



**CANADIAN METALS INC.**

**MANAGEMENT'S DISCUSSION AND ANALYSIS**

Three-month and six-month periods ended

January 31, 2018

(Second Quarter)

# MANAGEMENT'S DISCUSSION AND ANALYSIS

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This management discussion and analysis ("MD&A") of Canadian Metals Inc., ("Canadian Metals" or "CME" or the "Company") provides information that management believes is relevant to the assessment and understanding of the Company's results of operation and financial condition for the three-month and six-month periods ended January 31, 2018.

This MD&A complements the condensed interim unaudited financial statements for the three-month and six-month periods ended January 31, 2018 which were prepared in accordance with the International Financial Reporting Standards ("IFRS"). This MD&A should be read in conjunction with the Company's audited financial statements and corresponding notes for the year ended July 31, 2017 and related MD&A. This MD&A is prepared as March 27, 2018.

The unaudited condensed interim financial statements and this MD&A have been reviewed by the Audit Committee and approved by the Board of Directors on March 27, 2018.

All figures are in Canadian dollars unless otherwise stated. Additional information relating to the Company can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

The shares of Canadian Metals are listed on the Canadian Securities Exchange ("CSE") under the symbol "CME".

## CAUTION REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains forward-looking statements that are based on the Company's expectations, estimates and projections regarding its business, the mining industry in general and the economic environment in which it operates as of the date of the MD&A. To the extent that any statements in this document contain information that is not historical, the statements are essentially forward-looking and are often identified by words such as "anticipate", "expect", "estimate", "intend", "project", "plan" and "believe". In the interest of providing shareholders and potential investors with information regarding Canadian Metals, including management's assessment of future plans and operations, certain statements in this MD&A are forward-looking and are subject to the risks, uncertainties and other important factors that could cause the Company's actual performance to differ materially from that expressed in or implied by such statements. Such factors include, but are not limited to: volatility and sensitivity to market metal prices, impact of change in foreign currency exchange rates and interest rates, imprecision in reserve estimates, environmental risks including increased regulatory burdens, unexpected geological conditions, adverse mining conditions, changes in government regulations and policies, including laws and policies; and failure to obtain necessary permits and approvals from government authorities, and other development and operating risks. The preliminary assessments contained in the Technical Report referred to in this MD&A, and the estimates contained therein to date are preliminary in nature and are based on a number of assumptions, any one of which, if incorrect, could materially change the projected outcome.

Although the Company believes that the expectations conveyed by the forward-looking statements are based upon information available on the date that such statements were made, there can be no assurance that such expectations will prove to be correct. The reader is cautioned not to rely on these forward-looking statements. The Company disclaims any obligation to update these forward-looking statements unless required to do so by applicable Securities laws. All subsequent forward-looking statements, whether written or orally attributable to the Company or persons acting on its behalf, are expressly qualified in their entirety by these cautionary statements.

## NATURE OF ACTIVITIES

Canadian Metals, incorporated on August 17, 2012 under the *Québec Business Corporations Act*, the company is solely focused on the exploration and development of its Langis silica deposit in connection with a proposed downstream integration into ferrosilicon production.

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## BUSINESS DEVELOPMENT HIGHLIGHTS

- **Private Placements:**

On December 12, 2017, the Company concluded a private placement by issuing 5,208,333 units at a price of \$0.075 per unit for proceeds of \$390,625. Each unit consists of one common share and one warrant. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.15 until December 12, 2019.

On December 28, 2017, the Company concluded a flow-through private placement by issuing 3,363,636 flow-through shares at a price of \$0.11 per share for proceeds of \$370,000.

On December 29, 2017, the Company concluded a flow-through private placement by issuing 2,850,180 flow-through shares at a price of \$0.11 per share for proceeds of \$313,520.

On December 29, 2017, the Company concluded a private placement by issuing 350,000 units at a price of \$0.075 per unit for proceeds of \$26,250. Each unit consists of one common share and one warrant. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.15 until December 29, 2019.

On December 29, 2017, the Company issued 793,939 common shares for interest payable of \$65,500 on convertible debentures.

On January 19, 2018, the Company concluded a private placement by issuing 17,006,666 units at a price of \$0.075 per unit for proceeds of \$1,275,500. Each unit consists of one common share and one warrant for a total of 17,006,666 common shares and 17,006,666 warrants. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.15 until January 19, 2020.

## BUSINESS DEVELOPMENT SUBSEQUENT EVENTS

- **Grant of share options:**

On February 5, 2018, the Company granted 1,250,000 share options to officers, directors and a consultant, to purchase 1,250,000 common shares of the Company at an exercise price of \$0.14 per share and expiring on February 5, 2023.

- **Appointment of Pierre Monet as Vice-President Finance and CFO:**

On February 6, 2018, the Company announced the nomination of Mr. Pierre Monet as Vice-President and CFO of Canadian Metals Inc.

Mr. Monet, CPA, CA, ASC is a seasoned senior financial executive with 30 years of experience working for private and public corporations. He has led major financings, merger and acquisitions as well as restructuring projects. Prior to joining Canadian Metals, Mr. Monet was VP and CFO of Pershimco Resources Inc. Previously he has been President and Chief Executive Officer of Malaga Inc. and VP Finance and CFO of Dynacor Gold Mines Inc. He also acted as Vice-President Finance, Administration and Treasurer of Iron Ore Company of Canada Inc. and VP Finance of Alliance Forest Products Inc. Mr. Monet is known for his extensive financial experience combined with operations management and understanding of strategic challenges. He is graduated from Hautes Études Commerciales (HEC) Montréal and holds the Certified Director title from Université Laval.

- **Appointment of Pascal Vallée as Director Project Development:**

On February 6, 2018, the Company announced the nomination of Mr. Pascal Vallée as Director Project Development of Canadian Metals Inc.

Mr. Vallée is a mechanical engineer and he has an extensive expertise in project management. With over 23 years of experience in the mining industry as an Executive Project Manager, including 7 years of major project management in iron ore as Project Coordinator for Consolidated Thompson (Bloom Lake

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project), as Expansion General Manager for Cliffs Natural Resources and as Senior Project Manager for the cement industry. He has worked as Senior Project Manager on several feasibility study. During his career he worked also at different positions for Xstrata Nickel – Raglan Mine, Metso Minerals, and Quebec Cartier Mining (ArcelorMittal). He developed specific skills as engineering manager, construction project development and management in green and brown field for the heavy industry.

- **Annual meeting of the Company**

- Appointment of Carl Gagnon as Director;
- 33.15% of the issued and outstanding common shares were represented at the meeting;
- Raymond Chabot Grant Thornton LLP were appointed auditor of the Company; and
- The stock option plan was approved.

- **Financing:**

On March 13, 2018, the Company concluded a first tranche of a non-brokered private placement by issuing 25,300,000 units at a price of \$0.10 per unit for proceeds of \$2,530,000. Each unit consists of one common share and one-half warrant. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.15 until March 13, 2020.

On March 20, 2018, the Company concluded the second tranche of a brokered offering by issuing 400 unsecured subordinated convertible debentures maturing on December 31, 2022 and bearing annual interest of 10%, at a price of \$1,000 per debenture for proceeds of \$400,000.

## EXPLORATION HIGHLIGHTS

- **The Company acquired 100% interest in two silica properties:**

On November 12, 2017, the Company acquired from an arm's length company (the "Vendor") a 100% interest in nine (9) mineral claims covering one mineral showing known as "Chesnaye Silica" in Baie-Comeau and a 100% interest in one (1) mineral exploration property known as "Chisholm Brook Silica" in New Brunswick. On November 24, 2017, CME acquired the 100% interest by issuing 5,000,000 common shares to the Vendor and grant a 1.5% net smelter return royalty (the "NSR") on the Property to a related company of the Vendor. The Company will have the right to re-purchase half of the NSR for \$1,000,000 at any time.

- **The Company retains Goldminds Geoservices Inc. to prepare a technical report on La Chesnaye Lake silica property:**

On November 22, 2017, the Company announced hiring of GoldMinds Geoservices Inc. based in Québec, Canada for the preparation of an independent NI-43-101 technical report on the Lac La Chesnaye silica property.

- **The Company receives Langis certificate of authorization from the MDDELCC:**

On December 5, 2017, the Company announced that it has received the Certificate of Authorization for the Langis Silica Project from the Québec Ministère du Développement Durable, de l'Environnement et de la lutte contre les changements climatiques ("MDDELCC"). The Certificate of Authorization represents the principal regulatory approval required to start the operation of the Langis quarry and has been issued by the Québec regulators.

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- **The Company announces awarding the Langis Project Pre-feasibility Study to CIMA+:**

On December 19, 2017, the Company announced that the company is proceeding forward with the next stage of the Langis Project development into a Pre-feasibility study (PFS). The Pre-feasibility study work is awarded to CIMA+ following the successful completion of the Preliminary Economic Assessment (PEA) and it is expected to be completed in the first half of 2018.

- **The Company outline robust pit-constrained mineral resources update at Langis and filed a technical report:**

On February 5, 2018, the Company announced the filing of a technical report in compliance with National Instrument 43-101 (NI 43-101) on a mineral resources update for Langis.

High-grade silica sandstone deposit at surface pit-constrained resources:

- **3,900,000** tonnes Measured @ **99.01%** SiO<sub>2</sub>;
- **3,700,000** tonnes Indicated @ **98.92%** SiO<sub>2</sub>;
- **7,600,000** tonnes M&I @ **98.96%** SiO<sub>2</sub> at a cut-off grade of **97.00%** SiO<sub>2</sub>; and
- **14,000,000** tonnes Inferred @ **98.97%** SiO<sub>2</sub>.

Major increase in resource estimates 217% for Langis vs October 2016 resources.

Quarry permit in place with extraction of 674,000 tonnes in the M&I at 99% SiO<sub>2</sub> fully permitted with the BEX and the Certificate of Authorization from the MDDELCC.

- **The Company identifies an exploration target of 2.5 to 3.5 MT between 98.34% and 99.0% SiO<sub>2</sub> at La Chesnaye Lake near Baie-Comeau:**

- Exploration target of **2.5 to 3.5** Million tonnes of high silica Quartzite near surface with grade ranging from **98.34%** to **99.00%** SiO<sub>2</sub>; and
- Lidar Survey completed.

## EXPLORATION SUBSEQUENT EVENT

- **Option Agreement:**

On March 16, 2018, the Company has entered into an option agreement (the "Agreement") with NBZINC Inc. to acquire an undivided 100% right, title and interest in and to the TV Tower, Mountain Brook and Blackshale properties located in New Brunswick. The properties are composed of 355 claims covering approximately 7,762 hectares. The claims are subject to a 2% NSR. To earn its 100% interest, the Company must make cash payments of \$400,000, issue 16,000,000 common shares and incur \$300,000 exploration expenses over the next 19 months.

## EXPLORATION ACTIVITIES

### Exploration activities for the three-month period ended January 31, 2018

During the three-month period ended January 31, 2018, the Company invested \$133,820 in exploration and evaluation assets (recovery of \$3,561 for the three-month period ended January 31, 2017) of which 62% of the total was spent on the Langis property and the remaining 38% spent on the new Lac La Chesnaye property.

During the three-month period ended January 31, 2018, at Langis the Company finalized and filed its mineral resource estimation update based on the new diamond drilling realized in 2017. This reflect additional measured and indicated minerals resources available on the Langis property required for the preparation of

# MANAGEMENT'S DISCUSSION AND ANALYSIS

the prefeasibility study (PFS) for the development of the industrial part of the project. Mandate was given to engineering firms for the preparation of a PFS to build a FerroSilicon Plant in Baie-Comeau using sandstone of the Langis property, this is on-going. At Lac Chesnaye property samples taken in autumn were shipped at testing facilities for material qualification.

CANADIAN METALS INC.

**Exploration and evaluation assets  
For the three-month period ended January 31, 2018**

	Langis	Lac La Chesnaye	Total
	\$	\$	\$
<b>Exploration and evaluation costs:</b>			
Drilling	(1,416)	(4,320)	(5,736)
Geology	25,989	54,522	80,511
Technical Reports	55,514	-	55,514
Environment	3,531	-	3,531
Supervision	-	-	-
	<u>83,618</u>	<u>50,202</u>	<u>133,820</u>
<b>Other item:</b>			
Impairment of exploration and evaluation costs	-	-	-
Tax credit related to resources and mining tax	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>
<b>Balance, beginning of period</b>	1,206,102	10,246	1,216,348
<b>Balance, end of period</b>	<u>1,289,720</u>	<u>60,448</u>	<u>1,350,168</u>

**Exploration and evaluation assets  
For the three-month period ended January 31, 2017**

	Langis	Lac La Chesnaye	Total
	\$	\$	\$
<b>Exploration and evaluation costs:</b>			
Drilling	-	-	-
Geology	-	-	-
Technical Reports	(8,920)	-	(8,920)
Environment	1,013	-	1,013
Supervision	4,346	-	4,346
	<u>(3,561)</u>	<u>-</u>	<u>(3,561)</u>
<b>Other item:</b>			
Impairment of exploration and evaluation costs	-	-	-
Tax credit related to resources and mining tax	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>
<b>Balance, beginning of period</b>	880,424	-	880,424
<b>Balance, end of period</b>	<u>876,863</u>	<u>-</u>	<u>876,863</u>

## Exploration activities for the six-month period ended January 31, 2018

During the six-month period ended January 31, 2018, the Company invested \$215,564 in exploration and evaluation assets (\$123,179 for the six-month period ended January 31, 2017) of which 72% of the total was spent on the Langis property and the remaining 28% spent on the new Lac La Chesnaye property.

During the six-month period ended January 31, 2018, at Langis the Company drilled to bring inferred mineral resources to higher quality level and finalized and filed its mineral resource estimation update based on the new diamond drilling of 2017. This reflect additional measured and indicated minerals resources available on the Langis property required for the preparation of the prefeasibility study (PFS) for the development of the industrial part of the project. Mandate was given to engineering firms for the preparation of a PFS to build a FerroSilicon Plant in Baie-Comeau using sandstone of the Langis property, this is on-going. The company also received its BEX and Certificate of Authorization for a sandstone quarry.

At Lac Chesnaye quartzite property field exploration and surface sampling took place, airborne Lidar was done and met test samples were shipped at testing facilities for material qualification.

CANADIAN METALS INC.

**Exploration and evaluation assets  
For the six-month period ended January 31, 2018**

	Langis	Lac La Chesnaye	Total
	\$	\$	\$
<b>Exploration and evaluation costs:</b>			
Drilling	45,006	5,926	50,932
Geology	25,989	54,522	80,511
Technical Reports	55,514	-	55,514
Environment	19,618	-	19,618
Supervision	8,989	-	8,989
	<u>155,116</u>	<u>60,448</u>	<u>215,564</u>
<b>Other item:</b>			
Impairment of exploration and evaluation costs	-	-	-
Tax credit related to resources and mining tax	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>
<b>Balance, beginning of period</b>	1,134,604	-	1,134,604
<b>Balance, end of period</b>	<u>1,289,720</u>	<u>60,448</u>	<u>1,350,168</u>

**Exploration and evaluation assets  
For the six-month period ended January 31, 2017**

	Langis	Lac La Chesnaye	Total
	\$	\$	\$
<b>Exploration and evaluation costs:</b>			
Drilling	-	-	-
Geology	-	-	-
Technical Reports	108,576	-	108,576
Environment	8,777	-	8,777
Supervision	5,826	-	5,826
	<u>123,179</u>	<u>-</u>	<u>123,179</u>
<b>Other item:</b>			
Impairment of exploration and evaluation costs	-	-	-
Tax credit related to resources and mining tax	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>
<b>Balance, beginning of period</b>	753,684	-	753,684
<b>Balance, end of period</b>	<u>876,863</u>	<u>-</u>	<u>876,863</u>

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## Langis Property (Matane)

Canadian Metals inc. owns a 100% interest in Langis property. The property is subject to a 3% net smelter return (NSR) royalty in favor of 9285-3696 Québec Inc., a privately-owned company belonging to an administrator and director of the Company. Langis silica property is located between the towns of Amqui and Matane, in the Matapédia region in Québec province.

The property encompasses a highly siliceous sandstone block which is a potential silica supply. The sandstone is within the Val Brillant geologic formation and is composed of white to pink quartz-arenite. On the property, the Val Brillant formation constitute a 60-meter thick erosional block and lays on the Awantjish formation green shales. The outcropping sandstone block is 1,700 meters long and exposure varies between 250 to 500 meters (m) in width. The existing historical quarry of Uniquartz covers an approximate area of 90 meters by 90 m.

The first exploration in the region started in 1844 with the work of the Geological Survey of Canada. Until 1978, only the provincial and federal governments conducted exploration works, which mostly consisted of large scale geological surveys. Uniquartz Inc. is the only mining company that conducted relevant exploration work by drilling 22 holes for a total of 1215.5 m in 1982. Out of the 22 holes, 12 were located directly on the Langis property for a total of 649.9 m. Afterward, physicochemical testing was made to determine the sandstone characteristics of the Langis and Tessier deposits. Furthermore, two 2.5 tonnes bulk samples were excavated. Historical resources of 27.6 million tonnes grading 1.12% Fe<sub>2</sub>O<sub>3</sub> and 0.41% Al<sub>2</sub>O<sub>3</sub> were calculated. However, the SiO<sub>2</sub> grade was unknown. In 1985, Uniquartz revised the available tonnage and grade of the Langis deposit at 25.5 million tonnes grading 0.12% Fe<sub>2</sub>O<sub>3</sub> and 0.41% Al<sub>2</sub>O<sub>3</sub>. The resources stated in this paragraph are historical and does not meet the NI 43-101 standards of disclosure for mineral project. Even though a quarry was in operation, no data is available on its development or production after 1985.

Following the acquisition of the property in summer 2013, the Company undertook an exploration campaign to characterize the Langis deposit's silica. The campaign consisted of 9 diamond drill holes totaling 456 m. However, only 3 holes were analyzed. The campaign also included 3 grab samples from the quarry wall to complete the metallurgical and heat shock resistance tests. Genivar published a NI 43-101 report in December 2013. The main results of this report are summarized in the following paragraph.

Laboratory testing provided essential data about the Langis deposit chemical, physical and thermal properties. This report showed the high purity silica sandstone potential for a number of uses. The impurity content is about 1% with a silica grade of 98.55% and a loss on ignition of 0.36%. After the correction for loss on ignition incurred in high temperature applications, the average silica grade is 98.95%. Thermal shock testing also revealed that the silica has a high grouting potential which is appropriate for high temperature furnaces.

Attrition washing can produce silica sand with average grades of 99.56% SiO<sub>2</sub>, 0.03%Fe<sub>2</sub>O<sub>3</sub>, 0.16% Al<sub>2</sub>O<sub>3</sub> and 0.03% TiO<sub>2</sub>. Magnetic separation only removes a small quantity of iron oxides and other impurities. The physical properties of granulometric distribution, average fineness rating, uniformity coefficient, roundness, sphericity and impact resistance of the silica sand were measured. Based on the 2013 summer exploration campaign results, the Langis silica deposit can be considered as a potential supply of material for ferrosilicon production as well as a flux agent in base metal smelting.

Within the property, considering a longitudinal extension of 600 to 800 m, a width of 275 to 325 meters, a thickness of 30 to 40 m and a density of 2.65 t/m<sup>3</sup>, a mineral potential of 30 to 40 million tonnes grading from 98.1% to 99.2% SiO<sub>2</sub> has been calculated. Important note: The quantity and grade of the mineral potential stated above is conceptual in nature as there has not been sufficient exploration to define mineral resources. It is uncertain if additional exploration will result in the target being delineated as mineral resources.

A second drilling program was completed between June 1 and 22, 2015. The goal of this campaign was to delineate mineral resources by reducing the drilling pattern and therefore increasing the trust in the geological interpretation. A total of 18 holes totaling 701.6m were drilled on an approximate 50-meter grid. A total of 418

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samples, representing 731.7 m, combining cores from both campaigns were sent to ALS Chemex laboratory in Val-d'Or, Québec.

In October 2016, GoldMinds Geoservices published a NI 43-101 mineral resource estimate for the Langis property. The mineral resource estimate stands at 9.95 million tonnes in-pit grading an average of 98.71% SiO<sub>2</sub>, 0.38% Al<sub>2</sub>O<sub>3</sub>, 0.05% TiO<sub>2</sub>, 0.12% Fe<sub>2</sub>O<sub>3</sub>. The pit generated by GoldMinds Geoservices also contains 3.76 million tonnes of waste for a stripping ratio of 0.38 to 1.

**Cautionary Note: Mineral resources that are not mineral reserves have not demonstrated economic viability. Additional trenching and/or drilling will be required to convert inferred mineral resources to indicated or measured mineral resources. There is no certainty that the resources development, production, and economic forecasts on which this PEA is based will be realized.**

## What is Ferrosilicon?

The following best describes Ferrosilicon:

- Ferrosilicon is the major ferroalloy by tonnage;
- Ferrosilicon is used mainly as a master alloy during iron- and steelmaking. Actually, the production of one tonne of steel consumes 4-5 kg FeSi;
- Ferrosilicon is essential for the production of magnesium metal (Pidgeon's process);
- As an alloying element it improves the electrical and mechanical properties of steel along with corrosion resistance;
- One of the fastest growing categories within steelmaking is the stainless sector, stainless steel has a specific consumption of ferrosilicon 5–10 times higher than regular carbon steel. One tonne of SS needs approximately 20 kilograms of FeSi, and
- Ferrosilicon major use is as deoxidizer to remove oxygen from hot metal.

## What has been done so far:

At the beginning of February 2015, ELECTROCHEM TECHNOLOGIES & MATERIALS INC. was mandated to identify, qualify and supervise several R & D facilities around the world. The targeted institutions were all world-renowned facilities with the systems required for pilot testing of ferrosilicon production. After a comparative study based on key selection criteria such as production capacities, expertise, timing, and overall costs, an agreement was finally signed with MINTEK, whose facilities are in Randburg, South Africa. At this stage of the project, it was decided that the work would be executed in two successive phases. The objectives of Phase 1 were to demonstrate the technical feasibility of producing ferrosilicon from Langis quartzite, in order to assess the quality of the ferrosilicon produced and to provide the operational and metallurgical parameters necessary to prepare valuable information that will be used in a preliminary economic evaluation. The objective of Phase 2 was to corroborate the previous results and experimental performance and to proceed in conducting continuous pilot-scale ferrosilicon production.

In early June 2015, the first pieces of ferrosilicon were successfully produced at MINTEK. This ferrosilicon was produced from Langis quartzite during a series of prototype tests carried out between the end of May 2015 and the beginning of June 2015. The purpose of this first phase was to give a very rough indication of the technical feasibility of the production of ferrosilicon from Langis quartzite. It involved the fusion of four lots of quartzite, low ash coal, wood chips, and iron ore (hematite) in a 40kW DC electric arc furnace. The load was premixed and introduced into the oven intermittently over a period of 6-8 hours. The furnace was then cooled before collecting the solidified material, weighing it, sampling it and analyzing the product. Four 8-hour



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trials were conducted. Important variables like the recipe and the target temperature were measured. Furthermore, during the tests, the excellent thermal shock resistance of the Langis quartzite was confirmed in view of the low emission which was observed. All samples were analyzed independently by MINTEK confirming that ferrosilicon can be produced from Langis quartzite.

BBA, an independent Canadian consulting engineering firm, was commissioned to conduct an assessment for the selection of a suitable industrial site in the province of Québec to build a ferro-silicon plant. Since the project was launched last February, Canadian Metals and its technical team have identified and examined three potential industrial sites in Québec. These sites were evaluated by BBA based on key criteria such as the capacity of the electricity grid, and the main infrastructures available, including a deep water port, a railway, roads, utilities, and skilled labor.

Additional drilling and laboratory analyzes were completed in 2015 and the results are currently being analyzed and integrated by Geo-Logic in order to provide an estimate of the high purity silica reserves available on the Langis property.

Biofilia is responsible for carrying out the application for a certificate of authorization required under section 22 of the Québec Environmental Quality Act (EQA) at the MDDELCC. Biofilia will also produce the exclusive lease application for the exploitation of surface mineral substances according to the Ministry of Energy and Natural Resources standards. The project is defined by the operation and expansion of an existing quarry in the municipality of Saint-Vianney, Québec. The services will enable the following deliverables:

- Application for a certificate of authorization from MDDELCC; and
- Request for an exclusive lease from MERN.

Biofilia completed the environmental characterization of the potential sites in the summer of 2015.

Viridis.iQ GmbH (Viridis.iQ), the CME Consulting Engineers, conducted a Preliminary Economic Assessment report (PEA) including conceptual engineering studies, as well as the potential implementation of site comments, the determination of the mining methods, the definition of the conversion process, the choice of equipment, the estimation of investment and operating costs, the definition of a marketing plan and the development of a model and an integrated financial risk analysis, all leading to the completion of a draft PEA report in December 2015, with the final delivery in April 2016.

Celtis Capital was mandated to coordinate the preliminary economic assessment (PEA) of the implementation of a Hybrid Flex plant at a site to be determined in the province of Québec. The proposed Hybrid Flex project is aimed at the partial downstream integration of the Langis silica deposit located in the Matapédia region of Québec. All aspects of the proposed project will be integrated into the PEA developed by various qualified professionals and retained by CME, including geological studies, process engineering, site selection, plant facility engineering, capital and operating cost estimates, market studies, environmental studies and economic analysis.

On April 28, 2016, the Company released the results of its preliminary economic evaluation report (PEA).

On June 22, 2016, a PEA report was filed to support the April 28th 2016 PEA disclosure. At the request of the AMF the Company prepared an amended technical report including the required principal modifications: a Qualified person to sign-off mineral resources with appropriate CIM 2014 guidelines disclosure, adjust the project so the PEA reflects the mineral resources available on the Langis property without 3rd party feed purchase of feed and a revised achievable plan of the mineral resources processing for the targeted product and the associated cash flow.

On October 4, 2016, the Company announces filing of an amended Technical Report for the revised Langis Preliminary Economic Assessment (PEA). The revision was required based on comments from the Autorité Des Marchés Financiers (AMF) regarding the resource model and metallurgical plant final products.

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The revised divulgation and the revised PEA technical report supersede the disclosure of April 28, 2016 and the technical report of June 22, 2016 should not be relied upon.

The strategy for the work plan was developed around existing resource model for Hybrid Flex with Base Case 100% Ferro Silicon (FeSi). This, as well as other changes to the project assumptions during the revision stage had an impact on the values attributed to the project as announced in the press release of April 28, 2016, a reduction in the NPV, Capex and IRR with light increase in payback time, the project is still positive;

The results of April 28, 2016, versus those of the current PEA Amended dated October 3rd 2016:

**Table 1. Summary of the Amended Project Economics Compared to the June 22, 2016 Report**

Description	Units	US\$ October 3, 2016	US\$ (note i) April 28, 2016
<b>After tax</b>			
Payback Period	Years	4.8	4.2
NVP @ 8%	M US\$	207.9 *	380.0 *
Internal Rate of Return (IRR)	%	18.0	20.7
Total Capex	M US\$	232.6	302.5

**Notes:**

\* Discount Rate of 7.3% used.

\* A US\$/CAN\$ exchange rate of 0.7616 w as assumed.

i The numbers in this column are for comparison purposes only and should not be relied upon.

**Cautionary Note: the preliminary economic assessment is preliminary in nature, that it includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves, and there is no certainty that the preliminary economic assessment will be realized.**

On October 4, 2016, the Company announced the successful completion of the Langis Preliminary Economic Assessment (PEA) revision, conducted by CIMA+ With Pre-Tax NPV (at 8% Discount) of CAN\$437.9 Million and IRR of 21.8 % and After-Tax NPV (at 8% Discount) of CAN\$273.1 Million and IRR of 18% with positive project economics and lots of opportunities to consider during the next stage of the project development.

On November 4, the Company announces filing of an amended Technical Report for the revised Langis Preliminary Economic Assessment (PEA). The revision was required based on comments from the Autorité Des Marchés Financiers (AMF) regarding the resource model and metallurgical plant final products.

The general scope of work involved:

- Geology and Resource Model review;
- Beneficiation Plant design review and optimizations;
- Metallurgical Plant review and optimizations;
- Capital and Operating costs structure optimization and adhering to the local standards and specifics;
- Revised project economics including a new Financial Model, based on the optimized Capital and Operating costs completed in Canadian Dollars (CAN\$);
- The Conclusions and Recommendations area revised;
- Complete National Instrument 43-101 Preliminary Economic Assessment Report;
- Introduction of new Qualified Person (QP) under the National Instrument 43-101, qualified to perform the respective mandates with deep understanding and vast experience in their respective fields.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

The resources statement was reviewed and revised by the new Qualified Person (QP) Claude Duplessis to the inferred category. In order to increase the quality of the mineral resources to the respective Indicated and Measured resources categories, additional drilling and analysis are required. Canadian Metals Inc. as per latest results of the revised PEA should initiate the recommendation of the PEA to increase resource quality and extent. This is the first step the company will initiate in the forthcoming pre-feasibility study. There are no guaranty the drilling will convert the inferred into measured and indicated resources, the company expect to carry sufficient works to achieve this goal.

Mine plan and schedule were revise accordingly to reflect the new resources as well. Other major changes to the report include:

- Revise the beneficiation plant assumptions and costs to a more mobile plant, that can require less civil work and no structural and steelwork, as well as become more environmentally friendly and easy to dismantle at closure with no impact on the surrounding environment.;
- Revise the Metallurgy (Smelter) option to produce Ferrosilicon (FeSi) as final product instead of the previously assumed silicon metal (mgSi) to reflect the resources model. Capital and operating costs were revise accordingly based on the new mine production plan and to reflect the local labour environment and the new smelter production of FeSi;
- All costs were revise to Canadian Dollar (CAN\$) values;
- A complete new Financial Model was developed based on the new production and costs data. In addition the Taxation system was revise to reflect the federal and provincial guidelines and specifics.

During the next stage of development of the pre-feasibility study, the mgSi production option will be evaluated in detail to be able to firmly select the best production option for the project.

The following lists the highlights provided by the PEA:

## Mineral Resources Statement

**Cautionary Note: Mineral resources that are not mineral reserves have not demonstrated economic viability. Additional trenching and/or drilling will be required to convert inferred mineral resources to indicated or measured mineral resources. There is no certainty that the resources development, production, and economic forecasts on which this PEA is based will be realized.**

All classified as Inferred mineral resources (due to the additional drilling work required) 9.95 million tonnes of in-pit resources, with average, SiO<sub>2</sub> 98.71%, Al<sub>2</sub>O<sub>3</sub> 0.38%, TiO<sub>2</sub> 0.05%, Fe<sub>2</sub>O<sub>3</sub> 0.12%:

- Waste in pit: 3.76 Million tonnes for a stripping ratio of 0.38 to 1;
- Mining cost Mineralized Material CAN\$5/t;
- Mining Cost waste CAN\$4/t;
- Processing Cost of Quarry including G & A CAN\$10/t;
- Recovery 95%;
- Slope angle of 45 degrees;
- Product value fixed at CAN\$44/t purchase price at the Quarry (these new current mineral resources are free of constrains and surface right limits).

With the above verification, the Author is confident that numbers used in the original mine plan for the in-pit resource for the PEA is reliable and conservative in the context.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

## Notes:

- Mineral Resources are not Mineral Reserves and have no demonstrated economic viability. The estimate of Mineral Resources may be materially affected by mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and governmental factors.
- CIM definitions of May 10<sup>th</sup> 2014 were followed with reasonable prospect of economic extraction.
- The resources are pit constrained by the Lerchs-Grossman pit optimizer with MineSight software.
- Density of rock used 2.5 t/m<sup>3</sup>.
- Parameters used for the definition of mineral resources:
  - a. Mining cost of CAN\$5/tonne;
  - b. Processing cost (crushing, screening, hauling to plant plus Quarry G&A) CAN\$10/tonne;
  - c. Plant purchase price to Quarry CAN\$44/tonne with mine recovery of 95% with no dilution.

## Mining and Pit optimization

The final conceptual pit design, summary of the results for it is presented in Table 2 with difference between the optimization (mathematical) and the pit design (operational).

Table 2. Optimization Results

	Total Silica (kt)	Total SiO <sub>2</sub> (%)	Total Waste (kt)	Strip Ratio
Operational pit	5.038	98.47	2.094	0.42
Mathematics pit	4.834	98.51	1.848	0.38
Difference	4.04%	-0.03%	11.77%	8.05%

## Processing and Smelting

The Langis silica deposit will be quarried and recovered for use as a feedstock into a downstream ferrosilicon smelter in nearby Matane, the Hybrid Flex Plant to produce metallurgical products such as FeSi75 (Ferrosilicon 75 standard).

Process steps at the quarry site will consist of blasting, crushing, sieving and washing the silica before transportation to the smelter by truck. Silica that is too fine for use in the smelter can be marketed to local industries, while large chunks will be used directly in the smelter.

The smelter in Matane will produce ferrosilicon by a pyrometallurgical process that combines silica from the Langis quarry with a carbon source, iron ore and wood chips in a SAF (submerged arc furnace or simply "furnace") in which these raw materials are smelted into ferrosilicon. Molten ferrosilicon is tapped from the furnace into ladles, refined as necessary, and then poured into molds to cool and solidify into large ingots. The ingots are removed from the mold after they have cooled sufficiently, then crushed and classified into chunks or powder for sale.

## Capital and Operating Costs Summary

The capital cost of the project is the cost for the initial development of the project. Summary of the Project Capital Costs is shown below. The improvement in Capital costs is due to optimized mine development, assuming mobile vs static beneficiation plant, actual quotes for camp, offices and infrastructure buildings from local vendors, revised HF Plant cost structure and indirect costs reflecting the local specifics.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

Table 3. Summary of the Project Capital Costs

CAPEX Item	Cost in CAN\$ Oct.3, 2016
<b>Direct Costs</b>	
Mine Development/Pre-stripping	295,201
Mine Equipment	3,462,107
Mine Infrastructure	435,000
Beneficiation Plant	1,338,000
HF Plant	206,759,839
HF Plant Infrastructure	20,565,835
<b>Total Direct Costs</b>	<b>232,855,982</b>
<b>Indirect Costs</b>	
Owner's Costs	8,544,000
EPCM	24,139,998
Contingency	39,830,997
<b>Total Indirect Costs</b>	<b>72,514,995</b>
<b>Total Direct &amp; Indirect Costs</b>	<b>305,370,977</b>

The operating costs for the project were estimated annually. A summary of these operating costs are shown in the following Table 4. The improved operating costs are mostly due to actual labor wages in the region, the preferred electricity rate for industrial projects from hydro Québec, and changes from mgSi to FeSi production at the HF Plant operations.

Table 4. Summary of the Project Operating Costs

Area	Annual Cost CAN\$	Unit Cost (\$/t FeSi)
Mining	1,877,238	16.70
Beneficiation	1,273,532	16.19
G&A mining site	395,000	5.02
Transportation to HF Plant	443,451	5.64
HF Plant (after Hydro Quebec Discount)	63,885,248	812.10
<b>TOTAL</b>	<b>67,874,469</b>	<b>855.64</b>

## Project Economics Summary

**Cautionary Note:** The preliminary economic assessment is preliminary in nature, that it includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves, and there is no certainty that the preliminary economic assessment will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and government factors. The project cost estimates are deemed to be correct within +/-30%.

In the analysis, FOB-HF Plant selling prices of US\$1,600 per tonne for Ferrosilicon and US\$250 per tonne for Silica Fume were used. A US\$/CAN\$ exchange rate of 0.7407 was assumed. Additional sensitivity analysis is performed to evaluate the effect of potential changes in selling price, exchange rate, capital and operating cost values.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

**Table 5. Summary of the Life of Project Production, Revenues and Costs**

Description	Units	
Production - Mineralization	k tonnes	3,900.00
Production - Silica Product Feed to HF Plant	k tonnes	2,924.70
Revenue	M CAN\$	4,668.90
Initial Capital Costs (excludes Working Capital)	M CAN\$	305.40
Sustaining Capital Costs	M CAN\$	5.80
Operating Costs (excludes royalty payments)	M CAN\$	2,479.10
Closure Costs	M CAN\$	3.00
Total Pre-Tax Cash Flow	M CAN\$	1,735.60
Total After-Tax Cash Flow	M CAN\$	1,187.30

The financial indicators associated with the economic analysis are summarized in Table 6.

**Table 6: Summary of Financial Indicators**

Description	Units	
<b>Pre-tax</b>		
Payback Period	Years	4.2
NPV @ 6 %	M CAN\$	611.9
NPV @ 8 %	M CAN\$	437.9
NPV @ 10 %	M CAN\$	312.0
Internal Rate of Return (IRR)	%	21.8
<b>After tax</b>		
Payback Period	Years	4.8
NPV @ 6 %	M CAN\$	396.5
<b>NPV @ 8 %</b>	<b>M CAN\$</b>	<b>273.1*</b>
NPV @ 10 %	M CAN\$	183.7
Internal Rate of Return (IRR)	%	18.0

**Note:**

\* Base Case

## EXPLORATION OUTLOOK

**Cautionary Note:** Before the pre-feasibility study phase of the project, the Company will conduct a series of activities as recommended by the engineering firm CIMA+. These activities include drilling, 3-D modeling of the deposit, resource estimation, metallurgical analysis and testing. This will allow the Company to evaluate the Hybrid Flex option with the base case 100% silicon metal.

## QUALIFIED PERSON

Claude Duplessis, Eng. Goldminds Geoservices Inc., is the independent qualified person under NI 43-101 which have reviewed and prepared the information in the technical report and have approved the technical information contained in this document.

## Quality Control and Assurance

Claude Duplessis, Eng. of Goldminds Geoservices Inc. has reviewed the procedures, the results and quality control on the analytical results with had inclusions of blanks and standards. The results were in line with expected values, certificates of analysis were reviewed against the drill hole database. The site visit has allowed to verify and validate geology and review the core at the core shack where witness core is kept. The

# MANAGEMENT'S DISCUSSION AND ANALYSIS

QA/QC, the verifications and the site visit enable the disclosure of reliable mineral resources of the Langis Silica project for the PEA in conformity with CIM standards and National Instrument 43-101.

## FUNCTIONAL AND PRESENTATION CURRENCY

These selected annual financial information, selected quarterly financial information and other financial information are presented in Canadian dollars, the Company's functional currency

## SELECTED QUARTERLY FINANCIAL INFORMATION

Canadian Metals anticipates that the quarterly and annual results of operations will primarily be impacted for the near future by several factors, including the timing and efforts of the exploration's expenditures and efforts related to the development of the Company. Due to these fluctuations, the Company believes that the quarter to quarter and the year-to-year comparisons of the operating results may not be a good indication of its future performance.

The following selected quarterly financial information is derived from our unaudited condensed interim financial statements for each of the two most recently completed financial years.

### CANADIAN METALS INC.

#### SELECTED QUARTERLY FINANCIAL INFORMATION

	2018		Q4	Q3	2017		Q4	Q3
	Q2	Q1			Q2	Q1		
	\$	\$	\$	\$	\$	\$	\$	\$
<b>STATEMENTS OF COMPREHENSIVE LOSS</b>								
Operating expenses	193,398	170,751	138,374	199,727	209,452	210,620	741,825	164,725
Net finance expense	66,120	62,531	61,606	55,035	46,205	32,140	32,136	38,906
Deferred income tax recovery	(11,975)	(11,334)	(97,148)	(3,605)	-	-	-	-
Net loss	247,543	221,948	102,832	251,157	255,657	242,760	773,961	203,631
Loss per share								
Basic and diluted	0.004	0.005	0.002	0.006	0.006	0.006	0.019	0.006
<b>MINING PROPERTIES AND EXPLORATION AND EVALUATION ASSETS</b>								
Acquisition of mining properties	-	-	-	-	-	-	-	-
Acquisition of exploration and evaluation assets	133,820	81,744	161,379	64,805	(3,561)	126,740	19,083	149,048
<b>STATEMENTS OF CASH FLOWS</b>								
Cash flows used for operating activities	(228,725)	(138,177)	(153,974)	(248,295)	(246,819)	(84,649)	(195,175)	(191,556)
Cash flows (used for) from financing activities	2,288,629	87,052	4,842	355,500	773,182	(4,395)	24,384	589,505
Cash flows used for investing activities	(77,537)	(159,693)	(100,011)	(104,442)	(6,996)	(50,314)	(9,397)	(95,149)
Net change in cash and cash equivalents	1,982,367	(210,818)	(249,143)	2,763	519,367	(139,358)	(180,188)	302,800
<b>STATEMENTS OF FINANCIAL POSITION</b>								
Cash and cash equivalents	2,106,179	123,812	334,630	583,773	581,010	61,643	201,001	381,189
Mining properties	627,000	152,000	152,000	152,000	152,000	152,000	152,000	171,968
Exploration and evaluation assets	1,350,168	1,216,348	1,134,604	941,668	876,863	880,424	753,684	806,195
Total assets	4,150,685	1,568,649	1,694,843	1,775,730	1,723,923	1,208,773	1,220,036	1,588,169
Non-current financial liabilities	359,701	361,594	334,388	1,000,082	947,781	598,697	567,452	572,953
Equity	3,021,150	424,968	560,576	637,170	492,541	318,116	514,788	931,217

The net loss of \$247,543 for Q2-2018 is mostly attributable to a slight increase in operating expenses as compared to operating expenses of previous quarters (Q1-2018 and Q4-2017) combined with a slight increase in net finance expense as compared to previous quarters and a deferred income tax recovery of \$11,975 due to the amortization of other liability related to flow-through financings for the Q2-2018.

## MANAGEMENT'S DISCUSSION AND ANALYSIS

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The net loss of \$221,948 for Q1-2018 is mostly attributable to a slight decrease in operating expenses as compared to operating expenses of previous quarters combined with a deferred income tax recovery of \$11,334 due to the amortization of Other liability related to flow-through financings for the Q1-2018.

The net loss of \$251,157 for Q3-2017 is mostly attributable to a share-based compensation expense of \$42,650 due to the grant of 500,000 share options to an officer and consultants in February 2017.

The net loss of \$255,657 for Q2-2017 is mostly attributable to professional fees of \$36,711 (final billing of the audit for the year ended July 31, 2016) combined with a travel and promotion expenses of \$29,207 and net finance income of \$46,205.

The net loss of \$242,760 for Q1-2017 is mostly attributable to professional fees of \$24,998 (partial billing of the audit for the year ended July 31, 2016) combined with a travel and promotion expenses of \$42,691 participation to many conferences) and a share-based compensation expense of \$26,088.

The net loss of \$773,961 for Q4-2016 is mostly attributable to a write-down of mining properties and exploration and evaluation assets of \$188,085 combined with a loss on settlement of accounts payable of \$73,691 and a share-based compensation expense of \$208,929.

The net loss of \$282,311 for Q2-2016 is mostly attributable to an overvaluation of the management and consulting fees expenses adjusted in Q3-2016.

### RESULTS OF OPERATIONS FOR THE THREE-MONTH PERIOD ENDED JANUARY 31, 2018

#### Net loss

The basic and diluted loss per share for the three-month period ended January 31, 2018 is \$0.004 as compared to \$0.006 for the three-month period ended January 31, 2017.

During the three-month period ended January 31, 2018, the Company realized a net loss of \$247,543 as compared to a net loss of \$255,657 for the three-month period ended January 31, 2017. The decrease of \$8,114 in net loss is mostly attributable to a decrease in operating expenses of \$16,054 (\$193,398 in Q2-2018 compared to \$209,452 in Q2-2017) and an increase of deferred income tax recovery of \$11,975 (\$11,975 in Q2-2018 compared to \$Nil in Q2-2017).

#### Operating expenses

During the three-month period ended January 31, 2018, operating expenses were \$193,398 as compared to \$209,452 for the three-month period ended January 31, 2017.

The decrease of \$16,054 in operating expenses is mostly attributable to a decrease of \$18,871 in professional fees (\$17,840 in Q2-2018 compared to \$36,711 in Q2-2017) combined with a decrease of \$17,870 in travel and promotion (\$11,337 in Q2-2018 compared to \$29,207 in Q2-2017) and a decrease of \$5,958 in rent and office expenses (\$6,922 in Q2-2018 compared to \$12,880 in Q2-2017).

#### Net finance expense

During the three-month period ended January 31, 2018, net finance expense was \$66,120 as compared to \$46,205 for the three-month period ended January 31, 2017.

The increase of \$19,915 in net finance expense in Q2-2018 is mainly due to the interest expenses incurred from the new financing of convertible debentures of \$610,000 concluded on December 12, 2016.



# MANAGEMENT'S DISCUSSION AND ANALYSIS

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## Deferred income tax recovery

During the three-month period ended January 31, 2018, the Company recorded a deferred income tax recovery of \$11,975 as compared to \$Nil for the three-month period ended January 31, 2017.

The increase of \$11,975 in Q2-2018 as compared to Q2-2017 in deferred income tax recovery is attributable to the amortization of \$11,975 of other liability related to flow-through shares recorded from the flow-through financing of \$249,000 concluded in December 2016 (\$11,975 in Q2-2018 compared to \$Nil in Q2-2017).

## RESULTS OF OPERATIONS FOR THE SIX-MONTH PERIOD ENDED JANUARY 31, 2018

### Net loss

The basic and diluted loss per share for the six-month period ended January 31, 2018 is \$0.009 as compared to \$0.012 for the six-month period ended January 31, 2017.

During the six-month period ended January 31, 2018, the Company realized a net loss of \$469,491 as compared to a net loss of \$498,417 for the six-month period ended January 31, 2017. The decrease of \$28,926 in net loss is mostly attributable to an increase in deferred income tax recovery of \$23,309 (\$23,309 in 2018 compared to \$Nil in 2017) combined with a decrease of \$55,923 operating expenses (\$364,149 in 2018 compared to \$420,072 in 2017).

### Operating expenses

During the six-month period ended January 31, 2018, operating expenses were \$364,149 as compared to \$420,072 for the six-month period ended January 31, 2017.

The decrease of \$55,923 in operating expenses is mostly attributable to a decrease of \$18,598 in professional fees (\$43,111 in 2018 compared to \$61,709 in 2017) combined with a decrease of \$49,550 in travel and promotion (\$22,348 in 2018 compared to \$71,898 in 2017).

### Net finance expense

During the six-month period ended January 31, 2018, net finance expense was \$128,651 as compared to \$78,345 for the six-month period ended January 31, 2017.

The increase of \$50,306 in net finance expense in 2018 fees (\$128,651 in 2018 compared to \$78,345 in 2017) is mainly due to the interest expenses incurred from the new financing of convertible debentures of \$610,000 concluded on December 12, 2016.

### Deferred income tax recovery

During the six-month period ended January 31, 2018, the Company recorded a deferred income tax recovery of \$23,309 as compared to \$Nil for the six-month period ended January 31, 2017.

The increase of \$23,309 in 2018 as compared to 2017 in deferred income tax recovery is attributable to the amortization of \$23,309 of other liability related to flow-through shares recorded from the flow-through financing of \$249,000 concluded in December 2016 (\$23,309 in 2018 compared to \$Nil in 2017).

## CASH FLOWS, LIQUIDITY AND CAPITAL RESOURCES

As at January 31, 2018, the working capital amounted to \$1,453,683 (negative \$391,640 as at July 31, 2017) including cash of \$2,108,179 (\$334,630 as at July 31, 2017).

# MANAGEMENT'S DISCUSSION AND ANALYSIS

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## **Cash flows used for operating activities**

Cash flows used for operating activities were \$366,902 during the six-month period ended January 31, 2018, an increase of \$35,434 as compared to cash flows of \$331,468 used for operating activities during the six-month period ended January 31, 2017. The increase of \$35,434 is mainly due to an increase of \$62,177 in changes in working capital items ((\$18,715) in 2018 compared to \$43,462 in 2017).

## **Cash flows from financing activities**

Cash flows from financing activities were \$2,375,681 during the six-month period ended January 31, 2018, an increase of \$1,606,894 as compared to cash flows of \$768,787 from financing activities during the six-month period ended January 31, 2017. The increase of \$1,606,894 in cash flows from financing activities is explained by funds of \$2,466,020 raised from private placements financing of common shares and flow-through shares concluded in December 2017 and January 2018, compared to funds of \$849,000 generated from private placements financing of convertible debentures and flow-through shares concluded during the six-month period ended January 31, 2017.

## **Cash flows used for investing activities**

Cash flows used for investing activities were \$237,230 during the six-month ended January 31, 2018, an increase of \$179,920 as compared to cash flows of \$57,310 used for investing activities during the six-month period ended January 31, 2017.

The increase of \$179,920 is mostly explained by the acquisition of exploration and evaluation assets of \$251,525 during 2018 as compared to the acquisition of exploration and evaluation assets of \$57,310 during 2017.

The Company expects to obtain financing in the future primarily through further equity financings. At present, the Company has no operations that generate cash flow and its financial success is dependent on management's ability to discover economically viable mineral deposits, arrange required funding through future equity issuances or a combination thereof. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control. The Company relies on equity financings (including proceeds from warrants and options exercised) and debentures to fund its exploration activities, pre-feasibility study and its corporate and overhead expenses. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its board and management. Actual funding requirements may vary from those planned due to many factors, including the progress of exploration activities and pre-feasibility study.

The Company's operations to date have been financed by issuing common shares and debentures. The Company's capability to continue as a going concern is dependent upon its ability to obtain additional equity financing to meet its obligations as they come due. If the Company was to become unable to continue as a going concern, then significant adjustments would be required to the carrying value of assets and liabilities, and to the balance sheet classifications currently used.

There is no guarantee that the Company will be able to secure additional financings in the future at terms that are favorable. To date, the Company has not used debt or other means of financing to further its exploration and future development programs, and the Company has no plans to use debt financing at the present time.

It is expected that the current cash position will be sufficient to fund the Company's needs for the remainder of the fiscal year. Management will review several equity financing options as deemed appropriate.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

## RELATED PARTY TRANSACTIONS

Related parties include the Company's key management personnel. Unless otherwise stated, balances are usually settled in cash. Key management includes directors and senior executives. The remuneration of key management personnel includes the following expenses:

	Three-month period ended		Six-month period ended	
	January 31 2018	January 31 2017	January 31 2018	January 31 2017
	\$	\$	\$	\$
Management and consulting fees	89,250	115,026	186,000	193,500
Share-based compensation	18,520	-	18,520	26,088
	107,770	115,026	204,520	219,588

In addition to the related party transactions presented elsewhere in the financial statements, the following is a summary of other transactions:

For the three-month and six-month periods ended January 31, 2018, no legal fees were charged by a company in which a director is a partner (\$4,860 and \$9,837 for the three-month and six-month periods respectively ended January 31, 2017). Trade accounts and other payables include an amount of \$11,310 (\$11,310 as at July 31, 2017) due to this related party.

These transactions, entered into the normal course of operations, are measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

## BOOK VALUE OF MINING PROPERTIES

At the end of each quarter, management reviews the carrying values of its resource properties to determine whether any write-downs are necessary. Following this analysis, the Company did not record a write-down during the three-month period January 31, 2018 (\$Nil in Q2-2017).

## CONTINGENCIES

Governmental laws and regulations regarding environmental protection regulate the Company's operations. The environmental consequences are not easily identifiable, either in terms of results, the impacts or the expiration date. Currently, and to the best knowledge of its management, the Company is in conformity with current laws and regulations.

## SUBSEQUENT EVENTS

On February 5, 2018, the Company granted 1,250,000 share options to officers, directors and a consultant, to purchase 1,250,000 common shares of the Company at an exercise price of \$0.14 per share and expiring on February 5, 2023.

On March 13, 2018, the Company concluded a first tranche of a non-brokered private placement by issuing 25,300,000 units at a price of \$0.10 per unit for proceeds of \$2,530,000 to three investors, namely the Québec Government, acting through its Fonds Capital Mines Hydrocarbures, managed by Ressources Québec, CDPQ Sodémex Inc., and Osisko Metals Incorporated, a Canadian exploration and development company. Each unit consists of one common share and one-half warrant. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.15 until March 13, 2020. No commission was paid in connection with this transaction.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

On March 16, 2018, the Company has entered into an option agreement (the "Agreement") with NBZINC Inc. to acquire an undivided 100% right, title and interest in and to the TV Tower, Mountain Brook and Blackshale properties located in New Brunswick. The Blackshale property is composed of 163 claims covering approximately 3,557 hectares, the Mountain Brook property is composed of 139 claims covering approximately 3,048 hectares and the TV Tower property is composed in 53 claims covering approximately 1,157 hectares. The claims are subject to a 2% NSR.

To earn its 100% interest, the Company must make cash payments, issue common shares and incur exploration expenses in the following timelines:

	Cash payments	Shares	Exploration expenses
	\$		\$
On March 16, 2018	200,000 <sup>(1)</sup>	6,000,000 <sup>(2)</sup>	-
On or before October 15, 2018	-	-	300,000
On or before November 1, 2018	200,000	5,000,000	-
On or before November 1, 2019	-	5,000,000	-
	400,000	16,000,000	300,000

<sup>(1)</sup> This cash payment was made on March 16, 2018.

<sup>(2)</sup> These common shares were issued on March 16, 2018 at a closing price of \$0.14 per share.

The Company shall be required to make a payment of US\$4,000,000 for each of the three properties for which it has acquired 100% of undivided interests, provided that the Company has made a public disclosure of a mineral resource estimate of 1,000,000 ounces of gold or gold-equivalent resources in the aggregate and in any and all categories for such property, for a total possible maximum payment of US\$12,000,000 for all three properties. A director and officer of the Company owns an interest in NBZINC.

On March 20, 2018, the Company concluded the second tranche of a brokered offering by issuing 400 unsecured subordinated convertible debentures at a price of \$1,000 per debenture for proceeds of \$400,000. A commission of \$20,000 was paid in connection with this transaction. In addition, a number of 290,910 warrants were granted to broker. Each warrant entitles the holder to subscribe to one common share at an exercise price of \$0.15 per share until March 20, 2018. The maturity of the convertible debentures is December 31, 2022 and bear interest at 10% per year, payable semi-annually on June 30 and December 31 of each year commencing on June 30, 2018.

## OFF-FINANCIAL POSITION ARRANGEMENTS

As at January 31, 2018, the Company does not have any off-financial position arrangements.

## GOING CONCERN ASSUMPTION

The accompanying financial statements have been prepared on the basis of the on going concern assumption meaning the Company will be able to realize its assets and discharge its liabilities in the normal course of business. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period.

Management is aware, in making its assessment, of material uncertainties related to events and conditions that may cast a significant doubt on the Company's ability to continue as a going concern and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

## MANAGEMENT'S DISCUSSION AND ANALYSIS

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For the six-month period ended January 31, 2018, the Company recorded a net loss of \$469,491 (\$498,417 in 2017) and has an accumulated deficit of \$4,989,653 as at January 31, 2018 (\$4,520,162 as at July 31, 2017). Besides the usual needs for working capital, the Company must obtain funds to enable it to meet the timelines of its exploration programs and to pay its overhead and administrative costs. As at January 31, 2018, the Company had a working capital of \$1,453,683 (negative working capital of (\$391,640) as at July 31, 2017) consisting of cash and cash equivalents of \$2,106,179 (\$334,630 as at July 31, 2017). Management believes that these funds will be sufficient to meet the obligations and liabilities of the Company for the next 12 months. However, the continued losses combined with the uncertainties of obtaining sufficient funding to meet the Company's obligation past the next 12 months cast significant doubt regarding the Company's ability to continue as a going concern. Any funding shortfall may be met in the future in a number of ways, including but not limited to, the issuance of new equity instruments. Given that the Company has not yet determined whether its mineral properties contain mineral deposits that are economically recoverable, the Company has not yet generated income nor cash flows from its operations. The recovery of the cost of exploration and evaluation assets as well as other tangible and intangible assets, is subject to certain conditions: the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to continue the exploration, evaluation, development, construction and ultimately disposal of these assets. During the period ended January 31, 2018, the Company has raised \$2,375,895 from private placements consisting of common shares and flow-through shares (\$1,214,500 during the year ended July 31, 2017 from private placements consisting of common shares, flow-through shares and convertible debentures) to fund exploration works and working capital. While management has been successful in raising financing in the past, there is no assurance that it will succeed in obtaining additional financing in the future.

### CAPITAL MANAGEMENT

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern;
- to increase the value of the assets of the business; and
- to provide an adequate return to shareholders of the Company.

These objectives will be achieved by identifying the right exploration projects, adding value to these projects and ultimately taking them through to production or sale and cash flow, either with partners or by the Company's own means.

The Company monitors capital on the basis of the carrying amount of equity and convertible debentures. Capital for the reporting periods is presented in the statement of changes in equity.

The Company is not exposed to any externally imposed capital requirements except when the Company issues flow-through shares for which the amount should be used for exploration work. On December 29, 2016, the Company completed a flow-through private placement of \$249,000. As at December 31, 2017, the Company fulfilled its obligation by incurring \$249,000 in eligible exploration and evaluation expenditures until December 31, 2017. On December 28 and 29, 2017, the Company completed a flow-through private placement of \$683,520. As at January 31, 2018, the Company incurred \$14,762 in eligible exploration and evaluation expenditures and consequently the Company has the obligation to incur a remaining balance of \$668,758 in exploration expenditures no later than December 31, 2018 in order to comply with the requirements of flow-through private placement.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and convertible debentures. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. The Company finances its exploration and evaluation activities principally by raising additional capital either through private placements or public offerings. When financing conditions are not optimal, the Company may enter into

# MANAGEMENT'S DISCUSSION AND ANALYSIS

option agreements or other solutions to continue its exploration and evaluation activities or may slow its activities until conditions improve. No changes were made in the objectives, policies and processes for managing capital during the reporting periods.

## CANADIAN METALS INC.

### CAPITAL

	January 31 2018	October 31 2017	July 31 2017	April 30 2017	January 31 2017	October 31 2016	July 31 2016	April 30 2016
	\$	\$	\$	\$	\$	\$	\$	\$
Convertible debentures	1,021,685	1,022,807	961,092	1,000,082	947,781	598,697	567,452	572,953
Equity	3,021,150	424,968	560,576	637,170	492,541	318,116	514,788	931,217

## OUTSTANDING SHARE CAPITAL

### CANADIAN METALS INC.

Disclosure of outstanding share data (as at March 27, 2018)

Outstanding common shares: 113,573,902

Outstanding share options: 4,875,000  
 Average exercise price of: \$0.132  
 Average remaining life of: 3.24 years

Expiry date	Number	Exercise price \$	Remaining life (years)
July 22, 2018	200,000	0.19	0.32
October 2, 2018	400,000	0.12	0.52
February 25, 2020	450,000	0.10	1.92
June 12, 2020	200,000	0.17	2.21
February 26, 2021	1,150,000	0.10	2.92
May 7, 2021	200,000	0.37	3.11
June 20, 2021	125,000	0.26	3.23
February 21, 2022	500,000	0.105	3.91
October 3, 2022	400,000	0.075	4.52
February 5, 2023	1,250,000	0.14	4.86
	<u>4,875,000</u>		

Outstanding warrants: 38,972,039  
 Average exercise price of: \$0.150  
 Average remaining life of: 1.75 years

Expiry date	Number	Exercise price \$	Remaining life (years)
September 15, 2018	2,500,000	0.15	0.47
December 12, 2018	25,950	0.20	0.71
April 16, 2019	620,834	0.15	1.05
December 12, 2019	5,208,333	0.15	1.71
December 28, 2019	269,091	0.15	1.75
December 29, 2019	557,165	0.15	1.76
January 19, 2020	17,140,666	0.15	1.82
March 13, 2020	12,650,000	0.15	1.96
	<u>38,972,039</u>		

Ressources Québec owns 13.28% of the outstanding shares.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

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## **USE OF ESTIMATES AND JUDGEMENTS: CRITICAL ESTIMATES**

The preparation of the financial statements requires management to use judgment and make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and the reported amount of expenses during the period. Actual results could materially differ from these estimates. Refer to note 3 of the Company's annual audited financial statements for the year ended July 31, 2017 for a more detailed discussion of the critical accounting estimates and judgments.

## **IFRS ACCOUNTING POLICIES**

The Company's significant accounting policies under IFRS are disclosed in note 4 in the audited annual financial statements for the year ended July 31, 2017.

## **RISK AND UNCERTAINTIES**

An investment in the common shares of the CME should be considered highly speculative. Canadian Metals is subject to a variety of risks, some of which are described below. If any of the following risks occur, the business, results of operations or financial condition could be adversely affected in a material manner.

### **Credit risk**

Credit risk is the risk that the other party to a financial instrument fails to honour one of its obligations and, therefore, causes the Company 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's management considers that all of the above financial assets that are not impaired or past due for each of the reporting dates are of good credit quality.

Credit risk of cash and cash equivalents is considered negligible, since the counterparty is a reputable bank with excellent external credit rating.

None of the Company's financial assets is secured by collateral or other credit enhancements.

### **Liquidity risk**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk management serves to maintain a sufficient amount of cash and to ensure that the Company has financing sources such as private and public investments for a sufficient amount.

Over the past and during the year, the Company has financed its acquisitions of mining rights, exploration costs and working capital needs through private financings (issuance of shares and convertible debentures in 2017). Management estimates that the cash and cash equivalents as at January 31, 2018 will be sufficient to meet the Company's needs for cash for the next 12 months.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

Contractual maturities of financial liabilities (including capital and interest) are as follows:

	January 31 2018			
	Less than 1 year	1-5 years	More than 5 years	Total
	\$	\$	\$	\$
Trade accounts payable and accrued liabilities	106,554	-	-	106,554
Convertible debentures (1)	770,000	-	-	770,000
Convertible debentures (2)	61,000	762,500	-	823,500
	937,554	762,500	-	1,700,054

  

	July 31 2017			
	Less than 1 year	1-5 years	More than 5 years	Total
	\$	\$	\$	\$
Trade accounts payable and accrued liabilities	149,866	-	-	149,866
Convertible debentures (1)	770,000	-	-	770,000
Convertible debentures (2)	61,000	762,500	-	823,500
	980,866	762,500	-	1,743,366

## Exploration and mining risks

The Company is engaged in the business of acquiring and exploring mineral properties in the hope of locating economic deposits of minerals. The Company's property interests are in the exploration and evaluation stage only. The business of mineral exploration involves a high degree of risk. Few properties that are explored are ultimately developed into production. Currently, there are no known bodies of commercial ore on the mineral properties of which the Company owns an interest. Accordingly, there is little likelihood that the Company will realize any profits in the short to medium term. Any profitability in the future from the Company's business will be dependent upon locating an economic deposit of minerals. However, there can be no assurance, even if an economic deposit of minerals is located, that it can be commercially mined.

Unusual or unexpected formations, fires, power outages, labour disruptions, flooding, cave-ins, landslides and the inability to obtain suitable or adequate machinery, equipment or labour are other risks involved in the conduct of exploration programs.

The economics of developing mineral properties is affected by many factors including the cost of operations, variation of the grade of ore mined and fluctuations in the price of any minerals produced. There are no underground or surface plants or equipment on the Company's mineral properties, nor any known body of commercial ore. Programs conducted on the Company's mineral property would be an exploratory search for ore.

## Permits and licenses

The Company's operations may require licenses and permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out exploration, development and mining operations at its projects.

## Metal prices

Even if the Company's exploration programs are successful, factors beyond the control of the Company may affect marketability of any minerals discovered. Metal prices have historically fluctuated widely and are affected by numerous factors beyond the Company's control, including international, economic and political trends, expectations for inflation, currency exchange fluctuations, interest rates, global or regional



# MANAGEMENT'S DISCUSSION AND ANALYSIS

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consumption patterns, speculative activities and worldwide production levels. The effect of these factors cannot accurately be predicted.

## **Competition**

The mining industry is intensely competitive in all its phases. The Company competes with many companies possessing greater financial resources and technical facilities than itself for the acquisition of mineral interests as well as for recruitment and retention of qualified employees.

## **Environmental regulations**

The Company's operations are subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation provides for restrictions and prohibitions of spills, release or emission of various substances produced in association with certain mining industry operations, such as seepage from tailing disposal areas, which could result in environmental pollution. A breach of such legislation may result in imposition of fines and penalties. In addition, certain types of operations require submissions to and approval of environmental impact assessments. Environmental legislation is evolving in a manner which means stricter standards and enforcement, fines and penalties for non-compliance are more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and directors, officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations. The Company intends to fully comply with all environmental regulations.

## **Conflicts of interest**

Certain directors or proposed directors of the Company are also directors, officers or shareholders of other companies that are similarly engaged in the business of acquiring, developing and exploiting natural resource properties. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest which they may have in any project or opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his interest and abstain from voting on such matter. In determining whether or not the Company will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

## **Stage of development**

The Company's properties are in the exploration stage and to date none of them has a proven ore body. The Company does not have a history of earnings or providing a return on investment, and in future, there is no assurance that it will produce revenue, operate profitably or provide a return on investment.

## **Industry conditions**

Mining and milling operations are subject to government regulations. Operations may be affected in varying degrees by government regulations such as restrictions on production, price controls, tax increases, expropriation of property, pollution controls or changes in conditions under which minerals may be mined, milled or marketed. The marketability of minerals may be affected by numerous factors beyond the control of the Company, such as government regulations. The effect of these factors cannot be accurately determined.

## **Uninsured risks**

The Company's business is subject to a number of risks and hazards, including environmental conditions adverse, environmental regulations, political uncertainties, industrial accidents, labour disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, and natural phenomena such as

# MANAGEMENT'S DISCUSSION AND ANALYSIS

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inclement weather conditions, floods and earthquakes. Such occurrences could result in damage to mineral properties or production facilities, personal injury or death, environmental damage to the Company's properties or the properties of others, delays in mining, monetary losses and possible legal liability.

## Capital needs

The exploration and evaluation, development, mining and processing of the Company's properties may require substantial additional financing. The only current source of future funds available to the Company is the sale of additional equity capital and the borrowings of funds. There is no assurance that such funding will be available to the Company or that it will be obtained on terms favourable to the Company or will provide the Company with sufficient funds to meet its objectives, which may adversely affect the Company's business and financial position.

In addition, any future equity financings by the Company may result in a substantial dilution of the existing shareholders. Failure to obtain sufficient financing may result in delaying or indefinite postponement of further exploration and evaluation, development or production on any or all of the Company's properties or even a loss of property interest.

## Key employees

Management of the Company rests on a few key officers and members of the Board of Directors, the loss of any of whom could have a detrimental effect on its operations. The development of the Company's business is and will continue to be dependent on its ability to attract and retain highly qualified management and mining personnel. The Company faces competition for personnel from other employers.

## Canada Customs and Revenue Agency

No assurance can be made that Canada Customs and Revenue Agency will agree with the Company's characterization of expenditures as Canadian exploration expenses or Canadian development expenses or the eligibility of such expenses as Canadian exploration expenses under the *Income Tax Act* (Canada).

## CERTIFICATION OF INTERIM FILINGS

The President and Chief Executive Officer and the Chief Financial Officer have signed the Basic Certifications of Interim Filings as required by National Instrument 52-109 for venture issuer, thus confirming, the review, the absence of misrepresentations and the fair presentation of the interim filings.

- The President and Chief Executive Officer and the Chief Financial Officer confirm to have reviewed the interim financial report and the interim MD&A (together, the "interim filings") of the Company for the three-month period ended January 31, 2018.
- Based on their knowledge, having exercised reasonable diligence, the President and Chief Executive Officer and the Chief Financial Officer confirm that the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the interim filings.
- Based on their knowledge, having exercised reasonable diligence, the President and Chief Executive Officer and the Chief Financial Officer confirm that the interim financial report together with the other financial information included in the interim filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the period presented in the interim filings.

# MANAGEMENT'S DISCUSSION AND ANALYSIS

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## ADDITIONAL INFORMATION

The additional information on the Company is available through regular filings of quarterly financial statements and press releases on Sedar ([www.sedar.com](http://www.sedar.com)) and on the Company's web site [www.canadianmetalsinc.com](http://www.canadianmetalsinc.com).

### Officers

*(s) Hubert Vallée*

Hubert Vallée  
President and CEO

*(s) Pierre Monet*

Pierre Monet  
Vice-President Finance & CFO

*(s) Stéphane Leblanc*

Stéphane Leblanc  
CIO

### Directors

Stéphane Leblanc  
Hubert Vallée  
Victor Cantore  
Michel Gagnon  
Luigi Nardella  
Carl Gagnon  
Guy Simard

### Transfer agent

Computershare Canada  
1500 boulevard Henri-Bourassa  
Bureau 700  
Montréal (Québec) H3A 3S8

### Special advisor

Javier Bullon

### Legal advisors

Geneviève Foster  
Laval (Québec)

### Head office

1801 McGill College Avenue, Suite 950  
Suite 950  
Montréal QC H3A 2N4  
Tél : 418-717-2553

### Auditor

Raymond Chabot Grant Thornton  
Montréal (Québec)