MANAGEMENT DISCUSSION AND ANALYSIS
FOR THE THREE MONTHS ENDED MARCH 31, 2016

The following management discussion and analysis ("MD&A") of financial results is dated May 30, 2016 and reviews the business of BacTech Environmental Corporation (the "Company" or "BacTech"), for the three months ended March 31, 2016, and should be read in conjunction with the accompanying condensed consolidated interim financial statements and related notes for the three months ended March 31, 2016 , as well as the audited annual financial statements for the year ended December 31, 2015 and related MD&A. This MD&A and the accompanying condensed consolidated interim financial statements and related notes for the three months ended March 31, 2016 have been reviewed by the Company's Audit Committee and approved by the Company's Board of Directors.

This MD&A contains certain forward-looking statements, such as statements regarding potential mineralization, resources and research results, and future plans and objectives of the Company, that are subject to various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Readers are cautioned not to place undue reliance on these forward-looking statements. Forward-looking statements contained herein are made as of the date of this MD&A and the Company disclaims, other than as required by law, any obligation to update any forward-looking statements whether as a result of new information, results, future events, circumstances, or if management's estimates or opinions should change, or otherwise.

A. Core Business Strategy

BacTech Environmental Corporation (the "Company" or "BacTech") was incorporated by REBgold Corporation ("REBgold" and formerly known as BacTech Mining Corporation) on October 5, 2010 under the *Canada Business Corporations Act*. Through the completion of the Plan of Arrangement, the Company was granted a perpetual, exclusive, royalty free license to use REBgold Corporation's proprietary bioleaching technology ("BACOX") in the remediation business for mining and was listed on the Canadian National Stock Exchange under the symbol "BAC".

The BACOX technology utilizes bacteria to liberate precious and base metals and has been traditionally used to treat difficult-to-treat sulphide ores and concentrates. The business plan for the Company is to apply the bioleaching technology to abatement and reclamation projects to remove harmful elements such as arsenic and sulphur from the environment, where this can be assisted by a positive cash flow from metal recovery. Examples of metals which can be extracted include gold, silver, cobalt, nickel, copper, uranium and zinc.

Bioleaching is an environmentally-friendly process technology for treating difficult-to-treat sulphide ores and concentrates. By replacing smelting and/or roasting with a bioleach process, the production of sulphur dioxide emissions which is the primary source of acid rain, and arsenic trioxide are eliminated. Furthermore, the capital and operating costs of a bioleach facility are significantly less when compared to other existing treatment methods.

B. Mineral Reclamation Projects

On May 24, 2016, BacTech announced that its 98% owned Bolivian subsidiary Empresa Minera Ambiental BacTech S.A. ("EMABSA"), had signed an Association Contract with Corporación Minera de Bolivia ("COMIBOL"), the state mining company of Bolivia.

The ten-year contract calls for the environmental remediation and restoration of the “Antigua” tailings and an option on the “Nuevo" tailings, both situated at the Telamayu mill site. Telamayu is situated near the town of Atocha in the Department of Potosi. The agreement envisions three phases, with the first phase focused on the completion of a technical study on the 600,000 tonne Antigua tails. Included in the study will be the drilling of a grid of 10 metre holes that will provide information for a NI 43-101 study. In addition, tailings material will be used in metallurgical studies to determine the optimal flow chart for the proposed plant. Engineering of the plant will be conducted by Bumigeme Inc. of Montreal, Canada. For further updates see Bolivia.

On April 22, 2015 the Company announced the launch of a new initiative to reduce the amount of mercury used in artisanal/small mining operations.

There are areas of northern Peru and southern Ecuador where artisanal miners are mining complex sulphide (refractory) mineralized material as the near-surface oxidized material becomes depleted. In many instances, mercury is used by the miners, who obtain as little as 10% of the contained gold from this difficult-to-treat mineralized material. The remainder of the material is then sold to Chinese interests or for little value and trucked 1,100 km to the southern Peru for eventual smelting. This presents a real opportunity for BacTech to make a large contribution to the reduction of mercury, arsenic and cyanide contamination in the environment while giving substantial increases in payment to small miners. This is achievable through the use of relatively simple gravity and flotation circuits and BacTech’s bioleaching technology to process the mineralized material, without using mercury and reducing other chemical requirements.

Ecuador

The Company has begun its investigations into Ecuador by engaging the services of Dr. Marcello Veiga of the University of British Columbia and Ellis Martin of the Ellis Martin Report as announced in the Company’s press release dated March 15, 2016. Dr. Veiga has over 10 years experience dealing with artisanal miners in Ecuador and has been responsible for the construction of a number of concentrate plants in southern Ecuador that produce arsenopyrite concentrates. As of April 19, 2016, BacTech has engaged an engineer with many years of experience in these areas to compile a report for the Company detailing the sources of arsenopyrite and other necessities for a successful bioleach operation.

Peru

In a joint press release dated November 17, 2015, BacTech announced that it had signed a non-binding memorandum of understanding with Duran Ventures Inc. (“Duran”)

The basis of the memorandum of understanding is to determine the financial viability of constructing a bioleach circuit to be built as an add-on to Duran's Aquila Norte mineral processing plant near Trujillo, Peru (see Duran news release dated Oct. 19, 2015). Construction of the Aquila Norte plant, currently under way, is expected to be completed late in the first quarter of 2016.

If deemed viable, the bioleach plant will be designed to address the high levels of arsenic that are present in high-grade precious metal material, which are prevalent in northern Peru. Duran's geologists have already identified several prospective sources of this mineralized material, which is presently not treatable at most other toll-milling facilities in Peru. Both companies agree that a bioleach circuit at the Aguila Norte plant will be an environmentally friendly alternative to process refractory and arsenic-rich precious and base metal mineralized material mined by small-scale miners. In many cases, gold-rich refractory mineralized materials mined are treated with mercury in an attempt to extract gold from the host rocks. Recoveries of gold are very low, and much of the material is discarded after mercury treatment, leading to widespread contamination of soils and waterways.

For the past several months, Duran's geologists have collected gold mineralized samples from different sites in northern Peru. The assay and metallurgical results from these samples convinced both parties that further investigation was warranted. It should be noted that some of the samples were representative of non-refractory sulphide mineralization and contained potential preg-robbing copper, as well as gold. Another benefit of bioleaching is the ability to put this copper into solution for recovery as a byproduct. This then allows for conventional recovery of the gold without the use of large amounts of cyanide that would be otherwise consumed by copper content.

If further investigation shows favourable economics on identifiable mineralized material, a joint venture will be formed with Duran's 80% subsidiary (Minera Aguila de Oro SAC) and BacTech, with each party holding 50% ownership of the bioleach circuit. BacTech will finance the cost of the construction of the bioleach circuit. Duran will have the right to participate in BacTech's financing if a construction decision is considered.

Bolivia

In January 2013, the Company announced that it had signed a Memorandum of Understanding (“MOU”) with the Corporación Minera de Bolivia (“COMIBOL”), the state-owned mining company, for the Telamayu tailings site in Bolivia. Telamayu is a former mill site and consists of two tailings deposits created through custom milling for numerous mines in the area. Highlights of the MOU include:

- COMIBOL and BacTech will be partners in a Joint Venture (“JV”) Bolivian company;
- COMIBOL will provide the JV with suitable tailings for reprocessing and make existing infrastructure available;
- BacTech holds the right to export concentrates from the Telamayu Tailings site for bioleaching or conventional treatment at its discretion; and
- BacTech will provide all capital necessary to undertake a study of the Telamayu tailings, including gravity, flotation and copper cementation test work.

BacTech had previously announced assay results from a composite sample taken in May 2012 from one of the two tailings sites. Silver and copper values were 282 g/t and 2.24% respectively, illustrating the high-grade nature of the tailings. This compared favorably with COMIBOL's results from a 2005 sampling and assay program that reported 258 g/t Ag and 1.05% Cu. BacTech enlisted the services of SGS Bolivia S.A. to oversee the sampling of some 2,000 bags of tailings assembled by COMIBOL. In essence material was bagged at 1 meter intervals by COMIBOL from 8 test holes of roughly 10 meters in depth. A "pipe" was used to extract a sample from every bag and a larger sample of 200 kg was created. This larger sample was bagged and secured at site before making its way to Lima, Peru. From there, the samples were shipped to Inspectorate Exploration and Mining Services Ltd. ("Inspectorate") in Vancouver, Canada for assaying.

COMIBOL has estimated that there are approximately 700,000 tonnes of tailings attributable to the above assay results, and across the river lies an additional estimated 3-4 million tonnes of tailings from similar sources. To date, no investigation has been initiated at the larger site. It is hoped that a drill program will be initiated on both piles after successfully completing the association contract with COMIBL and completing the US$10M debt facility with Pala Investments. A National Instrument 43-101 resource estimate will be completed after the drilling program has been completed. In addition, there are two additional tailings sites within 50 km that could be investigated in the future.

In 2014 the Company initiated the next steps to evaluate this project. On April 28, 2014 the Company announced the initial flotation results for the Telamayu tailings which are as a follows: *(The Company has not investigated or verified the sampling program conducted by COMIBOL.)*

Assay chart

Element	Unit of measure	Telamayu Tailing Comp.
Ag	g/mt	275.0
Au	g/mt	0.24
As	ppm	3,145
Sb	ppm	853.61
Cu	ppm	22417
Bi	ppm	557.97
Sn	ppm	1,571.8

Flotation results

Element	Maximum Metal Recovered to Concentrate	Recovery
AG	35 oz/t	60 – 64%
CU (i)	4.2 – 4.4 %	33 -35%
AS	0.65%	n/a

(i)Copper recovery is 33-35% of the remaining unoxidized sulphides in the tailings.
(ii) The tonnages provided by COMIBOL are of a historical nature and have not been confirmed by the Company. BacTech is not treating the historical estimate as current mineral resources or mineral reserves as they are not NI 43-101 compliant. The Qualified Person ("QP") for the above information is Gary Williams, P.Geo.

It was noted that roughly 50% of the sulphides in the sample had been oxidized. Two rougher kinetic flotation tests were carried out on the sample at different grinds to evaluate the tailings response to flotation. Results from these preliminary tests showed that after four stages of rougher flotation approximately 15% of the material was removed to a bulk rougher concentrate assaying 31-35oz/t silver (60-64% recovery), 4.2-4.4% (33-35% recovery) copper and 0.65% arsenic. There is also tin in the tailings that will be investigated for recovery. Additional tests will be undertaken to attempt to improve the recoveries for the silver component.

The copper recovery into concentrate at first glance would appear to be disappointing but upon further investigation it appears that approximately one half of the copper was extracted before flotation into the grind/wash water. If this is the case then recoveries of up to 80% were achieved if the wash water is included in the calculation. That is to say an operation may include a washing process from which the soluble copper is recovered prior to flotation.

Current Status

The definitive agreement has been under negotiation since the beginning of March 2015 and has now been fully signed as of May 24, 2016.

To date, the Company has conducted its own preliminary study on the tailings from material provided by COMIBOL. Approximately four years ago, COMIBOL collected some 2,000 bags of material at 1 metre intervals from 4 separate holes dug to the bottom of the tailings. BacTech engaged SGS Bolivia S.A. to take samples from each bag to create a 250 tonne representative sample for assay and early flotation work.

The work was carried out at PRA Inspectorate Labs in Vancouver and confirmed the reported grades provided earlier by COMIBOL. The tailings contain high levels of silver (8.8 oz/tonne), copper (2.24%), and commercial quantities of tin (1.5%). The early testwork showed that the material responded well to concentration by washing followed by flotation, while the assay and particle size data suggested that gravity separation may also be appropriate for recovery of coarse silver and tin values and should be investigated in subsequent testwork. It is therefore expected that the recovery will be improved by conducting further testwork. The results from the early work conducted by PRA Laboratories are summarized later in the press release.

The second phase will be the construction of a processing plant that will create concentrates of silver, tin and copper using conventional processing. There will be contributions from gravity separation, flotation concentration, and copper precipitation from water creating the final products leaving site.

There is considerable infrastructure at the mill site including power, rail, a mill housing and a local workforce. The Telamayu mill has processed ores from the surrounding mines for over 70 years, with the Antigua and Nuevo tailings created from the operation. The existing infrastructure should lead to reduced capital costs.

The final stage is the commercialization of the plant which is expected to be completed within the next 12 to 15 months. All three stages require the posting of a performance bond that is released upon completion of each phase. BacTech has posted a bond of USD$26,000 to cover the initial phase.

Other Projects

The Company continues to evaluate other projects in Canada, Mexico, South America and Europe.

C. Results of Operations

This analysis of the results of the Company’s operations should be read in conjunction with the Company’s condensed consolidated interim financial statements for the three months ended March 31, 2016.

Revenues

The Company has no revenue or sources of recurring revenues at this time.

Operating and Administrative Costs

Operating and administrative expenses increased to $202,737 for the three months ended March 31, 2016 compared to $160,479 in the same period last year. Significant components of this expense include:

1. Salaries, management fees and related costs remained unchanged at $71,250 for the three months ended March 31, 2016 and the same period last year. These costs are for the salaries, wages and management fees incurred directly in managing and operating the business of the Company, which includes the investigation and evaluation of potential projects. The Company has decreased these expenditures over the last few years to a minimum amount, in light of its current financial situation. The majority of these amounts have been accrued for and have not been paid;
2. Share based payments, as explained in note 12 to the condensed consolidated interim financial statements, were $62,700 for the three months ended March 31, 2016. Yearly fluctuations in stock option expense are dependent on a number of factors including, but not limited to, number of options issued, valuation of options, vesting period and timing. For the three months ended March 31, 2016 there were 2,850,000 options issued. No options were issued for the years ended December 31, 2015 and 2014;
3. Professional fees increased to $56,013 for the three months ended March 31, 2016, from $44,844 in the same period last year. The Company has significantly increased these expenditures as result of pursuing the development of the Telamayu Tailings project in Bolivia. Fees are for legal and consulting fees incurred in Bolivia;
4. Travel costs significantly decreased to $840 for the three months ended March 31, 2016, from $9,414 in the same period last year. The increases in travel expenses in the perior period were due to the increased amount of travel by management to and from Bolivia. For the current period there was no travel to Bolivia; and
5. General office expenses marginally increased to $8,617 for the three months ended March 31, 2016 from $7,814 in the same period last year. The general office expenses have been significantly reduced to conserve cash and reduce expenditures on non-project related activities.

Finance Charges

Debenture and bridge loan interest expense for the three months ended March 31, 2016 were $nil compared to $3,690 in the same period last year. The debenture interest in the prior period is only made up of BacTech's portion of the debenture issued by REBgold Corporation.

The loans payable interest of $8,825 is the accrued interest on new loans payable. See note 9 for further details.

D. Liquidity and Capital Resources

At March 31, 2016, the Company had cash of $1,695 and a working capital deficit of $1,706,668. The existing cash reserves and increase in payables were used for general working capital and advancing the Bolivian Project for the period ended March 31, 2016.

On October 8, 2015, the Company arranged for an additional loan from another third party. The purpose of the loan is to provide working capital to complete the agreement with the Bolivian Government. Total available amount of the loan is $350,000 but only $60,000 has been advanced as at year end and as of the date of this report. The loan was due February 28, 2016, but since the agreement with the Bolivian Government has not been finalized, the terms have been extended until the agreement is signed. The loan earns interest at 15% and is unsecured.

On January 20, 2015, the Company arranged for a loan of $150,000 from a third party. The terms of the loan payable are as follows; (i) Total amount available of loan is $150,000, (ii) bonus shares of 200,000 common shares of the Company for every $50,000 tranche, up to a total of 600,000 common shares can be issued if the full amount is drawn down, (iii) a 1% Net Profit Interest ("NPI") in a future remediation project, and (iv) earns interest at a rate of 12% per annum. The loan is due 120 days from the date of the first advance which is May 20, 2015. If the loan is not repaid at maturity or reorganized, interest will be 1.5% per month compounded.

Share Capital	**March 31, 2016**		**December 31, 2015**	
	Number of shares	**$ Amount**	**Number of shares**	**$ Amount**
Balance, beginning of period	42,393,944	4,007,574	41,393,944	3,957,574
Shares issued for conversion of debentures, Bridge loan and accounts payable	-	-	1,000,000	50,000
Balance, end of period	42,393,944	4,007,574	42,393,944	4,007,574

For a description of the outstanding warrants and stock options that are available to purchase common shares of the Company, please refer to notes 11 and 12 of the condensed consolidated interim financial statements.

E. Quarterly Information

Selected quarterly information for the most recently completed quarter is presented below in Canadian currency ($), and in accordance with International Financial Reporting Standards.

	2016 Q1 $000's	**2015 Q4** $000's	**Q3** $000's	**Q2** $000's	**Q1** $000's	**2014 Q4** $000's	**Q3** $000's	**Q2** $000's
Revenues	-	-	-	-	-	-	-	-
Other items	-	-	-	-	-	(1,407)	-	-
Operating loss	(212)	(250)	(126)	(126)	(160)	(67)	(198)	(173)
Loss for the period	(212)	(250)	(126)	(126)	(160)	(1,340)	(198)	(173)
Loss per share	(0.01)	(0.01)	(0.00)	(0.01)	(0.00)	(0.07)	(0.02)	(0.02)

F. Off-Balance Sheet Arrangements

The Company had no off-balance sheet arrangements as of March 31, 2016.

G. Financial Instruments

The Company has not entered into any specialized financial arrangements to minimize its investment risk, currency risk or commodity risk.

H. Outlook

The current volatile state of the capital markets and the volatile price for precious and base metals has significantly reduced the ability to access capital for junior companies in the resource sector or in the remediation and reclamation of mine waste and tailings. There can be no assurance that the Company will be successful in attracting either new financing or new opportunities to apply its technology.

I. Risks

The Company's strategy emphasizes developing projects in order to leverage its intellectual property to drive shareholder value. This strategy has required, and continues to require, significant financings, and is subject to risks associated with mineral prices, mineral resources and operations. Due to the nature of the Company's business, the present stage of development of its projects, and the constraints placed upon the Company's ability to move forward by its current liquidity situation, readers should carefully review and consider the financial, environmental and operational risk factors affecting the Company.

Need for Additional Financing

The Company currently has no source of operating cash flow, and there is no assurance that additional funding will be available to the Company as and when needed for further assessment and evaluation, as well as development of its projects, or to fulfill its obligations to its existing creditors. Volatile markets may make it difficult or impossible for the Company to obtain adequate debt or equity financing in the future, or on terms acceptable to the Company. The failure to obtain additional financing could force the Company to liquidate its assets to satisfy creditor claims.

Dependence on Management

The Company's business and operations are dependent on recruiting and retaining the services of a small number of key members of management and qualified personnel. The success of the operations and activities of the Company are dependent, to a significant extent, on the efforts and abilities of the management of the Company. Investors must be willing to rely, to a significant extent, on the discretion and judgment of the management of the Company. Furthermore, while the Company believes that it will be successful in attracting qualified personnel and retaining its current management team, there can be no assurance of such success. The Company does not maintain key employee insurance on any of its employees.

Competition

The Company competes with other engineering companies for the acquisition of mineral rich mine tailings and mine waste that can be developed economically. The Company competes with other engineering companies that have greater financial and technical resources and experience. Such competition may result in the Company being unable to acquire desired properties, to recruit or retain qualified employees, or to acquire the capital necessary to fund its operations and develop its properties. The inability of the Company to compete with other engineering companies for these resources would have a material adverse effect on the Company's results of operations and business.

Currently, the Company's bioleaching technology does not operate in an overly competitive marketplace; however the Company anticipates that it may face increased competition in the future, as advanced technologies become available. While management believes that the Company's technology is more advanced, commercially proven and better situated than its competitors, there can be no assurance that the Company will be able to effectively compete with companies who have or may develop similar technologies and may possess greater financial resources and technical facilities. Competitive pressures, or the inability of the Company to successfully license its technology on terms that are acceptable, may have a material adverse effect on the Company's business, operating results and financial condition.

Protection of Intellectual Property Rights

The Company is dependent not only on its ability to protect its intellectual property rights, but also upon the protection of rights of third parties from which it may license intellectual property rights. The Company currently holds patent rights and has pending patent applications. In addition, the Company relies upon certain other technologies, ideas; know how, secrets or other information, which it may not be able to protect. Notwithstanding precautions the Company may take to protect its rights, third parties may copy or obtain and use the Company's proprietary and licensed or optioned technologies, ideas, know how, secrets and other proprietary information without authorization or independently develop technologies similar or superior to the Company's proprietary and licensed or optioned technologies. The Company enters into confidentiality and restriction on use agreements with its employees, strategic partners and others; however, these agreements may not provide meaningful protection of the Company's proprietary and licensed or optioned technologies or other intellectual property in the event of unauthorized use or disclosure. Policing unauthorized use of such technologies and intellectual property is extremely difficult, and the cost of enforcing the Company's rights through litigation may be prohibitive. Further, the laws of jurisdictions other than Canada and the United States may not provide meaningful protection of the intellectual property rights of the Company and such third parties.

Obtaining and Enforcing Patents

The patent positions of technology firms, including the Company, are generally uncertain and involve complex legal and factual questions. The Company's success in utilizing and licensing its bioleaching technology will depend, in part, on its ability to obtain, enforce and maintain patent protection for its technology worldwide. The Company cannot be assured that patents will issue from any pending applications or that claims now or in the future allowed under issued patents will be sufficiently broad to protect its technology. In addition, no assurance can be given that any patents issued to or licensed by the Company will not be challenged, invalidated, infringed or circumvented, or that the rights granted there under will provide continuing competitive advantages to the Company. Furthermore, there is no assurance that the patents of others will not impede the ability of the Company to do business or that others will not independently develop similar products or technologies, duplicate any of the Company's products or technologies or, if patents are issued and licensed to the Company, design around the Company's patented product or technology.

Accordingly, the Company may not be able to obtain and enforce effective patents to protect its proprietary rights from use by competitors, and the patents of other parties could require the Company to stop using or pay to use certain intellectual property, and as such, the Company's competitive position and profitability could suffer as a result.

Claims of Infringement of Proprietary Rights of Others

The Company is not currently aware of any claims asserted by third parties that the Company's intellectual property infringes on their intellectual property. However, in the future, third parties may assert a claim that the Company infringes on their intellectual property. As a result, there is a risk that the Company, or one or more of its licensors, may become subject to litigation alleging that the products or technologies of the Company or its licensors infringe on the proprietary rights of third parties. Whether or not the products or technologies infringe on the proprietary rights of third parties, the Company or such licensors could incur significant expenses in defending allegations of infringement of proprietary rights. Further, the Company or such licensors may be required to modify their products or obtain licenses for intellectual property rights as a result of any alleged proprietary infringement which may not be achievable on commercially reasonable terms, in a timely manner, or at all, any of which could adversely affect the Company's business revenue, results from operations and financial condition.

Conflicts of Interest

Certain of the Company's directors and officers may serve as directors or officers of other reporting companies, companies providing services to the Company, or companies in which they may have significant shareholdings. To the extent that such other companies may participate in ventures in which the Company may participate, the directors of the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. In the event that such a conflict of interest arises at a meeting of the Company's directors, a director who has such a conflict will abstain from voting for or against the approval of such participation or such terms.

From time to time, several companies may participate in the acquisition, assessment and evaluation, and development of mineral reclamation properties, thereby allowing for the participation in larger programs, permitting involvement in a greater number of programs and reducing financial exposure in respect of any one program. It may also occur that a particular company will assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the company making the assignment. In accordance with the laws of Canada, the directors of the Company are required to act honestly, in good faith and in the best interests of the Company. In determining whether or not the Company will participate in a particular program and the interest therein to be acquired by it, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at the time.

J. Related Party Transactions

Please refer to note 8 of the condensed consolidated interim financial statements for the three months ended March 31, 2016.

K. Other MD&A Requirements

Additional information related to the Company is filed electronically on the System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com.