls and procedures ("DC&P") and the design of internal control over financial reporting ("ICFR") to provide reasonable assurance that material information related to the Corporation is made known to the Corporation's certifying officers. The Corporation's controls are based on the Committee of Sponsoring Organizations ("COSO") 2013 framework. The Corporation's CEO and the CFO have evaluated the design and effectiveness of the Corporation's DC&P as of December 31, 2017 and have concluded that these controls and procedures are effective in providing reasonable assurance that material information relating to the Corporation is made known to them by others within the Corporation. The CEO and CFO have also evaluated the design and effectiveness of the Corporation's ICFR as of December 31, 2017 and concluded that these controls and procedures are effective in providing reasonable assurance that financial information is recorded, processed, summarized and reported in a timely manner.

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During the current period there have been no changes in the Corporation's DC&P or ICFR that materially affected, or are reasonably likely to materially affect, the Corporation's internal control over financial reporting.

Cautionary Note Regarding Forward-Looking Information

Except for statements of historical fact relating to SEA, certain information contained in this MD&A constitutes "forward-looking information" under Canadian securities legislation. Forward-looking information includes, but is not limited to, statements with respect to the potential of the Company's properties; the future price of precious and/or base metals; success of exploration activities; cost and timing of future exploration and development; requirements for additional capital and other statements relating to the financial and business prospects of the Company. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and its perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances at the date that such statements are made, and are inherently subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to risks related to: unexpected events and delays during permitting; the possibility that future exploration results will not be consistent with the Company's expectations; timing and availability of external financing on acceptable terms and in light of the current decline in global liquidity and credit availability; the uncertainty of conducting activities within a joint venture structure; currency exchange rates; government regulation of mining operations; failure of equipment or processes to operate as anticipated; risks inherent in mineral exploration and development including environmental hazards, industrial accidents, unusual or unexpected geological formations; and uncertain political and economic environments. Although management of SEA has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

Caution Regarding Adjacent or Similar Mineral Properties

This MD&A contains information with respect to adjacent or similar mineral properties in respect of which the Company has no interest or rights to explore or mine. The Company advises US investors that the mining guidelines of the US Securities and Exchange Commission (the "SEC") set forth in the SEC's Industry Guide 7 ("SEC Industry Guide 7") strictly prohibit information of this type in documents filed with the SEC. **Readers are cautioned that the Company has no interest in or right to acquire any interest in any such properties, and that mineral deposits on adjacent or similar properties, and any production therefore or economics with respect thereto, are not indicative of mineral deposits on the Company's properties or the potential production from, or cost or economics of, any future mining of any of the Company's mineral properties.**

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Management's Responsibility for Financial Information

The audited consolidated financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the audited consolidated financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the consolidated financial statements have been prepared within acceptable limits of materiality and are in accordance with International Financial Reporting Standards using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established systems of internal control over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced.

The Board of Directors is responsible for reviewing and approving the audited consolidated financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the audited consolidated financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the audited consolidated financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

The Audit Committee has reviewed the audited consolidated financial statements with management. The Board of Directors has approved the audited consolidated financial statements on the recommendation of the Audit Committee.

April 19, 2018
(Signed) "Brian Jennings"
Brian Jennings
CEO, CFO