TANTALEX RESOURCES CORPORATION

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the year ended February 28, 2017

Management's Discussion and Analysis

Dated as of June 28, 2017

The following management's discussion and analysis ("**MD&A**") of the financial condition and results of the operations of Tantalex Resources Corporation (the "**Company**") constitutes management's review of the factors that affected the Company's financial and operating performance for the years ended February 28, 2017 and February 29, 2016. This MD&A was written to comply with the requirements of National Instrument 51-102 – *Continuous Disclosure Obligations*.

The discussion should be read in conjunction with the audited consolidated financial statements for the years ended February 28, 2017 and February 29, 2016, and related notes thereto. The Company's consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All monetary amounts are reported in Canadian dollars unless otherwise noted. These documents, as well as additional information on the Company, are filed electronically through the System for Electronic Document Analysis and Retrieval (SEDAR) and are available online at www.sedar.com.

The results presented are not necessarily indicative of the results that may be expected for any future period. The financial statements and the financial information contained in this MD&A were prepared in accordance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**") and interpretations of the IFRS Interpretations Committee ("**IFRIC**").

Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or state that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control. Please also make reference to those risk factors referenced in the "Risk Factors" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

The Company was incorporated on September 28, 2009, under the *Business Corporations Act* (British Columbia) under the name Lynnwood Capital Inc. The Company was classified as a Capital Pool Company as defined in Policy 2.4 – *Capital Pool Companies* ("**Policy 2.4**") of the TSX Venture Exchange (the "**TSXV**"). On October 21, 2013 the Company completed its Qualifying Transaction, as defined by the Exchange's policy 2.4 and changed its name to Tantalex Resources Corporation. In connection with the qualifying transaction the Company delisted its common shares from the TSXV. The Company received approval to list its common shares on the Canadian Securities Exchange (herein the "CSE")**.** The Company's common shares commenced trading on the CSE under the trading symbol "TTX" at market open on October 22, 2013.

Overview of Company and Highlights

Tantalex is a mining company engaged in the acquisition, exploration, development and distribution of Lithium, Tantalum and other high-tech mineral properties in Africa.

In December 2015, Tantalex finalized the incorporation of a wholly owned subsidiary in the Democratic Republic of the Congo ("DRC"), in the name of United Materials Congo SARL ("UNITED MATERIALS"), in order to develop its activities in the DRC, moreover in the Katanga province, which is recognized as one of the most prolific mining regions in the DRC and to conclude protocol of partnership agreements with state ownership corporation of DRC. United Materials is focused on the production, study, development and exploitation of minerals and strategic metals, such as Tantalum, Lithium, and Tin.

In June 2016, United Materials signed a definitive agreement ("Agreement") with a local mining cooperative, namely La Coopérative Minière pour le Développement Intégré du Congo ("CMDIC"), whereby CMDIC will become a sub-contractor to UMC, and as such, will supply UMC exclusively to the entirety of the Tantalum Pentoxide concentrate (Ta205) produced by local entities. In return, United Materials will provide CMDIC with technical manpower, equipment and other resources in order to contribute to the sustainability of the region's small mining sites.

Continuing with the Company's business plan, in July 2016, the Company signed additional definitive agreements with local mining cooperatives, namely La Cooperative Minière LUBI ("CML") and La COMIPAK ("COMIPAK"), whereby CML and COMIPAK will also become a sub-contractor to UMC, for the exclusive supply of the Tantalum concentrate it produces.

In September 2016, The Company (through its wholly owned subsidiary Sandstone Worldwide Ltd.) signed a definitive joint-venture agreement with La Congolaise d'Exploitation Minière SA ("COMINIÈRE SA"), a private company in which 90% of the share capital is state-owned by the Democratic Republic of Congo ("DRC"), and 10% is owned by L'Institut National de Sécurité Sociale du Congo, DRC's largest Social Security and Pension fund.

The joint-venture entity was named United Cominière sas ("UNITED COMINIÈRE"), of which Tantalex owns 70%. The purpose of this union is to explore for, develop, and to put into production high-tech mineral deposits that exist on the properties belonging to UNITED COMINIÈRE. The four properties, which are fully permitted for exploration and production, cover a total area of 1,343 square kilometers, and located in the mining-friendly region of Katanga (city of Manono), in the DRC. Two of the four properties are prospective for Lithium, and alone measure 800 square kilometers. There is also accessibility to nearby infrastructure such as roads, dams and aircraft runways, to which the Corporation has guaranteed access through the joint-venture partnership with the State.

On November 29, 2016, UMC was granted the operating status of Category A Processing Entity by the Democratic Republic of Congo Ministry of Mines. This allows UMC full rights to process, transform and export Lithium, Tantalum and other minerals originating from their properties in Tanganyika.

In June 2017, the Company was granted the iTSCi Exportation Certification, allowing the Company to export its future mineral production (tantalum, lithium, tin) worldwide with the guarantee that its production supply chain follows humane guidelines set out within the iTSCi framework.

Exploration and Evaluation assets

The Buckell Lithium project (the main project of the UNITED COMINIÈRE) is comprised of two claims totalling a vast 920 km2 surface located in the Central African Kilbara Belt, the site of former large-scale mining from 1916 to the early 1990's. The claims are found within a Mesoproterozoic geological structure, showing strong evidence of Lithium-Cesium-Tantalum (LCT) Pegmatites. Furthermore, the properties are located adjacent to and along strike south of the world-class LCTPegmatite Manono-Kitotolo (MK) mine, which has been defined as the largest pegmatitic deposit of spodumene, tin and tantalite ever worked (Bassot et Mario 1989). Previously owned by Geomines SA Belgium mining company, six open pit mines operated at MK from 1915 to 1988, producing 140,000-185,000 tonnes of tin and 4,500 tonnes of coltan concentrate (Zairetain 1981). Metallurgical test work carried out in 1956, 1976 and 1981 demonstrated that a 6% lithium concentrate was produced at average tailings grade of 1.25% Li2O using a combination of heavy media separation, tables and spirals. The properties are accessible to infrastructure such as electricity, roads, dams and aircraft runways.

In January 2017, the Company reviewed historic exploration data of the Buckell Lithium Project as well as that of the adjacent historic mining site of Manono-Kitotolo, located near the town of Manono, Tanganyika province. Raymond P. Spanjers P.Geo, Qualified Person, prepared, approved and was responsible for the scientific and technical disclosure found in the NI 43-101 Technical Report on the project (that was released by the Company in January 2017).

In April 2017, the Company initiated an initial phase ground sampling program at its Buckell Lithium project. This initial sampling program comprised of 40 grab samples taken at surface from lateritic cover, pegmatite outcrops and weathered pegmatites in past artisanal pits. The sampling program was regarded as the kickoff to the planned 2017 exploration program for identification of spodumene bearing LCT pegmatites. The grab samples were submitted to SGS Laboratories in Lubumbashi for sample preparation and were forwarded to SGS laboratory in South Africa for detailed analysis.

The preliminary results indicated the following information from the locales surveyed:

1) the well known Manono-Kitotolo pegmatites mineralization would appear to continue southwesterly well into Tantalex's lease 12447 where both laterite debris and granite had anomalous Li along with the same anomalous elements identified in the Manono/Kitotolo locale. Gallium was as good as the Manono/Kitotolo locale as well, and;

2) in the northern part of our licence 12448, the anomalous lithium and several pegmatite associated anomalous elements such as high beryllium, high cesium, high rare earths including but not limited to elevated heavy (rare) rare earths (Ce 175ppm and 6 to 10 times the amounts of the heavy rare earths found in the rest of the district), and high gallium, suggests the potential for entirely new, subparallel pegmatites to the west of Manono/Kitotolo.

The Company is currently planning the next stage work program on the property. This plan includes a 3-phase work program, including construction of a spodumene plant in late 2018.

Selected Annual Financial Information

The following selected financial data is derived from the audited financial statements of the Company.

	Year Ended February 28, 2017 $	Year Ended February 29, 2016 $	Year Ended February 28, 2015 $
Total Revenues	-	-	-
Net Loss	(2,006,101)	(1,242,697)	(1,480,209)
Comprehensive loss	(2,017,293)	(1,242,598)	(1,485,698)
Loss and fully diluted loss per share	(0.03)	(0.03)	(0.04)
Total assets	717,868	45,406	642,718
Total long-term debt	97,405	-	371,310

Results of Operations

During the year ended February 28, 2017, the Company focused its efforts raising capital, on developing strategic relationships in the DRC (as described in the overview of operations), acquiring projects and meeting with local mining cooperatives and government ministries. The Company also prepared and issued a 43-101 report on the properties belonging to UNITED COMINIÈRE, and planned a work program on these same properties.

As at February 28, 2017, the Company had a cash and cash equivalent balance of $533,261 (2016 - $$26,059) and total current assets of $717,887 (2016 - $44,238). The increase in current assets is due to the cash raised from private placements and exercise of warrants, and the increase in prepaid expenses and sales tax receivable.

Long term assets comprised of equipment $57,232 (2016 - $1,168) and exploration and evaluation assets of $44,749 (2016 - $nil). The Company purchased equipment to help support the new operations in the Democratic Republic of Congo. The increase in exploration and evaluation assets resulted from the first instalment payment of $9,804 for entering in to the UNITED COMINIÈRE joint venture, and $34,945 for mining permits.

Total liabilities amounted to $1,562,818 (2016 - $2,650,315). The decrease is primarily the result of the Company settling various debt through the issuance of shares. The total debt settled through issuance of common shares was $1,719,379.

For the year ended February 28, 2017, the Company recorded a net loss of $2,006,101 (2016 - $1,242,697) as follows:

	2017	2016
Expenses		
General and administrative (a)	$ 1,986,028	$ 816,718
Impairment of exploration and evaluation assets (b)	-	620,124
Share-based payments (c)	446,250	-
Loss before other items	(2,432,278)	(1,436,842)
Gain on settlement of debt (d)	254,705	-
Fair value adjustment for balance of sale (e)	200,000	148,419
Gain on fair value adjustment of shares owing	(45,725)	45,726
Net loss for the year before tax	$(2,023,298)	$(1,242,697)
Deferred tax recovery	17,197	-
Net loss for the year	$(2,006,101)	$(1,242,697)

(a) A breakdown of the general and administrative expenses is as follows:

	2017	2016
Transfer agent and shareholder registration	$ 7,242	$ 4,875
Legal and audit	195,660	53,250
Consulting fees	896,015	261,861
Financial costs	75,657	62,873
Management fees	276,000	293,000
Office and general	138,039	53,007
Travel related costs	292,936	86,722
Amortization of equipment	10,898	1,130
License to export	80,814	-
Site costs	12,767	-
	$1,986,028	$816,718

There was an increase in all expenses categories of General and Administrative expenses as the Company raised funds during the year which enabled it to advance its business plan. As such, the Company engaged consultants and lawyers to assist in executing transactions, and to maintain corporate operations. Consulting fees included costs related to business development, strategic advisors, administrative, investor relations, and other to help support the Company. Management fees included fees to the CEO, CFO and senior VP (as reported in the related party section of this report). Travel costs included travel related to investor presentations, site visits, sourcing new projects, business development, fundraising and meetings abroad. The increase in this expense is due to the increased time spent travelling (and working) in Africa developing and organizing business operations. The Company also spent funds to have its subsidiary (United Materials Congo) obtain the operating status of Category A Processing Entity by the DRC Ministry of Mines. This license gives the Company the right to process, transform and export Lithium, Tantalum and other minerals originating from their properties in Tanganyika.

(b) The impairment of exploration and evaluation assets (in the prior year) included and an impairment of the Mayoko project in Republic of Congo in the amount of $533,997, and an impairment on the Namibian property in the amount of $86,127. The Mayoko project was written down to nil as the licenses have not yet been renewed and due to the uncertainty regarding the future work and recoverability of costs. The Company no longer has any business operations in the Republic of Congo. The Namibian property was also written down to nil due to the lack of cash resources, and uncertainty regarding the future work and uncertainty on recoverability of costs. This agreement was subsequently terminated.

(c) The share based payments, represents the value stock options that vested during the period, and does not affect the cash resources of the Company. The timing of this expense is subject to the date of issue and vesting terms of the options. The values of the options are derived using the Black Scholes option pricing model in which subjective assumptions are used.

(d) During fiscal 2017, the Company entered into various agreement with both related (see related party section of this Management Discussion and Analysis) and non-related party to settle debt through the issuance of common shares.

(e) The Company adjusted the value of amounts owing on a 2011 acquisition. The adjustment was made as certain conditions of the agreement were not met, resulting in a reduction of the amounts owing.

Summary of Quarterly Results

Three Months Ended	**February 28, 2017**	**November 30, 2016**	**August 31, 2016**	**May 31, 2016**
Total Revenue	-	-	-	-
Net Loss	(250,489)	(1,162,492)	(424,344)	(168,776)
Basic and diluted (loss) per share	(0.01)	(0.01)	(0.01)	(0.00)
Total assets	819,868	1,220,910	376,757	45,219

Three Months Ended	**February 29, 2016**	**November 30, 2015 $**	**August 31, 2015 $**	**May 31, 2015 $**
Total Revenue	-	-	-	-
Net Loss	(834,753)	(169,462)	(102,704)	(135,778)
Basic and diluted (loss) per share	(0.03)	(0.00)	(0.00)	(0.00)
Total assets	45,406	674,674	674,169	651,929

All the above quarterly results presented are prepared in accordance with IFRS.

Liquidity and Capital Resources

The Company's cash increased to $533,261 at February 28, 2017, from $26,059 at February 29, 2016. The Company's working capital deficiency was $747,526 compared to $2,606,077 at February 29, 2016. The decrease in working capital deficiency was due to the settlement of $1,719,379 of debt through the issuance of common shares, and the $2,145,000 in proceeds from the issuance of common shares and warrants.

Cash used in operations was $1,377,595 compared to $312,151 in the prior period. Because of the financings during fiscal 2017, the Company increased activity (both corporate and strategic), as described earlier.

Cash used in investing activities amounted to $111,761. $67,012 of this was used for the purchase of office and site equipment, and $44,749 related to a joint venture payment and mining permits.

Cash flows from financings activities of $2,007,750 was primarily the result of proceeds from the private placements $2,035,000 (offset by $235,940 in financing costs), $110,000 of proceeds for the exercise of warrants, and proceeds from notes receivable in the amount of $122,061.

On July 5, 2016, the Company completed a private placement financing by issuing a total of 10,400,000 common share units ("Units") at a price of $0.05 per Unit for gross proceeds of $520,000.

On October 5, 2016, the Company completed a non-brokered private placement financing raising gross proceeds of $1,515,000 through the issuance of 15,150,000 units ("Units") at $0.10 per Unit.

Since inception, the Company's capital resources have been limited to amounts raised from the private sale of common shares in the Company as well as loans and advances. The Company will rely on its ability to obtain equity, or other sources of financing, for growth. The ability of the Company to continue operations and carry out further desired activities over the course of the next 12 months is dependent upon obtaining additional financing. The timing and ability to do so will depend on the liquidity of the financial markets as well as the acceptance of investors to finance resource based junior companies, in addition to the results of the Company's exploration programs and the acquisition of additional projects. There can be no guarantee that the Company will be able to secure any required financing.

The Company is not exposed to any externally imposed capital requirement. There were no changes in the Company's approach to capital management during the period.

The Company entered into settlement agreements with various creditors of the Corporation whereby the Company issued common shares of the Corporation at a price of $0.05 per common share. Pursuant to the Settlement Agreements, a total of 32,737,553 common shares were issued to settle debt of CDN$1,719,379.

Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements.

Transactions with Related Parties

Remuneration of key management personnel of the Company.

The remuneration awarded to key management personnel, including directors, the Chief Executive Officer, the Chief Financial Officer and the senior VP, is as follows:

	2017	2016
Management and consulting fees	**$ 276,000**	$ 293,000
Share-based payments	**446,250**	-
	$ 722,250	$ 293,000

During the year ended February 28, 2017, $72,000 of fees were charged by CFO Advantage Inc., a company owned by the Chief Financial Officer of the Company. As at February 28, 2017, $83,300 of the fees are outstanding (February 29, 2016 - $136,300). On June 1, 2016, $125,000 of fees were settled with the issuance of 2,500,000 common shares at a price of $0.05. The fair market value of the shares on the settlement date was $0.04, resulting in a gain on settlement in the amount of $25,000. The settlement is part of the group of settlement agreements as further described in note 14(ii)).

As at February 28, 2017, $47,894 (February 29, 2016 - $47,895) was due to Charbone Petroleum (formerly Charbone Potash Mining), a related company by virtue of Dave Gagnon, the CEO and a director of the Company, being a common significant shareholder. These amounts are unsecured, non-interest bearing and have no specific terms of repayment.

As at February 28, 2017, $21,202 (February 29, 2016 - $225,043) was due to Charbone Buckell, a related company by virtue of Dave Gagnon, the CEO and a director of the Company, being a common director. These amounts are unsecured, non-interest bearing and have no specific terms of repayment. $150,000 owing to Charbone Buckell was partially settled through the issuance of 3,000,000 common shares at a price of $0.05 (this settlement is part of the group of settlement agreements described further in note 14(ii)). The fair market value of the shares on the settlement date was $0.04, resulting in a gain on settlement in the amount of $30,000.

As at February 28, 2017, $14,668 (February 29, 2016 – $74,217) was payable to Dave Gagnon, the CEO and a director of the Company, for outstanding management fees and expenses paid on behalf of the Company. On June 1, 2016, $150,000 of debt was settled through the issuance of 3,000,000 common shares at a price of $0.05 (this settlement is part of the group of settlement agreement described further in note 14(ii)). The fair market value of the shares on the settlement date was $0.04, resulting in a gain on settlement in the amount of $30,000.

As at February 28, 2017, $143,157 (February 29, 2016 – $97,110) was payable to Sylvain Giffard, a director (effective November 15, 2015), for outstanding management fees and advances. On June 1, 2016, $32,953 of the amount owing was settled through the issuance of 659,071 common shares at a price of $0.05 (this settlement is part of the group of settlement agreements described further in note 14(ii)). The fair market value of the shares on the settlement date was $0.04, resulting in a gain on settlement in the amount of $6,590.

Unless otherwise stated, none of the transactions provided for special terms and conditions.

Critical Accounting Estimates

The preparation of the financial statements requires management to make estimate and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the unaudited interim financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods.

Significant assumptions about the future that management has made that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

Impairment of property plant and equipment and exploration and evaluation assets

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses is a subjective process involving judgment and a number of estimates and interpretations in many cases.

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset must be estimated. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined. Identifying the cash-generating units requires management judgment. In testing an individual asset or cash-generating unit for

impairment and identifying a reversal of impairment losses, management estimates the recoverable amount of the asset or the cash-generating unit. This requires management to make several assumptions as to future events or circumstances. These assumptions and estimates are subject to change if new information becomes available. Actual results with respect to impairment losses or reversals of impairment losses could differ in such a situation and significant adjustments to the Company's assets and earnings may occur during the next period.

No impairment loss of the exploration and evaluation assets and property and equipment, and no reversal of impairment losses have been recognized for the reporting periods.

Share based payments
The fair value of options and rights is determined using the Black-Scholes valuation model taking into account the features of the plan and market data as at the grant date and on the basis of the Company management assumptions. They made estimates as to the volatility of its own share, the probable life of share options and warrants granted and the time of exercise of those share options and warrants.

Fair value on the balance of sale
On initial recognition, management estimated the fair value of the balance of sales. Estimation uncertainty relates to assumptions about the timing of the expected outflows of this liability and the discounting rate used.

Significant management judgment
The following are significant management judgments in applying the accounting policies of the Company that have the most significant effect on the consolidated financial statements.

Recognition of deferred income tax assets and measurement of income tax expense
Management continually evaluates the likelihood that its deferred tax assets could be realized. This requires management to assess whether it is probable that sufficient taxable income will exist in the future to utilize these losses within the carry-forward period. By its nature, this assessment requires significant judgment. To date, management has not recognized any deferred tax assets in excess of existing taxable temporary differences expected to reverse within the carry-forward period.

Going concern

The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meets its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances. See Note 2 of the unaudited condensed interim financial statements for more information.

Functional currency
The analysis of the functional currency for each entity of the Company. In concluding on the functional currency of the parent and its subsidiary companies, management considered the currency that mainly influences costs of operating in each jurisdiction in which the Company operates. The Company also considered secondary indicators including the currency in which funds from financing activities are denominated, the currency in which funds are retained and whether the activities of the subsidiaries are carried out as an extension of the Company or if they are carried out with a degree of autonomy.

Change in Accounting Policies

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2016 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and May 2013 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing

the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 2 Share based payments, the amendments, which were developed through the IFRS Interpretations Committee, provide requirements on the accounting for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments; share-based payment transactions with a net settlement feature for withholding tax obligations; and a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity-settled. The effective date is for annual years beginning on or after January 1, 2018. Earlier application is permitted.

IAS 7 Statement of Cash Flows, the amendment states that it is required to provide disclosure of information that enables the users of the financial statements to evaluate the changes in liabilities arising from financing activities, whether changes relating to cash flows or changes not relating to cash flows. The amendment shall be applied by way of prospective application for annual reporting years beginning on January 1, 2017 or thereafter.

IAS 12 Income Taxes ("IAS 12") was amended in January 2016 to clarify that, among other things, unrealized losses on debt instruments measured at fair value and measured at cost for tax purposes give rise to a deductible temporary difference regardless of whether the debt instrument's holder expects to recover the carrying amount of the debt instrument by sale or by use; the carrying amount of an asset does not limit the estimation of probable future taxable profits; and estimates for future taxable profits exclude tax deduction resulting from the reversal of deductible temporary differences. The amendments are effective for annual years beginning on or after January 1, 2017.

Financial Instruments and Risk

Objectives and policies concerning financial risk management
The Company is exposed to different financial risks resulting from its operations as well as investing and financing activities. The following analysis enables users to evaluate the nature and extent of the risks at the end of the quarter.

Financial risks
The principal financial risks to which the Company is exposed as well as its policies concerning the management of the financial risks are detailed as follow:

Interest rate risk
The convertible debentures provide for a fixed annual interest rate and therefore expose the Company to the risk of fair value variation due to interest rate variation because this financial asset is recognized at amortized cost. The other financial assets and liabilities of the Company do not represent interest risk because they do not bear interest. The Company does not use financial derivatives to decrease its exposure to interest risk.

Liquidity risk
Management's objective is to maintain sufficient levels of cash and to ensure that the Company has at its disposal sufficient sources of financing, such as private financing and capital markets. Obtaining additional funds make it possible for the Company to continue its operations.

As February 28, 2017, management estimates that funds available will not be sufficient to meet the Company's obligations through the next 12 months. The Company is evaluating different financing options to continue the exploration and development of its projects, which may include the issuance of securities, entering into partnership, joint venture or other arrangements. There can be no assurance that additional funds will be available or available on terms acceptable to the Company. If management is unable to obtain new funding, the Company may be required to

delay, reduce the scope of, or eliminate its current or future exploration activities or relinquish rights to certain of its interests.

Foreign Currency Risk
Foreign currency risk is the risk that a variation in exchange rates between the Canadian dollar and United States dollar will affect the Company's operations and financial results. At February 28, 2017, the Canadian equivalent value of assets and liabilities denominated in a foreign currency consisted of cash and deposits of $23,415 and deposits of $37,748. The impact on operations and comprehensive income and equity of a 10% increase or decrease in foreign currencies to the Canadian dollar exchange rate on the Company's financial instruments based on balances at February 28, 2017 would be insignificant.

Credit risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets at the reporting date.

The Company has no trade accounts. The exposure to credit risk for the Company's receivables is considered immaterial. No impairment loss has been recognized in the periods presented.

The Company's management considered that all the above financial assets that are not impaired or past due are of good credit quality.

The credit risk for cash is considered negligible since the counter parties are reputable banks with high quality external credit ratings and that cash held in Congo is not subject to any restrictions.

Share Capital

As of the date of this MD&A, the Company had 113,461,206 issued and outstanding common shares, 22,346,792 of warrants outstanding and 4,250,000 options outstanding.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position. Please refer to the section entitled "Risk Factors" in the Company's listing statement (Form 2A) dated October 18, 2013, available on SEDAR at www.sedar.com.

In addition to the risks outlined in the Company's listing statement (Form 2A) dated October 18, 2010, the Company has identified the extreme volatility occurring in the financial markets as a significant risk for the Company. As a result of the market turmoil, investors are moving away from assets they perceive as risky to those they perceive as less so. Companies like the Company are considered risk assets and as mentioned above are highly speculative. The volatility in the markets and investor sentiment may make it difficult for the Company to access the capital markets in order to raise the capital it will need to fund its current level of expenditures.