Management's Discussion and Analysis
For the Year Ended November 30, 2015

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For the Year Ended November 30, 2015

This management's discussion and analysis ("MD&A") of Elysee Development Corp. (formerly Alberta Star Development Corp.) ("Elysee" or "the Company"), dated February 19, 2016 should be read in conjunction with the accompanying audited financial statements and notes for the year ended November 30, 2015. The Company's financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). Except as noted, all financial amounts are expressed in Canadian dollars. Additional information relating to the Company is available on SEDAR and may be accessed at www.sedar.com.

OVERVIEW AND OVERALL PERFORMANCE

Elysee Development Corp. (formerly Alberta Star Development Corp.) was a Canadian resource exploration and development company that identified, acquired and financed mineral exploration in Canada.

On December 31, 2015, the Company completed a Change of Business ("COB") from a "mining issuer" to an "investment issuer".

The Company has determined to refocus its business operations from a "mining issuer" to an "investment issuer". The Company believes that the experience and contacts of its board of directors and management will enable it to identify and capitalize upon investment opportunities as an "investment issuer". The Company's primary focus will be to seek returns through investments in the securities of other companies and other assets. For more information on the COB, please refer to the news release dated October 19, 2015 available on our web site at www.elyseedevelopment.com.

The Company received the approval of the shareholders of the Company in respect of a change of business of the Company from a "mining issuer" to an "investment issuer" at a meeting of its shareholders on June 24, 2014 (the "Meeting"). A copy of the circular in relation to the Meeting is available on the Company's profile at www.sedar.com. The board of directors of the Company have not revoked the ordinary resolution passed at the Meeting. As such, the resolution as duly approved and adopted, remains valid and continues to be effective until revoked by the board of directors or replaced by another resolution.

On July 15, 2015, the Company changed its name to Elysee Development Corp. The new trading symbol is "ELC" and the new website is www.elyseedevelopment.com.

On October 26, 2015, the Company subscribed for 6,000,000 units of a private placement at $0.125 per unit of Focus Ventures Ltd. ("Focus") for gross proceeds of $750,000. Each unit consists of one common share and one warrant, with each warrant entitling the holder to purchase one additional common share of Focus for five years from closing at $0.15 per share in the first, second and third years, and at $0.20 per share in the fourth and fifth years. Focus will use the funds for ongoing exploration and development activities at its Bayovar 12 phosphate project in Peru and general working capital.

On May 4, 2015, the Company received approval from the TSX Venture Exchange (the "Exchange") to renew its Normal Course Issuer Bid (the "Bid"). The original Bid started on May 3, 2013. Pursuant to the Bid, the Company may purchase for cancellation, from time to time, as it considers advisable, up to 1,050,000 of its issued and outstanding common shares. The price which the Company will pay for any shares purchased will be the prevailing market price of such common shares on the Exchange at the time of such purchase. The renewed Bid commenced on May 7, 2015 and will terminate on May 6, 2016, or such earlier time as the Bid is completed or at the option of the Company. Mackie Research Capital Corporation of Vancouver, British Columbia will conduct the Bid on behalf of the Company. The Company purchased 670,000 of its common shares at a total cost of $130,722 pursuant to the normal course issuer bid from December 1, 2014 to November 30, 2015. From December 1, 2015 to February 17, 2016 the Company purchased a further 155,500 shares at a cost of $28,343.

The Board of Directors of the Company believes that the current and recent market prices for the Company's common shares do not give full effect to their underlying value and that, accordingly, the purchase of common shares under the Bid will increase the proportionate share interest of, and be advantageous to, all remaining shareholders. The normal course purchases will also afford an increased degree of liquidity to current shareholders who would like to dispose of their shares and will serve to stabilize the market price for the Company's shares.

OUTLOOK

At November 30, 2015 the Company's financial position includes working capital of $8,036,480 inclusive of $4,106,844 of cash and cash equivalents and $3,920,592 in marketable securities.

Management believes the Company's financial position remains strong and is sufficient to cover planned administration costs for at least a twelve month period.

SELECTED ANNUAL INFORMATION

The following table sets forth selected financial information of the Company for the last three fiscal years. This financial information is derived from the audited financial statements of the Company and have been prepared using IFRS.

	For the Years Ended November 30		
Item	**2015**	**2014**	**2013**
Total Petroleum Revenue	$Nil	$Nil	$267,535
Total Earnings (Loss) from Continuing Operations	$744,279	$1,804,549	($309,219)
Total Earnings from Discontinued Operations	$Nil	$Nil	$982,288
Operating Basic and Diluted Earnings per Share	$0.035	$0.084	$0.031
Net Earnings in Total	$744,279	$1,804,549	$673,069
Net Basic and Diluted Earnings (Loss) per Share	$0.035	$0.084	$0.031
Total Assets	$8,062,096	$7,458,526	$6,738,829
Total Non-current Financial Liabilities	$Nil	$Nil	$Nil
Return of Capital Declared per Share	$Nil	$Nil	$0.08
Cash Dividends Declared per Share	$Nil	$Nil	$Nil

Net earnings of $744,279 were realized during fiscal 2015 (compared to net earnings of $1,804,549 during fiscal 2014) primarily due to a $1,289,706 realized gain on the sale of marketable securities offset by a $435,912 unrealized loss on marketable securities.

Net earnings of $1,804,549 were realized during fiscal 2014 (compared to net earnings of $673,069 during fiscal 2013) primarily due to a $1,065,716 gain on the reversal of a provision and a $1,143,514 unrealized gain on marketable securities.

Net earnings of $673,069 were realized during fiscal 2013 (compared to a net loss of $3,475,613 incurred during fiscal 2012) primarily due to the sale of the Company's petroleum and natural gas properties that resulted in a capital gain of $1,098,679.

RESULTS OF OPERATIONS – YEAR ENDED NOVEMBER 30, 2015

The Company's net and comprehensive earnings for the year ended November 30, 2015 was $744,279 ($0.035 per share) compared to net and comprehensive earnings of $1,804,549 ($0.084 per share) for the year ended November 30, 2014.

The significant changes in net and comprehensive earnings during the current fiscal period compared to the same period a year prior are as follows:

There was a realized gain on the sale of marketable securities of $1,289,706 for the year ended November 30, 2015 compared to $9,103 in the prior year.

There was an unrealized loss on marketable securities of $435,912 for the year ended November 30, 2015 compared to an unrealized gain of $1,143,514 in the prior year as the majority of the prior year unrealized gain was realized through the sale of various marketable securities.

There was a realized foreign exchange gain of $124,500 as the Company converted US$750,000 to Canadian dollars.

There was an unrealized foreign exchange gain of $139,011 (2014 – gain of $122,392) for the year ended November 30, 2015 based on the valuation of US$717,636 held in U.S. funds. This gain resulted from the Canadian dollar decreasing in value compared to the US dollar over the course of the year.

Interest income decreased $4,474 to $69,044 for the year ended November 30, 2015, compared to $73,518 during the same period a year prior as similar interest rates were being paid on reduced amounts on deposit.

Advertising and promotion expenses decreased $7,945 to $1,066 during the year ended November 30, 2015 from the $9,011 incurred during the same period a year prior. The decrease in advertising and promotion is primarily attributable to a decrease in news release dissemination fees.

Director fees decreased $9,500 to $26,500 for the year ended November 30, 2015 from $36,000 for the year ended November 30, 2014. The decrease in director fees was due to implementation of a revised compensation plan.

Transfer agent and filing fees decreased $14,791 to $28,648 for the year ended November 30, 2015, from $43,439 for the year ended November 30, 2014. The filing fees in the previous year were higher due to the costs associated with the change of business to an investment issuer.

Legal and accounting fees decreased $62,529 to $122,309 for the year ended November 30, 2015, from $184,838 for the year ended November 30, 2014. The majority of the legal fees in the current year and previous year include costs associated to facilitate the change of business to an investment issuer. The legal fees in the previous year were higher due to the costs associated with complying with US reporting requirements.

Management fees increased $50,000 to $195,000 for the year ended November 30, 2015 from $145,000 incurred for the year ended November 30, 2014. The increase included an annual bonus of $75,000. These fees included the CEO and Chairman billing their services under management fees.

Office expenses and rent decreased $8,394 to $31,919 for the year ended November 30, 2015 from the $40,313 incurred during the year ended November 30, 2014 due to an effort to reduce costs.

There was no share-based payment expense for the year ended November 30, 2015 compared to share-based payment expense of $57,048, a non-cash item that was incurred during the year ended November 30, 2014 mainly on the granting of 750,000 stock options.

Travel costs for the year ended November 30, 2015 increased $3,406 to $15,850 as compared to $12,444 in the prior year. The current year's travel costs were slightly higher due to costs associated with the investigation of various investment opportunities.

There was a write-down of mineral exploration and evaluation properties of $19,818 (2014 - $78,780) during the current year as various mineral leases in the Northwest Territories were not renewed. In response to the change of business to an "investment issuer", the Company intends to dispose of all its mineral property interests. The Company will allow its remaining claims in the Northwest Territories to lapse when their obligations become due and has abandoned its mineral option agreements.

SUMMARY OF QUARTERLY RESULTS

The following information is derived from the Company's quarterly financial statements for the past eight quarters and has been prepared using IFRS:

Quarter Ended	Net Comprehensive Earnings (Loss)	Basic and Fully Diluted Earnings (Loss) per Share
November 30, 2015	$(54,203)	$(0.003)
August 31, 2015	$(273,011)	$(0.013)
May 31, 2015	$(194,724)	$(0.009)
February 28, 2015	$1,266,217	$0.059
November 30, 2014	$1,919,268	$0.090
August 31, 2014	$(173,539)	$(0.008)
May 31, 2014	$(326,734)	$(0.015)
February 28, 2014	$385,554	$0.018

RESULTS OF OPERATIONS – THREE MONTH PERIOD ENDED NOVEMBER 30, 2015

The Company's net and comprehensive loss for the three month period ended November 30, 2015 was $54,203 or $0.003 per share compared to net and comprehensive earnings of $1,919,268 or $0.09 per share for the three month period ended November 30, 2014.

The significant changes in net and comprehensive (loss) earnings during the current three month period compared to the same period a year prior are as follows:

There was an unrealized gain on marketable securities of $94,850 for the three month period ended November 30, 2015 compared to an unrealized gain of $755,107 in the same quarter of the prior year as the majority of the prior period's unrealized gain was due to a significant increase in the fair market value of its marketable securities.

There was a realized foreign exchange gain of $124,500 for the three month period ended November 30, 2015 as the Company converted US$750,000 to Canadian dollars.

There was a gain of $1,065,716 for the three month period ended November 30, 2014 on the reversal of a general provision related to flow-through shares as a result of a review of the Company's filings related to prior flow-through transactions.

There was a write-down of mineral exploration and evaluation properties of $19,818 (2014 - $78,780) during the three month period ended November 30, 2015 as various mineral leases in the Northwest Territories were not renewed.

Management fees of $105,000 were incurred for the three month period ended November 30, 2015 as compared to $45,000 incurred for the three month period ended November 30, 2014. The increase included total bonuses of $75,000 paid to officers and directors during the three month period ended November 30, 2015.

All other general and administrative costs were relatively similar to those incurred in the three month period a year prior.

MINERAL EXPLORATION PROPERTIES

The Company's principal mineral exploration property assets consisted of:

1. Archie Lake Property - Saskatchewan

The Archie Lake Property consists of one claim located approximately 50 km west of Uranium City and approximately 5 km north of Lake Athabasca, in the Province of Saskatchewan.

The Company held its interest in the Archie Lake Property under an Option Agreement dated October 24, 2014 pursuant to which the Company could have earned a 60% interest in the Archie Lake Property from NioCorp. In order to exercise the Option, the Company was to incur an aggregate of $1,750,000 in exploration expenditures prior to October 20, 2017. The expenditures were to include completion of a minimum of $250,000 prior to October 20, 2015, a further $500,000 on or before October 20, 2016 and a further $1,000,000 on or before October 20, 2017.

During the year ended November 30, 2015, the Company terminated the agreement and all associated costs were written off.

2. Contact Lake Mineral Claims – Great Bear Lake, NT

During the year ended November 30, 2005, the Company acquired a 100% undivided right, title and interest, subject to a 1% net smelter return royalty ("NSR"), in five mineral claims located eight kilometres ("km") southeast of Port Radium on Great Bear Lake, Northwest Territories ("NT"), for cash payments of $60,000 (paid) and 60,000 common shares (issued and valued at $72,000) of the Company. The Company could have purchased the NSR for a one-time payment of $1,000,000. The Company completed additional staking in the area in order to increase the project size to sixteen contiguous claims.

During the year ended November 30, 2015, the Company did not renew these claims and all associated costs totaling $19,818 were written off.

MINERAL PROPERTY EXPENSES

Mineral property expenses comprise (1) exploration expenses, (2) acquisition costs, and (3) write-downs. Total expenditures for the years ended November 30, 2015 and 2014 are summarized below:

For the Year Ended November 30, 2015:	Exploration Expenses $	Acquisition Costs $	Write-downs $
Contact Lake Mineral Claims – Contact Lake, NT	200	-	(19,818)
	200	-	(19,818)

For the Year Ended November 30, 2014:	Exploration Expenses $	Acquisition Costs $	Write-downs $
Central Canada Gold Property – Ontario	2,600	10,000	(12,600)
Contact Lake Mineral Claims – Contact Lake, NT	9,498	-	-
Port Radium – Glacier Lake Mineral Claims, NT	59,060	-	(65,287)
Longtom Property – Longtom Lake, NT	-	-	(893)
	71,158	10,000	(78,780)

Additional particulars of expenditures on mineral properties are provided in Note 8 to the audited financial statements for the year ended November 30, 2015.

LIQUIDITY AND CAPITAL RESOURCES

The Company relies on its working capital and equity financing to fund its investing, exploration and administrative costs.

As at November 30, 2015, the Company had working capital of $8,036,480 mainly comprised of cash and cash equivalents of $4,106,844 and marketable securities of $3,920,592. This compares to working capital of $7,400,602 at November 30, 2014, which included $3,890,409 in cash and cash equivalents and marketable securities of $3,527,786.

Total assets at November 30, 2015 increased to $8,062,096 from $7,458,526 at November 30, 2014, primarily as a result of the realization of a gain on the sale of marketable securities during the fiscal year of $1,289,706, offset by the unrealized loss on marketable securities of $435,912 as at the end of the fiscal period.

The Company believes that this is sufficient to fund its currently planned investments and administrative budget through the balance of fiscal 2016.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

The Company's Board of Directors consists of Guido Cloetens, Tom Ogryzlo, Stuart Rogers and Martin Burian. Stuart Rogers is the Company's Chief Executive Officer, Guido Cloetens is the Company's Chairman and Gord Steblin is the Company's Chief Financial Officer. Erwin Holsters resigned as a Director on October 1, 2015.

The Company paid amounts to related parties as follows:

	For the Year Ended	
	November 30, 2015	November 30, 2014
Management fees paid to a company controlled by Mr. Stuart Rogers	60,000	72,500
Annual bonus paid to a company controlled by Mr. Stuart Rogers	25,000	-
Chairman fees paid to a company controlled by Mr. Guido Cloetens	60,000	72,500
Annual bonus paid to a company controlled by Mr. Guido Cloetens	50,000	-
Accounting fees paid to a company controlled by Mr. Gord Steblin	48,000	60,000
Annual bonus paid to a company controlled by Mr. Gord Steblin	5,000	-
Director fees paid to Mr. Tom Ogryzlo	6,000	12,000
Annual bonus paid to Mr. Tom Ogryzlo	5,000	-
Director fees paid to Mr. Martin Burian	6,000	12,000
Annual bonus paid to Mr. Martin Burian	5,000	-
Director fees paid to Mr. Erwin Holsters (resigned October 1, 2015)	4,500	12,000
	$274,500	$241,000

During the year, the Company granted no options (2014 - 750,000) to directors and officers of the Company with a vested estimated fair value of $Nil (2014 - $57,048). Subsequent to year end on January 31, 2016, the Company granted 600,000 options to directors and officers, exercisable at $0.20 per share until January 29, 2018.

During the year, the Company paid rent of $Nil (2014 - $3,000) on an interim basis to Max Resource Corp., a company related by way of an officer and director in common.

These transactions were in the normal course of operations and were measured at the exchange value which represented the amount of consideration established and agreed to by the related parties.

CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the recoverability of the carrying value of exploration and evaluation assets, fair value measurements for financial instruments, (including the Black-Scholes evaluation of the fair market value of warrants held as investments), and share-based payments, and the recoverability and measurement of deferred tax assets and liabilities. Actual results may differ from those estimates and judgments.

CHANGE IN ACCOUNTING POLICY

During the year ended November 30, 2015, certain new accounting policies were adopted by the Company, none of which had a significant effect on the financials records or disclosures of the Company. Future accounting policy changes are included in Note 2 of the audited financial statements, and are also not expected to impact the Company in a significant manner.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

As at November 30	2015	2014
FINANCIAL ASSETS		
Fair Value through profit or loss , at fair value		
Cash and cash equivalents	$ 4,106,844	$ 3,890,409
Marketable securities	3,920,592	3,527,786
Loans and receivables, at amortized cost		
Interest receivable	23,683	4,755
Total financial assets	$ 8,051,119	$ 7,422,950
FINANCIAL LIABILITIES		
Other liabilities, at amortized cost		
Trade and other payables	24,187	34,174
Total financial liabilities	$ 24,187	$ 34,174

Fair value

The fair value of financial assets and financial liabilities at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities recognized at amortized cost in the financial statements approximates their fair value due to the demand nature or short term maturity of these instruments.

The following table provides an analysis of the Company's financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the inputs used to determine the fair value are observable.

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly. The $824,796 Black-Scholes valuation of warrants held as

investments is substantially higher than the intrinsic value based on the warrant exercise price compared to the market price.

- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data. As at November 30, 2015, the Company does not have any Level 3 financial instruments.

	Level 1	Level 2	Level 3	Total
As at November 30, 2015				
Cash and cash equivalents	$ 4,106,844	$ -	$ -	$ 4,106,844
Marketable securities	3,095,796	-	-	3,095,796
Warrants	-	824,796	-	824,796
Total financial assets at fair value	$ 7,202,640	$ 824,796	$ -	$ 8,027,436

	Level 1	Level 2	Level 3	Total
As at November 30, 2014				
Cash and cash equivalents	$ 3,890,409	$ -	$ -	$ 3,890,409
Marketable securities	2,502,655	-	-	2,502,655
Warrants	-	1,025,131	-	1,025,131
Total financial assets at fair value	$ 6,393,064	$ 1,025,131	$ -	$ 7,418,195

Management of financial risks

The financial risks arising from the Company's operations include credit risk, liquidity risk, interest rate risk, currency risk and commodity price risk. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises primarily from the Company's cash and cash equivalents and receivables. The Company manages its credit risk relating to cash and cash equivalents by dealing only with highly-rated Canadian financial institutions. As at November 30, 2015, receivables were comprised of GST receivable of $4,785 (2014 - $3,354), other receivables of $794 (2014 - $Nil) and interest receivable of $22,889 (2014 - $4,755). As a result, credit risk is considered insignificant.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by continuously monitoring actual and projected cash flows and matching the maturity profile of financial assets and liabilities. The Company has cash and cash equivalents of $4,106,844 to settle current liabilities of $24,187, therefore liquidity risk is considered insignificant.

Interest rate risk

The Company's interest rate risk is primarily related to the Company's cash and cash equivalents for which amounts were invested at interest rates in effect at the time of investment. Changes in market interest rates affect the fair market value of the cash and cash equivalents. However, as these investments come to maturity within a short period of time, the impact would likely not be significant. The Company also has investments in convertible debentures which have a fixed interest rate and are not subject to interest rate fluctuations.

A 1% change in short-term rates would have changed the interest income and net earnings of the Company, assuming that all other variables remained constant, by approximately $31,486 for the year ended November 30, 2015.

Currency risk

The majority of the Company's cash flows and financial assets and liabilities are denominated in Canadian dollars, which is the Company's functional and reporting currency. Foreign currency risk is limited to the portion of the Company's business transactions denominated in currencies other than the Canadian dollar.

The Company's objective in managing its foreign currency risk is to minimize its net exposures to foreign currency cash flows by holding most of its cash and cash equivalents in Canadian dollars (Note 4). The Company monitors and forecasts the values of net foreign currency cash flow and financial position exposures and from time to time could authorize the use of derivative financial instruments such as forward foreign exchange contracts to economically hedge a portion of foreign currency fluctuations. The Company has not, to the date of these financial statements, entered into derivative instruments to offset the impact of foreign currency fluctuations.

Commodity price risk

As at November 30, 2015, the Company is in the exploration stage and is not subject to commodity price risk. Subsequent to year end, the Company completed a change of business from a "mining issuer" to an "investment issuer".

RISKS AND UNCERTAINTIES

The Company believes that the following items represent significant areas for consideration.

Cash Flows and Additional Funding Requirements

The Company has a limited history of operating earnings and no assurances that sufficient funding, including adequate financing, will be available. The sources of funds currently available to the Company include; sale of marketable securities, raising equity or debt capital.

Composition of Portfolio

The composition of the Company's securities portfolio taken as a whole may vary widely from time to time, particularly equity securities in which the Company invests in the natural resource sector which often have very high volatilities. The Company may make investments in securities that have low trading volumes. Accordingly, it may be difficult for the Company to make trades in these securities without adversely affecting the price of such securities.

Stock Price and Performance

The Company's stock price may vary according to the value of the securities in which it invests, which will depend, in part, upon the performance of the issuers of such securities. The value of the securities acquired by the Company will be affected by business factors and risks that are beyond the control of the Company. In addition, the performance of certain of the securities may be affected by business factors and risks other than their exposure to metal and mineral prices, which may be more determinative of such securities performance. Some of the factor and risks are: (i) some of the issuers in which the Company invests may have limited operating histories, (ii) operational risks related to specific business activities of the respective issuers; (iii) quality of underlying assets; (iv) financial performance of the respective issuers and their competitors; (v) volatility in the price of metal and mineral prices; (vi) environmental risks; (vii) political risks; (viii) fluctuation in exchange rates; (ix) fluctuation in interest rates; and (x) government regulation, including regulation to prices, taxes, royalties, land tenure, land use, importing and exporting of materials and environmental protection.

There is no assurance that the investment objectives of the Company will actually be achieved. The value of the shares of the Company may increase or decrease with the value of its investment portfolio and general economic conditions beyond the control of the Company's management, including the level of interest rates, corporate earnings, economic activity, the value of the Canadian dollar and other factors.

Key Management

The success of the Company will be largely dependent upon the performance of its key officers and consultants. The success of the Company is largely dependent on the discretion and ability of the Company in determining the composition of the portfolio of assets, and in negotiating the pricing and other terms of the agreements leading to the acquisition of assets. Failure to retain key individuals or to attract or retain additional key individuals with necessary skills could have a materially adverse impact upon the Company's success.

Conflict of Interest

Some of the Company's directors and officers are directors and officers of other reporting companies. These associations may give rise from time to time to conflicts of interest. As a result of, the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. The ability to liquidate investments held by the Company in corporations with common director may be impaired by trading black-out periods imposed on insiders of such entities.

SUBSEQUENT EVENTS

The following events occurred subsequent to November 30, 2015:

On December 31, 2015, the Company completed a change of business from a "mining issuer" to an "investment issuer".

On December 31, 2015, 300,000 stock options expired.

On January 29, 2016, the Company granted 600,000 options to directors and officers, exercisable at $0.20 per share until January 29, 2018.

For the period from December 1, 2015 to February 18, 2016, the Company repurchased 155,500 shares of the Company, which will be cancelled.

OUTSTANDING SHARE DATA

The Company is authorized to issue unlimited common shares without par value. As at February 19, 2016, there were 20,773,979 outstanding common shares compared to 21,443,979 outstanding shares at November 30, 2014.

The decrease in shares reflects the Company purchase of 670,000 shares at a cost of $130,722 from December 1, 2014 to November 30, 2015. The Company purchased a further 155,500 shares at a cost of $28,343 from December 1, 2015 to February 19, 2016 and will be returned to treasury in due course.

Directors, officers, employees and consultants are granted options to purchase common shares under the Company Stock Option Plan. This plan and its term and outstanding balance are disclosed in Note 11 to the financial statements at November 30, 2015.

The following table summarizes information regarding stock options outstanding and exercisable as at February 19, 2016:

Grant date	Expiry date	Number of options outstanding	Number of options exercisable	Exercise price	Remaining contractual life (years)
July 18, 2013	July 18,2016	800,000	800,000	$0.20	0.46
September 30, 2014	September 30, 2016	650,000	650,000	$0.20	0.67
January 29, 2016	January 29, 2018	600,000	600,000	$0.20	1.92
Total options		**2,050,000**	**2,050,000**		

There are no warrants outstanding as at February 19, 2016.

FORWARD-LOOKING INFORMATION

This document contains certain statements that may be deemed "forward-looking statements". All statements in this document, other than statements of historical fact, that address future production, reserve potential, exploration drilling, exploitation activities and events or developments that the Company expects to occur, are forward looking statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans" "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. In particular, the forward-looking statements in this MD&A include: (i) under the heading "*Outlook*" statements relating to the Company's capital expenditure plans for 2015; and (ii) under the heading "*Liquidity and Capital Resources*" the statement that the Company believes it has sufficient funds to fund its currently planned exploration and administrative budget through the balance of fiscal 2015. Further, information inferred from the interpretation of drilling results and information concerning mineral resource estimates may also be deemed to be forward looking statements, as it constitutes a prediction of what might be found to be present when and if a project is actually developed. Forward-looking statements involve numerous risks and uncertainties. Estimates and forward-looking statements are based on assumptions of future events and actual results may vary from these estimates The foregoing forward-looking statements are based on assumptions including that the Company will be able to identify potential assets for acquisition on terms that are satisfactory to the Company; that the execution of the Company's capital expenditure plans will remain in the best interests of the Company; that the Company will obtain all required regulatory approvals; and that the company will be able to source the required services (including drilling rigs) to execute its capital expenditure plans.

Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, and continued availability of capital and financing, and general economic, market or business conditions and other factors discussed under the heading "*Risks and Uncertainties*". Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

The forward-looking statements contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or in any other documents filed with Canadian securities regulatory authorities whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. The forward-looking statements are expressly qualified by this cautionary statement.