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Management's Discussion and Analysis

For the Three Months Ended March 31, 2016

TSXV: KDI

KENNADY DIAMONDS INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE MONTHS ENDED MARCH 31, 2016

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This Management's Discussion and Analysis ("MD&A") of May 11, 2016 provides a review of the financial performance of Kennady Diamonds Inc. (the "Company" or "Kennady Diamonds" or "KDI") and should be read in conjunction with the MD&A for the year ended December 31, 2015, the unaudited condensed interim financial statements and the related notes for the three months ended March 31, 2016 and the audited financial statements for the year ended December 31, 2015. The following MD&A has been approved by the Audit Committee on behalf of the Board of Directors.

All amounts are expressed in Canadian dollars unless otherwise stated.

Technical information included in this MD&A regarding the Company's mineral property has been reviewed by Tom McCandless, a Director of the Company and a Qualified Person as defined by National Instrument 43-101 - Standards of Disclosure for Mineral Properties ("NI 43-101").

Additional information, related to the Company is available on SEDAR at <http://sedar.com/>

COMPANY OVERVIEW

Kennady Diamonds is a Canadian-based resource company that was incorporated on February 27, 2012 under the laws of the Province of Ontario. Kennady Diamonds currently holds a 100% interest in 16 federal leases and 58 claims in the Kennady North diamond project.

Drilling and bulk sampling is currently underway on the Company's properties. At this time the Company has not generated any revenue.

Kennady Diamonds commenced trading on the TSX Venture Exchange on July 10, 2012 under the ticker symbol "KDI". The Company's registered office and its principal place of business is 161 Bay Street, Suite 2315, P.O. Box 216, Toronto, ON, Canada, M5J 2S1.

HIGHLIGHTS

Following on positive results of the 2015 program, a second bulk sampling program was implemented at Kelvin with the intent to recover at least 500 tonnes of kimberlite. On April 25, 2016, the Company announced that it had completed 29 large-diameter reverse-circulation (RC) holes along the strike of the Kelvin North Lobe resulting in the recovery of approximately 580 tonnes of kimberlite, surpassing the Company's 500 tonne target. Drilling has also confirmed the continuity of the Kelvin kimberlite beyond the current geological model. Based on the results to date, the Company has engaged JDS Energy and Mining (Vancouver, B.C) to conduct a preliminary economic assessment of the Kelvin kimberlite.

Further highlights include the resolution of two pipe-like kimberlites at Faraday 1 and Faraday 2, the extension of Faraday 2 over 480 meters of strike, and the discovery of the Faraday 3 kimberlite. At Faraday 2 a total of 7.96 tonnes was recovered by core drilling and returned a sample grade of 3.31 carats per tonne for diamonds larger than 0.85mm. At Faraday 1 a total of 0.743 tonnes recovered by core drilling returned a sample grade of 4.17 carats per tonne for diamonds larger than 0.85mm.

KENNADY NORTH DIAMOND PROJECT

Overview

The Kennady North diamond project is located approximately 300 kilometers north-east of Yellowknife in Canada's Northwest Territories. The Kennady North diamond district has an area of approximately 61,000 hectares.

Exploration at Kennady North commenced in the late 1990's and resulted in the discovery of the diamond-bearing Kelvin, Faraday, MZ and Doyle kimberlites occurrences. The number of diamonds recovered from the Kelvin and Faraday kimberlites and the size-frequency distribution indicated that they may be of comparable grade to the 5034 (1.77 carats per tonne) and Hearne (2.10 carats per tonne) kimberlites at the Gahcho Kué JV.

Exploration

In October 2011, an Airborne Gravity Gradiometry survey ("AGG"), which included a total of 2,793 line-kilometres flown over the Kennady North diamond project. This survey resulted in the identification of 106 geophysical targets, resulting in a 560 line-kilometre total magnetic field ground ("MAG") survey over the geophysical targets identified by the AGG survey. The MAG survey was conducted at 20 metre line-spacing, and the results enabled Mountain Province to prioritize the geophysical targets for drilling. The MAG survey was managed by Aurora Geosciences Ltd. ("Aurora") and was completed in April 2012.

In June 2012, Kennady Diamonds received a Type A Land Use Permit from the Mackenzie Valley Land and Water Board in respect of the Kennady North diamond project, which cleared the way for Kennady Diamonds to commence a summer drill program at the Kennady North diamond project.

In July 2012, the Company entered into an Exploration Agreement with the Lutsel K'e Dene First Nation ("Lutsel K'e"). The Exploration Agreement established the basis for Kennady Diamonds and Lutsel K'e to work collaboratively to advance exploration at Kennady North.

The Company has completed a number of exploration and evaluation programs from the summer of 2012 through to December 2015 and at April 25, 2016 announced the successful completion of the Kelvin North Lobe bulk sampling program. Exploration and evaluation expenditures through 2015 are summarized below.

	Total	December 31, 2015	December 31, 2014	December 31, 2013	December 31, 2012
Exploration and evaluation expenses	\$53,325,958	\$28,631,737	\$17,415,440	\$5,307,526	\$1,971,255
Meters drilled	71,816	33,423	27,258	8,648	2,488

2012 Exploration Program

Based on the AGG survey results, exploration drilling at the Kennady North Project commenced in mid-2012. At that time, it was unclear whether the Kelvin and Faraday kimberlites were contiguous or separate bodies. Land-based drilling took place at both kimberlites and the core was sent to the SRC for diamond recovery by caustic fusion.

The combined Kelvin/Faraday diamond results are summarized below in Table 1.

Table 1 - Kelvin/Faraday 2012 Summer Diamond Recovery Results

Total Weight (Kg)	Numbers of Diamonds According to Sieve Size Fraction (mm)										Total Diamonds
	+0.075 - 0.106	+0.106 - 0.150	+0.150 - 0.212	+0.212 - 0.300	+0.300 - 0.425	+0.425 - 0.600	+0.600 - 0.850	+0.850 - 1.180	+1.180 - 1.700	+1.700 - 2.360	
394.44	570	528	316	241	123	22	67	12	9	1	1,889

*Total carat weight of the sample is 0.92.

2013 Exploration Program

In winter 2013, the Company completed 5,000 meters of drilling at Kennady North. Kimberlite was intersected in 24 of 26 drill holes with intercepts ranging from a few meters to approximately 100 meters. Kimberlite core was treated by the SRC for recovery of diamonds by caustic fusion with results summarized in Table 2. For the Kelvin kimberlite a sample grade of 7.24 carats per tonne for diamonds greater than 0.85mm was obtained, which included a 2.48 carat diamond. In summer a 2,500 meter drill program focused on land-based drilling at the North Lobe of the Kelvin kimberlite with recovered kimberlite again treated at SRC. Table 3 combines the total 2013 Kelvin diamond recovery results from both winter and summer programs.

Table 2 - Kelvin/Faraday 2013 Winter Diamond Recovery Results

Total Weight (Kg)	Number of Diamonds According to Sieve Size Fraction (mm)													Total Diamonds
	+0.075 - 0.106	+0.106 - 0.150	+0.150 - 0.212	+0.212 - 0.300	+0.300 - 0.425	+0.425 - 0.600	+0.600 - 0.850	+0.850 - 1.180	+1.180 - 1.700	+1.700 - 2.360	+2.360 - 3.350	+3.350 - 4.750	+4.750	
1,103	3,139	2,285	1,283	823	552	289	199	78	40	13	4	2	1	8,708

Table 3 - Kelvin 2013 Winter and Summer Diamond Recovery Results

Total Weight (Kg)	Number of Diamonds According to Sieve Size Fraction (mm)											Total Diamonds*	
	+0.106 - 0.150	+0.150 - 0.212	+0.212 - 0.300	+0.300 - 0.425	+0.425 - 0.600	+0.600 - 0.850	+0.850 - 1.180	+1.180 - 1.700	+1.700 - 2.360	+2.360 - 3.350	+3.350 - 4.750		
4,301	5,343	4,262	2,664	1,817	959	602	279	126	52	10	6	1	16,121

*Total weight of diamonds greater than 0.85mm: 18.58 carats

* Sample grade of diamonds greater than 0.85mm: 4.32 carats/tonne

2014 Exploration Program

In winter 2014, the Company commenced a range of geophysics programs including ground-penetrating radar and Ohmmapper surveys at both the Kelvin and Faraday kimberlites. Roughly 10,200 meters of drilling was then completed with over 25 tonnes of kimberlite recovered from Kelvin and over one tonne of kimberlite recovered from Faraday. The drilling defined the Kelvin and Faraday kimberlites as separate bodies, but it was unclear whether the Faraday kimberlite represented one or more separate bodies. It is now understood that Faraday 1 and Faraday 2 are two separate kimberlites. Nearly one tonne of kimberlite from Faraday was processed at the SRC with diamond recovery results summarized in Table 4.

Table 4 - Faraday 2014 Winter Diamond Recovery Results

Total Weight (Kg)	Number of Diamonds According to Sieve Size Fraction (mm)												Total Diamonds
	+0.106 -0.150	+0.150 -0.212	+0.212 -0.300	+0.300 -0.425	+0.425 -0.600	+0.600 -0.850	+0.850 -1.180	+1.180 -1.700	+1.700 -2.360	+2.360 -3.350	+3.350 -4.750	+4.750	
933.08	1,879	1,180	741	420	207	104	59	25	6	7	0	0	4,628

*Total weight of diamonds greater than 0.85mm: 3.62 carats

*Sample grade of diamonds greater than 0.85mm: 3.88 carats per tonne

The Kelvin 25 tonne mini-bulk sample was shipped to Yellowknife where detailed logging and analysis took place under the guidance of SRK Consulting, Vancouver, B.C. ("SRK") prior to dispatch to the SRC for processing through the dense-media separation (DMS) plant. Four distinct kimberlite phases were identified in the mini-bulk sample core, which are described in Table 5. The DMS results generated an overall sample grade of 1.79 c/t and are summarized in Table 6.

Table 5 – Kelvin Kimberlite Phases

Zone 1	Coherent pyroclastic kimberlite (PK)
Zone 2	Pyroclastic kimberlite with small (1-3cm) and medium (1-8cm) xenoliths
Zone 3	Pyroclastic kimberlite with rock flour and large (+10cm) xenoliths
Zone 4	Coherent transitional pyroclastic kimberlite

Table 6 – Kelvin 2014 Winter/Spring Diamond Recovery Results

Batch	Sample Weight (tonnes)	Number of Diamonds According to Sieve Size Fraction (mm)							Total	Carats	Sample Grade (c/t)
		+0.850 - 1.180	+1.180 - 1.700	+1.700 - 2.360	+2.360 - 3.350	+3.350 - 4.750	+4.750 - 6.700	+6.700 - 9.500			
Zone 1	6.12	70	133	71	23	1	0	0	298	18.13	2.96
Zone 2	5.60	45	95	43	9	2	1	0	195	11.91	2.13
Zone 3	9.20	44	60	18	10	1	0	0	133	7.76	0.84
Zone 4	4.05	32	54	15	7	1	0	0	109	6.32	1.56
Total*	24.97	200	347	149	49	5	1	0	751	44.64	1.79

*Includes DMS and recovery cleanup

Under the guidance of SRK, three main zones of kimberlite emplacement were defined at the Kelvin kimberlite, described as zones A, B and C, with zone B further subdivided. Table 7 describes the kimberlite zones present in the Kelvin kimberlite. For a 19 tonne mini-bulk sample recovered in the summer/fall drilling program, each of the zones were processed separately to understand the variability in diamond size and grade. Table 8 summarizes the diamond recovery results from the summer/fall mini-bulk sample. The summer/fall mini-bulk sample from the Kelvin North Lobe with a grade of 2.59 carats per tonne is 40% higher than the winter/spring sample from the shallower and partly outcropping southeast lobe.

Table 7 - Kelvin kimberlite zones

Zone	Kimberlite textural classification	Comments
A	Hypabyssal kimberlite with less common pyroclastic kimberlite	
B1	Pyroclastic kimberlite	Less than 50% dilution
B2/3	Pyroclastic kimberlite	More than 50% dilution
C	Hypabyssal kimberlite and pyroclastic kimberlite	

Table 8 – Kelvin 2014 Summer/Fall Diamond Recovery Results

Batch	Sample Weight (dry tonnes)	Number of Diamonds According to Sieve Size Fraction (mm)							Total Diamonds*	Carats*	Sample Grade (c/t) +0.85mm
		+0.850 -1.180	+1.180 - 1.700	+1.700 - 2.360	+2.360 - 3.350	+3.350 - 4.750	+4.750 - 6.700	+6.700 - 9.500			
Zone A	5.87	87	152	76	25	7	1	0	348	24.71	4.21
Zone B1	3.75	47	85	32	10	4	0	0	178	11.00	2.93
Zone B1(a)	1.67	12	28	14	4	2	0	0	60	5.16	3.09
Zone B2	1.90	11	18	3	1	0	0	0	33	1.15	0.61
Zone B3	2.62	2	13	4	1	0	0	0	20	0.97	0.37
Zone B3(a)	1.90	12	17	6	4	2	0	0	41	3.74	1.97
Zone C	1.17	5	24	4	3	0	0	0	36	1.97	1.68
TOTAL	18.88	177	339	140	48	15	1	0	720	48.84	2.59

*Includes DMS recovery cleanup

In addition to the mini-bulk sample results, 3.77 tonnes of kimberlite from the summer/fall sample was processed by caustic fusion at the SRC and 1.23 tonnes was processed by caustic fusion at the Rio Tinto diamond laboratory in Thunder Bay, Ontario. Table 9 summarizes these caustic fusion results. A 1.83 tonne sample from the southern portion of the Kelvin North Lobe and a 47.62 kilogram sample from the Kelvin Sheet was also processed by caustic fusion at SRC, with results summarized in Tables 10 and 11.

In 2014, a total of approximately 27,200 meters was drilled at the Kelvin – Faraday kimberlite, resulting in the recovery of approximately 55 tonnes of kimberlite.

Table 9 – Kelvin 2014 Summer/Fall Diamond Recovery Results

Sample Weight (Dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												*Total Diamonds
	+0.106 -0.150	+0.150 -0.212	+0.212 -0.300	+0.300 -0.425	+0.425 -0.600	+0.600 -0.850	+0.850 -1.180	+1.180 -1.700	+1.700 -2.360	+2.360 -3.350	+3.350 -4.750	+4.750	
5.001	4,556	3,176	2,041	1,257	772	462	218	105	35	7	4	0	12,633

*Total weight of recovered diamonds greater than 0.85mm: 12.85 carats

*Sample grade of diamonds greater than 0.85mm: 2.57 carats per tonne

Table 10 – Kelvin South Lobe 2014 Caustic Fusion Diamond Recovery Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												*Total diamonds
	+0.106 -0.150	+0.150 -0.212	+0.212 -0.300	+0.300 -0.425	+0.425 -0.600	+0.600 -0.850	+0.850 -1.180	+1.180 -1.700	+1.700 -2.360	+2.360 -3.350	+3.350 -4.750	+4.750	
1.8376	1,679	1,150	693	425	235	121	72	35	15	3	2	1	4,431

*Total weight of recovered diamonds greater than 0.85mm: 6.68 carats

*Sample grade of diamonds greater than 0.85mm: 3.64 carats per tonne

Table 11 – Kelvin Sheet 2014 Caustic Fusion Diamond Recovery Results

Sample Weight (dry kilograms)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												*Total diamonds
	+0.106 -0.150	+0.150 -0.212	+0.212 -0.300	+0.300 -0.425	+0.425 -0.600	+0.600 -0.850	+0.850 -1.180	+1.180 -1.700	+1.700 -2.360	+2.360 -3.350	+3.350 -4.750	+4.750	
47.62	53	46	25	15	5	2	3	1	2	0	0	0	152

*Total weight of recovered diamonds greater than 0.85mm: 0.28 carats

*Sample grade of diamonds greater than 0.85mm: 5.95 carats per tonne

2015 Exploration Program

The 2015 drilling program confirmed the continuity of the Kelvin kimberlite beyond the current geological model. A winter core drilling program recovered 2.7 tonnes of kimberlite from the Kelvin North Lobe, which was processed by caustic fusion at the SRC and returned a sample grade of 2.74 carats per tonne for diamonds greater than 0.85mm. The spring drilling program recovered two samples from Kelvin for caustic fusion at the SRC; A 2.42 tonne sample from the Kelvin North Lobe returned a sample grade of 2.60 carats per tonne, and 2.67 tonnes of kimberlite

returned a sample grade of 3.40 carats per tonne for diamonds greater than 0.85mm. In summer, 0.93 tonnes of kimberlite from the Kelvin North Lobe returned a sample grade of 3.55 carats per tonne for diamonds greater than 0.85mm. Table 12 below summarizes the 2015 caustic fusion diamond recovery results from the Kelvin North Lobe 2015 summer drill program.

Table 12 – Kelvin North Lobe 2015 Caustic Fusion Diamond Recovery Results
Winter Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												Total diamonds
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+4.750	
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750		
2.6874	3,312	2,098	1,208	751	435	245	133	53	21	9	1	0	8,266

**Total weight of recovered diamonds greater than 0.85mm: 7.37 carats*
**Sample grade of diamonds greater than 0.85mm: 2.74 carats per tonne*

Spring Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												*Total diamonds
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+4.750	
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750		
2.416	2,438	1,632	1,034	639	397	209	113	53	24	6	0	0	6,455

**Total weight of recovered diamonds greater than 0.85mm: 6.29 carats*
**Sample grade of diamonds greater than 0.85mm: 2.60 carats per tonne*

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												*Total diamonds
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+4.750	
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750		
2.674	2,608	1,811	1,096	719	421	259	125	53	21	8	3	0	7,124

**Total weight of recovered diamonds greater than 0.85mm: 9.10 carats*
**Sample grade of diamonds greater than 0.85mm: 3.40 carats per tonne*

Summer Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												*Total diamonds
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+4.750	
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750		
0.926	1,375	927	568	363	181	110	56	29	1	1	1	0	7,124

**Total weight of recovered diamonds greater than 0.85mm: 3.29 carats*
**Sample grade of diamonds greater than 0.85mm: 3.55 carats per tonne*

Drilling in 2015 also confirmed that Faraday 1 and Faraday 2 are separate bodies. A 0.93 tonne sample of kimberlite from the Southeast Lobe of Faraday 2 was processed by caustic fusion and returned a sample grade of 1.93 carats per tonne for diamonds greater than 0.85mm. Table 13 summarizes the caustic fusion diamond recovery for the Faraday 2 Southeast Lobe.

Table 13 – Faraday 2 Southeast Lobe 2015 Spring Caustic Fusion Diamond Recovery Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												Total diamonds
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+4.750	
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750		
0.9337	1,275	872	488	283	179	99	48	16	3	3	0	0	3,266

**Total weight of recovered diamonds greater than 0.85mm: 1.81 carats*
**Sample grade of diamonds greater than 0.85mm: 1.93 carats per tonne*

In 2015, a 443 tonne bulk sample recovered by large-diameter reverse circulation drilling at the Southeast Lobe of the Kelvin kimberlite was processed by dense-media separation at SRC. Table 14 summarizes the caustic fusion diamond recovery results from the southeast lobe of the Kelvin kimberlite. A total of 35 diamonds larger than 1 carat were recovered from the bulk sample.

Table 14 – Kelvin 2015 Bulk Sample Diamond Recovery Results

Batch	Sample Weight (tonnes)	Number of Diamonds According to Sieve Size Fraction (mm)							Total Diamonds	Carats	Sample Grade (c/t) +0.85mm
		+0.850 - 1.180	+1.180 - 1.700	+1.700 - 2.360	+2.360 - 3.350	+3.350 - 4.750	+4.750 - 6.700	+6.700 - 9.500			
Zone A	143.35	2,307	3,563	1,350	373	78	8	-	7,679	409.21	2.85
Zone B	119.13	1,357	2,496	925	254	50	10	1	5,093	292.83	2.46
Zone Bx	143.04	623	1,095	315	106	27	1	-	2,167	117.39	0.82
Zone C	37.02	362	639	234	60	10	3	-	1,308	73.43	1.98
TOTAL	442.54	4,649	7,793	2,824	793	165	22	1	16,247	892.86	2.02

The five largest diamonds recovered from the Kelvin bulk sample were described by the SRC as:

- 4.22 carat white/colorless, transparent macle with no inclusions;
- 3.95 carat brown, transparent aggregate with inclusions;
- 2.79 carat light brown, transparent aggregate with minor inclusions;
- 2.63 carat white/colorless, transparent octahedral with inclusions; and
- 2.59 carat white/colorless, transparent dodecahedron with no inclusions.

A preliminary valuation of diamonds recovered from the 443 tonne bulk Kelvin kimberlite was obtained from WWW International Diamond Consultants (“WWW”) in Antwerp. Four separate diamond parcels represented Zone A (442.82 carats), Zone B (447.05 carats), Zone C (80.44 carats) and a small mixed parcel (16.79 carats). An average modeled price of US\$56 per carat was obtained for Zone A and US\$70 per carat for Zone B. The parcel from Zone C was too small to create modeled values, so an average price of US\$123 per carat was reported. While only 88 diamonds greater than 0.66 carats per stone were present in the combined parcel many good colour white gem stones were present, especially in the C sample, with five of the eight stones being good colour and gem quality. The three highest value diamonds are a 4.22 carat diamond from Zone B valued at US\$1,603 per carat, a 2.58 carat diamond from Zone C valued at US\$1,366 per carat, and a 2.38 carat diamond from Zone C valued at US\$1,196 per carat.

2016 Exploration Program

Following on positive results of the 2015 program, a second bulk sampling program was implemented at Kelvin with the intent to recover at least 500 tonnes of kimberlite. On April 25, 2016, the Company announced that it had completed 29 large-diameter reverse-circulation (RC) holes along the strike of the Kelvin North Lobe resulting in the recovery of approximately 580 tonnes of kimberlite, surpassing the Company’s 500 tonne target.

In addition, three ice-based infill large-diameter RC holes have been completed at the Kelvin Southeast Lobe. These holes are designed to support improved geological modeling.

The Company has also been able to recover a mini-bulk sample of approximately 20 tonnes from the Faraday 2 kimberlite. Drilling of two ice-based holes by large-diameter RC drilling has been completed.

Core drilling in the first quarter of 2016 has confirmed that the Faraday 2 kimberlite extends over a strike of more than 480 meters and the Kelvin kimberlite extends over 640 meters. Caustic fusion diamond recovery results for Faraday 2 include 6.42 tonnes of kimberlite that was collected in 2015, and 1.53 tonnes collected in 2016, each returning sample grades of 3.04 and 4.48 carats per tonne, respectively. Results for Faraday 2 are summarized in Table 15.

Table 15 – Faraday 2 Caustic Fusion Diamond Recovery Results**2015 Results**

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												Total Diamonds	Carats (+0.85mm)
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+3.350		
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750	-4.750		
6.4277	5,689	3,670	2,192	1,320	831	679	290	125	40	23	4	0	14,863	19.5293

*Sample grade of diamonds greater than 0.85mm: 3.04 carats per tonne

2016 Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												Total Diamonds	Carats (+0.85mm)
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+3.350		
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750	-4.750		
1.53	2,064	1,353	794	492	241	159	72	33	9	9	2	0	5,228	6.8513

*Sample grade of diamonds greater than 0.85mm: 4.48 carats per tonne

Drilling has also confirmed that Faraday 1 extends over a strike of roughly 200 meters. Similar to both the Kelvin and Faraday 2 kimberlites, Faraday 1 also dips gently to the northwest with the volume increasing with depth. Caustic fusion diamond recovery results for Faraday 1 include 0.225 tonnes of kimberlite that was collected in 2015, and 0.518 tonnes collected in 2016, each returning sample grades of 3.07 and 4.65 carats per tonne, respectively. Results for Faraday 1 are summarized in Table 16.

Table 16 – Faraday 1 Caustic Fusion Diamond Recovery Results**2015 Results**

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												Total Diamonds	Carats (+0.85mm)
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+3.350		
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750	-4.750		
0.518	741	491	257	162	84	41	29	13	3	0	0	1	1,822	2.41

*Sample grade of diamonds greater than 0.85mm: 4.65 carats per tonne

2016 Results

Sample Weight (dry tonnes)	Number and Weight of Diamonds According to Sieve Size Fraction (mm)												Total Diamonds	Carats (+0.85mm)
	+0.106	+0.150	+0.212	+0.300	+0.425	+0.600	+0.850	+1.180	+1.700	+2.360	+3.350	+3.350		
	-0.150	-0.212	-0.300	-0.425	-0.600	-0.850	-1.180	-1.700	-2.360	-3.350	-4.750	-4.750		
0.225	368	239	119	67	41	21	12	8	2	0	0	0	877	0.6921

*Sample grade of diamonds greater than 0.85mm: 3.07 carats per tonne

Following the completion of infill drilling at Faraday 1, the core rig was moved to a geophysical target approximately 80 meters to the southwest where indications of volcanoclastic kimberlite were discovered during the winter of 2015. Exploration drill holes confirmed the discovery of the Faraday 3 kimberlite. Infill drilling has defined the continuity of the Faraday 3 kimberlite over more than 200 meters. Faraday 3 dips steeply to the northwest with the volume of the pipe increasing to depth.

OUTLOOK

Drilling, sampling and modeling over the past three years has provided the data required for the Company to prepare the first NI 43-101 resource statement for the Kelvin kimberlite, which is expected by Q3 - 2016.

Drilling, sampling and modeling of the Faraday 1, Faraday 2 and Faraday 3 kimberlites continues with a view to being able to declare a NI 43-101 resource statement for these kimberlites during 2017.

Exploration drilling at the MZ and Doyle kimberlites commenced in the last quarter of 2015 and will continue in 2016. Testing of new kimberlite targets at the Kennady North project will also continue.

FINANCIAL REVIEW

For the three months ended March 31, 2016 compared to the three months ended March 31, 2015

For the three months ended March 31, 2016, the Company recorded a net loss of \$14,651,611 or \$0.31 per share compared to a net loss of \$10,729,731 or \$0.42 for the same period in 2015. The increase over the same period in 2015 is mainly as a result of \$13,849,045 being spent on exploration and evaluation expenses compared to \$9,514,000. During 2016 more drilling and bulk samples were undertaken than in 2015 resulting in the increase. A notable decrease was share-based payment expenses, which decreased from \$1,902,694 in 2015 to \$852,890 for the same period in 2016.

Quarterly financial information for the past 8 quarters is shown in Table 1.

SUMMARY OF QUARTERLY RESULTS

Table 1 - Quarterly Financial Data

Unaudited	Three months ended			
	March 31 2016	December 31 2015	September 30 2015	June 30 2015
	\$	\$	\$	\$
Earnings and Cash Flow				
Interest and other income	415,409	851,045	2,830	11,634
Expenses	(15,067,020)	(4,478,961)	(8,388,064)	(7,068,586)
Net loss for period	(14,651,611)	(3,628,290)	(8,385,608)	(7,057,322)
Cash flow from operations	(10,905,192)	(6,364,802)	(7,724,352)	(7,047,892)
Basic and diluted loss per share	(0.31)	(0.08)	(0.29)	(0.25)
Investing activities	79,661	116,190	(61,308)	(1,488,366)
Financing activities	127,000	33,080,623	18,649,472	-
Balance Sheet				
Total assets	33,685,090	44,290,911	18,554,705	6,488,826

Unaudited	Three months ended			
	March 31 2015	December 31 2014	September 30 2014	June 30 2014
	\$	\$	\$	\$
Earnings and Cash Flow				
Interest and other income	871,133	(9,304)	153,096	642,932
Expenses	(11,600,498)	(4,102,643)	(5,787,313)	(4,740,481)
Net loss for period	(10,729,731)	(4,112,267)	(5,634,538)	(4,097,865)
Cash flow from operations	(9,013,379)	(10,660,686)	1,249,998	(5,428,543)
Basic and diluted loss per share	(0.42)	(0.18)	(0.25)	(0.18)
Investing activities	1,873,895	1,473,149	3,245,687	5,440,374
Financing activities	18,540,916	4,954,297	-	-
Balance Sheet				
Total assets	13,894,156	4,511,282	9,229,376	7,882,198

COSTS AND EXPENSES

The costs and expenses for the three months ended March 31, 2016 compared to the three months ended March 31, 2015 are similar except for the following:

Exploration and evaluation expenses

Exploration and evaluation expenses for the three months ended March 31, 2016 were \$13,849,045 compared to \$9,514,000 for the same period in 2015. The increase in exploration and evaluation expenses is a result of an extensive winter/spring program on the Kennady North Project.

	Three months ended March 31, 2016	Three months ended March 31, 2015
Lease payments	\$ 6,815	\$ 6,702
Aircraft support	490,193	315,034
Fuel	1,202,565	988,398
Geophysics	256,905	29,250
Drilling support	38,504	33,848
Exploration personnel and program support	1,365,703	886,840
Camp maintenance, supplies, mobilization, general costs	1,899,026	1,602,685
Site & logistical support	3,076,720	903,942
Environmental	12,248	1,770
Professional geological services	167,173	62,393
Drilling	4,685,695	4,650,265
Technical consultant	20,913	15,913
Laboratory analysis	595,782	16,960
Diamond valuation	10,000	-
Permitting	20,803	-
	\$ 13,849,045	\$ 9,514,000

Consulting fees

Consulting fees for the three months ended March 31, 2016 were \$239,366 compared to \$80,495 for the same period in 2015. The increase is as a result of the President and CEO's increase in consulting fees, and the recruitment costs associated with the search for a new President and CEO.

Share-based payment expense

Share-based payment expense for the three months ended March 31, 2016 were \$852,890 and \$1,902,694 for the same period in 2015. During the three months ended March 31, 2016, 390,000 options were granted compared to 685,000 options granted for the same period in 2015. These options vested immediately.

Interest income

Interest income for the three months ended March 31, 2016 was \$79,661 compared to \$1,133 for the same period in 2015. The increase over the same period in 2015 is mainly due to the significantly higher cash balance during the quarter as a result of the September and October 2015 private placements.

Other income

Other income for the three months ended March 31, 2016 were \$335,748 compared to \$870,000 same period in 2015. In 2016, exploration expenditures were renounced relating to the flow-through common shares from the September and October 2015 private placements. In 2015, exploration expenditures were renounced relating to flow-through common shares from the February, September and October 2015 private placements and as a result, the flow-through premiums were recognized in the statement of comprehensive loss as other income.

INCOME AND RESOURCE TAXES

The Company is subject to mining and income taxes in Canada with the statutory income tax rate at 26.50%.

No deferred tax asset has been recorded in the condensed interim financial statements as a result of the uncertainty associated with the ultimate realization of these tax assets.

The Company is subject to assessment by Canadian authorities, which may interpret tax legislation in a manner different from the Company. These differences may affect the final amount or the timing of the payment of taxes. When such differences arise the Company makes provision for such items based on management's best estimate of the final outcome of these matters.

FINANCIAL POSITION AND LIQUIDITY

Operating Activities

Cash used in operating activities for the three months ended March 31, 2016 was \$10,905,192 compared with \$9,013,379 for the comparative period in 2015. This is a result of increased exploration and evaluation activities in 2016.

Investing Activities

Investing activities for the three months ended March 31, 2016 amounted to \$79,661 compared to \$1,873,895 for the comparative period in 2015. In the three months ended March 31, 2015, property and equipment were purchased totalling \$130,000 and short-term investments were redeemed totalling \$2,002,762 compared to Nil in the current period. Interest income of \$79,661 was received in the three months ended March 31, 2016 compared to \$1,133 in 2015.

Financing Activities

Financing activities for the three months ended March 31, 2016 amounted to \$127,000 compared to \$18,540,916 for the comparative period in 2015. During the three months ended March 31, 2015, the Company issued by way of private placements 4,405,947 commons shares and 600,000 flow-through common shares for gross proceeds of \$18,641,112. Share issuance costs of \$100,196 were incurred. In the three months ended March 31, 2016, 100,000 options were exercised for gross proceeds of \$127,000.

Cash Resources and Liquidity

At March 31, 2016, the Company reported a working capital of \$26,723,365 (\$40,391,535 at December 31, 2015). Included in working capital at March 31, 2016 was cash of \$30,370,274 (cash of \$41,068,805 at December 31, 2015). At March 31, 2016 and December 31, 2015, the Company had no long-term debt.

The Company's budgeted expenditures for the H1 2016 program is approximately \$20 million. The \$48 million raised during the third and fourth quarter is sufficient to fund the planned 2016 and 2017 exploration and evaluation programs and general and administrative expenses.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The financial statements include estimates, which, by their nature, are uncertain 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 estimates 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.

i) Significant Judgments in Applying Accounting Policies

The areas which require management to make significant judgments in applying the Company's accounting policies in determining carrying values include, but are not limited to:

a) *Impairment analysis – Mineral Properties*

The Company reviews its mineral properties for impairment based on results to date and when events and changes in circumstances indicate that the carrying value of the assets may not be recoverable. IFRS 6 - *Exploration for and evaluation of mineral resources* requires the Company to make certain judgments in respect of such events and changes in circumstances, and in assessing their impact on the valuations of the affected assets. The Company's assessment is that as at March 31, 2016, no indicators of an impairment in the carrying value of its mineral properties had occurred.

ii) Significant Accounting Estimates and Assumptions

The areas which require management to make significant estimates and assumptions in determining carrying values include, but are not limited to:

a) *Impairment analysis – Mineral Properties*

The Company reviews its mineral properties for impairment based on results to date and when events and changes in circumstances indicate that the carrying value of the assets may not be recoverable. If indicators of impairment are identified, management will perform an impairment test in accordance with IAS 36 – *Impairment of assets* ("IAS 36"). IAS 36 requires the Company to make certain judgments, assumptions, and estimates in determining the estimate of the net recoverable amount. Impairments are recognized when the carrying values exceed management's estimate of the net recoverable amounts associated with the affected assets. The values shown on the balance sheet for Mineral Properties represents the Company's assumption that the amounts are recoverable. As a result of the numerous variables associated with the Company's judgments and assumptions, the precision and accuracy of estimates of recoverable amount is subject to significant uncertainties, and may change significantly as additional information becomes known.

b) *Stock options*

The stock option pricing model requires the input of highly subjective assumptions including the expected life and volatility. Changes in the subjective input assumptions can materially affect the fair value estimate.

c) *Provision for decommissioning and restoration*

The decommissioning and restoration liability and the accretion recorded are based on estimates of future cash flows, discount rates, and assumptions regarding timing. The estimates are subject to change and the actual costs for the decommissioning and restoration liability may change significantly.

d) *Deferred taxes*

Deferred income tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and on unused losses carried forward, and are measured using the substantively enacted tax rates that are expected to be in effect when the differences are expected to reverse or losses are expected to be utilized. Deferred tax assets are recorded to recognize tax benefits only to the extent that, based on available evidence, including forecasts, it is probable that they will be realized. The Company has not recorded the benefit of any tax losses or deductible temporary differences.

STANDARDS, AMENDMENTS AND INTERPRETATIONS TO EXISTING STANDARDS THAT ARE NOT YET EFFECTIVE AND HAVE NOT BEEN ADOPTED EARLY BY THE COMPANY

At the date of this MD&A, certain new standards, amendments and interpretations to existing standards have been published but are not yet effective, and have not been adopted early by the Company.

The Company anticipates that all of the relevant pronouncements will be adopted in the Company's accounting policy for the first period beginning after the effective date of the pronouncement. Information on new standards, amendments and interpretations that are expected to be relevant to the Company's financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Company's financial statements and are therefore not discussed below.

Financial instruments

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments ("IFRS 9") bringing together the classification and measurement, impairment and hedge accounting phases of the IASB's project to replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 is effective for annual periods beginning on or after January 1, 2018, with early adoption permitted. The extent of the impact of adoption of IFRS 9 has not yet been determined.

Leases

On January 13, 2016, the IASB issued International Financial Reporting Standard 16, Leases ("IFRS 16"). The new standard will replace existing lease guidance in IFRS and related interpretations, and requires companies to bring most leases on-balance sheet. The new standard is effective for annuals beginning on or after January 1, 2019. The Company is currently assessing the impact of IFRS 16.

FINANCIAL INSTRUMENTS

The Company's financial instruments are described in Note 4 to the Company's March 31, 2016 condensed interim financial statements.

RELATED PARTY TRANSACTIONS

In accordance with IAS 24 *Related Parties*, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

The Company's related parties include its key management, the Company's directors, and their close family members. Mountain Province and the Gahcho Kué Joint Venture, in which Mountain Province holds an interest, are also related parties since the Company and Mountain Province have common members of key management and certain directors.

None of the transactions with related parties incorporate special terms and conditions, and no guarantees were given or received. Related party transactions are recorded at their exchange amount, being the amount agreed to by the parties. Outstanding balances are settled in cash.

The Company had the following transactions and balances with its related parties including key management personnel, and Mountain Province which includes the monthly management fee charged by Mountain Province for the reimbursement of expenses incurred on the Company's behalf by Mountain Province. The transactions with key management personnel are in the nature of remuneration which are paid directly by the Company and are not included in the monthly management fee charged by Mountain Province.

The balances as at March 31, 2016 and December 31, 2015 were as follows:

	March 31, 2016	December 31, 2015
Payable to key management personnel	\$ 3,750	\$ -
Payable to Mountain Province Diamonds Inc.	-	8,475

The transactions for the three months ended March 31, 2016 and 2015 were as follows:

	Three months ended March 31, 2016	Three months ended March 31, 2015
The total of the transactions:		
Management fee and reimburseable expenses charged by Mountain Province	\$ 22,500	\$ 22,500
Remuneration of key management personnel	1,037,042	1,984,891

The remuneration expense of directors and other members of key management personnel for the three months ended March 31, 2016 and 2015 were as follows:

	Three months ended March 31, 2016	Three months ended March 31, 2015
Consulting fees	\$ 184,152	\$ 82,197
Share-based payments	852,890	1,902,694
	\$ 1,037,042	\$ 1,984,891

CONTRACTUAL OBLIGATIONS

The Company has no contractual obligations at March 31, 2016 other than a management services agreement with Mountain Province, for an annual amount of approximately \$90,000. The contract can be terminated at any time by either party without penalty.

SUBSEQUENT EVENTS

Subsequent to the quarter end, the company's president and CEO, Patrick Evans, resigned effective April 30, 2016. Dr. Rory Moore was appointed president and CEO with effect from May 1, 2016.

Subsequent to the period end, as detailed in the table below, stock options were granted by the Board of Directors. The fair values of the stock options have been estimated on the date of grant using the Black-Scholes option pricing model, using the assumptions below, and total \$504,400. The expected volatility is calculated by reference to the weekly closing price for a period that reflects the expected life of the options.

Date of grant	April 6, 2016
Number of options granted	200,000
Fair value per option	\$2.5220
Fair value total for grant	\$504,400
Term of option	10 years
Vesting	See below*
Assumptions:	
Exercise price	\$3.30
Expected volatility	72.76%
Expected option life (years)	10
Expected forfeiture	none
Expected option cancellation	none
Expected dividend yield	0%
Risk-free interest rate	1.16%

*50% of the options vest on May 1, 2016 and the remaining 50% vest on November 1, 2016

OTHER MANAGEMENT DISCUSSION AND ANALYSIS REQUIREMENTS

RISKS

Kennady Diamond's business of exploring and developing mineral resources involves a variety of operational, financial and regulatory risks that are typical in the mining industry. 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 investing in the Company's common shares should be considered speculative.

Kennady Diamond's business of exploring and developing mineral properties is subject to a variety of risks and uncertainties, including, without limitation:

- risks and uncertainties relating to the interpretation of drill results, the geology, grade and continuity of mineral deposits;
- mining exploration risks, including risks related to accidents, equipment breakdowns or other unanticipated difficulties with or interruptions in production;
- the potential for delays in exploration activities or the completion of studies;
- risks related to the inherent uncertainty of exploration and cost estimates and the potential for unexpected costs and expenses;
- risks related to foreign exchange fluctuations and prices of diamonds;
- risks related to commodity price fluctuations;
- the uncertainty of profitability based upon the Company's limited life and resultant losses;
- risks related to failure of the Company to obtain adequate financing on a timely basis and on acceptable terms, particularly given recent volatility in the global financial markets;
- risks related to environmental regulation, permitting and liability;
- political and regulatory risks associated with mining and exploration;

- aboriginal rights and title;
- failure of plant, equipment, processes and transportation services to operate as anticipated;
- possible variations in ore grade or recovery rates, permitting timelines, capital expenditures, reclamation activities, land titles, and social and political developments, and other risks of the mining industry; and
- other risks and uncertainties related to the Company's prospects, properties and business strategy.

As well, there can be no assurance that any further funding required by the Company will become available to it, and if so, that it will be offered on reasonable terms, or that the Company will be able to secure such funding. Furthermore, there is no assurance that the Company will be able to secure new mineral properties or projects, or that they can be secured on competitive terms.

DISCLOSURE OF OUTSTANDING SHARE DATA

The Company's common shares are listed on the TSX Venture Exchange under the symbol KDI. There are an unlimited number of common shares without par value authorized to be issued by the Company.

At May 11, 2016, there are 47,006,970 shares outstanding, and 2,275,000 options granted by the Company.

DISCLOSURE CONTROLS AND PROCEDURES

Management has established processes to provide sufficient knowledge to support representations that it has exercised reasonable diligence that (i) the financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements, and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flow of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

- (i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
- (ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

CAUTIONARY NOTE ON FORWARD-LOOKING STATEMENTS

Certain of the statements made and information contained herein is "forward-looking information" within the meaning of the Ontario Securities Act. Forward-looking information may include, but is not limited to, statements with respect to the success of exploration activities, future mineral exploration, permitting time lines, requirements for additional capital, sources and uses of funds, the estimation of mineral reserves and mineral resources, the realization of mineral reserve and mineral resource estimates, future remediation and reclamation activities, the

timing of activities and the amount of estimated revenues and expenses. Forward-looking information is based on various assumptions including, without limitation, the expectations and beliefs of management, the assumed long term price of diamonds; that the Company can access financing, appropriate equipment and sufficient labour and that the political environment where the Company operates will continue to support the development and operation of mining projects. Should underlying assumptions prove incorrect, or one or more of the risks and uncertainties described below materialize, actual results may vary materially from those described in forward-looking statements. Accordingly, readers are advised not to place undue reliance on forward-looking statements.

Forward-looking information is subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking information, including, without limitation, risks and uncertainties relating to foreign currency fluctuations; risks inherent in mining including environmental hazards, industrial accidents, unusual or unexpected geological formations, ground control problems and flooding; delays or the inability to obtain necessary governmental permits or financing; risks associated with the estimation of mineral resources and reserves and the geology, grade and continuity of mineral deposits; the possibility that future exploration, development or mining results will not be consistent with the Company's expectations; the potential for and effects of labor disputes or other unanticipated difficulties with or shortages of labor or interruptions in production; failure of plant, equipment or processes to operate as anticipated; actual ore mined varying from estimates of grade, tonnage, dilution and metallurgical and other characteristics; the inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses, diamond price fluctuations; uncertain political and economic environments; changes in laws or policies, and other risks and uncertainties, including those described under Risks.

Historical results of operations and trends that may be inferred from the following discussions and analysis may not necessarily indicate future results from operations. The Company undertakes no obligation to publicly update or review the forward-looking statements whether as a result of new information, future events or otherwise, other than as required under applicable securities laws.

Cautionary Note to U.S. Investors – Information Concerning Preparation of Resource Estimates

This MD&A has been prepared in accordance with the requirements of the securities laws in effect in Canada, which differ from the requirements of United States securities laws. Unless otherwise indicated, all resource and reserve estimates included in this MD&A have been prepared in accordance with NI 43-101 and the Canadian Institute of Mining and Metallurgy Classification System. NI 43-101 is a rule developed by the Canadian Securities Administrators which establishes standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects.

Canadian standards, including NI 43-101, differ significantly from the requirements of Industry Guide 7 promulgated by the United States Securities and Exchange Commission ("SEC") under the United States Securities Act of 1933, as amended, and resource and reserve information contained herein may not be comparable to similar information disclosed by U.S. companies. In particular, and without limiting the generality of the foregoing, the term "resource" does not equate to the term "reserves". Under U.S. standards, mineralization may not be classified as a "reserve" unless the determination has been made that the mineralization could be economically and legally produced or extracted at the time the reserve determination is made. The SEC's disclosure standards under Industry Guide 7 do not define the terms and normally do not permit the inclusion of information concerning "measured mineral resources", "indicated mineral resources" or "inferred mineral resources" or other descriptions of the amount of mineralization in mineral deposits that do not constitute "reserves" by U.S. standards in documents filed with the SEC. U.S. Investors should also understand that "inferred mineral resources" have a great amount of uncertainty as to their existence and great uncertainty as to their economic and legal feasibility. It cannot be assumed that all or any part of an "inferred mineral resource" will ever be upgraded to a higher category. Under Canadian rules, estimated "inferred mineral resources" may not form the basis of feasibility or pre-feasibility studies except in rare cases. Investors are cautioned not to assume that all or any part of an "inferred mineral resource" exists or is economically or legally mineable.

Disclosure of “contained ounces” (or “contained carats”) in a resource is permitted disclosure under Canadian regulations; however, the SEC normally only permits issuers to report mineralization that does not constitute “reserves” by SEC standards as in place tonnage and grade without reference to unit measures. The requirements of NI 43-101 for identification of “reserves” are also not the same as those of the SEC’s Industry Guide 7, and reserves reported by the Company in compliance with NI 43-101 may not qualify as “reserves” under Industry Guide 7 standards. Accordingly, information concerning mineral deposits set forth herein may not be comparable with information made public by companies that report in accordance with U. S. standards.

On behalf of the Board of Directors,

“Rory Moore”
Rory Moore
President & CEO
May 11, 2016