Rockland Minerals Corp.

MANAGEMENT'S DISCUSSION AND ANALYSIS
For the financial year ended December 31, 2012

This Management's Discussion and Analysis ("MD&A") should be read in conjunction with the audited financial statements and notes thereto for the financial year ended December 31, 2012 of Rockland Minerals Corp. (the "Company"). Such financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

All dollar amounts are expressed in Canadian dollars unless otherwise indicated.

DATE

This MD&A is prepared as of April 30, 2013.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain statements in this report are forward-looking statements, which reflect our management's expectations regarding our future growth, results of operations, performance and business prospects and opportunities including statements related to the development of existing and future property interests, availability of financing and projected costs and expenses. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits we will obtain from them. These forward-looking statements reflect management's current views and are based on certain assumptions and speak only as of the date of this report. These assumptions, which include management's current expectations, estimates and assumptions about current mineral property interests, the global economic environment, the market price and demand for commodities and our ability to manage our property interests and operating costs, may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions, (2) a decreased demand or price of precious and base metals, (3) delays in the start of projects with respect to our property interests, (4) inability to locate and acquire additional property interests, (5) the uncertainty of government regulation and politics in the province of Quebec regarding mining and mineral exploration, (6) potential negative financial impact from regulatory investigations, claims, lawsuits and other legal proceedings and challenges, and (7) other factors beyond our control.

There is a significant risk that such forward-looking statements will not prove to be accurate. Investors are cautioned not to place undue reliance on these forward-looking statements. No forward-looking statement is a guarantee of future results. We disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. Additional information about these and other assumptions, risks and uncertainties are set out in the section entitled "Risk Factors" below.

DESCRIPTION OF BUSINESS

The Company was incorporated under the laws of the province of British Columbia on June 12, 2008. The Company is a junior mineral exploration company engaged in the business of acquiring, exploring and evaluating natural resource properties and has recently focused on the acquisition of interests in, and exploration for, Gold, Copper, Nickel, Platinum Group Metals in the province of Quebec, Canada. The Company completed an initial public offering on June 28, 2010 and began trading on the TSX Venture Exchange (the "Exchange") under the symbol "RL" on July 2, 2010. For further details, please see the final prospectus of the Company dated March 29, 2010, which is available on SEDAR at www.sedar.com This Management's Discussion and Analysis ("MD&A") should be read in conjunction with the audited financial statements and notes thereto for the year ended December 31, 2012 of Rockland Minerals Corp. (the "Company"). Such financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

The Company currently has three material exploration properties consisting of the Blue Lake copper- nickel-PGM property ("Blue Lake Property") Retty Lake copper-nickel-PGM property (the "Retty Lake Project"), the Schefferville Gold Property (the "Schefferville Gold Property") all located in the Schefferville area of Quebec, Canada, the details of which are set out below. The Ashuanipi property option agreement was cancelled in 2012 (the "Ashuanipi Property"), The Company has not yet determined whether its property interests contain reserves that are economically recoverable. The recoverability of amounts shown for resource properties and related deferred exploration expenditures are dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development of the resource property and upon future profitable production or proceeds from the disposition thereof.

EXPLORATION ACTIVITY

BLUE LAKE PROPERTY – SCHEFFERVILLE REGION, QUEBEC, CANADA

On November 16, 2011, Rockland entered into an option and joint venture agreement ("Blue Lake Option and Joint Venture Agreement") with La Fosse Platinum Group Inc.("La Fosse") to earn a 55% interest in Blue Lake, Jimmick, Chance Lake, Glance Lake, Walsh Lake and Lac Aulneau properties in the southern Labrador Trough ("the Blue Lake property"). On November 28, 2012, Rockland and La Fosse amended the Blue Lake Option and Joint Venture Agreement.

Under the amended option and joint venture agreement, the Company can acquire a 55% interest in the property over a four-year period by making cash payments totalling $350,000 and issuing a total of 5,500,000 common shares and by spending $4,500,000 in exploration on the property. The option and joint venture covers Blue Lake, Jimmick, Chance Lake, Glance Lake, Walsh Lake and Lac Aulneau properties. As of April 30, 2013 pursuant to the Blue Lake letter agreement the Company has paid $95,000 to La Fosse and has issued 2,500,000 shares to La Fosse (and has made expenditures of $1,202,697 on the property which includes the 12% allowable management charges under the option agreement). The details of the cash and common share payments are provided below:

Cash and common share payments to La Fosse:

a) Payment of $50,000 before December 31, 2011 and 1,000,000 shares (paid and issued)
b) $45,000 and 1,500,000 shares on or before November 16, 2012 (paid and issued);
c) $50,000 and 1,000,000 shares on or before November 16, 2013;
d) $60,000 and 1,000,000 shares on or before November 16, 2014;
e) $65,000 and 1,000,000 shares on or before November 16, 2015; and
f) $80,000 on or before November 16, 2016.

Work commitment expenditures over a 4-year period:

a) $700,000 on or before November 16, 2012 (completed);
b) $400,000 on or before November 16, 2013 (completed);
c) $1,000,000 on or before November 16, 2014;
d) $1,200,000 on or before November 16, 2015; and

e) $1,200,000 on or before November 16, 2016.

Under the Blue Lake option and joint venture agreement, the Company is entitled to include in the expenditures charges for management supervision and administrative services of the Company equal to 12% of all expenditures made or incurred by the Company. Rockland at its sole election may earn an additional 20% interest, to 75%, in the Property upon written notice to that effect given to La Fosse, within 90 days of the earn in completion date by solely funding all work leading to the delivery of a Bankable Feasibility Study on the property. Upon receipt of the Bankable Feasibility Study, the joint venture will proceed to fund the project on a pro rata basis and the standard dilution clause will apply. Upon receipt of a Bankable Feasibility Study, the parties to the joint venture will formally commit to fund mine construction on a pro rata basis. If one of the Parties is diluted to a 3% NSR Royalty in the Property, 1% can be purchased for $1,000,000 by the other Party at any time.

RETTY LAKE PROJECT – SCHEFFERVILLE REGION, QUEBEC, CANADA

The Company completed its 100% earn-in on the Retty Lake property on February 12, 2013. On June 30, 2008, the Company entered into an option agreement, as amended on January 14, 2010 (the "Retty Lake Option Agreement"), between the Company and Ernest D. Black, P. Eng. of Comox, British Columbia, whereby the Company was granted the sole and exclusive right and option to acquire an undivided 100% right, title and interest in all of the mineral claims consisting of 229 mineral claims in the Southern sector of the Labrador Trough area of north eastern Quebec, Canada (the "Retty Lake Project"). Pursuant to the Retty Lake Option Agreement, the Company had been granted the exclusive right and option to acquire an undivided 100% right, title and interest in and to the Retty Lake Project by issuing 2,000,000 common shares to E.D. Black (issued), and by incurring aggregate cumulative expenditures on the Retty Lake Project of $1,850,000 by March 31, 2014. On February 12, 2013, Rockland completed its 100% earn-in on the Retty Lake property by issuing Ernest D. Black 1,600,000 common shares and in return Mr. Black waived all remaining exploration work commitments, completing Rockland's earn-in on the Retty Lake property.

The Retty Lake Project is subject to a 3% net smelter return royalty ("NSR") from the sale of mineral products from the Retty Lake Project following the commencement of commercial production less allowable deductions, to be vested in E.D. Black upon the exercise of the option contemplated in the Retty Lake Option Agreement. The NSR is subject to a buy-back right of the Company to repurchase the NSR for $3,000,000 and in the event E.D. Black intends to sell all or part of the NSR, the Company has the right to require E.D. Black to sell all or part of the NSR to the Company (the "NSR ROFR") on the terms and conditions set out in a notice which will be open for acceptance by the Company for a period of 30 days from receipt of the notice.

Two field campaigns were conducted on the Retty Lake Project during August and September of 2008 on behalf of the Company. The first work consisted of wide area traverses that resulted in 96 rock samples which were fire assayed for Pt-Pd-Au and analyzed for a suite of 48 elements in search of "pathfinder" elements which may be useful in further prospecting. A second campaign focused on the Blue Lake North area where mineralized boulders were discovered. A soil grid was run over an area of more than one square kilometre and 490 soil samples were collected. These results form the basis of a technical report on the Retty Lake Project dated March 9, 2010 (the "Technical Report") prepared by Etienne Forbes, P. Geo. in accordance with National Instrument 43-101 *Standards of Disclosure for Mineral Properties* of the Canadian Securities Administrators ("NI 43-101"). The cost of the 2008 exploration was $126,901, before the Quebec mineral tax credit refund is applied.

During August 2010, Rockland carried out a helicopter-borne Time-Domain Electromagnetic (TDEM) and Magnetic survey on the Retty Lake property. The survey was flown in August 2010 by Geo Data Solutions, Inc. of Laval, Québec over the claims, consisting of a North Block and a South block, for a total of 1,767 line-kilometres.

During the months of May and June 2011, the Company completed a 1500 meter diamond drill program on Retty Lake property.

The Company will be required to raise additional funds in order to keep all the Retty Lake claims in good standing in relation to claim renewal costs required by the Ministère des Ressources naturelles et de la Faune ("MRNF"). The Company will add and or drop claims based on geological merit and as financial resources allow.

SCHEFFERVILLE GOLD PROPERTY – SCHEFFERVILLE REGION, QUEBEC, CANADA

On June 15, 2011, Rockland acquired a 55% interest in the Schefferville Gold Property by completing $800,000 in exploration work, making cash payments totalling $60,000 and issuing 600,000 common shares to Western Troy Capital Resources Inc ("Western Troy") to complete the earn-in. Upon earn-in Rockland and Western Troy Capital Resources Inc formed a joint venture with Rockland having a 55% interest in the property and Western Troy Capital Resources Inc having a 45% interest. Subsequent to December 31, 2011, the Company further increased its participating interest in the Schefferville Gold property from 55% to 64% (leaving Western Troy with a 36% interest), based on relative mineral exploration expenditures, by incurring an additional $375,973 in exploration expenditures.

The option and joint venture agreement with Western Troy states that once a Scoping Study is completed by the parties, Rockland at its sole election may earn an additional 15% interest, to 70%, in the Property (the "Additional Interest") by solely funding a Bankable Feasibility Study. Rockland must notify Western Troy in writing of its election to exercise its right to earn the Additional Interest before the Bankable Feasibility Study is initiated or Western Troy has provided any funds for such Bankable Feasibility Study. Provided, however, that if Western Troy's interest in the Joint Venture is 35% or less at the time Rockland notifies Western Troy of such election, Rockland may only earn a maximum of 80% interest in the Property by funding the Bankable Feasibility Study and the Additional Interest earned by Rockland shall be reduced accordingly. Upon receipt of the Bankable Feasibility Study, the joint venture will proceed to fund the project on a pro rata basis and the standard dilution clause will apply.

Upon receipt of a Bankable Feasibility Study, the parties to the joint venture will formally commit to fund mine construction on a pro rata basis, and demonstrate funding to meet such obligation in a timely fashion. If either party is unable to meet its obligation at the construction decision point, such party's interest in the Property will be diluted in accordance with the dilution formula, and the diluting party will still be required to demonstrate partial funds available, subject to a further dilution as defined in the agreement. If the diluting party is unable to provide funding in order to maintain a 10% or above interest in the joint venture, its interest will then automatically be converted to a 2% NSR Royalty. Western Troy will retain a minimum 2% NSR Royalty in the Property of which 1% can be purchased for $1,000,000 by Rockland at any time.

Under the Schefferville Gold Property Agreement, the Company is entitled to include in the expenditures charges for management supervision and administrative services of the Company equal to 10% of all expenditures made or incurred by the Rockland.

During May, 2011 the Company completed a low altitude, helicopter-borne magnetic survey on the Schefferville gold property. After completing its earn-in on the Schefferville Gold property, Rockland carried out a sampling program during the months of June and July 2011. Furthermore, Rockland carried out another sampling program during the months of September and October 2011. Joint venture partner, Western Troy Capital Resources Inc declined participation in this program and the program was carried out solely by Rockland.

The Company will be required to raise additional funds in order to keep all the Schefferville gold claims in good standing in relation to claim renewal costs required by the MRNF. The Company will add and or drop claims based on geological merit and as financial resources allow.

ASHUANIPI GOLD PROPERTY – SCHEFFERVILLE REGION, QUEBEC, CANADA

On August 8, 2009, the Company entered into a property option agreement, as amended on January 14 and July 18, 2010, August 31, 2011 and July 18, 2012 (the "Ashuanipi Agreement"), between the Company and E.D. Black, whereby the Company was granted an exclusive right and option to acquire an undivided 100% of the right, title and interest in and to the Ashuanipi Property. The original Ashuanipi Property consists of 16 mineral claims, located approximately 50 kilometres northeast of Schefferville, Quebec. Through additional staking the Ashuanipi Property now consists of 81 claims. Pursuant to the Ashuanipi Agreement, the Company granted 600,000 Ashuanipi Warrants of the Company (the "Ashuanipi Warrants") to E.D. Black, whereby each warrant entitles the holder to acquire one common share in the capital of the Company at an exercise price of $0.05 per common share until expiry on August 8, 2011 (expired). Pursuant to the Ashuanipi Agreement the Company has issued 500,000 common shares and is required to incur an aggregate of $1,300,000 in exploration expenditures as follows:

- incur $30,000 prior to December 31, 2010;
- incur an additional $300,000 prior to December 31, 2012;
- incur an additional $400,000 prior to December 31, 2013; and
- incur an additional $570,000 prior to December 31, 2014.

Under the Ashuanipi Agreement, the Company is entitled to include in the expenditures charges for management supervision and administrative services of the Company equal to 10% of all expenditures made or incurred by the Company (a) under each contract with a third party involving an expenditure in excess of $1,000 and (b) on the Ashuanipi Property or otherwise pursuant to the Ashuanipi Agreement.

The Ashuanipi Property is subject to a 3% net smelter return royalty (the "Ashuanipi NSR") from the sale of mineral products from the Ashuanipi Property following the commencement of commercial production less allowable deductions, to be vested in E.D. Black upon the exercise of the option contemplated in the Ashuanipi Agreement. The Ashuanipi NSR is subject to a buy-back right of the Company to repurchase the Ashuanipi NSR for $3,000,000 and in the event E.D. Black intends to sell all or party of the Ashuanipi NSR, the Company has the right to require E.D. Black to sell all or part of the Ashuanipi NSR to the Company (the "Ashuanipi NSR ROFR") on the terms and conditions set out in a notice which will be open for acceptance by the Company for a period of 30 days from receipt of the notice.

In July 2010, Rockland completed a mapping, prospecting and sampling exploration program on the Ashuanipi Property. The Company did not undertake exploration work on the Ashuanipi Property in 2011. On August 31, 2011, E.D. Black granted Rockland an extension on the 2011 work commitment. The updated exploration expenditures details are provided above. In the fourth quarter of 2011, the Company sent notice to E.D. Black that it will not renew 65 of the 81 claims, instead opting to hold onto the original 16 mineral claims. On July 18, 2012, the Company sent notice to E.D. Black that due to the high cost of future claim renewals and the fact that the Company is focussing on the Schefferville gold property (to the north of the Ashuanipi property), it will not renew its remaining 16 claims that make up the Ashuanipi property thereby ending the Ashuanipi property agreement.

OVERALL PERFORMANCE

The Company was incorporated on June 12, 2008 and completed its initial public offering on June 28, 2010 and began trading on the TSX Venture Exchange (the "Exchange") under the symbol "RL" on July 2, 2010. As an exploration stage company, the Company has not generated revenues to date from its properties and anticipates that it will continue to require equity financing to fund operations until such time as its properties are put into commercial production on a profitable basis. Since incorporation, the Company identified the base metals, primarily Copper and Nickel, and the Precious Metals, including Platinum Group Elements ("PGE's") and Gold, sectors as a viable business opportunity to increase shareholder value. During the time since inception, the Company entered into Agreements regarding the Retty Lake Project, Blue Lake Property, Ashuanipi Property and the Schefferville Gold Property. In 2012 the Company cancelled the Ashuanipi Property option agreement. As a result, the Company incurred costs in connection with the acquisition of the projects and exploration programs on the properties. Net loss for the year ended December 31, 2012 was $985,750 compared to $1,440,643 for the year ended December 31, 2011. Managements intends to concentrate its activities on the Copper, Nickel, PGE and Gold sectors and anticipates that expenses will increase during the foreseeable future as the Company carries out its exploration activities on its Quebec exploration properties.

SELECTED ANNUAL INFORMATION

The following information sets out the Company's audited selected annual information for the years ended December 31, 2012, December 31, 2011 and December 31, 2010:

	Year Ended December 31, 2012	Year Ended December 31, 2011	Period Ended December 31, 2010
	($)	($)	($)
Net Loss	(985,750)	(1,440,643)	(1,244,274)
Basic and Diluted Loss Per Share	(0.03)	(0.06)	(0.11)

	As at December 31, 2012	As at December 31, 2011	As at December 31, 2010
	($)	($)	($)
Mineral Properties	590,856	672,757	407,686
Total Assets	1,109,623	1,261,032	924,963

As a mineral exploration company, the Company has not generated any revenues to date from its properties. The Company incurred a net loss of $985,750 during the year ended December 31, 2012 largely as a result of an exploration program on the Blue Lake Property. During the year ended December 31, 2012, the Company incurred similar expenses to the prior period with respect to exploration costs and all general and administrative costs, but the exploration costs were offset by the Quebec tax credit and the total expenses were $985,750 for the year. Legal fees were lower in 2012 from 2011 due to the completion of brokered financings during 2011. From 2011 to 2012 there was a reduction in consulting fees and professional fees, and an increase in investor relations and stock based compensation. Mineral exploration expenses were lower only due to the Quebec tax rebate, but were similar in terms of exploration expenditures. The remainder of the expenses were similar during the company's regular operations from such items as overhead and salaries. The Company anticipates that expenses will continue to rise in connection with the Company's focus on the identification and development of its three exploration properties. See the discussion under the headings "Liquidity" and "Capital Resources" for more information.

RESULTS OF OPERATIONS

Year ended December 31, 2012

During the year ended December 31, 2012, the Company incurred expenses of $1,172,664, primarily exploration costs of $598,566, salaries and benefits of $149,965, consulting fees of $20,000, professional fees (accounting and legal) of $20,402, and stock-based compensation expense of $125,711. Net loss for the year ended December 31, 2012 was $985,750.

The year ended December 31, 2012 was the second year the Company was conducting exploration throughout the entire period. Exploration costs were $1,013,007 offset by the Quebec tax refund for a net exploration cost of $598,566 for the year ended December 31, 2012 compared to $1,099,124 during the year ended December 31, 2011. The Company anticipates exploration costs will continue to increase as the three properties are developed.

The Company holds three exploration stage mineral properties consisting of the Blue Lake Property, Retty Lake Property and the Schefferville Gold Property as described under the heading "Description of Business". With respect to the Retty Lake Property, the Company has completed its 100% earn-in by issuing 1,600,000 shares to E.D. Black and in return E.D. Black waived all work commitments on the Retty Lake property. With respect to the Schefferville Gold Property, the Company has completed its earn-in on this Property and has no further contractual obligations to perform further work on this property. The Company did not carry out exploration on the Ashuanipi property in 2012 and on July 18, 2012, dropped the property, returning 16 claims to E.D. Black. During July 2012, The Company completed 1558 meters of drilling on the Blue Lake Property.

SUMMARY OF QUARTERLY RESULTS

The following is a summary of the Company's financial results for the eight most recently completed quarters:

	Quarter Ended December 31, 2012 $	**Quarter Ended September 30, 2012 $**	**Quarter Ended June 30, 2012 $**	**Quarter Ended March 31, 2012 $**	**Quarter Ended December 31, 2011 $**	**Quarter Ended September 30, 2011 $**	**Quarter Ended June 30, 2011 $**	**Quarter Ended March 31, 2011 $**
	12/31/2012	9/30/2012	6/30/2012	3/31/2012	12/31/2011	9/30/2011	6/30/2011	3/31/2011
Revenue	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Net loss	(95,128)	(384,802)	(416,080)	(89,740)	(68,245)	(195,574)	(991,375)	(185,449)
Loss per share, basic and diluted	(0.01)	(0.01)	(0.01)	(0.00)	(0.01)	(0.01)	(0.04)	(0.01)

On a quarter-by-quarter basis the loss can fluctuate significantly due to exploration activities during the period, and the timing of stock option grants.

During the quarter ended December 31, 2012, the Company incurred expenses of $164,358 primarily exploration expenses of $106,312 relating to the Blue Lake and Retty Lake Properties, impairment of $126,900 of the Ashuanipi Property, salaries and benefits of $36,000, investor relation expenses of $9,000, consulting fees of $27,000, and offset by the recording of flow-through share premiums as other income. Net loss for the three months ended December 31, 2012 was $95,128.

An analysis of the quarterly results over the last eight quarters shows changes in financial performance quarter by quarter from the quarters ended March 31, 2011 to December 31, 2012. There is a significant increase in expenditures and net loss for the Company during the quarters ended June 30, 2011, June 30, 2012, and September 30, 2012 due to the Company initiating exploration programs on the properties. The Company did not have exploration expenditures during the other quarters. Exploration expenditures for the quarters ended June 30, 2011, June 30, 2012 and September 30, 2012 were $725,412, $289,167 and $299,959 respectively. The Company conducted a 1558 meter drill program on the Blue Lake property during July 2012, which increased the expenditures dramatically during the two quarters ended June 30, 2012 and September 30, 2012. During the three months period ended December 31, 2012 the Company has incurred exploration expenses primarily from data compilation work on the Blue Lake project. Management anticipates expenditures to increase slightly or to remain similar to the last six quarters as exploration will continue on all of the Company's properties. Other expenditures should remain relatively stable going forward as management does not anticipate additional costs related to the Company's activities. General and administrative expenses incurred during last eight quarters have been relatively similar.

USE OF PROCEEDS FOR EXPLORATION

The Company has completed an IPO and four subsequent flow-through financings. A portion of the IPO proceeds were budgeted for the Retty Lake project while the proceeds from the flow-through financings were budgeted for all four of the Company's properties. Below is a summary of the budgeted proceeds and actual expenditures.

	Financing & Budget		Exploration	
	IPO	Flow-through	Expenditures	Variance
Property	$	$	$	$
Blue Lake	0	935,000	901,477	(33,523)
Retty Lake	250,000	740,000	980,237	9,763
Schefferville	0	990,000	982,527	7,473
Ashuanipi	0	40,000	35,113	4,887

The Company has been successful in meeting the budgeted expenditures with very little variance. In the cases of the there is a variance, the expenditures have come in only slightly different than budgeted. In such cases the proceeds are carried forward and spent on the future exploration programs or the budget is adjusted on the other projects. The qualifying expenditures from flow-through proceeds have been made at the date of this MD&A.

LIQUIDITY

The Company has not begun commercial production on any of its resource properties and accordingly, the Company does not generate cash from operations. The Company finances exploration activities by raising capital from equity markets. The Company may encounter difficulty sourcing future financing in light of the recent economic downturn.

The Company had cash of $451,913 at December 31, 2012 and $558,111 at December 31, 2011, and the Company had a working capital of $338,517 at December 31, 2011 and $379,116 at December 31, 2011.

As at December 31, 2012, the Company had received subscriptions for 535,857 flow-through units at $0.07 per unit for proceeds of $37,510 and 267,000 non flow-through units at $0.06 per unit for proceeds of $16,020, which are included in share subscriptions received. Each flow-through and non flow-through unit consisted of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one common share at an exercise price of $0.13 per share for a period of 24 months. The Company paid an 8% finder's fee in connection with this share issuance.

On December 10, 2012 Company issued 2,143,000 flow-through units at $0.07 per unit for proceeds of $150,010. Each unit consisted of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one common share at an exercise price of $0.13 per share for a period of 24 months. The Company paid an 8% finder's fee in connection with this share issuance.

On September 10, 2012, the Company issued 125,000 common shares at $0.16 per share for proceeds of $20,000. There was no compensation paid in connection with this share issuance.

On April 10, 2012, the Company issued 714,286 units at $0.14 per unit for proceeds of $100,000. Each unit consisted of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one common share at an exercise price of $0.22 per share for a period of eighteen months. The Company paid a 3% administration fee in connection with this share issuance.

On March 20, 2012, the Company issued 178,571 non flow-through units at $0.14 per unit and 2,941,176 flow-through units at $0.17 per unit for total proceeds of $525,000. Each non flow-through unit consisted of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one common share at an exercise price of $0.22 per share for a period of eighteen months. Each flow-through unit consisted of one flow-through common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one common share at $0.25 per share for a period of eighteen months. In connection with this private placement, the Company paid a commission of $36,750 and granted 247,579 agent's options exercisable at $0.14 per share for a period of eighteen months.

On February 10, 2012, the Company issued 266,666 common shares at $0.15 per share for proceeds of $40,000. There was no compensation paid in connection with this share issuance.

If additional funds are required, the Company plans to raise additional capital primarily through the private placement of its equity securities. Under such circumstances, there is no assurance that the Company will be able to obtain further funds required for the Company's continued working capital requirements. Due to the recovery from the global financial crisis, the Company may find it increasingly difficult to raise the funds required to continue the Company's operations. Share prices have undergone significant decreases and any issuance of the Company's equity securities in the near future may result in substantial dilution to the Company's existing shareholders.

CAPITAL RESOURCES

The Company has capital commitments in connection with one of its three exploration properties. The Company holds 100% interests in 229 Claims on the Retty Lake Property and is not required to make any further expenditure commitments on this property. All share and cash payments related to the Retty Lake property have been paid in full. In addition, the Company dropped the Ashuanipi Property on July 18, 2012 and has no further capital expenditure obligation on this property. The Company has fulfilled all of its work commitments on the Schefferville Gold property. All share and cash payments related to the Schefferville Gold property have been paid in full. The Company optioned the Blue Lake property on November 16, 2011 and amended its Blue Lake Joint Venture and Option agreement on November 30, 2012 and is required to spend $1,000,000 on the Blue Lake property on or before December 31, 2014 in order to maintain the option on such property. In 2012, Rockland made expenditures of 1,202,697 on the Blue Lake property which includes the 12% allowable management charges under the option agreement. The 1,202,697 expenditure on Blue Lake covers and surpasses the work commitment required for 2012 and 2013 (combined $1,100,000).

The Company will be required to raise additional funds in order to keep all the claims on the Retty Lake, Blue Lake and Schefferville gold properties in good standing in relation to claim renewal costs required by the MRNF. The Company will add and or drop claims based on geological merit and as financial resources allow.

Operating Activities

The Company used net cash of $886,972 in operating activities during the year ended December 31, 2012 compared to $1,423,828 during the year ended December 31, 2011.

Financing Activities

The Company received net cash of $825,774 in financing activities during the year ended December 31, 2012 through the issuance of the Company's common shares net of issuance costs. The Company received net cash of $1,683,812 from financing activities during the year ended December 31, 2011.

Investing Activities

The Company used cash of $45,000 in investing activities during the year ended December 31, 2012 for mineral property acquisition costs compared to $92,071 during the year ended December 31, 2011.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

(a) During the year ended December 31, 2012, the amount of $72,000 (2011 – $62,000) was paid to a director for geological work performed on the mineral properties.

(b) During the year ended December 31, 2012, the Company paid $72,000 (2011 - $68,000) in salary to the President of the Company.

(c) During the year ended December 31, 2012, the Company paid $72,000 (2011 - $58,000) in salary and to the Chief Financial Officer of the Company.

(d) During the year ended December 31, 2012, the amount of $76,992 (2011 - $nil) was recognized as stock-based compensation for stock options granted to officers and directors of the Company.

PROPOSED TRANSACTIONS

There are no proposed transactions that have not been disclosed herein.

SUBSEQUENT EVENTS

(a) On January 11, 2013, the Company issued 535,857 flow-through units at $0.07 per unit for proceeds of $37,510, which was recorded as share subscriptions received as at December 31, 2012. Each unit consisted of one flow-through common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one additional common share at an exercise price of $0.13 per share for a period of two years.

The Company also issued 267,000 non flow-through units at $0.06 per unit for proceeds of $16,020, which was recorded as share subscriptions received as at December 31, 2012. Each unit consisted of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one additional common share at an exercise price of $0.13 per share for a period of two years.

(b) On January 18, 2013, the Company issued 1,500,000 common shares pursuant to the Blue Lake mineral property option agreement.

(c) On February 12, 2013, the Company completed its 100% earn-in on the Retty Lake mineral property by issuing 1,600,000 common shares to the optionor in exchange for the optionor waiving all remaining exploration work commitments.

ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

A number of new standards, and amendments to standards and interpretations, are not yet effective for the year ended December 31, 2012, and have not been applied in preparing these financial statements.

New standard IFRS 9, "Financial Instruments"

New standard IFRS 10, "Consolidated Financial Statements" and IFRS 12 "Disclosure of interests in Other Entities"

New standard IFRS 11, "Joint Arrangements"

New standard IFRS 13, "Fair Value Measurement"

Amendments to IAS 1, "Presentation of Financial Statements"

Interpretation 20 "Stripping Costs in the Production Phase of a Surface Mine"

The Company has not early adopted these revised standards and is currently assessing the impact that these standards will have on the financial statements.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments consist of cash, amounts receivable, and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate, currency or credit risks arising from these financial instruments. The fair values of these financial instruments approximate their carrying values due to the relatively short-term maturity of these instruments.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

During the years ended December 31, 2012 and 2011, the Company incurred the following expenses:

	Year Ended December 31, 2012	Year Ended December 31, 2011
Exploration costs	$598,566	$1,099,124
General and administrative costs	$574,098	$442,948

An analysis of material components of the Company's general and administrative expenses is disclosed in the audited financial statements for the year ended December 31, 2012 to which this MD&A relates. An analysis of the material components of the mineral property acquisition costs is disclosed in the notes to the audited financial statements for the year ended December 31, 2012 to which this MD&A relates.

The Company had three exploration properties during the year ended December 31, 2012 pursuant to the Blue Lake Option and Joint Venture Agreement, dated November 16, 2011 (amended November 30, 2012), the Retty Lake Option Agreement dated June 30, 2008 (amended February 12, 2013), the Ashuanipi Property Option Agreement dated August 8, 2009 (amended July 18, 2012) and the Schefferville Gold Property Option and Joint Venture agreement, dated September 29, 2010. For the Blue Lake agreement, the Company can earn a 55% interest, subject to a 3% net smelter returns royalty. The Company has 100% interest in the Retty Lake property and has cancelled the Ashuanipi property agreement as of July 18, 2012. For the Schefferville Gold Property, the Company has earned a 64% interest from Western Troy Capital Resources Inc ("Western Troy"). Western Troy will retain a minimum 2% NSR Royalty in the Property of which 1% can be purchased for $1,000,000 by Rockland at any time.

DISCLOSURE OF OUTSTANDING SHARE DATA

Common Shares

The Company's common shares are listed on the TSX Venture Exchange under the symbol "RL". The Company's authorized share capital consists of an unlimited number of common shares without par value. As at April 30, 2013 the Company had 42,176,061 common shares issued and outstanding.

Share Purchase Warrants

As at April 30, 2013, the following share purchase warrants were outstanding:

Number of warrants outstanding	Exercise price $	Expiry date
1,487,667	0.20	May 18, 2013
907,143	0.20	May 25, 2013
89,285	0.22	September 15, 2013
1,470,588	0.25	September 15, 2013
357,143	0.22	October 19, 2013
1,071,500	0.13	December 10, 2014
5,383,326		

Stock Options

The Company had 2,445,600 stock options outstanding as at April 30, 2013 which had the following characteristics:

Number of Options	Exercise Price	Expiry Date
600,000	$0.15	October 1, 2019
375,000	$0.15	July 5, 2015
70,600	$0.26	May 1, 2013
600,000	$0.15	January 27, 2022
350,000	$0.15	January 27, 2014
250,000	$0.20	February 1, 2014
200,000	$0.20	May 10, 2017

As at April 30, 2013, the Company also had the following agent's options outstanding:

On November 18, 2011, the Company granted 238,026 agent's options exercisable at $0.12 per unit expiring on May 18, 2013. Each unit will consist of one common share and one-half share purchase warrant. Each whole share purchase warrant is exercisable at $0.20 per common share expiring on May 18, 2013.

On November 25, 2011, the Company granted 145,142 agent's options exercisable at $0.12 per unit expiring on May 25, 2013. Each unit will consist of one common share and one-half share purchase warrant. Each whole share purchase warrant is exercisable at $0.20 per common share expiring on May 25, 2013.

On March 20, 2012, the Company granted 247,579 agent's options exercisable at $0.14 per common share expiring on September 20, 2013.

On December 10, 2012, the Company granted 171,440 agent's options exercisable at $0.13 into one non-flow-through common share expiring on December 10, 2014. The fair value of $5,288 was calculated using the Black-Scholes option pricing model with the following assumptions: expected volatility of 112%, expected life of 2 years, risk-free rate of 1.10%, and no expected dividends.

RISK FACTORS

Much of the information included in this report includes or is based upon estimates, projections or other forward-looking statements. Such forward-looking statements include any projections or estimates made by the Company and its management in connection with the Company's business operations. While these forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect the Company's current judgment regarding the direction of its business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions, or other future performance suggested herein. Except as required by law, the Company undertakes no obligation to update forward-looking statements to reflect events or circumstances occurring after the date of such statements.

Such estimates, projections or other forward-looking statements involve various risks and uncertainties as outlined below. The Company cautions readers of this report that important factors in some cases have affected and, in the future, could materially affect actual results and cause actual results to differ materially from the results expressed in any such estimates, projections or other forward-looking statements. In evaluating the Company, its business and any investment in its business, readers should carefully consider the following factors:

Risks Related to the Company's Business

Because of the unique difficulties and uncertainties inherent in mineral exploration ventures, the Company faces a high risk of business failure.

Potential investors should be aware of the difficulties normally encountered by mineral exploration companies and the high rate of failure of such enterprises. The likelihood of success must be considered in light of the problems, expenses, difficulties, complications and delays encountered in connection with the exploration program that the Company intends to undertake on its properties and any additional properties that the Company may acquire. These potential problems include unanticipated problems relating to exploration, and additional costs and expenses that may exceed current estimates. The expenditures to be made by the Company in the exploration of its properties may not result in the discovery of mineral deposits. Any expenditures that the Company may make in the exploration of any other mineral property that it may acquire may not result in the discovery of any commercially exploitable mineral deposits. Problems such as unusual or unexpected geological formations and other conditions are involved in all mineral exploration and often result in unsuccessful exploration efforts. If the results of the Company's exploration do not reveal viable commercial mineralization, the Company may decide to abandon some or all of its property interests.

Loss of Interest In Properties

The Company's ability to maintain an interest in the properties optioned by the Company will be dependent on its ability to raise additional funds by equity financing. Failure to obtain additional financing may result in the Company being unable to make the periodic payments required to keep the property interests in good standing and could result in the delay or postponement of further exploration and or the partial or total loss of the Company's interest in the properties optioned by the Company, including the Qualifying Property.

Because of the speculative nature of the exploration of mineral properties, there is no assurance that the Company's exploration activities will result in the discovery of any quantities of mineral deposits on its current properties or any other additional properties the Company may acquire.

The Company intends to continue exploration on its current properties and the Company may or may not acquire additional interests in other mineral properties. The search for mineral deposits as a business is extremely risky. The Company can provide investors with no assurance that exploration on its current properties, or any other property that the Company may acquire, will establish that any commercially exploitable quantities of mineral deposits exist. Additional potential problems may prevent the Company from discovering any mineral deposits. These potential problems include unanticipated problems relating to exploration and additional costs and expenses that may exceed current estimates. If the Company is unable to establish the presence of mineral deposits on its properties, its ability to fund future exploration activities will be impeded, the Company will not be able to operate profitably and investors may lose all of their investment in the Company.

The potential profitability of mineral ventures depends in part upon factors beyond the control of the Company and even if the Company discovers and exploits mineral deposits, the Company may never become commercially viable and the Company may be forced to cease operations.

The commercial feasibility of an exploration program on a mineral property is dependent upon many factors beyond the Company's control, including the existence and size of mineral deposits in the properties the Company explores the proximity and capacity of processing equipment, market fluctuations of prices, taxes, royalties, land tenure, allowable production and environmental regulation. These factors cannot be accurately predicted and any one or a combination of these factors may result in the Company not receiving an adequate return on invested capital. These factors may have material and negative effects on the Company's financial performance and its ability to continue operations.

Exploration and exploitation activities are subject to comprehensive regulation which may cause substantial delays or require capital outlays in excess of those anticipated causing an adverse effect on the Company.

Exploration and exploitation activities are subject to federal, provincial, state and local laws, regulations and policies, including laws regulating the removal of natural resources from the ground and the discharge of materials into the environment. Exploration and exploitation activities are also subject to federal, provincial, state and local laws and regulations which seek to maintain health and safety standards by regulating the design and use of drilling methods and equipment.

Environmental and other legal standards imposed by federal, provincial, state or local authorities may be changed and any such changes may prevent the Company from conducting planned activities or may increase its costs of doing so, which would have material adverse effects on its business. Moreover, compliance with such laws may cause substantial delays or require capital outlays in excess of those anticipated, thus causing an adverse effect on the Company. Additionally, the Company may be subject to liability for pollution or other environmental damages that the Company may not be able to or elect not to insure against due to prohibitive premium costs and other reasons. Any laws, regulations or policies of any government body or regulatory agency may be changed, applied or interpreted in a manner which will alter and negatively affect the Company's ability to carry on its business.

Title to mineral properties is a complex process and the Company may suffer a material adverse effect in the event one or more of its property interests are determined to have title deficiencies.

Acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed. Although the Company has either staked property or entered into property option agreements or joint venture agreements on its existing Project interests, the Company cannot give an assurance that title to such property will not be challenged or impugned. Further, the Company cannot give an assurance that the existing description of mining titles will not be changed due to changes in policy, rulings, or law in the jurisdiction where the property is located. Mineral properties sometimes contain claims or transfer histories that examiners cannot verify. A successful claim that the Company does not have title to one or more of its properties could cause the Company to lose any rights to explore, develop and mine any minerals on that property, without compensation for its prior expenditures relating to such property.

The properties optioned by the Company may now or in the future be the subject of first nations land claims. The legal nature of aboriginal land claims is a matter of considerable complexity. The impact of any such claim on the Company's ownership interest in the properties optioned by the Company cannot be predicted with any degree of certainty and no assurance can be given that a broad recognition of aboriginal rights in the area in which the properties optioned by the Company are located, by way of a negotiated settlement or judicial pronouncement, would not have an adverse effect on the Company's activities. Even in the absence of such recognition, the Company may at some point be required to negotiate with first nations in order to facilitate exploration and development work on the properties optioned by the Company.

Because the Company's property interests may not contain mineral deposits and because it has never made a profit from its operations, the Company's securities are highly speculative and investors may lose all of their investment in the Company.

The Company's securities must be considered highly speculative, generally because of the nature of its business and its stage of operations. The Company currently has exploration stage property interests which may not contain mineral deposits. The Company may or may not acquire additional interests in other mineral properties but the Company does not have plans to acquire rights in any specific mineral properties as of the date of this report. Accordingly, the Company has not generated significant revenues nor has it realized a profit from its operations to date and there is little likelihood that the Company will generate any revenues or realize any profits in the short term. Any profitability in the future from the Company's business will be dependent upon locating and exploiting mineral deposits on the Company's current properties or mineral deposits on any additional properties that the Company may acquire. The likelihood that any mineral properties that the Company may acquire or have an interest in will contain commercially exploitable mineral deposits is extremely remote. The Company may never discover mineral deposits in respect to its current properties or any other area, or the Company may do so and still not be commercially successful if the Company is unable to exploit those mineral deposits profitably. The Company may not be able to operate profitably and may have to cease operations, the price of its securities may decline and investors may lose all of their investment in the Company.

As the Company faces intense competition in the mineral exploration and exploitation industry, the Company will have to compete with the Company's competitors for financing and for qualified managerial and technical employees.

The Company's competition includes large established mining companies with substantial capabilities and with greater financial and technical resources than the Company. As a result of this competition, the Company may have to compete for financing and be unable to acquire financing on terms it considers acceptable. The Company may also have to compete with the other mining companies for the recruitment and retention of qualified managerial and technical employees. If the Company is unable to successfully compete for financing or for qualified employees, the Company's exploration programs may be slowed down or suspended, which may cause the Company to cease operations as a company.

The Company's future is dependent upon its ability to obtain financing and if the Company does not obtain such financing, the Company may have to cease its exploration activities and investors could lose their entire investment.

There is no assurance that the Company will operate profitably or will generate positive cash flow in the future. The Company requires additional financing in order to proceed with the exploration and development of its properties. The Company will also require additional financing for the fees it must pay to maintain its status in relation to the rights to the Company's properties and to pay the fees and expenses necessary to operate as a public company. The Company will also need more funds if the costs of the exploration of its mineral claims are greater than the Company has anticipated. The Company will require additional financing to sustain its business operations if it is not successful in earning revenues. The Company will also need further financing if it decides to obtain additional mineral properties. The Company currently does not have any arrangements for further financing and it may not be able to obtain financing when required. The Company's future is dependent upon its ability to obtain financing. If the Company does not obtain such financing, its business could fail and investors could lose their entire investment.

The Company's directors and officers are engaged in other business activities and accordingly may not devote sufficient time to the Company's business affairs, which may affect its ability to conduct operations and generate revenues.

The Company's directors and officers are involved in other business activities. As a result of their other business endeavours, the directors and officers may not be able to devote sufficient time to the Company's business affairs, which may negatively affect its ability to conduct its ongoing operations and its ability to generate revenues. In addition, the management of the Company may be periodically interrupted or delayed as a result of its officers' other business interests.

Risks Relating to the Company's Common Stock

A decline in the price of the Company's common stock could affect its ability to raise further working capital and adversely impact its ability to continue operations.

A prolonged decline in the price of the Company's common stock could result in a reduction in the liquidity of its common stock and a reduction in its ability to raise capital. Because a significant portion of the Company's operations have been and will be financed through the sale of equity securities, a decline in the price of its common stock could be especially detrimental to the Company's liquidity and its operations. Such reductions may force the Company to reallocate funds from other planned uses and may have a significant negative effect on the Company's business plan and operations, including its ability to develop new products and continue its current operations. If the Company's stock price declines, it can offer no assurance that the Company will be able to raise additional capital or generate funds from operations sufficient to meet its obligations. If the Company is unable to raise sufficient capital in the future, the Company may not be able to have the resources to continue its normal operations.

ADDITIONAL INFORMATION

Additional information about the Company is available on SEDAR at http://www.sedar.com.

BOARD APPROVAL

The board of directors of the Company has approved this MD&A.