Management's Discussion and Analysis

For the Nine Months Ended: May 31, 2019

Dated: July 29, 2019

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NOBLE MINERAL EXPLORATION INC.

MANAGEMENT DISCUSSION & ANALYSIS
May 31, 2019

This Management's Discussion and Analysis ("MD&A") of Noble Mineral Exploration Inc. ("Noble" or "the Company") is dated July 29, 2019 and provides an analysis of the Company's performance and financial condition for the nine months ended May 31, 2019, as well as an analysis of future prospects. The Board of Directors carries out its responsibility for review of this disclosure principally through its audit committee, comprised of a majority of independent directors. The audit committee reviews this disclosure and recommends its approval by the Board of Directors.

This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This MD&A should be read in conjunction with the Company's condensed interim consolidated financial statements for the nine months ended May 31, 2019, and the Company's audited consolidated financial statements for the year ended August 31, 2018, including the related note disclosure. All amounts are in Canadian dollars unless otherwise specified. The financial statements and additional information, including the Company's Certifications of Annual and Interim Filings and press releases, are available on the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com or the Company's website at www.noblemineralexploration.com.

This MD&A may contain forward-looking statements that are based on the Company's expectations, estimates and projections regarding its business and the economic environment in which it operates. These statements speak only as of the date on which they are made, are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. Examples of some of the specific risks associated with the operations of the Company are set out below under "Risk Factors". Actual outcomes and results may differ materially from those expressed in these forward-looking statements and readers should not place undue reliance on such statements.

OVERVIEW

Principal Business and Corporate History

The principal business of Noble is mineral exploration and evaluation. The Company's name was changed from Hawk Precious Minerals Inc. to Hawk Uranium Inc. on March 28, 2007. On June 28, 2007, the Company's common shares began trading on the TSX Venture Exchange as a Tier 2 Mining Issuer under the symbol "HUI". The Company's shares ceased trading on the CNQ on July 11, 2007. The Company's name was changed from Hawk Uranium Inc. to Ring of Fire Resources Inc. on July 28, 2010 and the Company's common shares traded on the TSX Venture Exchange as a Tier 2 Mining Issuer under the symbol "ROF". The Company's name was changed from Ring of Fire Resources Inc. to Noble Mineral Exploration Inc. on March 2, 2012 and the Company's common shares began trading on the TSX Venture Exchange as a Tier 2 Mining Issuer under the symbol "NOB" on March 7, 2012.

To date, the Company has not earned revenue from its mineral and evaluation assets.

Corporate Updates

On September 7, 2017, the Company closed a private placement, raising approximately $373,000 of additional funding, raised through the issuance of 6,216,665 additional common share units, and approximately $750,000 of additional funding was raised for exploration expenditures through the issuance of 10,000,000 flow-through units. $89,800 was paid by the Company as a cash commission, as well as 413,333 broker warrants exercisable for common share units at $0.06 per unit, and 1,000,000 broker warrants exercisable for common share units at $0.075 per unit. All broker warrants are exercisable for 5 years.

Each common share unit in this Private Placement (or upon exercise of broker warrants) is comprised of one common share and one warrant exercisable at $0.10 per common share for 5 years. Each flow-through unit is comprised of one flow-through common share and one warrant exercisable at $0.10 per common share for 5 years.

On October 2, 2017, the Company announced it had signed a binding Letter of Intent (LOI) with Peat Resources Ltd ("Peat") with the right to earn up to a 75 percent interest in specific target areas located in the part of Project 81 lying within Dargavel Township, Ontario.

The letter of intent with Peat proposes that Peat can earn an initial 51% interest in the subject Dargavel property by making a cash payment of $100,000, issuing 7,500,000 common shares, issuing 7,500,000 warrants exercisable at $0.10 per share or such lower exercise price as may be permitted by the TSX-V and having a term expiring five (5) years after issuance, and incurring a minimum of $1,000,000 of qualifying expenditures in the twelve months following the execution of the option agreement.

Peat can earn an additional 24% interest in the subject Dargavel property by issuing 7,500,000 common shares to the Company, issuing 7,500,000 warrants to Noble exercisable at the greater of $0.15 per share or such lower exercise price as may be permitted by the TSX-V and having a term expiring five (5) years after issuance, and incurring a further $1,000,000 of qualifying expenditures on or before the second anniversary of the execution of the option agreement. The transactions described in Noble's letter of intent with Peat Resources Ltd. are subject to due diligence, to the negotiation and execution of definitive agreements and to the approval of the TSX Venture Exchange.

The Company received notice on Sept 7, 2018 that Cobalt Blockchain Inc (formerly Peat Resources Ltd) terminated the Letter of Intent.

On October 17, 2017, the Company announced that it had entered into an agreement with Ontario's Ministry of Northern Development and Mines (the "MNDM") to settle a disagreement regarding the payment of arrears for mining land taxes and accrued interest on Noble's Project 81. This Agreement is discussed in greater detail in this report under "Results of Operations - Provision for mining land taxes".

On October 20, 2017, the Company granted 1,700,000 options to purchase common shares of the Company to officers, directors, service providers and consultants. Each option is exercisable at a price of $0.125 for a three year term. 1,500,000 of the options were granted to directors and officers of the Company and vest immediately. A fair value of $244,970 was assigned to these options, estimated using the Black-Scholes valuation model with the following weighted average assumptions: dividend yield 0%, share price of $0.15 expected volatility 232.06% a risk-free rate of return 1.53% and expected life of 3 years. All stock options granted vested upon grant, except the 200,000 options granted to the Company`s investor relations provider which vest 25% per quarter.

On or about October 20, 2017, the Company adopted a Supplement Equity Incentive Plan (the "Supplemental EIP").

The Board of Directors approved the plan and reserved 8,707,010 common shares as the maximum number of common shares that may be issued under the Supplemental EIP. However, the number of shares reserved for options under the Option Plan and the number of shares reserved for other forms of equity based incentive compensation under the Supplemental EIP cannot exceed 10% of the Company`s issued and outstanding common shares. The Supplemental EIP was approved at the annual shareholder meeting on February 28, 2018 (the "Meeting").

When the Supplemental EIP was approved by the Board of Directors on October 20, 2017, the Board also provisionally granted a total of 3,800,000 restricted share units ("RSU") under the Supplemental EIP, all to directors or certain officers of the Company or to the entities through which directors or certain officers provide their services to the Company. The grant of these RSUs was subject to the Supplemental EIP being approved by the shareholders of the Company. Therefore, when the Supplemental EIP was approved by shareholders, the grant of RSUs was implemented.

The RSUs vest as to 1/3 one month after the Meeting, a second 1/3 six months thereafter and the final 1/3 on the thirteenth month after the Meeting. As restricted share units vest, the Company will have the option of issuing to the unit-holders an amount of common shares equal to the number of vested units, a cash payment equal to the market value of those shares, or some combination of cash and shares.

The Company has accounted for these RSUs as a compound instrument as they include an equity portion and a cash settled liability portion, although the amount attributed to equity is $nil as the full value RSUs may be redeemed for cash or for shares upon vesting. The Company recorded $87,226, (nine months ended May 31, 2018 - $nil) of stock based compensation expense during the nine months ended May 31, 2019.

During the year ended August 31, 2018, the Company settled the first 1/3 (1,266,666 RSUs) with the issuance of 1,076,666 common shares and a cash payment of $16,875 which was withheld for remittance to the Canada Revenue Agency.

In December 2018, the Company settled the second 1/3 of the award (1,266,666 RSUs) with the issuance of 1,084,606 common shares and a cash payment of $20,040 which was withheld for remittance to the Canada Revenue Agency.

In May 2019, the Company settled the third 1/3 of the award (1,266,666 RSUs) with the issuance of 1,084,606 common shares and a cash payment of $27,040 which was withheld for remittance to the Canada Revenue Agency.

On November 29, 2017, the Company announced it had completed a non-brokered private placement of 5,484,091 common share units at $0.11 per unit. The aggregate gross proceeds raised in this private placement amount to $603,250. No finder's fee was paid in connection with the Private Placement. Each common share unit issued in this private placement consisted of one common share of the Company and one common share purchase warrant. Each such common share purchase warrant is exercisable for one common share of the Company at $0.15 per share for a period of three years. These warrants are also subject to an acceleration clause allowing the Company to accelerate their expiry if the closing price of the Company`s common shares is equal to or greater than $0.30 per common share for a period of ten consecutive trading days.

On December 22, 2017, the Company closed a private placement of 620,000 flow-through shares at $0.17 per unit. The aggregate gross proceeds raised in this private placement amounted to $105,400. Finders' fees and cash costs of issue amounted to $31,281.

On May 4, 2018, the Company signed an Option and Joint Venture Agreement ("Agreement") with Spruce Ridge Resources Ltd ("Spruce Ridge") to earn up to a 75 percent interest in specific target areas in the part of Project 81 lying within Crawford Township, Ontario.

Pursuant to the Agreement, Spruce Ridge can earn an initial 51% interest in the subject Crawford property by making (i) a cash payment of $50,000 (received) within fifteen (15) days of obtaining TSXV approval, and (ii) a second cash payment of $50,000 not later than six (6) months after the date of the first payment of $50,000.

Spruce Ridge also issued 3,000,000 Class A common shares (received and ascribed a fair value of $90,000) within five (5) days of obtaining TSXV approval and will issue an additional 3,000,000 common shares not later than one (1) year after the date of the first issue of common shares.

Spruce Ridge also issued 5,000,000 exercisable warrants (received and ascribed a fair value of $148,000) within five (5) days of obtaining TSXV approval with each such warrant being exercisable at the lowest exercise price as may be permitted by the TSXV and having a term expiring five (5) years after issuance, and will issue an additional 5,000,000 exercisable warrants not later than one (1) year after the date for the first issue of warrants with each such warrant being exercisable at the lowest exercise price as may be permitted by the TSXV and having a term expiring five (5) years after issuance.

Spruce Ridge will incur minimum of $300,000 of expenditures in the first year following the Effective Date and an additional $700,000 within eighteen (18) months following the Effective Date.

Spruce Ridge can earn an additional 24% undivided interest in the Crawford property by issuing 2,000,000 common shares to Noble, and by incurring a further $1,000,000 of qualifying expenditures on or before the third anniversary of the execution of the Agreement.

Once 75% is earned (or 51% should Spruce Ridge elect not to acquire a 75% interest), the Crawford property will be operated as a participating Joint Venture.

On August 14, 2018, the Company closed a tranche of a non-brokered private placement (the "Private Placement") by issuing 10,651,666 common share units ("Common Share Units") priced at $0.06 per Common Share Unit. The aggregate gross proceeds raised in this tranche of the Private Placement amount to $639,100.

Each Common Share Unit issued in the Private Placement consists of one common share of Noble and one common share purchase warrant. Each common share purchase warrant will entitle the holder to acquire one common share of Noble at an exercise price of $0.10 per share for a period of three years following the closing.

In connection with this tranche of the Private Placement, the Company paid a cash commission of $5,100 and issued 85,000 broker warrants. Each such broker warrant will entitle the holder to acquire one common share of Noble at an exercise price of $0.10 per share for a period of three years following the closing.

On September 7, 2018, the Company closed a second and final tranche of the Private Placement by raising gross proceeds of $24,000 through the sale of 400,000 Common Share Units priced at $0.06 per Common Share Unit.

Each Common Share Unit issued in the Private Placement consists of one common share of Noble and one common share purchase warrant. Each common share purchase warrant will entitle the holder to acquire one common share of the Company at an exercise price of $0.10 per share for a period of three years following the closing. No finder fee was paid in connection with the second tranche of the Private Placement.

On February 12, 2019, the Company closed a private placement, raising $1,005,000 through the issuance of 10,050,000 common share units. Cash commission of $23,150, and 308,000 broker warrants exercisable at $0.11 for a period of three years were paid in connection with this financing.

Each common share unit in this private placement is comprised of one common share and one warrant exercisable at $0.11 per common share for 3 years.

On March 19, 2019, the Company announced that it had signed a letter of intent that, upon implementation, would result in the net smelter return royalty interest (the "NSR") on the approximate 52,000 Ha of patented mineral rights of Project 81 property being reduced from 5% to 2% but no longer subject to a purchase option. The terms and conditions of the transaction as set out in the letter of intent: (a) include a cash consideration from Noble in two instalments; (b) are currently non-binding on the parties; but the parties are moving to negotiate definitive agreements that are to be signed within 45 days. Completion of the transaction is subject to certain conditions, including the negotiation and signature of definitive agreements, the approval of the board of directors of Noble, compliance with securities laws and compliance with TSX Venture Exchange policies.

Adoption of International Financial Reporting Standards ("IFRS")

The following standards were adopted during the period:

(i) IFRS 15, "Revenue from Contracts with Customers" ("IFRS 15"), was issued in May 2014, and replaces IAS 11, "Construction Contracts", IAS 18, "Revenue Recognition", IFRIC 13, "Customer Loyalty Programmes", IFRIC 15, "Agreements for the Construction of Real Estate", IFRIC 18, "Transfers of Assets from Customers", and SIC-31, "Revenue – Barter Transactions Involving Advertising Services". IFRS 15 provides a single, principles-based five-step model that will apply to all contracts with customers with limited exceptions, including, but not limited to, leases within the scope of IAS 17 "Leases"; financial instruments and other contractual rights or obligations within the scope of IFRS 9, IFRS 10, "Consolidated Financial Statements", and IFRS 11, "Joint Arrangements". In addition to the five-step model, the standard specifies how to account for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. The incremental costs of obtaining a contract must be recognized as an asset if the entity expects to recover these costs. The standard's requirements will also apply to the recognition and measurement of gains and losses on the sale of some non-financial assets that are not an output of the entity's ordinary activities. This standard was adopted on September 1, 2018, resulting in no impact on the Company's condensed interim consolidated financial statements.

The following standards have not yet been adopted and are being evaluated to determine their impact on the Company:

(ii) In January 2016, the IASB issued IFRS 16, Leases ("IFRS 16"). IFRS 16 is effective for periods beginning on or after January 1, 2019, with early adoption permitted. IFRS 16 eliminates the current dual model for lessees, which distinguishes between on-balance sheet finance leases and off-balance sheet operating leases. Instead, there is a single, on-balance sheet accounting model that is similar to current finance lease accounting.

There are no other relevant IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

EXPLORATION AND EVALUATION ASSETS

The Company's major exploration and evaluation asset is Project 81. Unless the Company acquires or develops additional material properties, the Company will be mainly dependent upon these properties. If no additional major mineral properties are acquired by the Company, any adverse development affecting this property would have a material adverse effect on the Company's financial condition and results of its operations.

Project 81

The largest portion of the Company's Project 81 is comprised of a 100% interest in patented properties that are located in 16 townships in the Timmins, Iroquois Falls and Smooth Rock Falls area of Northern Ontario. The patents include mineral rights, and host a number of zones on which historical exploration identified nickel and gold mineralization (these sample results are historical and non 43-101 compliant) from work carried out in the 1960's and 1970's, some of which have been previously announced. The Company has also staked an additional 23,190 acres of mineral claims (*i.e.* mineral rights only) in the same general area.

A Heliborne geophysical survey was initiated during Q1/12 over the six northernmost townships in Block A as well as the Lucas Township gold target. Results of the airborne survey were received and announced in Q2/12 and drilling commenced during Q2/12 on the Kingsmill Nickel target.

The Company completed a 12 hole, 4,922.2 meters diamond drill program on the Kingsmill Nickel Target and a series of preliminary metallurgical testing on the Kingsmill drill core in Q2/12 and Q3/12. The Company completed two (2) sets of Metallurgical Testing by Actlabs of Ancaster, Ontario (an independent and accredited lab) on twenty (20) individual samples from the Kingsmill Nickel Target to determine the presence of magnetically recoverable Nickel mineral – Awaruite. The Company also completed a third (3rd) 250Kg Metallurgical Test sample by G&T Metallurgical Services of Kamloops, BC (an independent and accredited lab) to further expand on the scope of magnetically recoverable Nickel Mineral –Awaruite. Additional metallurgical testing is proposed. The Company, during Q3/12, acquired an additional 3 claim blocks totaling 12 claim units contiguous to the Kingsmill nickel target in Kingsmill and Aubin Townships from Pat Gryba.

The Company also completed a 6 hole 3,059 meters diamond drill program on the Lucas Gold Target in Q3/12. Results were included in subsequent News Releases. During Q1/12, the Company acquired an additional eleven (11) claim blocks totaling 132 claim units from Metal Creek Resources Inc., adjacent to the Lucas Gold target in Lucas, Duff and Tully townships.

During Q3/14, the Company sold the timber and surface rights to Block A of Project 81. The Company retained the mineral rights to Block A of Project 81 and a 50% net royalty on carbon credit revenue from Block A of Project 81. The purchaser acquired a 5% net profits interest in any mineral retained by the Company. The Company has the right to repurchase up to one half of this net profits interest at a cost of $800,000 per 1% interest. For further information, refer to the press release dated April 29, 2014 filed on Sedar.

During Q4/14, the Company recognized an impairment charge of $2,950,000 primarily reflective of the general declines seen in commodity based resource markets.

During Q1/15, the Company sold all of Block B of the Company's Project 81 and the carbon royalty revenue from Block A described above. The Company has the right to repurchase Block B of the Company's Project 81 for a period of 12 months at a price of $1,250,000 plus a 1% per month administrative fee, and the right to repurchase the Carbon Royalty for a period of 12 months at a price of $243,258 plus a 1% per month administrative fee.

During fiscal 2015, the Company recognized an impairment charge of $3,645,942 primarily reflective of the general declines seen in commodity based resource markets. The recoverable amount was determined based on fair value less cost of disposal which was calculated on the basis of the market capitalization of the Company. Similarly, as at and for the year ended August 31, 2016, 2017, and as at and for the nine months ended May 31, 2018 the Company assessed the market value of this project and determined that no impairment charge was required.

On April 5, 2018, the Company provided an update on its Project 81-Lucas Gold Deposit 2018 Diamond Drilling Campaign. The Company completed 15 NQ size diamond drill holes totaling 3,183.93m over approximately 650m strike length. The entire core length was sawed in half, sampled, and 3,422 half core samples were submitted to Activation Laboratories (Actlabs) in Timmins for Gold Fire Assay (1A2 analytical package) and 32 element ICP analyses (1E3 analytical package).

The Company also discovered a total of 37 historical drill hole collars during this field program using a CST/Berger Magna-Trak (MT200) LCD metal locator unit. All drill collars were surveyed using SXBlue II+GPS unit which has an accuracy of 30-60cm. All drill collars were sealed and flagged for future references if required.

The main objectives of the 2018 diamond drilling campaign were three fold:

• Firstly, to locate the Au mineralized Pyrite+/-Chert+/-Quartz unit described in the historical drilling and to trace it along strike for approximately 650m of the 1700m strike length as interpreted from Airborne EM and MAG Surveys.

• Secondly, to determine the attitude and displacement of this mineralized unit with respect to the extensive faulting and displacement interpreted from historical drilling and Airborne Geophysical Surveys. Noble discovered additional shallow angle sub-horizontal faulting and displacement within this unit, and

• Thirdly, to determine the controls of the gold mineralizing mechanism/events, gold grade, and gold distribution within the pyrite+/-chert+/-quartz unit.

In order to realize the above objectives, 10 (ten) diamond drill holes were designed to test the attitude, displacement and strike length of the pyrite+/-chert+/-quartz mineralized unit, while 5 (five) diamond drill holes were designed to test the controls of the gold mineralizing mechanism/event. In so doing, a number of the historical drill holes were twined specifically historical drill holes L80-04, L80-13 and L81-36.

Noble owns interests or has the right to earn an interest in the property summarized in the table below:

Exploration and Evaluation Assets	Location	NOB's Interest	Property Size Approx. acres
Project 81	North Timmins Area	100%	171,810

All field work is carried out under the supervision of Mr. Randy Singh, BSc., PGeo (ON), PEng (ON) the Company's Vice President of Exploration and Project Development and a Qualified Person under National Instrument 43-101. Exploration results on all of the Company's projects are reviewed by Mr. Michael Newbury PEng (ON), a director of the Company and a Qualified Person as defined under National Instrument 43-101. Mr. Newbury has read and approved the technical and scientific information contained in this MD&A. Disclosure on mineralization on adjacent properties has not been verified by Mr. Newbury and is not necessarily indicative of the Company's anticipated results. Where provided, potential quantity and grade is conceptual in nature as the Company has not conducted sufficient exploration to define resources and it is uncertain if further exploration will result in the target being delineated as a mineral resource.

On July 17, 2018, the Company published the Artificial Intelligence exploration potential results for the Crawford Township Property that has been optioned to Spruce Ridge Resources ("Spruce Ridge" TSX-V: SHL). The AI study has been recently completed by Albert Mining Inc., of Brossard, Quebec using their proprietary Computer Aided Resources Detection Software (CARDS) "Artificial Intelligence" (AI) Technology and Data Mining Techniques to further enhance and upgrade the target selection process within Project 81.

"CARDS" is a state of the art computer system that uses the latest artificial intelligence (AI) and pattern recognition algorithms to analyse large digital exploration data sets, such as with Project 81, and produce exploration targets. CARDS uses many layers of gridded data(variables) to learn the "signature" of known mineralized sites (positive cells) in a given area, which are then scored and cells with high similarity to the "sought signature" are identified.

The Study incorporated a total of 2,632 training points that were subjected to evaluation using merged helicopter-borne Time Domain Electromagnetic (HTEM) and Magnetic surveys completed by Triumph Geophysics in 2017 for Noble Minerals Exploration Inc., at 25m resolution, together with historical diamond drill hole database compiled by Orix Geoscience of Toronto, to construct the Cu-Zn and Ni "Predictive Models". CARDS uses data mining techniques and pattern recognition algorithms to analyze and compile the exploration data into many layers of gridded variables, in order to identify target zones with high statistical similarity to known areas of mineralization.

On August 1, 2018, the Company reported the results from 32 samples plus 3 Ni-Co standards submitted to AGAT Laboratories for Peroxide Fusion analysis for check Nickel and Cobalt analysis. The samples were from diamond drill hole KML12-03 completed on the Kingsmill Nickel-Cobalt Project in 2012.

Table 1

AGAT Sample Number	2018 AGAT NI - %	2018 AGAT Co -%	ActLabs Sample Number	From (m)	To (m)	2012 Actlabs TD-ICP Ni-ppm	2018 AGAT Peroxide Ni-ppm	2012 Actlabs TD-ICP Co-ppm	2018 AGAT Peroxide Co-ppm
E6637451	0.088	0.016	1285080	112	113	862	882	146	164
E6637452	0.093	0.016	1285081	113	114	973	935	159	164
E6637453	0.09	0.017	1285082	114	115	923	900	162	167
E6637454	0.091	0.017	1285083	115	116	941	913	164	172
E6637455	0.092	0.017	1285084	116	117	970	924	162	166
E6637456	0.092	0.017	1285085	117	118	938	921	151	168
E6637457	0.09	0.017	1285086	118	119	947	896	159	170
E6637458	0.083	0.017	1285087	119	120	895	833	153	167
E6637459	0.061	0.016	1285088	120	121	639	606	152	165
E6637460	0.056	0.017	1285089	121	122	579	565	152	167
E6637461	0.044	0.017	1285090	122	123	437	442	147	169
E6637462	0.039	0.018	1285091	123	124	387	388	158	176
E6637463	0.049	0.016	1285092	124	125	508	486	153	162
E6637464	0.053	0.017	1285093	125	126	545	528	158	168
E6637465	2.01	0.073							
E6637466	0.167	0.016	1285103	135	136	1820	1670	153	157
E6637467	0.147	0.017	1285104	136	137	1630	1470	155	166
E6637468	0.091	0.017	1285105	137	138	997	914	158	167
E6637469	0.094	0.017	1285106	138	139	957	941	154	166
E6637470	0.092	0.015	1285107	139	140	940	920	147	154
E6637471	0.192	0.013	1285108	140	141	2160	1920	135	133
E6637472	0.223	0.008							
E6637473	0.264	0.01	1286227	255	256	2600	2640	94	98
E6637474	0.252	0.01	1286228	256	257	2660	2520	97	96
E6637475	0.248	0.012	1286229	257	258	2680	2480	125	120
E6637476	0.271	0.012	1286230	258	259	2730	2710	120	123
E6637477	0.254	0.015	1286231	259	260	2630	2540	142	146
E6637478	0.271	0.013	1286232	260	261	2810	2710	133	135
E6637479	0.279	0.014	1286233	261	262	2820	2790	140	142
E6637480	0.028	0.006	1286236	264.4	265.4	188	285	55	59
E6637481	0.01	0.005	1286237	265.4	266.4	63	102	49	52
E6637482	0.005	0.005	1286238	266.4	267.4	48	52	46	47
E6637483	0.004	0.005	1286240	272	273	46	41	46	45
E6637484	0.009	0.005	1286241	280	281	63	91	49	52
E6637485	0.225	0.008							

The results in table 1 demonstrate the variation between the TD-ICP analysis and the Peroxide Fusion analysis which is a more accurate analysis for Cobalt and has returned on average higher results than the TD-ICP analysis done at the time of the drilling program in 2012. The Company believes this to be a positive development that requires additional evaluation to determine the next stages for exploration of the property.

On November 15, 2018, the Company announced that Spruce Ridge Resources Ltd. (TSX-V:SHL) had commenced an approximately 2000 metre diamond drilling campaign on the Crawford Township property optioned from Noble. The first drill hole was planned to be 600 metres deep and will test the strongest portion of a 3,000 metre long magnetic anomaly within an interpreted ultramafic and mafic intrusive complex covering an area of approximately 3.5 by 2.0 kilometres, estimated from recently completed airborne geophysical surveys. An airborne gravity survey using the Falcon system was recently carried out by Noble. A helicopter-borne electromagnetic and magnetic survey also covered the area.

The presence of ultramafic and mafic intrusive rocks is confirmed by limited diamond drilling performed in the 1960s. Ultramafic-mafic complexes are favourable sites for nickel plus or minus copper plus or minus cobalt plus or minus platinum-group elements (PGEs). The primary target of the upcoming drill program is a magnetic anomaly peak and closely associated 1,400 metre long EM conductor. An artificial intelligence (AI) assessment of combined geological and geophysical data confirmed the favourable interpretation of the ultramafic-mafic intrusive complex as a target for nickel mineralization, as well as highlighting VMS-type targets elsewhere on the Crawford property

On March 4, 2019, the Company announced that its Option and JV partner Spruce Ridge Resources Ltd (TSX-V SHL) had announced the results of its 2018 diamond drill program on the Crawford Ultramafic Complex. (The Table and Map below were taken directly from the Spruce Ridge Resources Ltd., News Release of March 01, 2019.)

CRAWFORD NICKEL PROJECT - 2018 DIAMOND DRILLING RESULTS										
DDH ID	**Hole dip**	**Hole azimuth**	**From (m)**	**To (m)**	**Core Length**	**Ni (%)**	**Co (ppm)**	**Pt (g/t)**	**Pd (g/t)**	**Au (g/t)**
SUMMARY OF INTERVALS PASSING 0.25% Ni CUTOFF										
CR18-01	**-60°**	**035°**	**234.00**	**525.00**	**291.00**	**0.293**	**118**	**0.011**	**0.020**	**0.002**
includes	-60°	035°	238.50	393.00	154.50	0.320	120	0.012	0.029	0.001
includes	-60°	035°	238.50	283.50	45.00	0.384	144	0.019	0.061	0.001
CR18-03	**-50°**	**035°**	**475.50**	**606.00 eoh**	**130.50**	**0.299**	**140**	**0.028**	**0.055**	**0.006**
includes	-50°	035°	492.00	547.50	55.50	0.324	139	0.028	0.096	0.005
includes	-50°	035°	492.00	516.00	24.00	0.333	140	0.060	0.201	0.011
CR18-04	**-50°**	**035°**	**205.50**	**402.00 eoh**	**196.50**	**0.332**	**135**	**0.010**	**0.027**	**0.002**
includes	-50°	035°	208.50	285.00	76.50	0.358	156	0.017	0.041	0.001
includes	-50°	035°	208.50	220.50	12.00	0.532	220	0.030	0.070	0.001
SUMMARY OF INTERVALS PASSING 0.20% Ni CUTOFF										
CR18-01	-60°	035°	36.00 eoc	594.00 eoh	558.00	0.261	127	0.010	0.016	0.002
CR18-02	-50°	035°	24.00 eoc	175.50	151.50	0.224	126	0.005	0.005	0.001
CR18-02	-50°	035°	175.50	216.00 eoh	40.50	Dunite less than 0.20% Ni				
CR18-03	-50°	035°	51.00 eoc	288.00	237.00	Mafic volcanic and marginal zone				
CR18-03	-50°	035°	288.00	606.00 eoh	318.00	0.248	126	0.019	0.028	0.003
CR18-04	-50°	035°	42.00 eoc	72.40	30.40	Mafic volcanic				
CR18-04	-50°	035°	72.40	193.50	121.10	Dunite less than 0.20% Ni				
CR18-04	-50°	035°	193.50	402.00 eoh	208.50	0.324	135	0.018	0.028	0.003
SELECTED INTERVALS WITH ELEVATED PGEs										
CR18-03	-50°	035°	492.00	493.50	1.5	0.285	140	**0.219**	**0.567**	0.004
CR18-03	-50°	035°	507.00	511.50	4.50	0.339	140	**0.059**	**0.498**	0.048
CR18-04	-50°	035°	165.00	166.50	1.50	0.182	120	**0.069**	**0.570**	0.006
Dumont Deposit average grade for comparison						*0.27*	*107*	*0.009*	*0.020*	*n/a*
Note: eoc = End of Casing; eoh = End of Hole										

Note: the lengths reported are core lengths and not true widths. The Company has insufficient information to determine the attitude, either of the ultramafic body or of mineralized zones within it. True widths will be less than the core lengths by unknown factors.

The 2018 drilling program by Spruce Ridge and its Joint Venture partner, a group of private investors, was focussed on the Crawford Ultramafic Complex, a 3.5-kilometre long body of peridotite, dunite and their serpentinized equivalents. The target was defined by a helicopter-borne magnetic and electromagnetic survey and an airborne gravity survey, both conducted over of the entire project area of 100 sq. km. An Artificial Intelligence (A.I.) review of data, provided by Albert Mining Inc. (TSX-V AIIM), also identified the area as being prospective for nickel.

SELECTED QUARTERLY INFORMATION

The following tables show selected financial information related to the Company for the periods indicated. The information contained in these tables should be read in conjunction with the Company's financial statements. An analysis of the information contained in these tables is set out below under "Results of Operations" and "Liquidity and Capital Resources".

Selected Quarterly Information

Quarter Ended	Net Income (Loss) Total $	Net Income (Loss) Per Share [(1)] $	Cash & Short Term Investment $	Total Assets $	Working Capital (Deficiency) $
May 31, 2019	(406,995)	(0.00)	481,762	4,567,602	467,511
Feb. 28, 2019	(294,928)	(0.00)	745,790	5,053,535	794,677
Nov. 30, 2018	(408,496)	(0.00)	168,436	3,976,195	(313,751)
Aug. 31, 2018	(647,597)	(0.01)	405,013	4,285,648	182,990
May 31, 2018	(819,194)	(0.01)	150,283	4,420,262	60,699
Feb. 28, 2018	(90,471)	(0.00)	1,229,222	5,300,806	1,317,858
Nov. 30, 2017	(981,759)	(0.01)	1,702,438	5,102,300	1,905,436
Aug 31, 2017	1,689,022	0.04	873,326	4,678,868	1,414,840

(1) Basic and fully diluted

RESULTS OF OPERATIONS

The Company has no revenue from its exploration and evaluation assets. As a result of its activities, the Company continues to incur net losses.

Three Months Ended May 31, 2019 vs. Three Months Ended May 31, 2018

During the three months ended May 31, 2019, the Company net loss was $406,995, compared to a net loss of $819,994 during the three months ended May 31, 2018. The Company recognized a loss of $334,790 on the value of its marketable securities for the three months ended May 31, 2019, compared with $333,988 for the three months ended May 31, 2018 driven primarily by a decline in value of the Company's holdings in MacDonald Mines Exploration Ltd.. Pursuant to the grant of restricted share units ("RSU") to certain officers and all of the directors of the Company on February 28, 2018, $2,101 in restricted share unit compensation was recorded during the three months ended May 31, 2019, representing the graded vesting of the fair value of the RSUs. (2018 - $241,435). During the three months ended May 31, 2019, the Company recognized $nil in directors fees, contrasted with $7,250 for the three months ended May 31, 2018. As the Supplemental Equity Incentive Plan was approved by shareholders on February 22, 2018, the grant of restricted share units replaced the payment of director fees.

Nine Months Ended May 31, 2019 vs. Nine Months Ended May 31, 2018

During the nine months ended May 31, 2019, the Company net loss was $1,110,419, compared to a net loss of $1,920,482 during the nine months ended May 31, 2018. The Company recognized a loss of $230,624 on the value of its marketable securities for the nine months ended May 31, 2019, compared with a loss of $1,920,482 for the nine months ended May 31, 2018 driven primarily by a decline of the Company's holdings in MacDonald Mines Exploration Ltd. (the prior period decline also being attributable primarily to fluctuations in holdings in MacDonald Mines Exploration Ltd. As well) Pursuant to the grant of restricted share units ("RSU") to certain officers and all of the directors of the Company on February 28, 2018, $87,226 in restricted share unit compensation was recorded during the nine months ended May 31, 2019, representing the graded vesting of the fair value of the RSUs. (six months ended May 31, 2018 - $250,849) During the nine months ended May 31, 2019, the Company recognized $406,461 in stock-based compensation expense, relating to graded vesting of previous option grants and a large option grant with immediate vesting in February 2019, contrasted with $244,849 recognized during the nine months ended May 31, 2018. During the nine months ended May 31, 2019, the Company recognized $nil in directors fees, contrasted with $33,500 for the nine months ended May 31, 2018. As the Supplemental Equity Incentive Plan was approved by shareholders on February 22, 2018, the grant of restricted share units replaced the payment of director fees.

Provision for mining land taxes

Ontario's Ministry of Northern Development and Mines (the "MNDM") declined the Company's request for a waiver of mining land taxes on the patented land rights currently comprising the bulk of the Company's Project 81. The Company replied to the MNDM's earlier rejection of Noble's waiver request with further submissions seeking mitigation of the mining land taxes assessed. The MNDM has now confirmed that these further submissions were rejected, and that the outstanding balance of mining land taxes owing on these properties for 2012, through 2018 approximates $824,323. Interest on these outstanding amounts began accruing in the quarter ended August 31, 2016, having begun to accrue 60 days after the MNDM's invoice for 2016 mining land taxes was issued). Interest of $56,000 will be waived by MNDM should all payments be made as per the agreed upon schedule.

On October 17, 2017, the Company entered into an agreement (the "Agreement") with Ontario's Ministry of Northern Development and Mines (the "MNDM") regarding the payment of tax arrears and accrued interest on Noble's Project 81. The Company was advised by the MNDM that mining land taxes were assessed against its Project 81 patented lands (the "Lands") beginning on January 1, 2012. Under the Agreement, Noble has confirmed that the amount it owed to the MNDM stood at approximately $1.4 million, including taxes and interest for the period of January 2012 to September 2017 (the "Tax Arrears").

Under the terms of the Agreement, the Company is required to pay the Tax Arrears and accruing mining land taxes in 10 installments, with the first eight instalments of $200,000 having been made. The final payment will be due in September 2019, and upon the Company having made that payment it will have paid Tax Arrears plus all current mining land taxes through to that date. Pursuant to the Agreement, Noble also executed surrender documents (the "Surrender Documents") for the Lands that will be held in escrow by the MNDM until all required payments have been made. If the Company defaults under the Agreement, the MNDM has the option of demanding full payment of all then outstanding taxes and interest, or terminating Noble's ownership of the Lands after the expiration of a specified notice period.

Under the Agreement, Noble is entitled to enter into option, joint venture or similar agreements (the "Option Agreements") with respect to portions of the Lands (the "Optioned Lands") provided that the rights of third-parties under those Option Agreements are subordinated to the rights of the MNDM under the Agreement. In addition, the Company has a discretionary right to accelerate payment of Tax Arrears attributable to all or any Optioned Lands and, upon such payment, the MNDM will return the Surrender Documents associated with those Optioned Lands and confirm that all taxes due have been paid, after which the Optioned Lands will no longer be included as Lands.

Subsequent to May 31, 2019, the Company paid the remaining obligation under the negotiated payment plan. As of the date of this document, confirmation from the Ministry of Northern Development is pending.

The following is a continuity of the provision for mining land taxes:

	Nine Months Ended May 31, 2019	Year Ended August 31, 2018
Opening balance	$ 658,626	$ 1,434,783
Accrued levy	261,935	223,843
Payments made	(600,000)	(1,000,000)
	$ 320,561	$ 658,626

Under the terms of a negotiated payment plan with the Ministry of Northern Development and Mines, the Company is committed to make the following payments::

July 15, 2019	200,000
September 15, 2019	82,469
	$ 282,469

Marketable Securities

As at May 31, 2019, the Company owned several positions in Canadian junior resource companies. These investments are classified as available-for-sale and are carried at fair value, any unrealized gains or losses are recognized as other comprehensive income until the investment is disposed of, at which time any cumulative unrealized gain or loss previously recognized in other comprehensive loss is transferred and recognized as net income for the period.

The following is a breakdown of the fair market value of marketable securities held:

	May 31, 2019	August 31, 2018
MacDonald Mines Exploration Ltd. - shares	$ 231,750	$ 424,875
MacDonald Mines Exploration Ltd. - warrants	19,800	91,430
Spruce Ridge Resources Ltd. - shares	120,000	105,000
Spruce Ridge Resources Ltd. - warrants	194,500	174,500
Other	1,690	2,559
	$ 567,740	$ 798,364

Exploration and Evaluation Assets

As a result of its exploration activities, the Company had deferred $3,500,997 (August 31, 2018 - $3,025,317) of exploration expenditures on its exploration and evaluation assets. The deferred expenses were mostly related to airborne radiometric mapping and survey, to sampling, drilling, trenching, and to efforts to identify anomalies and mineralization zones.

Capital Management

The Company manages its capital with the following objectives:

- to ensure sufficient financial flexibility to achieve the ongoing business objectives including funding of future opportunities, and pursuit of acquisitions; and
- to maximize shareholder return through enhancing the share value.

The Company monitors its capital structure and makes adjustments according to market conditions in an effort to meet its objectives given the current outlook of the business and industry in general. The Company may manage its capital structure by issuing new shares, repurchasing outstanding shares, adjusting capital spending, or disposing of assets. The capital structure is reviewed by Management and the Board of Directors on an ongoing basis.

The Company considers its capital to be equity, comprising share capital, share-based payment reserve, warrants, deficit, and other comprehensive loss, which at May 31, 2019 totaled $3,968,508 (August 31, 2018 - $3,208,266).

The Company manages capital through its financial and operational forecasting processes. The Company reviews its working capital and forecasts its future cash flows based on operating expenditures, and other investing and financing activities. The forecast is regularly updated based on activities related to its exploration and evaluation assets. Selected information is frequently provided to the Board of Directors of the Company. The Company's capital management objectives, policies and processes have remained unchanged during the nine months ended May 31, 2019. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than Policy 2.5 of the TSXV Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of 6 months. As of May 31, 2019, the Company met the criteria stipulated by Policy 2.5 but continues to actively seek additional sources of liquidity.

LIQUIDITY AND CAPITAL RESOURCES

The Company had working capital $467,511 as at May 31, 2019 (August 31, 2018 – $180,990). The increase in working capital seen during the period is primarily due to the private placement closed during the period, an increase in market value of marketable securities, partially mitigated by a reduction in cash resulting from funding operations during the period.

The Company has no revenue from its exploration and evaluation assets. The Company continues to seek additional sources of liquidity. 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, twelve months from the end of the reporting period. The Company's ability to continue operations and fund its exploration and evaluation assets expenditures is dependent on management's ability to secure additional financing, or establishing a joint venture or disposition of assets to carry out its exploration programmes. Management is actively pursuing such additional sources of financing, 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. Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the entity's ability to continue as a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the consolidated financial statements. These adjustments could be material. For additional comments on the Company's liquidity and capital resources, refer to Note 1 of the Annual Consolidated Financial Statements for the year ended August 31, 2018, the *"Capital Management"* section above and to the "*Subsequent Events*" and *"Risk Factors"* sections below.

As of the date of this document, the Company's share position consisted of:

Shares outstanding	125,061,725
Options outstanding	5,510,000
Warrants outstanding	61,655,384

Events Occurring After Reporting Date

There are no material events occurring after the reporting period which have not been disclosed in this document.

Additional Information for Issuers Without Significant Revenue

See note 12 of the Company's May 31, 2019 audited consolidated financial statements for a breakdown of general and administrative expenses.

Related Party Transactions

The following amounts were paid or accrued as payable to officers and directors or to companies controlled by those officers and directors. These expenditures were recorded at the amounts negotiated and agreed to by the parties and are summarized below:

	Three Months Ended May 31, 2019	Three Months Ended May 31, 2018	Nine Months Ended May 31, 2019	Nine Months Ended May 31, 2018
Chairman, President & CEO	$ 15,000	$ 15,000	$45,000	$45,000
Vice President Exploration & Project Development	15,000	9,972	45,000	77,864
Chief Financial Officer	4,500	4,500	13,500	13,500
Directors' fees (recovery)	nil	nil	nil	33,500
Corporate Secretary	10,500	10,500	31,500	31,500

During the three and nine months ended May 31, 2019, the Company incurred an aggregate of $34,500 and $103,500, respectively (three and nine months ended May 31, 2018 - $28,927 and $136,634, respectively) in management fees to three officers for administering the Company's affairs. Of these amounts, $15,000 and $45,000, respectively, (three and nine months ended May 31, 2018 - $9,292 and $77,864, respectively) were capitalized to exploration and evaluation assets, and $19,500 and $58,500, respectively (three and nine months ended May 31, 2018 - $19,635 and $58,770, respectively) were included in management fees. As at May 31, 2019, $63,940 (August 31, 2018 - $80,800) pertaining to fees and ancillary expense reimbursements were included in accounts payable and accrued liabilities. Officers of the Company were reimbursed for out of pocket expenses that occurred in the normal course of operations.

During the three and nine months ended May 31, 2019, the Company accrued or paid professional fees of $59,484 and $110,427, respectively (three and nine months ended May 31, 2018 - $98,292 and $173,289, respectively) for legal advice and related services to a legal firm, Ormston List Frawley LLP, from which an officer of the Company is a partner. Approximately $10,500 and $31,500, respectively (three and nine months ended May 31, 2018 - $10,500 and $31,500, respectively) of that amount is attributable to the services of the Company's Secretary and for related corporate secretarial services, and the remaining $48,984 and $78,927, respectively (three and nine months ended May 31, 2018 - $87,792 and $141,789, respectively) is attributable to services of other lawyers and legal professionals at Ormston List Frawley LLP. As at May 31, 2019, $75,532 (August 31, 2018 - $192,307) pertaining to legal fees were included in accounts payable and accrued liabilities.

The Company's outstanding common shares trade on the TSX Venture Exchange under the symbol NOB and to the knowledge of directors and officers of the Company, the Company's outstanding common shares are widely held.

The above noted transactions are in the normal course of business and are measured at fair value, except as noted, and approved by the Board of Directors in strict adherence to conflict of interest laws and regulations.

Off-Balance Sheet Transactions

The Company has not entered into any off-balance sheet arrangements.

Proposed Transactions

As is typical of the minerals, oil and gas exploration and development industry, the Company continues to review property and competitor company information in search of future opportunities in terms of new property acquisitions and business partnerships.

Comparative Figures

As a result of the Company's early adoption of IFRS 9, with retrospective application as denoted in notes 2(q)(ii) and 22 of the Company's August 31, 2018 audited annual consolidated financial statements, the Company reclassified certain unrealized gains on marketable securities from accumulated other comprehensive income to fair value through profit or loss and to record a deferred tax recovery on unrealized gains recorded through comprehensive income. The Company is also early adopted IFRS 9 and applied the irrevocable initial recognition election available under IFRS 9 to classify all marketable securities as fair value through other comprehensive income.

The impact of the adoption of IFRS 9 and the restatement of comparative figures as at and for the nine months ended May 31, 2018 is as follows:

	As Previously Reported	Adjustment	As Restated
Excerpt from Statement of Financial Position			
Accumulated Deficit	$(24,029,132)	$ (866,943)	$(24,896,075)
Accumulated other comprehensive Income	(798,223)	798,223	-
Excerpt From Statement of Comprehensive Income (Loss)			
Unrealized (gain) on FVTPL financial instruments	-	(1,028,790)	(1,028,790)
Total expenses	(891,790)	(1,028,790)	(1,920,580)
Income (loss) for the period	(891,692)	(1,028,790)	(1,920,482)
Comprehensive income for the period	(1,920,482)	1,920,482	-
Net income and comprehensive income for the period	(1,920,482)	-	(1,920,482)

(i) Accumulated deficit as at May 31, 2018 increased by $1,028,790 from a reclassification from accumulated other comprehensive loss to fair value adjustment on marketable securities on the Company's condensed interim statement of comprehensive loss, with the remaining $161,847 pertaining to historical impact on opening deficit adopting IFRS and the effect of a restatement error, as described in Note 22 of the Company's August 31, 2018 audited consolidated annual financial statements.

(ii) Accumulated other comprehensive loss declined to $nil as a result of the adoption of IFRS 9, with $1,028,790 relating to the nine months ended May 31, 2018 and the residual balance of $230,567 relating to prior periods. See note 22 of the Company's August 31, 2018 audited consolidated annual financial statements.

(iii) Unrealized gains on FVTPL financial instruments are presented in profit or loss and not in other comprehensive income.

(iv) As a result of the above changes, basic and fully diluted loss per share for the nine months ended May 31, 2018 has increased to $0.02 from $0.01.

(v) There was no impact on the statements of cash flows.

ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES

Statement of Compliance

The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements required by International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by International Financial Reporting Interpretations Committee ("IFRIC").

The condensed interim consolidated financial statements were approved by the Board of Directors on July 29, 2019.

RISK FACTORS

Noble Mineral's business of exploring mineral resources involves a variety of operational, financial and regulatory risks that are typical in the natural resource industry. In addition to considering the information disclosed in the financial statements and in the other publicly filed documentation regarding the Company available at www.sedar.com, the reader should carefully consider the following information. Any of these risk elements could have material adverse effects on the business of the Company. The Company attempts to mitigate these risks and minimize their effect on its financial performance, but there is no guarantee that the Company will be profitable in the future, and the Company's common shares should be considered speculative.

Mineral Resources

As of the date of this Management Discussion & Analysis, no mineral resources as defined by National Instrument 43-101 had been established at the Company's projects. There is no certainty that further exploration and development will result in the definition of mineral resources, or mineral reserves at the Company's projects.

Permitting Requirements

The Company and/or its partners are, from time to time, required to obtain certain permits, licenses or consents in order to operate its business. There is no guarantee as to whether or when such permits, licenses or consents will be granted or renewed as applicable.

Commodity Price Volatility

The price of various resource commodities that the Company intends to exploit and subsequently market can fluctuate drastically, and is beyond the Company's control.

Title to Mineral Properties

Acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed or impugned. Although the Company has investigated its title to the mineral properties for which it holds concessions or mineral leases or licenses, there can be no assurance that the Company has valid title to such mineral properties or that its title thereto will not be challenged or impugned. The Company obtained title insurance on the patented properties that are included in its Project 81 when it first acquired those properties. A successful claim that the Company does not have title to a mineral property could cause the Company to lose its rights to mine that property, perhaps without compensation for its prior expenditures relating to the property.

Additional Disclosure For Venture Issuers Without Significant Revenue

General and administrative expense is comprised of the following:

	Three Months Ended May 31,		Nine Months Ended May 31,	
	2019	2018	**2019**	2018
Accounting and corporate services	**$ 9,669**	$ 11,157	**$ 32,711**	$ 36,513
Office and general	**21,404**	27,305	**35,397**	87,453
Management fees (Note 11)	**19,500**	19,635	**58,500**	58,770
Professional fees (Note 11)	**(31,230)**	152,268	**127,074**	149,611
Rent	**-**	-	**995**	1,672
Shareholder relations	**50,761**	22,259	**131,431**	87,930
Directors fees (Note 11)	**-**	7,250	**-**	33,500
Stock-based compensation[1] (Note 11)	**-**	-	**406,461**	244,849
Restricted share unit compensation[1] (Note 11)	**2,101**	241,435	**87,226**	250,465
	$ 72,205	$ 481,309	**$ 879,795**	$ 950,763

[1]*Stock-based and restricted share unit compensation is a non-cash expense, representing a portion of the Black-Scholes valuation recognized under the graded vesting method.*

Mineral Exploration and Exploitation

Mineral exploration and exploitation involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Unusual or unexpected formations, formation pressures, fires, power outages, labour disruptions, flooding, explosions, tailings impoundment failures, cave-ins, landslides and the inability to obtain adequate machinery, equipment or labour are some of the risks involved in mineral exploration and exploitation activities. The Company has relied on and may continue to rely on consultants and others for mineral exploration and exploitation expertise. Substantial expenditures are required to establish mineral reserves and resources through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of some properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining, or to upgrade existing infrastructure. There can be no assurance that the funds required to exploit any mineral reserves and resources discovered by the Company will be obtained on a timely basis or at all. The economics of exploiting mineral reserves and resources discovered by the Company are affected by many factors, many outside the control of the Company, including the cost of operations, variations in the grade of ore mined and metals recovered, price fluctuations in the metal markets, costs of processing equipment, and other factors such as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection. There can be no assurance that the Company's mineral exploration and exploitation activities will be successful.

Uninsurable Risks

Mineral exploration and exploitation activities involve numerous risks, including unexpected or unusual geological operating conditions, rock bursts, cave-ins, fires, floods, earthquakes and other environmental occurrences and political and social instability. It is not always possible to obtain insurance against all such risks and the Company may decide not to insure against certain risks as a result of high premiums or other reasons. Should such liabilities arise, they could negatively affect the Company's profitability and financial position and the value of the common shares of the Company. The Company does not maintain insurance against environmental risks.

OUTLOOK

Project 81

The Company will continue its efforts on Project 81. Given significant advancements in exploration technology during the past 50 years, we believe there is potential to identify additional resources on what has been referred to as an underexplored project area encompassing approximately 79,000Ha.

During fiscal 2018, the Company received a detailed data compilation and geological interpretation reports which has recently prioritized drill ready targets on its Project 81.

With improving commodity and junior resource financial markets, the Company as a Project Generator will continue to seek additional option and joint venture partners to earn into various selected targets that have been identified from this interpretation, the compilation of current and historic results, from the geophysical airborne survey flown in 2011, 2012 and 2017, and from the Gravity Gradiometer survey currently contracted. The Company will also conduct exploration for its own account as needed or appropriate.