Management's Discussion & Analysis
For the Year Ended
June 30, 2014

Any statement or reference to dollar amounts herein shall mean lawful money of Canada unless otherwise indicated.

Scope of Management's Financial Analysis

The following analysis should be read in conjunction with the annual audited financial statements of Société d'Exploration Minière Vior Inc. (the "Company" or "Vior") and the accompanying notes for the years ended June 30, 2014 and 2013. The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Forward-Looking Statements

This document contains forward-looking information and statements, which constitute "forward-looking information" under Canadian securities law and which may be material regarding, among other things, the Company's beliefs, plans, objectives, estimates, intentions and expectations. Forward-looking information and statements are typically identified by words such as "anticipate", "believe", "expect", "estimate", "forecast", "goal", "intend", "plan", "will", "may", "should", "could" and similar expressions. Specific forward-looking information in this document includes, but not limited to, statements with respect to the Company's future operating and financial results, its exploration activities, its capital expenditure plans and the ability to execute on its future operating, investing and financing strategies.

These forward-looking information and statements, by their nature, necessarily involve risks and uncertainties that could cause actual results to differ materially from those contemplated by these forward-looking statements. We consider the assumptions on which these forward-looking statements are based to be reasonable, but caution the reader that these assumptions regarding future events, many of which are beyond our control, may ultimately prove to be incorrect since they are subject to risks and uncertainties that affect us. We disclaim any obligation to update any such factors or to publicly announce any revisions to any of the forward-looking statements contained herein to reflect future results, events or developments, unless required to do so by a governmental authority or by applicable law.

Nature of Activities

The Company, which is governed by the *Quebec Business Corporations Act*, specializes in the acquisition and exploration of mining properties. It has not yet determined whether its mining properties contain ore reserves that are economically recoverable. Whether mining property costs can be recovered depends on the existence of economically recoverable reserves, the Company's ability to obtain the financing necessary to continue exploring and developing the properties and enter into commercial production, or proceeds from the disposal of properties. The Company will have to raise additional funds periodically to continue operations, and while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future.

The Company is engaged in the exploration and development of quality gold-bearing properties in known and accessible mining regions of Canada using advanced exploration techniques.

Exploration Activities

Summary of Activities

The following technical data have been verified by Marc L'Heureux, geologist and qualified person as defined by *National Instrument 43-101 – Standards of Disclosure for Mineral Projects*.

The Company's exploration expenses for the year ended June 30, 2014, totalled $78,966 ($144,514 in 2013) and were incurred on the Ligneris and Vezza-Noyard properties and on the acquisition of the Foothills project. Expenses incurred during the current and prior years were very low as the Company devoted most of its efforts in generating and searching for new projects.

Properties

As at June 30, 2014, the Company held a portfolio of four mining properties in Quebec, covering more than 20,149 hectares (four properties totalling 8,814 hectares in 2013).

Ligneris Property

In November 2013, the Company completed, on the Ligneris property, some mapping and rock sampling for total expenditures of $54,034 incurred during the year ended June 30, 2014. Exploration work was concentrated in the extensions of the known mineralized zones and along the geophysical anomalies. Assay results from 130 collected rock confirmed the presence of the mineralized zones. Out of the 130 samples collected by mapping task forces, 28 returned anomalous gold results and 12 returned anomalous base-metal (Ag, Zn, Cu) results. Best results from selected samples collected in felsic volcanic, sericite schist and quartz veins yielded: 4.32 g/t Au; 2.85 g/t Au, 26.3 g/t Ag, 4860 ppm Zn; 2.02 g/t Au, 17.1 g/t Ag, 3920 ppm Zn; 1.54 g/t Au, 29.8 Ag; 1.47 g/t Au, 8.1 g/t Ag, 1400 ppm Cu, 2530 ppm Zn and 0.96 g/t Au, 5.4 g/t Ag. Those results are mainly from samples located in the vicinity of old stripping zones and known showings.

The Ligneris property consists of 155 claims totalling 6,176 hectares held 100% by the Company. It is located approximately 80 kilometres north of the LaRonde Complex and 100 kilometres northeast of the city of Rouyn-Noranda.

Drilling by Placer Dome in 1989-1990 revealed three mineralized areas (Au-Ag-Zn) in the centre of the property: the North, Central and South areas.

In the fall-winter 2012-2013, the Company completed a mapping and sampling program as well as a TDEM geophysical survey on the Ligneris property. During the field work, 69 samples were collected including 61 samples from rock outcrops and 8 from erratic blocks. Two samples of quartz-sericite schist mineralized in pyrite yielded anomalous gold results of 179 and 288 ppb. Among the additional 25 till samples collected, some returned counts of gold grains of up to 49, including 26 grains of delicate shape yielding assay results of up to 498 ppb Au in the fine fraction and 3.35 g/t Au in (HMC) heavy mineral concentrate. Anomalies in As-Sb-Mo and Cu-Ag-Co were obtained in the fine fractions on several till samples suggesting the presence of hydrothermal activity in the underlying rocks.

A 13.8-kilometre, mobile ground electromagnetic survey in the time domain (TDEM) was carried out during the preceding period in the northeastern part of the property. The goal of this IMAGEM survey, using advanced technologies developed for heliborne TDEM survey, was the detection and the definition of EM conductors that may be explained later by mechanical stripping.

The Company is currently looking for a partner to finance future significant exploration work on this project.

Beauchastel Property

The Beauchastel property consists of 34 claims covering an area of 1,331 hectares. It is located 15 kilometres west of Rouyn-Noranda, in the Duprat and Beauchastel Townships.

On August 7, 2013, the Company entered into an agreement with Falco Pacific Resource Group Inc ("Falco"), whereby the latter has the option to acquire, in the 18 months of the signing of the agreement, a 100% interest in the Beauchastel property in consideration of the following: 175,000 shares of Falco, payments totalling $75,000 of which $25,000 can be exploration expenditures on the property or credits for exploration expenditures transferred from Falco’s properties or any combination thereof, and $25,000 in exploration expenditures or credits for exploration expenditures transferred from Falco’s properties or any combination thereof.

On May 22, 2014, Falco announced the completion of the option agreement with Vior to acquire a 100% interest in the Beauchastel gold property. Falco exercised the option by making a last cash payment of $25,000 and issuing 125,000 common shares to the Company.

In addition, under the terms of the Option Agreement, the Company will retain a net smelter return (“NSR”) royalty of 2% on the Property with Falco having the right to buy back up to 1% of the NSR for $1 million at any time. Falco also has a right of first refusal on the sale of the remaining 1% NSR royalty.

Vezza-Noyard Property

In December 2013, the Company proceeded to a gravity survey of approximately 5.2 line-kilometres in the western part of the main block of the Vezza-Noyard property for exploration costs of $18,423. Work consisted of a semi-detailed gravity survey with expected Bouguer anomaly accuracy better than 0.05 mGal before terrain correction. The gravity readings were gathered as close as possible to every 50 metres along north-south-oriented lines at a line spacing of 250 metres. Results revealed low to medium gravity anomalies that can possibly be correlated with gold zones - three drill targets have thus emerged from the survey.

The Vezza-Noyard property is located 25 kilometres to the South of Matagami, in the Vezza and Noyon townships. The property is 100%-owned by Vior and consists of three blocks totalling 20 claims covering an area of 346 hectares.

The Vezza-Noyard property is less than 300 metres southeast of the Vezza gold deposit owned by Maudore Minerals Ltd., which has an indicated and measured resource of 261,000 ounces of gold contained in ore grading 6.5 g/t (cut-off 4.2 g/t), and an inferred resource of 68,540 ounces in ore grading 4.9 g/t (cut-off 3 g/t) (43-101 report by GeoPointCom, 2012). The Vezza-Noyard property lies in the north-central part of the Achaean Abitibi sub-Province. The Casa Berardi–Cameron Regional Fault separates the sedimentary rocks of the Taibi Domain to the north from the volcanics of the Cartwright Domain to the south and crosses the property from east to west. This deformation zone is host to several gold deposits, including the Casa Berardi, Douay, Vezza and Discovery deposits. The Noyard gold showing in the northern part of the property consists of a gold-bearing intersection grading 1.2 g/t Au over 3 metres in a mineralized breccia containing 5%-30% pyrite (SOQUEM drill hole 1132-03-04).

The Company is currently looking for a partner to finance future exploration programs on the project, particularly to follow up by drilling on gravity anomalies.

Foothills Property

During the quarter ending June 30, 2014, the Company acquired 216 designated claims covering 12,532 hectares in the area of the town of St-Urbain, located about 100 kilometres east of Quebec City. The Company conducted petrographic and mineragraphic studies on a series of 6 rock samples with the aim of characterizing the mineralogy of these rocks and evaluate the economic potential of the property in iron-titanium oxides. Geological reconnaissance and exploration work will be carried out on the property during the next year. The Company intends to follow up work on the basis of the results obtained in the field.

Domergue Property

No exploration work has been done on this property in the current year.

Investment in an associate

As of June 30, 2014, Vior held 29.76% of the share capital of Aurvista Gold Corporation (“Aurvista”), which holds projects in the gold sector Douay.

Outlook

The Company collaborates actively with Aurvista on the properties of the Douay area so as to maximize results from the 29.76% interest it holds in Aurvista's share capital.

On other fronts, the Company has a sound financial position but given the weak market conditions for funding the mining sector, the directors of the Company took precautionary measures to preserve the treasury. The Company is currently seeking for partners to finance future exploration work on its portfolio of projects, and also evaluates several other external opportunities to enhance the value of its assets.

During the quarter, the Company put a lot of effort identifying good quality projects and business opportunities in North and Latin America. The process is still ongoing and discussions have been initiated with potential partners.

Selected Financial Information

	Results for the years ended	
	June 30, 2014 $	**June 30, 2013 $**
Revenues	121,006	107,755
Gain on dilution of an investment in an associate	-	840,629
Share of net loss of an associate	(83,848)	(42,797)
Impairment loss in an associate	(311,086)	(3,700,864)
Expenses	497,724	773,496
Deferred tax	11,219	289,993
Net loss for the year	(760,433)	(3,278,840)
Basic net loss per share	(0.007)	(0.032)
Diluted net loss per share	(0.007)	(0.032)

Results of Operations

Revenues for the year ended June 30, 2014 totalled $121,006 compared to $107,755 for the previous year. The Company receives production royalties from the Mouska mine operated by IAMGOLD Corporation. During the reporting year, royalties decreased as a result of the closing of the mine in April 2014. The sale of the short-term investment during the third quarter of the current year resulted in a gain of $20,234.

During the year ended June 30, 2014, expenses decreased to reach $497,724 compared to $773,496 for the previous year. The decrease of $16,200 in "Professional and maintenance fees" between the years ended June 30, 2013 and 2014 is mainly due to the expenses related to the preparation of confidentiality agreements, to the study of the fiscal impact to the distribution to shareholders of Aurvista shares and to the analysis of the application of the new IFRSs, which were incurred during the third quarter of the previous year. For the reporting year, the item "Rent and office expenses" decreased by $11,775. This decrease is mainly attributable to a slowdown in the Company's activities. The write-off during the previous year of an investment tax credit of $64,949, further to the impairment loss of the investment in an associate, explains the decrease of the item "Search for mining properties". For the reporting year, the items "Interest on convertible debentures" and "Increase in value of the debt component of convertible debentures" were nil as a result of the conversion, in August 2012, of convertible debentures into shares. In the reporting year, the option of the Beauchastel property resulted in a loss of $24,804.

During the reporting year, the Company abandoned nine claims of its Ligneris property for $17,223 and during the previous year, the Company abandoned two claims of its Vezza-Noyard property for $13,751 and recognized an impairment loss of $192,451 on its Beauchastel property as a result of an agreement concluded with Falco on August 7, 2013 for a total amount of $206,202.

During the previous year, the investment in an associate fell from 38.06% to 29.76% and has remained at 29.76% ever since. This decrease is attributable to the issuance by Aurvista of 14,427,012 shares and the distribution by the Company of 282,100 shares of Aurvista. During the previous year, a gain on dilution of investment of $840,629 was recognized in the statement of loss. As at June 30, 2014 and 2013, the Company determined that the fair value of its investment in Aurvista was lower than its carrying amount and subsequently recognized an impairment loss of $311,086 ($3,700,864 in 2013).

The deferred tax recovery of $11,219 recorded in the reporting and preceding years mostly results from the impairment loss of an associate.

Other Information

	Statements of Financial Position as at	
	June 30, 2014	**June 30, 2013**
	$	**$**
Investment in an associate	811,432	1,225,148
Total assets	3,370,111	4,126,571
Shareholders' Equity	3,290,730	4,059,882

Since its incorporation, the Company has never paid cash dividends on its outstanding common shares. Any future dividend payment will depend on the Company's financial needs to fund its exploration programs, its future growth, and any other factor that the Board of Directors deems necessary to consider in the circumstances. It is highly unlikely that any dividends will be paid in the near future.

Liquidity and Financing

During the year ended June 30, 2014, cash flows used in operating activities totalled $232,485 compared to $465,865 for the preceding year. This difference is primarily attributable to changes in other amounts receivable and accounts payable and accrued liabilities.

Cash flows from financing activities include the issuance of shares under private placements, and the exercise of warrants and stock options. For the year ended June 30, 2013, 1,819,000 shares were issued under a private placement for a total consideration of $100,045. These funds are for exploration purposes. No exercise of stock options and warrants took place in the years ended June 30, 2014 and 2013.

The Company's investing activities mainly include the acquisition of mining properties and the capitalization of exploration work. The Company is entitled to a credit on duties refundable for loss of 8% under the *Mining Duties Act* and a refundable tax credit for resources, which may reach 31% (38.75% before June 2014) under the *Quebec Income Tax Act*. Those credits are calculated on qualified exploration expenditures incurred in the province of Quebec. Acquisition of mining properties and capitalization of exploration work required disbursements of $109,695 for the year ended June 30, 2014 and of $154,173 for the year ended June 30, 2013.

The option of the Beauchastel property generated in the current year an amount of $80,610 including the sale of the shares received.

It is management's opinion that the working capital available as at June 30, 2014 will cover all current expenses for at least the next 12 months.

Quarterly Information

The information presented hereafter details total revenues, net income (net loss), and net earnings (net loss) per participating share over the last eight quarters.

Quarter End	Total Revenues	Net Income (Net Loss)	Net Earnings (Net Loss) per Share	
			Basic	**Diluted**
06-30-2014	13,329	(489,440)	(0.005)	(0.005)
03-31-2014	48,144	251,407	0.002	0.002
12-31-2013	52,053	(155,919)	(0.001)	(0.001)
09-30-2013	7,630	(366,481)	(0.003)	(0.003)
06-30-2013	19,219	(2,663,063)	(0.027)	(0.027)
03-31-2013	32,150	(358,686)	(0.003)	(0.003)
12-31-2012	22,026	(721,548)	(0.007)	(0.007)
09-30-2012	34,360	464,457	0.005	0.005

Analysis of Quarterly Results

As the Company's business is mining exploration, it receives no income from operations. Royalties vary according to the level of production, metal prices, and the exchange rate. Quarterly changes in interest income trend with working capital.

Fourth Quarter

Operating activities

The Company posted a net loss of $489,440 in the fourth quarter of the reporting year compared to $2,663,063 in the previous year. There was no significant change in revenues in this fourth quarter compared to the fourth quarter of last year.

The significant changes in expenses in this fourth quarter compared to the fourth quarter of last year are attributable to an increase in professional and maintenance fees of $17,812, an increase on the loss on sale of a mining property of $24,804, a decrease of $188,979 in the cost of mining properties abandoned, impaired or written off as a result of the revaluation of the Beauchastel property following the agreement concluded on August 7, 2013, with Falco and to the write-off, during the previous year, of an investment tax credit of $64,949. Also, the decrease in the impairment loss of an associate was less important by $3,389,778 compared to the previous year when the share of net loss of an associate increased by $79,978. The variation in expenses is also attributable to a decrease in deferred tax of $217,091 resulting essentially from the impairment loss of an associate.

Off-Balance-Sheet Arrangements

The Company has no off-balance-sheet arrangements.

Compensation of Key Management

Key management includes the directors, the president, the vice-president exploration and the chief financial officer. The short-term employee benefits include salaries for key management and fees for directors. The share-based payments are grants of stock options of the Company.

Compensation awarded to key management included:

	2014 **$**	**2013** **$**
Short-term employee benefits	259,039	301,555
Total compensation of key management	259,039	301,555

Related Party Transactions

The Company entered into the following transactions with companies owned by directors:

	2014 **$**	**2013** **$**
Incurred expenses capitalized in mining properties	40,349	100,449
Management fees	29,481	31,800
Rent and office expenses	765	1,870
Search for mining properties	590	218
	71,185	134,337

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

Incurred expenses capitalized in mining properties and the search for mining properties consist mainly of fees related to exploration as well as services provided by a company owned by a director of the Company.

Management fees and rent and office expenses are issued from administrative and board presidency services provided by a management company. Management consist of fees paid to the chairman of the Board.

Summary of Significant Accounting Policies

Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, exploration funds and balances with banks.

Short-term investment

The short-term investment consists of shares in a public company. Purchases and sales relating to the short-term investment are recognized in the financial statements on the trade date based on its classification as an available-for-sale investment.

Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

The standards require that financial assets and financial liabilities, including derivative financial instruments, be initially measured at fair value. Subsequent to initial recognition, financial assets and financial liabilities are measured based on their classification: at fair value through profit or loss, available for sale, loans and receivables or financial liabilities at amortized cost.

At fair value through profit or loss – Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if acquired or contracted principally for the purpose of selling in the short-term or if so designated by management. Assets in this category principally include embedded derivatives and derivatives, which do not qualify for hedge accounting.

Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are accounted for in the statement of loss. Gains and losses arising from changes in fair value are presented in the statement of loss in the period in which they arise.

Financial instruments in this category are included in non-current assets unless the investments mature within 12 months or management intends to dispose of them within 12 months.

The Company does not hold any financial assets in this category.

Available for sale – Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories. Financial assets classified as available for sale are recognized initially at fair value plus transaction costs and are subsequently carried at fair value. Unrealized gains and losses are recognized directly in other comprehensive loss, except for significant or prolonged decline in value, which are recognized in the statement of loss. Upon derecognition of the financial asset, the accumulated gains or losses previously recognized in accumulated other comprehensive loss are reclassified to the statement of loss.

Available-for-sale investments are included in non-current assets unless the investments mature within 12 months or management intends to dispose of them within 12 months.

The Company's financial assets classified as available for sale and included in the short-term investment consist of shares in a public company.

Loans and receivables – Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Financial assets classified as loans and receivables are recognized initially at the amount expected to be received less, when material, a discount to reclass the loans and receivables to fair value. Subsequently, they are measured at amortized cost using the effective interest method less a provision for impairment. They are included in current assets except for those with maturities greater than 12 months after the reporting period, which would be classified as non-current assets.

The Company's loans and receivables include cash, cash equivalents and other amounts receivable in the statement of financial position.

Financial liabilities at amortized cost – Financial liabilities include accounts payable and accrued liabilities and are initially recognized at the amount required to be paid less, when material, a discount to reduce the payable to fair value. Subsequently, they are measured at amortized cost using the effective interest method, which corresponds to par value due to their short-term maturity. They are classified as current liabilities if the payment is due within 12 months. Otherwise, they are presented in non-current liabilities.

Impairment of financial assets

At each reporting date, the Company assesses whether there is objective evidence that a financial asset is impaired. If such evidence exists, the Company recognizes an impairment loss, as follows:

a) Financial assets carried at amortized cost: The loss is the difference between the amortized cost of the loan or receivable and the present value of the estimated future cash flows, discounted using the instrument's original effective interest rate. The carrying amount of the asset is reduced by this amount either directly or indirectly through the use of an allowance account.

b) Available-for-sale financial assets: The impairment loss is the difference between the original cost of the asset and its fair value at the measurement date, less any impairment losses previously recognized in the statement of loss. This amount represents the loss in accumulated other comprehensive loss that is reclassified to the statement of loss.

Impairment losses on financial assets carried at amortized cost and available-for-sale debt securities are reversed in subsequent periods if the amount of the loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized. Impairment losses on available-for-sale equity instruments are not reversed.

Property, plant and equipment and depreciation

Property, plant and equipment are recorded at cost less accumulated depreciation and impairment, and are depreciated using the straight-line method over their estimated useful lives ranging from five to ten years, which is considered appropriate to reduce the carrying amounts to estimated residual values of the assets. Cost includes expenditures that are directly attributable to the acquisition of the assets. Residual values, method of amortization and useful lives of the assets are reviewed annually and adjusted if appropriate.

Investment in an associate

An associate is an entity over which the Company has significant influence, but not control. The financial results of the Company's investments in its associate are included in the Company's results using the equity method. Subsequent to the acquisition date, the Company's share of profits or losses of the associate is recognized in the statement of loss and its share of other comprehensive loss of the associate is included in other comprehensive loss.

Unrealized gains and losses on transactions between the Company and an associate are eliminated to the extent of the Company's interest in the associate. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Dilution gains and losses arising from changes in interests in investments in the associate are recognized in the statement of loss.

At each year-end, the Company assesses whether there is any objective evidence that its interests in the associate are impaired. If impaired, the carrying amount of the Company's share of the underlying assets of the associate is written down to its estimated recoverable amount (being the higher of fair value less cost to sell and value in use) and charged to the statement of loss.

Mining properties

The Company records its acquisition of interests in mining properties and areas of geological interest at cost less option payments received and other recoveries. These acquisition costs are recognized as intangible assets. Exploration costs related to these interests and projects are capitalized on the basis of specific claim blocks or areas of geological interest until the mining properties to which they relate are placed into production, sold or abandoned.

These exploration costs are recognized as tangible assets. These costs will be amortized over the estimated recoverable resources in the current mine plan using the unit of production method or written off if the mining properties are sold or projects are abandoned. General exploration costs not related to specific mining properties are expensed as incurred.

Although management has taken actions to verify the ownership rights for mining properties in which the Company owns an interest in accordance with industry standards for the current exploration phase of these properties, these procedures give no assurance to the Company as to title. The title to property may be subject to unrecognized prior agreements and not compliant with regulatory requirements.

Mining properties are reviewed for impairment at each reporting date whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the mining property exceeds its recoverable amount. The recoverable amount is the higher of the mining property's fair value less costs to sell and value in use. Value in use is determined using discounted estimated future cash flows. Impairment losses are recognized in the statement of loss under caption *Cost of mining properties abandoned, impaired or written off.* For the purpose of assessing impairment, mining properties are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Impairments are reviewed for potential reversals at each reporting date. Impairment can be reversed but is limited to the carrying amount that would have been determined net of depreciation, as if no impairment to the carrying amount would have been recognized.

Joint arrangements

The Company conducts exploration on some mining properties through joint operations where the joint arrangement participants are bound by a contractual agreement establishing joint control over the assets of the joint arrangement. As for joint operations, each party recognizes its rights to the assets, liabilities, revenues and expenses of the arrangement.

Provisions

Provisions for environmental restoration, restructuring costs and legal claims, where applicable, are recognized when: (i) the Company has a present legal or constructive obligation as a result of past events; (ii) it is more likely than not that an outflow of resources will be required to settle the obligation; and (iii) the amount can be reliably estimated.

Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the reporting period, and are discounted to present value where the effect is material. The increase in the provision due to passage of time is recognized as interest expense. Changes in assumptions or estimates are reflected in the period in which they occur.

Provision for environmental restoration represents the legal and constructive obligations associated with the eventual closure of the Company's property, plant and equipment. These obligations consist of costs associated with reclamation and monitoring of activities and the removal of tangible assets. The discount rate used is based on a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability, excluding the risks for which future cash flow estimates have already been adjusted.

The Company had no provisions as at June 30, 2014 and 2013.

Credit on duties refundable for loss and refundable tax credit for resources

The Company is entitled to a credit on duties refundable for loss of 8% under the Mining Duties Act and a refundable tax credit for resources which may reach 31% (38.75% before June 2014) under the Quebec Income Tax Act. Those credits are calculated on qualified exploration expenditures incurred in the province of Quebec.

Those credits are accounted for using the cost reduction method. Accordingly they are recorded as a reduction of the related expenses or capital expenditures in the year the expenses are incurred provided there is reasonable assurance that the Company has complied with all the conditions related to those credits and that those credits will be received.

Share capital

Share capital issued for non-monetary consideration is generally recorded at the quoted market price of the shares on the date of agreement relating to their issue. Shares issue expenses are recorded as a reduction of shares.

Flow-through shares

The Company finances some exploration expenditures through the issuance of flow-through shares. The resource expenditure deductions for income tax purposes are renounced to investors in accordance with the appropriate income tax legislation. The difference between the quoted price of the common shares and the amount the investors pay for the shares ("premium"), measured in accordance with the residual value method, is recognized as a liability which is reversed into the statement of loss as a deferred tax recovery when eligible expenditures have been made.

The Company recognizes a deferred tax liability for the expenses renounced and a deferred tax expense at the moment the eligible expenditures are made.

Warrants

Fair value of warrants is measured on the date of grant. The fair value of warrants granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the warrants were granted. When warrants are issued as compensation to brokers, on the date of grant, the fair value of warrants is recognized as a share issue expense presented in reduction of *share capital.*

Stock-based compensation plan

The Company has established a stock-based compensation plan, which is described in note 11. The Company accounts for compensation costs for all forms of stock-based compensation awarded to employees and non-employees, including stock options, using a fair value-based method.

Fair value is measured on the date of grant. The fair value of options granted is measured using the Black-Scholes option-pricing model, taking into account the terms and conditions upon which the options were granted. On the date of grant, the fair value of stock options is recognized as an expense under caption *Stock-based compensation* using the graded vesting method. Upon the exercise of stock options, any consideration received from plan members is credited to share capital and the fair value of stock options is reclassified from caption “Stock Options” to “Share Capital”.

Income taxes

The Company provides for income taxes using the liability method. Under this method, deferred tax assets and liabilities are determined based on deductible or taxable temporary differences between the carrying amount and tax bases of assets and liabilities using enacted or substantively enacted income tax rates expected to be in effect for the year in which the differences are expected to reverse. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Deferred tax assets and liabilities are presented as non-current and are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when deferred tax assets and liabilities arising from the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Revenue recognition

Revenues from royalties are recognized monthly according to estimated extraction recoveries at the beginning of the year and adjusted to actual quantities extracted as at June 30 and as at December 31 of each year, provided the Company has reasonable assurance that these amounts will be recovered. These royalties correspond to 0.2% of the value of gold recovered on the Mouska mining property.

Interest on cash and cash equivalents, calculated using the effective interest method, is recognized in the statement of loss as part of interest income on an accrual basis.

Basic and diluted earnings per share

Basic earnings per share are determined using the weighted average number of common shares outstanding during the year.

Diluted earnings per share are determined using the weighted average number of common shares outstanding during the year, plus the effects of dilutive potential common shares outstanding during the year. For stock options and warrants, the calculation of diluted earnings per share is made using the treasury stock method, as if all dilutive potential common shares had been exercised at the later of the beginning of the year or the date of issuance, as the case may be, and that the funds obtained thereby be used to purchase common shares of the Company at the average market value of the participating shares during the year.

Segment reporting

The Company currently operates in one business segment, being the acquisition and the exploration of mining properties. All of the Company's mining properties are located in Quebec, Canada.

New Accounting Standards and Interpretations Adopted during the Year

The Company has adopted the following new and revised standards, along with any consequential amendments, effective July 1, 2013. These changes were made in accordance with the applicable transitional provisions.

IAS 1, *Presentation of Financial Statements,* ("IAS 1")

The Company has adopted the amendments to IAS 1 effective July 1, 2013. These amendments required the Company to group other comprehensive income items based on whether or not they may be reclassified to net earnings in the future. These changes did not result in any adjustments to other comprehensive loss or comprehensive loss.

IFRS 10, *Consolidated Financial Statements,* ("IFRS 10")

IFRS 10 replaces the guidance on control and consolidation in IAS 27, *Consolidated and Separate Financial Statements,* and SIC-12, *Consolidation-Special Purpose Entities.* IFRS 10 requires consolidation of an investee only if the investor possesses power over the investee, has exposure to variable returns from its involvement with the investee and has the ability to use its power over the investee to affect its returns. Detailed guidance is provided on applying the definition of control. For accounting purposes, the requirements for consolidation have remained largely consistent with IAS 27. The adoption of IFRS 10 did not affect the Company's financial statements.

IFRS 11, *Joint Arrangements,* ("IFRS 11")

IFRS 11 supersedes IAS 31, *Interests in joint Ventures,* and requires joint arrangements to be classified either as joint operations or joint ventures depending on the contractual rights and obligations of each investor that jointly controls the arrangement. For joint operations, a co-venturer shall recognize its share of assets, liabilities, revenues and expenses of the joint operation. An investment in a joint venture is accounted for using the equity method as set in IAS 28, *Investments in Associates and Joint Ventures* ("IAS 28"). The Company conducted a review of its working interests and determined that the adoption of IFRS 11 did not result in any change in the accounting treatment of these working interests.

IFRS 12, *Disclosure of interests in other entities,* ("IFRS 12")

IFRS 12 establishes disclosure requirements for interests in other entities, such as subsidiaries, joint arrangements, associates, and unconsolidated structured entities. The standard carries forward existing disclosures and also introduces significant additional disclosures that address the nature of, and risks associated with, an entity's interests in other entities. The standard includes disclosure requirements for entities covered under IFRS 10 and IFRS 11. The adoption of IFRS 12 did not affect the Company's financial statements.

IFRS 13, *Fair Value Measurement*, ("IFRS 13")

IFRS 13 provides a single framework for measuring fair value. The measurement of the fair value of an asset or liability is based on assumptions that market participants would use when pricing the asset or liability under current market conditions, including assumptions about risk. The Company adopted IFRS 13 on July 1, 2013 on a prospective basis. The adoption of IFRS 13 did not require any adjustments to the valuation techniques used by the Company to measure fair value and did not result in any measurement adjustments as at July 1, 2013.

New Accounting Standards Not Yet Adopted

The Company has not yet adopted certain standards, interpretations to existing standards and amendments which have been issued but have an effective date of later than July 1, 2013. Many of these updates are not relevant to the Company and are therefore not discussed herein.

IFRS 9, *Financial Instruments* ("IFRS 9")

In July 2014, the IASB issued the final standard on financial instruments on the classification and measurement, impairment and hedge accounting, to replace IAS 39, *Financial Instruments: Recognition and Measurement*. IRFS 9 is effective for annual periods beginning on or after January 1, 2018. The Company is currently evaluating the implications of adopting this standard.

IFRIC 21**,** *Levies* ("IFRIC 21")

In May 2013, the IASB issued *International Financial Interpretations Committee* (IFRIC 21), *Levies.* IFRIC 21 is effective for annual periods beginning on or after January 1, 2014 and is to be applied retrospectively. IFRIC 21 provides guidance on accounting for levies in accordance with IAS 37, *Provisions, Contingent Liabilities and Contingent Assets.* The interpretation defines a levy as an outflow from an entity imposed by a government in accordance with legislation and confirms that an entity recognizes a liability for a levy only when the triggering event specified in the legislation occurs. The Company will adopt IFRIC 21 in its financial statements for the annual period beginning July 1, 2014. The extent of the impact of adoption of IFRIC 21 has not yet been determined.

Critical Accounting Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires the Company to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. These financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These judgments, estimates and assumptions are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

a) Critical accounting estimates and assumptions

Critical accounting estimates and assumptions are those that have a significant risk of causing material adjustment and are often applied to matters or outcomes that are inherently uncertain and subject to change. As such, management cautions that future events often vary from forecasts and expectations and that estimates routinely require adjustment. The following discusses the most significant accounting estimates and assumptions that the Company has made in the preparation of the financial statements.

Mining properties

The Company's evaluation of the recoverable amount with respect to the mining properties is based on numerous assumptions including long-term commodity prices, future capital requirements, exploration potential and operations performance and may differ significantly from actual values. The recoverable amounts are based, in part, on certain factors that may be partially or totally outside of the Company's control. This evaluation involves a comparison of the estimated recoverable amounts of mining properties to carrying values. Assets are reviewed for an indication of impairment at each reporting date and when there are indicators of impairment. This determination requires significant judgment. Factors which could trigger an impairment review include, but are not limited to, interruptions in exploration activities and significant negative industry or economic trends.

Deferred tax assets and liabilities

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. The determination of the ability of the Company to utilize tax losses carry forwards to offset deferred tax liabilities requires management to exercise judgment and make certain assumptions about the future performance of the Company. Management is required to assess whether it is "probable" that the Company will benefit from these prior losses and other deferred tax assets.

Changes in economic conditions, commodity prices and other factors could result in revisions to the estimates of the benefits to be realized or the timing of utilizing the losses.

b) Critical judgments in applying accounting policies of the entity.

Short-term investments

At each reporting date, the Company assesses whether there is objective evidence that a financial asset is impaired. Objective evidence of an impairment loss includes: i) significant financial difficulty of the obligor; ii) delinquencies in interest or principal payments; iii) increased probability that the borrower will enter bankruptcy or other financial reorganization; and iv) in the case of equity securities, a significant or prolonged decline in the fair value of the security below its cost. Assumptions used to calculate the fair value are described in note 17(b) to the financial statements.

Disclosure of Outstanding Share Data

The Company is authorized to issue an unlimited number of common shares without par value. As at October 1, 2014, 105,518,721 shares were outstanding.

The Company has a stock option plan under which stock options may be granted up to a maximum of 9,467,312. As at October 1, 2014, 1,565,000 stock options were outstanding. Their expiry dates is November 1, 2020.

Also as at October 1, 2014, 200,000 warrants were outstanding. Their expiry date is August 24, 2015.

Financial Risk Factors

The Company`s activities expose it to various financial risks, such as credit risk, liquidity risk and market risk.

Credit risk

Credit risk is the risk of loss associated with counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents, short-term investment and other amounts receivable. Financial assets included in the short-term investment consist of a strategic investment in a corporate partner. The maximum exposure to credit risk approximates the amount recognized on the statement of financial position. The Company does not hold any collateral as security. Financial assets included in other amounts receivable consist of interest, royalties and amounts receivable from a partner. The credit risk related to these amounts is due to the partners' possible inability to settle their debts. Management believes that the credit risk with respect to financial assets included in amounts receivable is remote, that the credit risk related to royalties is minimal, as the Company signed an agreement with a major mining company and that the credit risk related to amounts receivable from a partner is nil, this partner having already paid these amounts receivable. The credit risk on cash and cash and cash equivalents is limited because the Company deals with a Canadian bank with a high credit rating and its subsidiaries. The Company minimizes its exposure to issuer risk by investing only in products having a high quality investment-grade rating. Exposure to these risks is closely monitored and maintained within the limits stated in the investment policy of the Company, which is revised regularly.

Liquidity risk

Liquidity risk is the risk that the Company may be unable to fulfill its financial obligations related to financial liabilities. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidities to meet liabilities when due. As at June 30, 2014, the Company had a cash and cash equivalent balance of $1,932,858, ($2,195,830 as at June 30, 2013 of which $69,151 to be spent in exploration expenses) to settle current liabilities of $79,381 ($54,116 as at June 30, 2013).

All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk includes interest rate risk, currency risk and other price risks such as equity risk.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's current policy is to invest excess cash principally in term deposits and/or in interest-bearing accounts held with a Canadian bank and its subsidiaries.

For the year ended June 30, 2014, a 1% increase or decrease in interest rates on interest-bearing bank balances would result in an estimated impact of $13,638 (impact of $16,051 for the year ended June 30, 2013) on the statements of loss and comprehensive loss.

Foreign exchange risk

The Company's functional currency is the Canadian dollar and virtually all of purchases are made in this currency. As a result, the Company's exposure to foreign exchange risk is minimal.

Equity risk

Equity risk is the risk that the fair value of a financial instrument varies due to equity market changes. An investment policy is in place and its application is monitored by the Board of Directors on a quarterly basis.

Changes in fair value of available-for-sale shares are recorded in Other comprehensive loss. A variation of ± 10% of the quoted market prices as at June 30, 2014, would result in a maximal estimated after-tax effect on the statements of loss of $4,171 (nil for the year ended June 30, 2013).

Other Risk Factors and Uncertainties

Exploration risks

The Company is considered an exploration company. It has not yet determined whether its mining properties contain ore reserves that are economically recoverable. The recoverability of mining property costs is dependent upon the existence of economically recoverable ore reserves, the ability of the Company to obtain the financing necessary to continue the exploration and development of its properties, and upon future profitable production or proceeds from the disposal of assets.

Risk on the uncertainty of title

Although the Company has taken steps to verify title to mining properties in which it has an interest in accordance with industry standards for the current exploration phase of such properties, these measures do not guarantee the Company’s title. The property title may be subject to unregistered prior agreements and non compliant with regulatory requirements.

Key personnel

The success of the Company rests in its capacity to attract and retain qualified staff. There is strong competition in the industry, and the Company's success depends in large part on its ability to retain senior officers and qualified geologists. Inability to recruit qualified personnel and the loss of key personnel could compromise the speed and success of operations.

Environmental risk

The Company is exposed to various environmental situations that can occur during exploration work. The Company maintains an environmental management program including operational plans and practices.

Additional Information and Continuous Disclosure

This Management's Discussion & Analysis is dated October 1, 2014. The Company regularly provides additional information through press releases, material change reports, financial statements, and information circulars on SEDAR (www.sedar.com).

(signed) Claude St-Jacques	*(signed) Gaétan Mercier*
President and CEO	Chief Financial Officer