OSISKO MINING INC.
(*formerly Oban Mining Corporation*)

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2016 and 2015

This discussion and analysis (this "MD&A") is management's assessment of the results and financial condition of Osisko Mining Inc., formerly Oban Mining Corporation ("Osisko" or the "Corporation") and should be read in conjunction with the Corporation's unaudited condensed interim financial statements for the three and nine-month periods ended September 30, 2016 and 2015 and the notes thereto. The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board, applicable to the preparation of interim financial statements in accordance with IAS 34, Interim Financial Reporting. This MD&A and the related financial statements are available under the Corporation's issuer profile on SEDAR at www.sedar.com and on the Corporation's website at www.osiskomining.com and should be read in conjunction with the audited consolidated financial statements for the years ended December 31, 2015 and 2014.

Management is responsible for the preparation of the financial statements and this MD&A. The financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board. All dollar figures in this MD&A are expressed in Canadian dollars, unless stated otherwise.

Information relating to Windfall Lake Project is supported by the Windfall Lake preliminary economic assessment ("Windfall Lake PEA") titled "Preliminary Economic Assessment of the Windfall Lake Property, Québec, Canada", with an effective date of April 28, 2015, prepared by: for Tetra Tech Inc.'s C5,Canadian Mining Division ("TetraTech"), Mike McLaughlin, P.Eng (mining); for Golder, Rodrigue Ouellet, Eng (Environment); for WSP Canada Inc. ("WSP"), Marie-Claude Dion, Eng (tailings and water storage facility); for Soutex Inc. ("Soutex"), Pierre Roy, Eng (metallurgy and processing). The Windfall Lake PEA is subject to certain assumptions, qualifications and procedures described therein. Reference should be made to the full text of the Windfall Lake PEA, which has been filed with Canadian securities regulatory authorities pursuant to National Instrument 43-101 ("NI 43- 101") and is available for review under Eagle Hill Exploration Corporation's issuer profile on SEDAR at www.sedar.com.

Information relating to Marban Block Project is supported by the technical report titled "Updated Mineral Resource Technical Report, Marban Block Project, Québec, Canada" dated August 15, 2013 with an effective date of June 1, 2013 prepared by or under the supervision of Michael M. Gustin, Ph.D., CPG, of Mine Development Associates and Peter Ronning, P.Eng, of New Caledonian Geological Consulting (the "Marban Block Technical Report"). Reference should be made to the full text of the Marban Block Technical Report, which has been filed with Canadian securities regulatory authorities pursuant to NI 43-101 and is available for review under NioGold Mining Corp.'s issuer profile on SEDAR at www.sedar.com.

Mr. Elzéar Belzile, Eng. of Belzile Solutions Inc. (global resource estimate) is an independent "Qualified Person" (as defined in National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101")), responsible for the technical information reported herein, including verification of the data disclosed. Mr. Thomas L. Dyer, P.E. of Mine Development Associates is also an independent "Qualified Person" and is responsible for Whittle pit optimizations for the Marban Block Project.

Mr. Gernot Wober, B.Sc., P.Geol. Vice President, Exploration of the Corporation. is a "Qualified Person" as defined in NI 43-101 and has reviewed and approved the technical information in this MD&A with respect to all the Corporation's properties including the Windfall Lake Property and the Marban Block Project.

This MD&A contains forward-looking statements and should be read in conjunction with the risk factors described in the "Risks and uncertainties" and "Cautionary statement on forward-looking information" sections at the end of this MD&A.

This MD&A has been prepared as of November 11, 2016.

DESCRIPTION OF BUSINESS

The Corporation was incorporated on February 26, 2010, under the *Business Corporations Act* (Ontario) (the "OBCA"). The Corporation's focus is the exploration and development of precious metals resource properties in Canada. Currently, the Corporation is exploring in Ontario and Québec, and looking for new opportunities.

UPDATES DURING THE QUARTER

Corporate Development and Acquisitions:

- On October 5, 2016, Osisko announced that it had closed the earn-in transaction with Osisko Gold Royalties Ltd ("Osisko Royalties" or "Osisko GR"), a related party, as announced by the Corporation on August 16, 2016. Under the terms of the earn-in agreement, the Corporation may earn a 100% interest in Osisko Royalties' interest in 28 exploration properties located in the James Bay area, Québec and the Labrador Trough area (the "Properties") upon incurring exploration expenditures totaling $32 million over the 7-year term of the earn-in agreement; the Corporation will earn a 50% interest upon completing expenditures totaling $19.2 million. Osisko Royalties will retain an escalating net smelter return ("NSR") royalty ranging from 1.5% to a maximum of 3.5% on precious metals and a 2% NSR royalty on other metals and minerals produced from the properties. Additionally, any new properties acquired by the Corporation in the designated area during the seven-year term of the earn-in agreement may also be subject to a royalty agreement in favour of Osisko Royalties with similar terms and subject to certain conditions. In connection with the transaction, Osisko Royalties has covenanted not to participate in any exploration activities and not to compete with the Corporation in the areas covered by the earn-in agreement; provided, however, that Osisko Royalties may continue its existing activities in respect of the Coulon copper-zinc project held by Osisko Royalties and other Québec institutional shareholders and on four other exploration properties.

- On October 5, 2016, Osisko announced that it had appointed three new executive officers. Mr. Robert Wares has been appointed Executive Vice President of Exploration and Resource Development; Mr. Mathieu Savard has been appointed Vice President of Exploration for Québec; and Ms. Alexandra Drapack has been appointed Vice President of Environment Services and Sustainable Development.

- On August 9, 2016, Osisko announced its acquisition of 50,000,000 shares in Barkerville Gold Mines Ltd. ("Barkerville"), representing an approximate 17% intere4st in Barkerville, from 2176423 Ontario Ltd. for $20,000,000 in cash and 8,097,166 common shares of the Corporation ("Common Shares") at $2.47 per Common Share. The common shares in the capital of Barkerville (the "Barkerville Shares") were acquired at $0.80 per Barkerville Share.

- On August 2, 2016, Osisko completed the acquisition of the mining claims comprising of the Swayze Property in the Swayze Greenstone Belt area in Ontario. The mining claims were purchased for $250,000 from an arm's length party.

Financings:

- On October 5, 2016, Osisko GR exercised its option to acquire 1% NSR royalty on the Corporations' Windfall Lake and Urban Barry Properties for $5 million.

- On September 27, 2016, Osisko completed a "bought deal" private placement financing that was announced on September 9, 2016 of 11,750,000 Common Shares at a price of $2.75 per Common Share for total gross proceeds of $32,312,500 (the "Offering"). The Offering included the issuance by the Corporation of 1,750,000 Common Shares pursuant to the exercise in full of the option granted to the underwriters. The Offering was underwritten by a syndicate of underwriters led by BMO Capital Markets.

- On July 27, 2016, Osisko completed a "bought deal" private placement financing that was announced on June 27, 2016 of 7,570,000 flow-through common shares of the Corporation (the "Flow-Through Shares") at an average price of $3.30 per Flow-Through Share (representing a 45% premium to the closing price of common shares of the Corporation on the Toronto Stock Exchange on June 24, 2016), for gross proceeds of $25,010,800 (the "Flow-Through Shares Offering").

Exploration Highlights:

a) Windfall Lake and Urban Barry Properties

The Corporation announced the following results from the ongoing drill program at its 100% owned Windfall Lake and Urban Barry Projects located in the Urban Township, Québec:

- On November 8, 2016, Osisko announced significant results at the Windfall Lake Project: 6.1 g/t Au over 35.4 metres (17.0 g/t Au over 35.4 metres uncut) including 12.2 g/t Au over 15.2 metres (37.6 g/t Au over 15.2 metres uncut) and 24.4 g/t Au over 4.2 metres in DDH OSK-W-16-735; 17.2 g/t Au over 2.4 metres in DDH OSK-W-16-728, and 15.7 g/t Au over 2.0 metres in DDH OSK-W-16-311-W1. The new results demonstrate the potential for significant near-surface mineralization, and the continuity and high potential for significant extensions of the gold mineralization below Red Dog.

- On October 25, 2016, Osisko announced significant results at the Windfall Lake Project: 25.1 g/t Au over 2.0 metres and 15.5 g/t Au over 2.9 metres in DDH OSK-W-16-704-W1; and 13.0 g/t Au over 2.0 metres in DDH OSK-W-16-311-W2.

- On October 12, 2016, Osisko announced significant new results at the Windfall Lake Project: 34.4 g/t Au over 5.7 metres (uncut) in DDH OSK-W-16-720; 13.8 g/t Au over 6.6 metres in DDH OSK-W-16-708-W2; 7.57 g/t Au over 7.70 metres in DDH OSK-W-16-706-W3; 11.8 g/t Au over 4.6 metres in DDH OSK-W-16-309-W3; and 9.45 g/t Au over 2.1 metres in DDH OSK-W-16-727.

- On September 19, 2016, Osisko announced significant results at the Windfall Lake Project: 391 g/t Au over 3.1 metres (uncut) in DDH OSK-W-16-728 (14.7 g/t Au over 3.1 metres cut); 15.9 g/t Au over 8.9 metres in DDH OSK-W-16-706-W1; 10.6 g/t Au over 10.9 metres in DDH OSK-W-16-706-W1; and 5.75 g/t Au over 16.5 metres in DDH OSK-W-16-706-W1.

- On August 31, 2016, Osisko announced at the Windfall Lake Project: Further drilling in the recently announced new mineralized zone (“Wolf Zone”) which has led to the expansion of the new zone. DDH OSK-W-16-708-W1 intersected 12.2 g/t Au over 4.0 metres in the hanging wall (765.5m – 769.5m), 12.5 g/t Au over 3.8 metres in the Wolf Zone (816.5m – 820.3m), and significant additional intercepts in the footwall including 4.79 g/t Au over 2.4 metres (834.0m – 836.4m) and 15.4 g/t Au over 6.4 metres, (838.1m – 844.5m). These new intercepts (hanging wall, Wolf Zone and footwall) are located approximately 100 metres vertically below the previously announced Wolf Zone.

- On August 29, 2016, Osisko announced a new discovery at the Urban Barry Project. The discovery was made in DDH OSX-W-16-717, which returned an average of 3.22 g/t Au over 11.6 metres. DDH OSX-W-16-717 is located approximately 3.7 kilometres west - northwest of the main Windfall Lake deposit, and lies approximately 1.4 kilometres northwest of exploration hole OBX-16-666 (183.5 g/t Au over 0.3 metres, see Osisko press release dated June 3, 2016). DDH OSX-W-16-717 is part of a fence of holes currently testing the westerly strike of the Windfall Lake deposit geological trend. A number of target styles are being investigated along this fence, including geophysical anomalies and as follow-up to earlier identified gold-in-till anomalies.

- On August 25, 2016, Osisko announced at the Windfall Lake Project: Definition drilling near the Caribou Zone has led to a significant new discovery 150 metres below the known Caribou Zone. The Wolf Zone is defined by drill hole OSK-W-16-710 which intersected 11.8 g/t Au over 6.7 metres (23.62 g/t Au over 6.7 metres uncut) from 562.0m – 568.9m. Additional mineralization was also discovered in the hanging wall and footwall of the Wolf Zone, with assays returning 8.32 g/t over 3.0 metres and 16.2 g/t Au over 2.3 metres respectively. Highlights from additional new drill holes also include: 8.89 g/t Au over 6.9 metres in DDH OBM 16-701, 18.4 g/t Au over 2.3 metres in DDH OBM-16-703, 16.2 g/t Au over 2.3 metres in DDH OSK-W-16-710, 16.0 g/t Au over 2.0 metres in DDH OBM-16-697; 11.33 g/t Au over 2.2 metres in DDH OSK-W-16-707, and 8.06 g/t Au over 2.5 metres in DDH OBM-16-698.

- On July 26, 2016, Osisko announced highlights from 27 new drill holes at the Windfall Lake Project include: 16.6 g/t Au over 6.7 metres in DDH OBM-16-674; 5.40 g/t Au over 11.7 metres in DDH OBM-16-685; 13.2 g/t Au over 4.4 metres in DDH OBM 16-692; and 15.9 g/t Au over 2.6 metres in DDH OBM-16-671. The new results continue to demonstrate lateral and vertical continuity of high grade gold mineralization in Zone 27 and the Caribou Zone, and also highlight new zones identified between those two major mineralized corridors.

- On July 11, 2016, Osisko announced highlights from 7 new drill holes at the Windfall Lake Project include: 45.8 g/t Au over 2.0 metres and 8.90 g/t Au over 8.0 metres in DDH OBM-16-658, 30.2 g/t Au over 2.4 metres in DDH OBM-16-663; 29.3 g/t Au over 2.5 metres in DDH OBM-16-668 and 10.9 g/t Au over 4.2 metres in DDH OBM-16-663.

b) Other properties

- On September 28, 2016, Osisko announced results from the ongoing drill program at its 100% owned Garrison gold project located in Garrison Township, Ontario. Three drills are currently active on site. Significant new results include: 14.9 g/t Au over 7.7 metres (uncut) in DDH OSK-G16-300 (8.70 g/t Au over 7.7 metres cut); and 1.02 g/t Au over 63.3 metres in DDH OSK-G16-296.

- On July 13, 2016, Osisko announced that it has commenced a 20,000 metre drill program on its 100% owned Garrison Property situated 100 kilometres east of Timmins, Ontario. The current work program will focus on the Garrcon and Jonpol deposits defined by previous operators on the property. The new drilling is designed to confirm the previous work and follow-up on potential higher grade underground zones at the bulk tonnage Garrcon deposit. Drilling will also be directed to further exploring the underground resource potential which remains open at depth on the Jonpol deposit.

- On July 6, 2016 Osisko announced that it has commenced exploration on its 100% owned Souart Property situated 15 kilometres to the south west of the Windfall Lake Project. The program will be carried out in parallel to ongoing work at the Windfall Lake Project and will include trenching and drilling designed to confirm and expand upon historic work on Souart.

The full set of drill results are available under the Corporation's issuer profile on SEDAR at www.sedar.com and on the Corporation's website at www.osiskomining.com

Overall Performance:

The Corporation completed over twenty transactions since reorganizing in August 2015. These included the acquisition of five exploration/development companies, the acquisition of three 100% owned mining properties, six investments resulting in substantial ownership in four exploration/development companies, and six financings. These transactions have resulted in a strong shareholder base, with over 33% of Common Shares held by four funds and one corporation (Osisko Gold Royalties Ltd).

The Corporation has grown at a rapid rate from June 2015 when Osisko had no defined mineral resources, $10 million in cash and a market capitalization of less than $10 million. As at September 30, 2016, the Corporation had approximately $135 million in cash, cash equivalents and marketable securities and a market capitalization of $477 million.

The Corporation has four main deposits that contain an aggregate of 3.42 million ounces of global resources in the measured mineral resource and the indicated mineral resource categories and an aggregate of 1.8 million ounces of global resources in the inferred mineral resource category currently with active ongoing drill programs scheduled for 2016/2017 of approximately 150,000 metres. Management believes these fundamental elements provide the solid base necessary to build a mining company that will provide growing value to its shareholders over time. Please see the table on Page 7 for the grade and quantity of each category of mineral resources included in the foregoing disclosure.

Acquisition of Niogold Mining Corp.

On March 11, 2016 the Corporation completed the acquisition of Niogold Mining Corp. ("Niogold") by way of a court approved plan of arrangement.

Under the terms of the Arrangement Agreement, Osisko acquired all common shares of Niogold ("Niogold Shares") under a plan of arrangement under Division 5 of Part 9 of the Business Corporations Act (British Columbia) (the "Niogold Arrangement"). Under the Niogold Arrangement, each holder of Niogold Shares received 0.4167 Common Shares in exchange for each Niogold Share held.

This Arrangement Agreement has been accounted for as an acquisition of net assets as Niogold does not meet the definition of a business under IFRS 3. The acquisition of the net assets of Niogold were recorded at the fair value of the consideration paid of $62,040,853.

Consideration Paid		
Share consideration	$	**58,907,787**
Transaction costs		**1,644,528**
Stock options		**1,014,581**
Warrants		**473,957**
	$	**62,040,853**

Net assets acquired		
Cash	$	**1,083,694**
Current assets		**449,710**
Plant and equipment		**47,274**
Exploration and evaluation assets		**61,629,374**
Current liabilities		**(1,169,199)**
Total net assets acquired	$	**62,040,853**

Exploration Strategy

Osisko is a mineral exploration company focused on the acquisition, exploration, and development of precious metal resource properties in Canada. Osisko's flagship project is the high-grade Windfall Lake gold deposit located between Val-d'Or and Chibougamau in Québec, Canada. Osisko also holds a 100% undivided interest in a large area of claims in the Urban Barry area (70,000 hectares) of Québec, 100% interest in the Garrison project east of Matheson, Ontario, as well as additional projects in the Timmins area of Ontario and the recently acquired the Marban block Properties from the Niogold acquisition which is located 15 kilometres west of the town of Val-d'Or in the Abitibi region of Québec, Canada.

1. SUMMARY OF MINERAL PROPERTIES

The Corporation's various gold mineral properties in Canada are summarized below:

Continuing Exploration Properties	Location	Status
Windfall Lake Project	Québec	Owned 100%
Urban Barry Project	Québec	Owned 100%
Souart Project (Blackdog)	Québec	Owned 100%
Catherine Fault – Ogima Project	Ontario	Claims under option
Garrison – Garrcon Project	Ontario	Owned 100%
Garrison – Buffonta Project	Ontario	Owned 100%
Garrison – Jonpol Project	Ontario	Owned 100%
Garrison – Gold Pike Project	Ontario	Owned 100%
Marban Block Project	Québec	Owned 100%
Malartic Block Project	Québec	Owned 100%
Siscoe East Project	Québec	Owned 50%
Héva Project	Québec	Owned 100%
Swayze Project	Ontario	Owned 100%
DeSantis Project	Ontario	Owned 100%

2. MINERAL PROPERTY RESOURCES

The Corporation's global mineral resources are summarized below:

Garrison:	(Garrcon & Jonpol)		**Cut-Off**	**tonnes**	**Au Grade g/t**	**Au (troy oz)**
	Garrcon	**Measured**	0.4	15,100,000	1.07	521,000
	Total Indicated		0.4/3.0	14,972,000	1.40	676,000
	Total Inferred		0.4/1.5/3.0	7,873,000	3.18	808,000
Windfall Lake:			**Cut-Off**	**tonnes**	**Au Grade g/t**	**Au (troy oz)**
	Total Indicated		3.0	2,762,000	8.42	748,000
	Total Inferred		3.0	3,512,000	7.62	860,000
Marban:						
	Total Measured			7,700,000	1.47	363,000
	Total Indicated			29,400,000	1.18	1,116,000
	Total Inferred			3,600,000	1.15	134,000
Grand Total:				**tonnes**	**weighted Avg Grade**	**Au ozs**
		Measured		22,800,000	1.17	884,000
		Indicated		47,134,000	1.91	2,540,000
		Inferred		14,985,000	2.53	**1,802,000**

3. MINERAL PROPERTY ACTIVITIES

a) Canadian properties

3.1 Urban Barry

As of September 30, 2016, the Corporation had staked claims in the Urban Barry area of Québec. The exploration expenditures on the property were for the cost of staking the land and data compilation. In order to maintain the claims, the Corporation was required to spend $1,504,800 within two years from the date of staking of which has been spent as of September 30, 2016. During the period, Osisko completed two airborne surveys covering the entire property. The magnetic survey was completed in March 2016 and the electromagnetic survey was completed in April 2016. Drilling has commenced on this area and an additional four drill rigs are expected to be operating during Q4 2016.

i) Windfall Lake Property

The Corporation acquired the Windfall Lake Property through the Corporation's acquisition of Eagle Hill Exploration Corporation ("Eagle Hill") which was completed on August 25, 2015. The Windfall Lake Property is 100% owned by the Corporation and covers approximately 12,400 hectares in the prolific Abitibi Greenstone Belt in Québec, Canada. The property consists of 285 contiguous mining claims.

The majority of the property is subject to the following residual NSRs:

Location	Approximate Area	NSR	Buyback Option
Centre of property, hosting the majority of the mineral resource	3,151 acres (1,275 ha)	1.5%	Buyback 1% NSR for $1 million
North of the majority of the mineral resource, hosting small portion of the mineral resource	2,342 acres (948 ha)	1%	Buyback 1% NSR for $1 million ($500,000 for each 0.5% NSR)
Northern part of property	19,531 acres (7,904 ha)	2%	Buyback 2% NSR for $1 million ($500,000 for each 1% NSR)
Southeast of the mineral resource	706 acres (286 ha)	2%	Buyback 1% NSR for $500,000
Eastern edge of property	2,507 acres (1,015 ha)	2%	Buyback 1% NSR for $1 million, right of first refusal for remaining 1% NSR

Preliminary Economic Assessment

On April 28, 2015, Eagle Hill announced the results of the Windfall Lake Preliminary Economic Assessment ("PEA"). The Windfall Lake PEA outlines the design of a 1,200-tonne per day ("tpd") underground mine producing 106,200 ounces of payable gold annually for 7.8 years at an average total cash cost of $558/ounce of gold (US$480/oz). At the base case gold price of US$1,200/ounce the project has a pre-tax internal rate of return ("IRR") of 23.6% and a pre-tax net present value discounted at 5% ("NPV5") of $241.4 million (post-tax 17.2% and $135.2 million). At a gold price of US$1,320/ounce the pre-tax IRR and NPV5 increase to 29.1% and $325.9 million, respectively (post-tax 21.1% and $183.5 million) and at a gold price of US$1,440/ounce the pre-tax IRR and NPV5 increase to 34.4% and $410.5 million, respectively (post-tax 24.8% and $230.1 million). Initial project capital costs are estimated at $240.6 million. Project economics are most sensitive to the exchange rate and gold price and least sensitive to operating costs.

Windfall Lake PEA Highlights [1]

Total life of mine ("LOM") production	828,000 ounces of payable gold
Average LOM annual production	106,200 ounces of payable gold
Average LOM operating cash cost	C$547 per ounce (US$471)
LOM total cash cost	C$558 per ounce (US$480)
LOM total cash cost plus sustaining capital	C$623 per ounce (US$536)
Mine life	7.8 years
Throughput	1,200 tpd
Average mined grade	8.26 g/t gold
Gold recovery	95.7%
Pre-production capex	C$240.6 million (US$206.9 million)
Sustaining capex	C$53.5 million (US$46.0 million)
Pre-tax NPV5	C$241.4 million (US$207.6 million)
Pre-tax IRR and payback	23.6%, payback in 3.4 years
Post-tax NPV5	C$135.2 million (US$116.3 million)
Post-tax IRR and payback	17.2%, payback in 3.9 years
Base case gold price	US$1,200 per ounce
Base case exchange rate	US$0.86:C$1

[1] Operating cash cost = all on site operating costs. Total cash cost = operating cash cost plus royalties plus refining plus transport. Total cash cost plus sustaining = total cash cost plus sustaining capital costs (excludes initial capex).

The Windfall Lake PEA is preliminary in nature and includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. Mineral resources that are not mineral reserves do not have demonstrated economic viability. There is no certainty the results of the PEA will be realized.

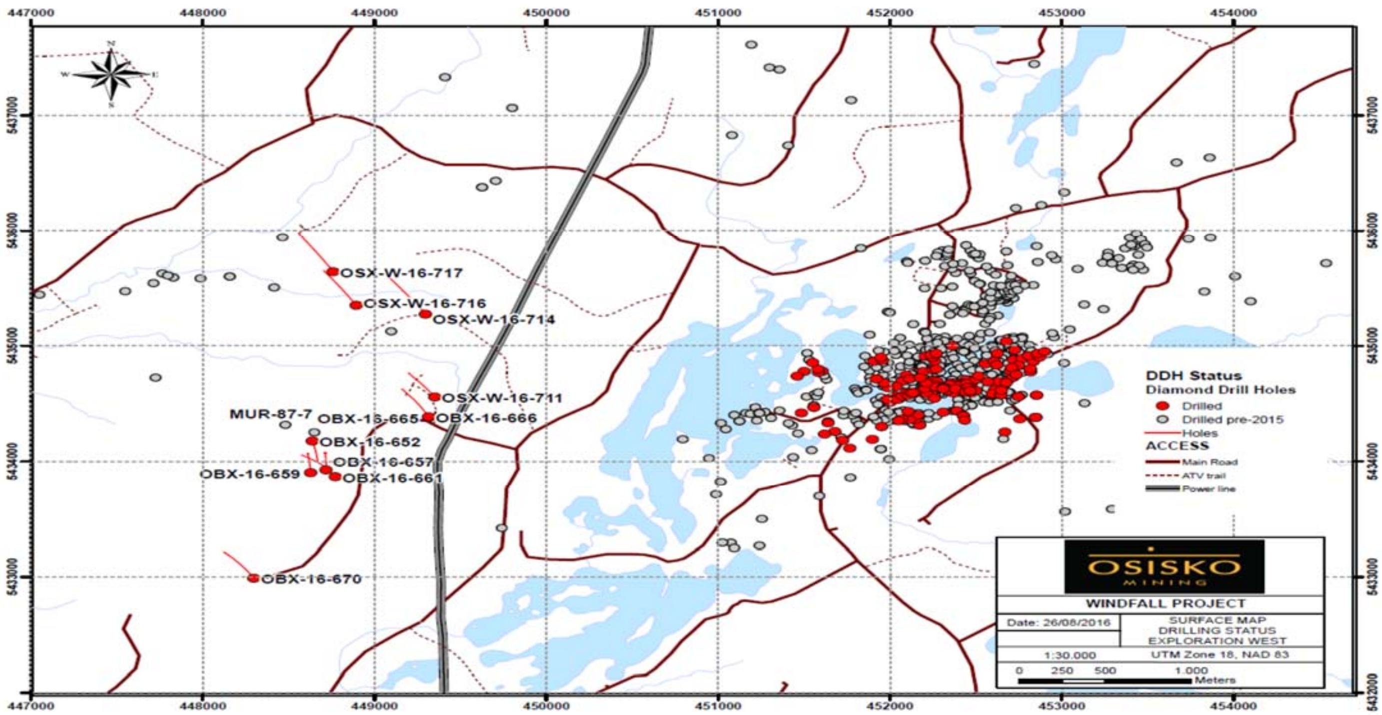
The Windfall Lake PEA was led by TetraTech Inc.'s Canadian Mining Division (mine design, infrastructure and financial analysis), with contributions from Soutex Inc. (metallurgy and mill trade-off study), Golder & Associates Ltd. (environmental), WSP Global Inc. (tailings evaluation) and SRK Consulting (Canada), Inc. (mineral resource estimate).

Exploration Activities

During the period ended September 30, 2016, the 150,000 metre drill program that commenced in October 2015 continues with four drill rigs, with approximately 80,000 metres remaining to complete in the current program. Results to date have been very encouraging, providing verification and good correlation with historic drilling performed by previous operators on the property. The deposit remains open at depth below the Red Dog intrusion, and is open at both the eastern and western ends. The results of the current program will be modeled along with historic drilling in the second half of 2016, and a resource update is anticipated in Q1 2017. The Corporation completed a $25 million financing in July 2016, of which approximately $14 million is expected to be spent in 2016/2017 on drilling to expand the current resource at both the Windfall Lake Project and the surrounding Urban Barry region. The Corporation also competed a $32 million financing in September 2016, of which part will be used to begin underground exploration as well as upgrading the camp and communications at the Windfall Lake site.

Drilling

The Corporation continues to obtain positive drill results from its 150,000 metre drill program at Windfall Lake. The Corporation's drill plan map is presented below:



Quality Control

True widths are estimated at 65-80% of the reported core length intervals. Assays are uncut except where indicated. Intercepts occur within geological confines of major zones but have not been correlated to individual vein domains at this time. Reported intervals include minimum individual assays of 3.0 g/t Au and minimum weighted averages of 3.0 g/t Au diluted over core lengths of at least 2.0 metres. All NQ core assays reported were obtained by either 1-kilogram screen fire assay or standard 50-gram fire-assaying-AA finish or gravimetric finish at ALS Laboratories in Val d'Or, Québec or Sudbury, Ontario. The 1-kilogram screen assay method is selected by the geologist when samples contain coarse gold or present a higher percentage of pyrite than surrounding intervals. All samples are also analyzed for multi-elements, including silver, using an Aqua Regia-ICP-AES method at ALS Laboratories. Drill program design, Quality Assurance/Quality Control ("QA/QC") and interpretation of results is performed by qualified persons employing a QA/QC program consistent with NI 43-101 and industry best practices. Standards and blanks are included with every 20 samples for QA/QC purposes by the Corporation as well as the lab. Approximately 5% of sample pulps are sent to secondary laboratories for check assay.

ii) Black Dog (formally "Souart") Property

The Corporation acquired 100% of the Black Dog Property on February 3, 2016, located in the Urban Barry greenstone belt, in Souart and Barry Townships, Québec. The Corporation issued 500,000 Common Shares and a cash payment of $200,000 for 100% of the property. The property consists of 33 claims comprising of 1,286 hectares. The Black Dog Property is subject to a 2% NSR which can be purchased at any time for $2,000,000. Drilling commenced on the property in September 2016.

3.2 Catherine Fault

i) Ogima Project

On November 28, 2014, the Corporation signed a letter of agreement with a non-related titleholder to acquire the undivided 100% interest of the Cote Property, located in northern Ontario. The definitive option agreement was executed on December 23, 2014, with an option payment of $60,000 paid on signing and $75,000 were paid on December 23, 2015. Additional option payments of $85,000, $100,000 and $140,000 are due upon the second, third and fourth anniversary date after signing. The agreement is also subject to a 2% NSR, which can be purchased for $1,000,000 per 1% NSR.

On February 23, 2015, the Corporation signed an agreement with a non-related corporation to acquire the undivided 100% interest of the Olsen Property, located in northern Ontario, for an aggregate payment of $50,000, which was completed upon signing. The agreement is also subject to a 1% NSR, which can be purchased for $500,000 for each of the patented land that conforms the property. Given the geographical location of this project, the Olsen property has been in the Ogima project.

On March 10, 2015, the Corporation signed a purchase agreement with a non-related private individual for 100% of a 64-hectare patent lot referred to as the Roach Property, for a single payment of $45,000. The patent lot is on the Catharine Township, south of Kirkland Lake with a legal description of PIN 61250-0087, Parcel 3653 SEC NND, N ½ Lot 12 Con 4, Township of Catharine, District of Timiskaming.

Exploration Activity

During the nine months period ended September 30, 2016, the Corporation completed a 2,000 metre drill campaign to follow up the drill targets that were identified from the magnetic geophysical survey that was completed in the previous year. Drilling results from the program were immaterial to follow-up and the Corporation is currently in the process of looking at other alternatives for the property.

3.3 Garrison Properties

i) Garrcon Project

The Corporation acquired the Garrcon Project through its acquisition of Northern Gold Mining Inc. (“Northern Gold”) which was completed on December 22, 2015. The Garrcon Project is 100% owned by the Corporation and covers approximately 788 hectares in the prolific Abitibi Greenstone Belt in Ontario, Canada. The property consists of 66 contiguous mining claims. Of the 66 claims, 35 patented mining claims are subject to a 2% NSR. The Corporation can purchase a 50% reduction in the NSR for a payment of $10,000,000 at any time upon the earlier of May 13, 2017 and the commencement of commercial production. In addition, 12 of the 35 patented claims acquired, are subject to a prior NSR of 1.5% from mineralized material mined above 400 feet vertically, and a 2% NSR from mineralized material mined below that elevation. Additionally, two of the unpatented mining claims are subject to a 1% NSR, of which the Corporation shall have the right to purchase 1.0% for $250,000. A further single unpatented mining claim is subject to a 1% NSR, of which the Corporation shall have the right to purchase 0.5% for $250,000. An additional 20 patented claims are subject to a 2% NSR, of which the Corporation has the right and option to purchase 0.5% for $1,000,000. The vendor retains a back-in right for up to 51% interest in the claims should a resource totaling 4 million ounces be identified on the claims. Such back-in right would trigger a cash reimbursement to the Corporation equal to double the exploration costs incurred since the date of the arrangement. Some of the claims are subject to an additional 1.5% NSR under previous option agreements entered into by the vendor. The remaining eight patented claims are subject to a 1% NSR.

ii) Jonpol Project

The Corporation acquired the Jonpol Project through its acquisition of Northern Gold which was completed on December 22, 2015. The Jonpol Project is 100% owned and is located on the same property as the Garcon Project in the prolific Abitibi Greenstone Belt in Ontario, Canada.

iii) Buffonta Project

The Corporation acquired the Buffonta Project through its acquisition of Northern Gold which was completed on December 22, 2015. The Buffonta Project is 87.5-100% owned and covers approximately 2359 hectares in the prolific Abitibi Greenstone Belt in Ontario, Canada. The property consists of 120 contiguous mining claims. The Buffonta Project is subject to a 3% NSR of which 0.5% can be purchased for $1,000,000.

iv) Gold Pike Project

The Corporation acquired the Gold Pike Project through its acquisition of Northern Gold which was completed on December 22, 2015. The Gold Pike Project is 40-60% owned and covers approximately 468 hectares in the prolific Abitibi Greenstone Belt in Ontario, Canada. The property consists of 26 contiguous mining claims. The Gold Pike Project has 10 claims under two separate agreements in which each are subject to a 2% NSR of which 1% can be purchased for $1,000,000. The property has an annual $25,000 advance royalty payment.

Exploration Activity

The Corporation began a 20,000 metre drill campaign in August 2016. The drill program is designed to increase confidence in the historical resource estimates on the Garrcon deposits, as well as exploring for possible extensions of the known mineralized zones. The current results demonstrate there is good potential to increase the known mineral inventory at Jonpol through continued definition and exploratory drilling, specifically in the depth extensions of the main deposit. Historic drilling at Jonpol was limited to areas from surface to 600 metres depth with much of the drilling targeting above 350 metres depth. Hole OSK-G16-300 represents a mineralized extension of the deposit 200 metres below the current historical resource area. There are currently three active drills on site.

3.4 Marban Block Properties

i) Marban Project

The Corporation acquired the Marban Property through the acquisition of Niogold. The Marban project is 100% owned and is the result of an amalgamation of the former Marban, First Canadian, Norlartic and Gold Hawk claims. The Marban Block Property is located about 15 kilometers west of the town of Val-d'Or in the Abitibi region of Québec, Canada and consists of 30 mining claims and 3 mining concessions covering 1,023 hectares.

The Marban claims are subject to a NSR of 1% to 1.5%. The First Canadian claims are subject to a 10% net profits interest. The vendor retained a 0.5% NSR on the Marban claims, a 1% NSR on the First Canadian claims and a 2% NSR on the Norlartic claims. The property also has two mining claims known as the Gold Hawk claims which are subject to a 2% NSR.

Exploration Activity

The Corporation completed an updated mineral resource estimate during the period ended September 30, 2016. This update includes 92,900 metres of infill drilling and historical core re-sampling executed since the last published resource estimates on the Marban and Norlartic deposits. The new estimate has produced an increase in the overall gold resource and an upgrading of the bulk of the resources to robust M&I, pit-constrained categories. This updated estimate was prepared by Belzile Solutions Inc. based in Rouyn-Noranda, Québec. Mine Development Associates based in Reno, Nevada previously estimated the Marban project resources in 2007, 2010 and 2013.

Highlights:

- The in-pit M&I resource estimate (total of both Marban and Norlartic) now stands at approximately 1.48 million ounces gold in 37.0 M tonnes at an undiluted grade of 1.24 g/t Au, with in-pit inferred resource adding approximately 0.13 million ounces gold in 3.6 M tonnes at an undiluted grade of 1.15 g/t Au. Pit-constrained resources are based on a Whittle-optimized pit shell using a gold price of US$1,250 per ounce and an external lower cut-off of 0.4 g/t Au (see table below).

- At a higher cut-off grade of 1.0 g/t Au, the in-pit M&I resources stand at approximately 1.04 million ounces gold in 16.5 M tonnes at an undiluted grade of 1.97 g/t Au, representing 70% of the overall pit-constrained M&I ounces.

- The new global M&I mineral resource estimate currently stands at 1.83 million ounces gold in 47.6 M tonnes with an average grade of 1.20 g/t Au and the global inferred mineral resource estimate stands at 0.41 million ounces gold in 12.2 M tonnes at an average grade of 1.03 g/t Au (based on 0.40 g/t Au lower cut-off; see table below).

- Both Marban and Norlartic are open at depth and further drilling is planned to establish the potential for additional resources that may be mined by underground methods.

Undiluted resource estimates within US$1,250
Whittle pit shell

Deposit	Category	Grade (g/t)	Tonnes (M)[2]	Oz Au[3]
Norlartic	Measured	-	-	-
Norlartic	Indicated	1.30	8.6	358,000
Norlartic	M&I	1.30	8.6	358,000
Norlartic	Inferred	-	-	-
Marban	Measured	1.47	7.7	363,000
Marban	Indicated	1.13	20.8	758,000
Marban	M&I	1.23	28.4	1,121,000
Marban	Inferred	1.15	3.6	134,000
All	Measured	1.47	7.7	363,000
All	Indicated	1.18	29.4	1,117,000
All	M&I	1.24	37.0	1,479,000
All	Inferred	1.15	3.6	134,000

(1) Cut-off grade of 0.40 g/t Au and average strip ratio of 6.29 (excluding overburden).

(2) Rounded to nearest 1 million, which may cause apparent discrepancies.

(3) Rounded to nearest 1 thousand, which may cause apparent discrepancies.

Details on the parameters of the resource estimates are as follows:

- The database comprised a total of 723 holes for 221,200 metres of drilling completed and assayed by Osisko (Niogold) as of the end of November 2015 on a 25 metre x 25 metre grid to 25 metre x 50 metre grid. Another 379,440 metres of the database were from 3,855 historical holes and 9,183 metres from 1,356 channels from the Marban mine compiled from previous operators.

- The present estimates were done using Inverse Distance Cubed (ID3) interpolation as the geostatistical method based on 2.0 metre analytical composites. ID2 and Ordinary kriging interpolation have also been used for comparison with no significant variations in results.

- All estimates are based on a block dimension of 10 metres E, 5 metres N and 5 metres height with estimation parameters determined by variography.

- Geological interpretation based on lithologies, folds and mineralized shears, made from cross-sections at 6 to 12.5-metre intervals, identified, for the Marban deposit, a total of 94 mineralized low domains, of which 40 include higher-grade sub-domains, for a total of 134 distinct domains. The domains comprise stacked mineralized shears that strike east-west and dip 45 to 50 degrees north. Minimum width was set to three metres.

- Calculations are based on original samples within mineralized domains capped to a maximum of 30 g/t Au for all low-grade domains and to a maximum of 45 to 80 g/t Au for the high-grade domains. Globally, about 0.25% of the population has been capped representing an apparent gold loss varying between 5% and 15% depending of the domains. All 2-metres composites are calculated based on cut original data. In addition to the assay capping, restrictions were placed during grade interpolation on the influence of high-grade composites in low grade mineral domains.

- Tonnage estimates are based on average densities ranging from 2.70 to 2.86 t/m3 with a 2.80 t/m3 density for the basalt (the principal ore host), based on a total of 902 specific gravity measurements (624 for Marban and 278 for Kierens-Norlartic).

- The ounces estimated into the modeled workings of the past-producing Marban and Norlartic mines were removed from the mineral resources;

- The Norlartic potential pit has the Keriens Creek flowing over a portion of it. Current baseline environmental studies will assess the possibility of deviating it.

- Pit optimization parameters are summarized in the table below:

Parameter	Unit	Value
Gold price	US$/oz	1250
Royalties	%	3.0%
Refining cost	US$/oz	3.75
Milling Rate	tpd	10,000
Processing cost	US$/t milled	10.60
Administration	US$/t milled	0.75
Sustaining capital	US$/t milled	0.94
Total ore cost	US$/t milled	12.29
Recovery	%	89.0%
Cut-off grade	g/t Au	0.40
Base mining cost rock	US$/t mined	1.88
Incr. bench cost	US$/bench	0.02
Mining cost overburden	US$/t mined	1.50
Density overburden	t/m3	2.0
Pit slopes N-E-W walls	degrees	50
Pit slopes south walls	degrees	45

ii) Malartic Project

The Corporation acquired the Malartic Property through the acquisition of Niogold. The Malartic Block Property includes the Camflo West, the Malartic Hygrade, the Malartic Hygrade-NSM and the Malartic H Properties. The properties are located to the northeast of the town of Malartic, in the Abitibi region of Québec, Canada. The Malartic Block Property consists of 139 mining claims and 1 mining concession covering 6,263 hectares. The Camflo West claims are subject to various NSR's ranging from 1.5% to 3.0%, certain of which, or portions thereof, can be repurchased for payments ranging from $200,000 to $1,500,000. The Malartic H claims are 85% owned by the Corporation and the remaining 15% can be purchased by paying $25,000.

Exploration Activity

During the period Osisko commenced exploration drilling on the Property. The drill program is designed to test new targets outside of the existing Marban, Kierens and Norlartic deposit resource areas.

The initial program will consist of over 5,000 metres and includes 7 holes on the Héva Property along the Norbenite shear zone, and 15 holes on the Malartic Property to investigate a regional fold hinge. Drilling will also be conducted between the Marban and Norlartic deposits to verify the continuity of the "Stellar Zone" (19.21 g/t Au over 5.6 metres, NioGold press release dated August 15, 2012).

iii) Siscoe East Project

The Corporation acquired the Siscoe East Property through the acquisition of Niogold. The Siscoe East Property is located in the Vassan Township in the Abitibi region of Québec, Canada. NioGold owns a 50% interest in the claims covering the Siscoe East Property, the remaining 50% interest being held by another company. Some claims are subject to NSRs of 2.0%. Half of the NSRs may be repurchased for a total of $2,750,000.

Exploration Activity

No exploration activity has occurred on the project since its acquisition took place on March 11, 2016.

iv) Héva Project

The Corporation acquired the Héva Property through the acquisition of Niogold. The Héva Property, located 42 kilometers northwest of the city of Val-d'Or, and the Val-d'Or Property, located south of the limit of the town of Val-d'Or, in the Abitibi region of Québec, Canada. Some of the claims of the Héva Property are subject to a 1.5% NSR of which half may be repurchased for $200,000.

Exploration Activity

No exploration activity has occurred on the project since its acquisition took place on March 11, 2016.

3.5 DeSantis Property

The Corporation acquired the DeSantis Property in the Porcupine Mining Division in Ogden Township, Ontario, from Excellon Resources Inc. in exchange for Common Shares. The transfer of the mining leases comprising the remainder of the DeSantis Property will be completed upon receipt of the ordinary course consent of the Ministry of Northern Development and Mines.

Exploration Activity

The Corporation has begun a till sampling program in August 2016 to define drill targets for further exploration work.

3.6 Swayze Property

The Corporation acquired the Swayze Property located in the Greenstone Belt of Ontario on August 2, 2016. The claims were purchased for an initial cash payment of $250,000.

Exploration Activity

Very little exploration activity has occurred on the property since its acquisition.

4. EXPLORATION AND EVALUATION ASSETS EXPENDITURES AND COMMITMENTS

4.1 *Exploration and Evaluation Assets Expenditures*

The Corporation's expenditures on exploration and evaluation assets for the nine months ended September 30, 2016, were as follows (in Canadian dollars):

	December 31, 2015	Acquisitions in the period	Additions in the period	Write offs in the period	September 30, 2016
Canadian properties					
Urban Barry	$ 472,146	$ -	$ 1,647,698	$ -	$ 2,119,844
Windfall Lake	39,103,702	-	13,468,417	-	52,572,119
Ogima - Catharine Fault	893,815	-	552,054	-	1,445,869
Garrcon - Garrison	9,582,004	-	1,615,178	-	11,197,182
Gold Pike - Garrison	-	-	44,928	-	44,928
Buffonta - Garrison	4,524	-	74,464	-	78,988
Northstar Miller - Catharine Fault	-	-	33,160	(33,160)	-
DeSantis Property	-	-	1,274,380	-	1,274,380
Black Dog (formally "Souart") Property	-	-	954,660	-	954,660
Swayze Property	-	-	264,570	-	264,570
Marban - Marban Block	-	21,369,786	1,199,794	-	22,569,580
Malarctic - Marban Block	-	37,097,294	456,724	-	37,554,018
Siscoe East - Marban Block	-	2,486,901	15,233	-	2,502,134
Héva - Marban Block	-	675,393	133,052	-	808,445
Total exploration and evaluation assets	$ 50,056,191	$ 61,629,374	$ 21,734,312	$ (33,160)	$ 133,386,717

Significant additions during the nine months ended September 30, 2016 are described by category in the following table:

For the nine months ended September 30, 2016	Urban Barry	Windfall Lake	Ogima - Catharine Fault	Miller - Catharine Fault	Garrcon-Garrison	Buffonta-Garrison	Gold Pike-Garrison	Swayze
Property Acquisition	$ 94,088	$ 94,004	$ 819	$ 33,160	$ 78,961	$ 4,924	$ 25,737	$ 250,000
Geochemical Survey	16,258	-	4,603	-	-	-	-	-
Geophysical Survey	906,731	343,020	102,000	-	12,310	-	-	-
Geological Reconnaissance	390,428	20,072	-	-	7,239	277	277	-
Drilling	72,860	10,452,899	339,769	-	59,254	-	185	-
Reporting and GIS	99,327	354,781	640	-	922,670	5,091	3,021	10,035
Administration	8,635	348,624	93,723	-	118,083	57,447	7,176	3,795
Supplies and Maintenance	20,870	263,900	-	-	78,948	3,279	3,195	-
Sustenance	6,799	137,053	-	-	4,100	-	-	470
Transportation	15,335	100,314	-	-	23,571	-	-	270
Tenement Fees	-	-	-	-	-	-	-	-
Assays	14,700	1,045,770	-	-	113,269	-	-	-
Engineering	-	-	-	-	25,940	-	-	-
Community Relations	1,212	40,292	9,000	-	109,064	-	-	-
Environmental	455	185,358	1,500	-	47,033	3,446	5,337	-
Health and Safety	-	82,330	-	-	14,736	-	-	-
Quebec Exploration Mining Duties Earned	-	-	-	-	-	-	-	-
Total additions	$ 1,647,698	$ 13,468,417	$ 552,054	$ 33,160	$ 1,615,178	$ 74,464	$ 44,928	$ 264,570

For the nine months ended September 30, 2016	Black Dog (formally "Souart")	Marban - Marban Block	Malarctic - Marban Block	Siscoe East - Marban Block	Héva - Marban Block	DeSantis	Total
Property Acquisition	$ 725,000	$ 75	$ 1,220	$ 7,872	$ 4,518	$ 1,194,067	$ 2,514,445
Geochemical Survey	-	-	-	-	-	-	20,861
Geophysical Survey	35,741	-	-	-	-	-	1,399,802
Geological Reconnaissance	33,775	-	1,241	-	6,693	33,467	493,469
Drilling	107,779	444,959	374,396	-	112,068	-	11,964,169
Reporting and GIS	44,390	690,337	11,234	7,343	10,676	43,430	2,202,975
Administration	-	109,921	34,116	-	(1,845)	3,416	783,091
Supplies and Maintenance	-	24,020	14,353	18	942	-	409,525
Sustenance	148	582	-	-	-	-	149,152
Transportation	1,995	5,215	-	-	-	-	146,700
Tenement Fees	-	-	-	-	-	-	-
Assays	5,832	49,384	20,164	-	-	-	1,249,119
Engineering	-	6,248	-	-	-	-	32,188
Community Relations	-	-	-	-	-	-	159,568
Environmental	-	164,944	-	-	-	-	408,073
Health and Safety	-	11,458	-	-	-	-	108,524
Quebec Exploration Mining Duties Earned	-	(307,349)	-	-	-	-	(307,349)
Total additions	**$ 954,660**	**$ 1,199,794**	**$ 456,724**	**$ 15,233**	**$ 133,052**	**$ 1,274,380**	**$ 21,734,312**

During the nine months ended September 30, 2016, majority of spending took place on the Windfall Lake Property which had a planned drill program of 150,000 metres. During the nine months ended September 30, 2016, the Corporation drilled approximately 80,000 metres and completed a large airborne magnetic and electromagnetic geophysical survey on the Windfall Lake Property and Urban Barry area. The Corporation also completed a geophysical survey on the Ogima-Catherine Property which helped define the drill program for the upcoming drill campaign that commenced in April 2016 and completed during the period. During the month of August 2016, the Corporation began a 20,000 metre drill campaign on the Garrcon-Garrison Property in the prolific Abitibi Greenstone Belt in Ontario. During the month of September 2016, the Corporation began drilling the Black Dog Property located in Urban Barry, Québec. The Corporation also completed an updated resource on the Marban Property and commenced drilling on the Malartic Property, as well as completed a series of metallurgical testing on the deposit.

4.2 Option Payments and Acquisition Costs for Exploration and Evaluation Assets Claims

The following is a summary of the committed option payments and acquisition costs to be made as of September 30, 2016, in respect of the Corporation's exploration and evaluation assets:

	Total	2016	2017	2018
Catharine Fault - Ogima Project	$ 400,000	$ 160,000	$ 100,000	$ 140,000
Total	**$ 400,000**	**$ 160,000**	**$ 100,000**	**$ 140,000**

** Québec Prospects minimum exploration commitment of $1,200 per claim (1,254) to be made within two years from the date of grant*

5. OUTLOOK

The operational outlook below and described herein reflects the Corporation's current operations. The Corporation completed the acquisition of Niogold on March 11, 2016.

The Corporation completed an approximate $25 million financing on July 27, 2016 and an approximate $32.3 million financing on September 27, 2016. The proceeds from these financings will be used to fund "Canadian exploration expenses" on the Corporation's Québec and Ontario properties. The Corporation is planning to increase its drilling program on all the properties with a 195,000 metre drill campaign that is expected to place at least 16 rigs on the properties. The increased drilling is expected to consist of approximately 20,000 metres at Marban, 20,000 metres at Garrison, 5,000 metres at DeSantis and an additional 70,000 metres at Windfall Lake in addition to the 80,000 metres completed during the nine months period ended September 30, 2016. The goal of the program is to increase the confidence in all the existing resources and to expand all existing resources. The Corporation is aiming to release an updated resource on the Urban Barry and Windfall Lake Project in Q1 2017 as well as commence underground exploration work during the same period.

Gold mineralization identified to date in this target zone underneath the Red Dog defines an inferred mineral resource of 455,000 tonnes averaging 8.21 g/t gold for 120,000 contained ounces of gold. The drill program is designed to target potential extensions of gold mineralization to increase the current size of the Windfall Lake Property.

The Corporation has also largely completed a regional till sampling program on its 70,000-hectare Urban Barry Property surrounding the Windfall Lake Property. The program includes a total of 1365 till samples that will serve as a first evaluation of the potential of this large property. Additional sampling on a higher density will also be completed on previously identified gold-in-till anomalies on the Windfall Lake Property. This high density sampling program aims at outlining the potential bedrock source of the gold-in-till anomalies for future exploration drilling.

6. INVESTMENTS

The Corporation assets include a portfolio of investments in publicly and non-publicly traded companies. The Corporation invests in various companies within the mining industry for investment purposes and strategic decisions. In addition to investment objectives, in some cases, the Corporation may decide to take a more active role, including providing management personnel, technical and/or administrative support, as well as nominating individuals to the investee's Board of Directors. These investments (which include investments in Kilo Goldmines Ltd ("Kilo") and Barkerville) are reflected as "investments in associates" in the condensed interim consolidated financial statements of the Corporation. Barkerville became an associate of the Corporation in August 2016 following a significant investment by Osisko in Barkerville. As addition, the Corporation's Co-Chairman, Sean Roosen, also acts as Co-Chairman of the Board of Directors of Barkerville. On October 26, 2016, the Corporation sold its common share interest in Kilo (an aggregate of 21,868,000 common shares) in exchange for 1,457,867 common shares in the capital of Resolute Mining Ltd.

6.1 Marketable Securities

The following table summarizes information regarding the Corporation's marketable securities as at September 30, 2016 and December 31, 2015:

As at	**September 30, 2016**	December 31, 2015
Balance, beginning of period	**$ 8,707,396**	$ 31,820
Additions	**9,856,830**	2,935,307
Acquisitions (note 4)	**178,199**	5,705,278
Transfer to investments in associates (note 7)	**(1,248,000)**	-
Disposals	**(10,207,475)**	(1,341,398)
Realized gain on disposals	**2,980,545**	742,350
Unrealized gain on mark-to-market	**6,710,275**	634,039
Balance, end of period	**$ 16,977,770**	$ 8,707,396

6.2 *Investments in Associates*

The Corporation's investments relating to its interests in Kilo and Barkerville are detailed as follows:

As at	**September 30, 2016**	December 31, 2015
Balance, beginning of period	**$ -**	$ -
Transfers from marketable securities	**1,248,000**	-
Share investment in associates during the period	**17,000,000**	-
Cash investment in associates during the period	**20,700,000**	-
Sale of associates during the period	**(121,410)**	-
Share of loss for the period	**(648,961)**	-
Balance, end of period	**$ 38,177,629**	$ -

6.3 *Long-term Investments*

During the nine months period ended September 30, 2016, the Corporation held a $300,000 long-term investment in a non-publicly traded entity.

7. RESULTS OF CONTINUING OPERATIONS

The following table summarizes the Corporation's Condensed Interim Consolidated Statement of Operations for the three and nine-month periods ended September 30, 2016 and 2015:

	Three months ended		Nine months ended	
For the period ended	**September 30, 2016**	September 30, 2015	**September 30, 2016**	September 30, 2015
Expenses from continuing operations				
Compensation	**2,433,355**	$ 2,254,487	**7,763,003**	$ 2,848,824
General and administration expenses	**895,082**	660,174	**2,328,719**	1,009,427
General exploration	**57,491**	43,929	**172,334**	120,791
Exploration and evaluation assets written off	**-**	-	**33,160**	-
Flow-through premium income	**(1,639,054)**	-	**(3,310,255)**	-
Unrealized loss/(gain) from marketable securities	**1,472,889**	(506,783)	**(6,710,275)**	(585,587)
Realized gain from marketable securities	**(1,918,226)**	(145,746)	**(2,980,545)**	(191,512)
Realized loss from sale of equipment	**-**	-	**327,136**	-
Foreign currency exchange (gain)/loss	**(21,481)**	(116,733)	**180,667**	(169,852)
Other expense/(income)	**2,000**	-	**(286,195)**	-
Operating loss/(income) from continuing operations	**1,282,056**	2,189,328	**(2,482,251)**	3,032,091
Finance income	**(147,739)**	(58,645)	**(448,461)**	(90,144)
Finance costs	**57,329**	(4,602)	**366,262**	(24)
Net finance income from continuing operations	**(90,410)**	(63,247)	**(82,199)**	(90,168)
Share of loss of associate	**550,011**	-	**648,961**	-
Loss/(income) for the period from continuing operations	**1,741,657**	2,126,081	**(1,915,489)**	2,941,923
Loss for the period from discontinued operations	**-**	85,051	**-**	7,780,445
Total loss/(income) for the period	**$ 1,741,657**	$ 2,211,132	**$ (1,915,489)**	$ 10,722,368
Other comprehensive (income)/loss				
Items that may be reclassified subsequently to profit and loss:				
foreign currency translation	**$ (3,048)**	$ (43,649)	**$ 41,910**	$ (349,031)
Comprehensive (income) for the period	**(3,048)**	(43,649)	**41,910**	(349,031)
Total comprehensive (income)/loss	**$ 1,738,609**	$ 2,167,482	**$ (1,873,579)**	$ 10,373,337

7.1 Three Months Period Ended September 30, 2016 as Compared to Three Months Period Ended September 30, 2015

Loss for the period from continuing operations decreased by $384,424, from $2,126,081 for the three months period ending September 30, 2015 to $1,741,657 for the three months period ended September 30, 2016, due to flow-through premium income that has been recognized as the Corporation spends money on its properties it raised flow-through funds on. This was partially offset by higher expenses related to the acquisitions and a growing business.

Compensation expense increased in the period ended September 30, 2016 by $178,868 to $2,433,355, compared with $2,254,487 expensed in the same period in 2015. This is due to an increase in both stock-based compensation and compensation expense of $954,919 and $1,478,436, respectively. Stock-based compensation increased due to options that were issued as part of the Corporation's acquisitions as well as options that were issued to the new members of the Board of Directors (the "Board"). Compensation expense increased due to additional staff in the Corporate offices and an increase in Board fees for the new directors.

General and administration expenses increased by $234,908 to $895,082 for the period ended September 30, 2016, compared to $660,174 in the same period for 2015. This increase is mostly due to an increase in shareholder and regulatory expense of $108,130 as the Corporation had more filings during the period compared to 2015. Other increases in general and administration include: 1) increases in administrative services of $57,197 due to increased consulting fees relating to project reviews, 2) increase in travel expenses of $58,617 due to increase in marketing activities and road shows after the acquisitions and an overall increase in exploration activity, analyst tours to the properties and due diligence performed on further potential acquisitions, and 3) offset partially by a decrease in office expenses of $59,580 relating to office expense in prior period due to the transition of Eagle Hill, Corona Gold Corporation and Ryan Gold Corp.

General exploration expenses increased by $13,562 to $57,491 during the period ended September 30, 2016, compared to $43,929 for the same period in 2015, as the Corporation is continuing to search for new opportunities within Canada.

Flow-through premium income was $1,639,054 during the period ended September 30, 2016, compared to $nil during the same period in 2015. This income is in relation to the flow through raise completed on September 30, 2015 and July 27, 2016. On issuance of these flow-through shares, a flow-through share premium liability was recognized. Upon the Corporation incurring flow-through eligible expenditures, the Corporation recognizes flow-through premium income and decreases the flow-through premium liability.

During the period ended September 30, 2016, the Corporation maintained the acquired portfolio of securities as part of the 2015 Arrangement as well as strategically invested in marketable securities of other exploration and development companies. As a result, the Corporation recognized a realized gain and an unrealized loss in the period related to these investments of $1,918,226 and $1,472,889, respectively. The realized gain is from the sale of several investments and the unrealized loss is a result of the Corporation marking to market its investments at period end. The Corporation had a fair market value of $16,977,770 of marketable securities as at September 30, 2016, compared to $8,707,396 as at December 31, 2015.

An unrealized foreign currency loss of $56 was recognized during the period ended September 30, 2016, compared with unrealized gain of $78,888 for the same period in 2015, as a result of the decreased strength of the United States dollar compared to the Canadian dollar and an increase in the United States dollar balance for the period. The realized gain of $21,537 in the period was due to the translation of foreign currency.

Net finance income during the period ended September 30, 2016 increased by $27,163 to $90,410, compared with $63,247 for the same period in 2015, due to increases in the cash balance of the Corporation due to a combination of the issuance on a private placement basis of Common Shares to Osisko Gold Royalties Ltd for gross proceeds of $17.8 million (the "Osisko Private Placement") and the $32.3-million Offering and the 2015 Arrangement. However, this was partially offset by a Part XII.6 tax that has been accrued since February 2016 that arose from the unspent flow-through expenditures using the look back rule. The Corporation had $81,206,205 of cash and cash equivalents as at September 30, 2016.

Share of loss of associate recognized during the period ended September 30, 2016 was $550,011 compared to $nil for the same period in 2015. Management determined that the Corporation held significant influence over the decision making process of Kilo and Barkerville and as such must recognize its share of Kilo and Barkerville's net losses.

7.2 Nine Months Period Ended September 30, 2016 as Compared to Nine Months Period Ended September 30, 2015

Income from continuing operations for the nine months period increase by $4,857,412, from a loss of $2,941,923 for the nine months period ended September 30, 2015 to an income of $1,915,489 for 2016, due to a flow-through premium income that has been recognized as the Corporation spends money on its properties it raised flow-through funds on, and an unrealized gain from marketable securities of $6,710,275 as well as a realized gain of $2,980,545 due to stronger commodity prices and markets in which Osisko holds its investments. This was partially offset by higher expenses related to the acquisitions and a growing business.

Compensation expense increased in the nine months period ended September 30, 2016 by $4,914,179 to $7,763,003, compared with $2,848,824 expensed in the same period in 2015. This is due to an increase in both stock-based compensation and compensation expense of $4,062,383 and $3,700,620, respectively. Stock-based compensation increased due to options that were issued as part of the Corporation's acquisitions as well as options that were issued to the new members of the Board. Compensation expense increased due to additional staff in the Corporate offices and an increase in Board fees for the new directors.

General and administration expenses increased by $1,319,292 to $2,328,719 for the nine months period ended September 30, 2016, compared to $1,009,27 in the same period for 2015. This increase is mostly due to an increase in shareholder and regulatory expense of $513,347 as the Corporation had more filings during the period compared to 2015, additional expenses relating to the Niogold Arrangement that were not considered transaction costs, as well as a tax penalty that related to a 2012 re-assessment of Eagle Hill and increased investor relations activities. Other increases in general and administration include: 1) increases in administrative services of $238,750 due to increased consulting fees relating to project reviews, 2) increase in travel expenses of $232,834 due to increase in marketing activities and road shows after the acquisitions, an overall increase in exploration activity, and due diligence performed on further potential acquisitions, 3) increase in professional fees of $85,135 due to an increase in investments and professional expenses related to the mergers that were not part of transaction costs and due diligence on potential property acquisitions, and 4) increase in office expenses of $249,226 relating to the transitioning of the companies that were concurrently acquired by the Corporation, namely, Eagle Hill, Ryan Gold Corp. and Corona Gold Corporation (the "2015 Arrangement"), the Northern Gold acquisition and the Niogold Arrangement.

General exploration expenses increased by $51,543 to $172,334 during the nine months period ended September 30, 2016, compared with $120,791 for the same period in 2015, as the Corporation is continuing to search for new opportunities within Canada as well as expenses relating to the DeSantis Property before the Corporation had the right to property.

Flow-through premium income was $3,310,255 during the nine months period ended September 30, 2016, compared to $nil for the same period in 2015. This income is in relation to the flow through share offerings completed on September 30, 2015 and July 27, 2016. On issuance of these flow-through shares, a flow-through share premium liability was recognized. Upon the Corporation incurring flow-through eligible expenditures, the Corporation recognizes flow-through premium income and decreases the flow-through premium liability.

During the nine months period ended September 30, 2016, the Corporation maintained the inherited portfolio of securities as part of the 2015 Arrangement as well as strategically invested in marketable securities of other exploration and development companies. As a result, the Corporation recognized a realized and unrealized gain in the period related to these investments of $2,980,545 and $6,710,275, respectively. The realized gain is from the sale of several investments and the unrealized gain is a result of the Corporation marking to market its investments at period end. Both gains are a result of an overall increase in commodity prices and an increase in the markets. The Corporation had a fair market value of $16,977,770 of marketable securities as at September 30, 2016, compared to $8,707,396 as at December 31, 2015.

An unrealized foreign currency loss of $1,099 was recognized during the nine months period ended September 30, 2016, compared with unrealized gain of $133,181 for the same period in 2015, as a result of the decreased strength of the United States dollar compared to the Canadian dollar and an increase in the United States dollar balance for the period. The realized loss of $179,568 in the period was due to the translation of foreign currency.

Other income recognized during the nine months period ended September 30, 2016 was $286,195, compared to $nil for the same period in 2015. This is due to an unforeseen tax refund received in relation to a company acquired under the 2015 Arrangement.

Net finance income during the nine months period ended September 30, 2016 decreased by $7,969 to $82,199, compared with $90,168 for the same period in 2015, due to decreases in the cash balance relating to the Barkerville transaction, however this was partially offset by the two large financings that took place in the period on July 27, 2016 and September 27, 2016. The Corporation had $81,206,205 of cash and cash equivalents as at September 30, 2016.

Share of loss of associates recognized during the nine months period ended September 30, 2016 was $648,961, compared to $nil for the same period in 2015. Management determined that the Corporation held significant influence over the decision making process of Kilo and Barkerville and as such must recognize its share of Kilo and Barkerville's net loss.

7.3 Cash Flow

The Corporation is dependent upon raising funds in order to fund future exploration programs. See "*Liquidity and Capital Resources*" and "*Risks and Uncertainties*".

Operating Activities

Cash used in operating activities from continuing operations for the period ended September 30, 2016 totalled $4,963,911, compared to $2,270,211 used for the same period in 2015. The increased outflows were primarily attributable to the net income from continuing operations of $1,915,489 for the period ended September 30, 2016 with adjustments for stock based compensation, flow-through premium income and unrealized gains on marketable securities totalling $5,958,147 compared to a net loss of $2,941,923 for the period ended September 30, 2015 with adjustments for stock based compensation and unrealized gains on marketable securities totalling $919,312.

Financing Activities

Cash provided by financing activities from continuing operations was $71,434,548 for the period ended September 30, 2016, compared with $31,912,960 for the same period in 2015. $11,725,216 was received from the completion of subscription receipt issuance on March 11, 2016 and $54,170,364 was received from the completion of the Flow-Through Shares Offering on July 27, 2016 and the Offering on September 27, 2016. Additionally, the exercise of stock options and warrants resulted in inflows of $580,766 and $4,958,202, respectively. The cash received from private placements and subscription receipt issuance has been shown net of share issuance costs.

Investing Activities

Cash used by investing activities from continuing operations for the period ended September 30, 2016 totalled $41,250,344, compared to cash provided by investing activities of $26,068,994 for the same period in 2015. The change was mainly due to additions to exploration and evaluation expenditures for $18,307,816, acquisition of marketable securities for $8,871,493 and acquisition of Barkerville equity investment for $20,042,350, partially offset by proceeds on disposition of marketable securities of $6,544,340. For the period ended September 30, 2015, addition to exploration and evaluation expenditures totalled $3,446,399, and acquisition of marketable securities totalled $1,119,092. These outflows were offset by net cash and cash equivalents received from acquisitions on August 25, 2015 totalling $30,593,787.

In management's view, the Corporation has sufficient financial resources to fund current planned exploration programs and ongoing operating expenses. As at September 30, 2016, the Corporation has cash of $81,206,205, compared to $55,985,912 as at December 31, 2015. The Corporation will continue to be dependent on raising equity or other capital as required unless and until it reaches the production stage and generates cash flow from operations. See *"Forward-Looking Information"* and *"Risks and Uncertainties"*.

8. SUMMARY OF QUARTERLY RESULTS

For the period ended	September 30, 2016	June 30, 2016	March 31, 2016	December 31, 2015
Financial Results:				
Interest income	$ (147,400)	$ (150,877)	$ (148,178)	$ (169,128)
(Income)/loss from continuing operations	$ 1,741,657	$ (2,364,684)	$ (1,292,462)	$ 2,275,374
Loss/(income) from discontinued operations	$ -	$ -	$ -	$ 4,972
Loss/(earnings) per share* - basic				
From continuing operations	$ 0.01	$ (0.02)	$ (0.01)	$ 0.04
From discontinued operations	$ -	$ -	$ -	$ -
Loss/(earnings) per share* - diluted				
From continuing operations	$ -	$ (0.01)	$ (0.01)	$ -
From discontinued operations	$ -	$ -	$ -	$ -
Financial Position:				
Working Capital (non-IFRS measurement)**	$ 95,990,654	$ 68,453,675	$ 70,903,319	$ 63,669,240
Exploration and evaluation assets	$ 133,386,717	$ 124,399,923	$ 117,623,585	$ 50,056,191
Total Assets	$ 274,296,982	$ 199,296,061	$ 197,088,626	$ 119,338,390
Share Capital	$ 288,712,228	$ 216,539,040	$ 215,473,873	$ 150,989,118
Deficit	$ (48,593,324)	$ (46,851,667)	$ (49,216,351)	$ (50,508,813)
Number of shares issued and outstanding	156,255,006	125,412,230	124,676,849	58,694,202

** Basic and diluted (earnings)/loss per share is calculated based on the weighted-average number of Common Shares outstanding. The number of shares issued and outstanding accounts for the 20-to-one and the 3.14-to-one consolidations of the Common Shares, effected on August 25, 2015 and April 14, 2014, respectively, applied retrospectively for all the periods disclosed in the table.*
*** Working Capital is a non-IFRS measurement with no standardized meaning under IFRS. For further information and a detailed reconciliation, please see section 18.*

For the period ended	September 30, 2015	June 30, 2015	March 31, 2015	December 31, 2014
Financial Results:				
Interest Income	(58,646)	(14,289)	(17,210)	(25,813)
Loss from continuing operations	2,126,081	361,128	454,714	883,222
Loss from discontinued operations	85,051	(125,919)	7,821,314	174,711
Loss/(earnings) per share* - basic				
From continuing operations	$ 0.10	$ 0.06	$ 0.09	$ 0.18
From discontinued operations	$ -	$ (0.02)	$ 1.57	$ 0.03
Loss/(earnings) per share* - diluted				
From continuing operations	$ -	$ -	$ -	$ -
From discontinued operations	$ -	$ -	$ -	$ -
Financial Position:				
Working Capital (non-IFRS measurement)**	$ 72,614,802	$ 10,526,047	$ 9,426,857	$ 10,681,654
Exploration and evaluation assets	$ 38,875,298	$ 1,142,615	$ 661,512	$ 7,454,324
Total Assets	$ 114,490,991	$ 13,020,675	$ 10,955,876	$ 18,818,405
Share Capital	$ 145,854,700	$ 54,046,200	$ 52,139,580	$ 52,139,580
Deficit	$ (48,228,468)	$ (46,017,336)	$ (45,782,127)	$ (37,506,099)
Number of shares issued and outstanding	54,694,202	5,994,078	4,994,078	4,994,078

** Basic and diluted (earnings)/loss per share is calculated based on the weighted-average number of Common Shares outstanding. The number of shares issued and outstanding accounts for the 20-to-one and the 3.14-to-one consolidations of the Common Shares, effected on August 25, 2015 and April 14, 2014, respectively, applied retrospectively for all the periods disclosed in the table. The conversion of stock options is not included in the calculation of the diluted loss per share because the conversion would be anti-dilutive.*
*** Working Capital is a non-IFRS measurement with no standardized meaning under IFRS. For further information and a detailed reconciliation, please see section 18.*

The income from continuing operations for the three months period ended September 30, 2016 was mainly due to the unrealized and realized gain on marketable securities and a flow-through tax premium income partially offset by an increase in expenses a result from the 2015 Arrangement and the Niogold Arrangement.

9. FOREIGN EXCHANGE

The following table summarizes the Canadian dollar average exchange rate for the nine months periods ended September 30, 2016 and 2015, as well as the spot rate as of November 11, 2016, providing the value of one Canadian dollar in the currencies of the countries in which the Corporation conducted business during the period ended September 30, 2016 and/or September 30, 2015.

Currency	**September 30, 2016**	September 30, 2015	**November 11, 2016**
United States dollar (USD)	**0.757**	0.795	**0.742**

10. LIQUIDITY AND CAPITAL RESOURCES

As at September 30, 2016, the Corporation had a cash balance of $81,206,205 (December 31, 2015 - $55,985,912) and working capital of $95,990,654 (December 31, 2015 - $63,669,240). Cash and working capital increased from December 31, 2015, due to the Niogold Arrangement, the Offering and the Flow-Through Shares Offering partially offset by the expenditures incurred in connection with exploration activities in Canada, general and administration activities related to the offices in Canada and increased expenses related to all the acquisitions that have taken place over the past year as well as the acquisition of Barkerville equity investment. The majority of the Corporation's financial liabilities have contractual maturities of less than 30 days, and are subject to normal trade terms.

The Corporation has no history of revenues from its operating activities. The Corporation is not in commercial production on any of its mineral properties and accordingly does not generate cash from operations. During the period ended September 30, 2016, the Corporation had negative cash flow from operating activities, and the Corporation anticipates it will have negative cash flow from operating activities in future periods.

The Corporation has, in the past, financed its activities by raising capital through equity issuances. Until it can generate a positive cash flow position, in order to finance its exploration programs, the Corporation will remain reliant on the equity markets for raising capital, in addition to adjusting spending, disposing of assets and obtaining other non-equity sources of financing.

The Corporation believes it has sufficient cash resources to meet its exploration and administrative overhead expenses and maintain its planned exploration activities for the next twelve months. However, there is no guarantee that the Corporation will be able to maintain sufficient working capital in the future due to market, economic and commodity price fluctuations. See *"Risks and Uncertainties"*.

11. CONTRACTUAL OBLIGATIONS AND COMMITMENTS

See section 4.2 for information regarding option payments on the properties for the Corporation's outstanding commitments. In addition to the option payments, on October 1, 2015, the Corporation signed an agreement with Dundee Capital Markets ("Dundee") where Dundee will provide financial advisory services for the Corporation at a cost of $28,000 per month. The agreement expires September 1, 2017. See section 12 for further details.

12. OFF-BALANCE SHEET ARRANGEMENTS

The Corporation does not have any off-balance sheet arrangements.

13. TRANSACTIONS WITH RELATED PARTIES

Balances and transactions between the Corporation and its subsidiaries have been eliminated on consolidation and are not disclosed in this note. Details of the transactions between the Corporation and other related parties are disclosed below.

During the three and nine-month periods ended September 30, 2016, management fees, geological services, rent and administration fees of $842,459 and $2,285,824, respectively (2015 - $60,807 and $60,807) were incurred with Osisko GR, a company related to Mr. John Burzynski, President and CEO of the Corporation, as well as Mr. Sean Roosen, Chairman of the Board. Additionally, as long as Osisko GR holds Common Shares equal to at least 10% of the issued and outstanding Common Shares on a non-diluted basis, Osisko GR will have the right to a) participate in future equity financings by the Corporation on a pro rata basis to its non-diluted shareholding immediately prior to any such financing; b) nominate three directors to the Board; c) refuse any agreement involving the sale of a similar interest in products; d) provide management services to the Corporation and e) cause the Corporation to exercise its rights of repurchase over any existing royalty, purchase any royalty held over properties of the Corporation and to sell to Osisko GR any royalties from properties owned by third parties that the Corporation may hold. These services and rights were provided as part of the private placement agreement that was entered into with Osisko GR on August 25, 2015. Furthermore, on October 19, 2015, Osisko GR purchased a royalty portfolio from Teck Resources Ltd which included a 1.5% NSR on the properties acquired by the Corporation from Northern Gold. Accounts payable to Osisko GR as at September 30, 2016 are $787,262 (2015 - $60,807).

During the three and nine-month periods ended September 30, 2016, financial advisory service fees of $84,000 and $252,000, respectively, were incurred with Dundee, a company related to a Director. On October 1, 2015, the Corporation signed an agreement with Dundee whereas Dundee will provide financial advisory services for the Corporation at a cost of $28,000 per month plus a non-refundable retainer fee of $500,000. The agreement expires September 1, 2017.

Accrued directors' fees as at September 30, 2016 are $102,917 (2015 - $119,615).

The following table summarizes remuneration attributable to key management personnel for the three and nine-month periods ended September 30, 2015 and 2016:

	Three months ended		Nine months ended	
For the period ended	**September 30, 2016**	September 30, 2015	**September 30, 2016**	September 30, 2015
Salaries expense of key management	**$ 151,671**	$ 137,814	**$ 746,679**	$ 368,442
Directors' fees	**102,917**	62,115	**382,252**	122,115
Stock-based compensation	**723,699**	57,822	**3,348,427**	1,437,929
	$ 978,287	$ 257,751	**$ 4,477,358**	$ 1,928,486

14. OUTSTANDING SHARE DATA

As at November 11, 2016 the Corporation had 156,274,031 Common Shares outstanding, as well as 12,213,290 stock options to purchase Common Shares at a weighted average exercise price of $1.51 per option and 145,497,340 warrants at a weighted average exercise price of $0.31 per warrant. This amounts to 185,543,229 Common Shares outstanding on a fully-diluted basis.

The following table summarizes the options outstanding and exercisable as at September 30, 2016:

	Options Outstanding			Options Exercisable	
Range of exercise prices per share ($)	Weighted-Average Remaining periods of Contractual Life	Number of Stock Options Outstanding	Weighted Average Exercise Price ($)	Number of Stock Options Exercisable	Weighted Average Exercise Price ($)
0.48 to 0.89	2.6	493,788	0.61	431,283	0.61
1.01 to 1.08	4.4	4,754,170	1.08	1,620,832	1.08
1.16	4.1	600,000	1.16	199,998	1.16
1.20	3.9	3,916,667	1.20	2,608,326	1.20
1.21 to 4.4	3.7	744,500	3.23	477,833	3.79
$ 1.26	4.1	10,509,125	$ 1.26	5,338,272	$ 1.35

The following table summarizes the warrants issued and outstanding as at September 30, 2016:

	Number of warrants	Weighted-average exercise price
Outstanding at December 31, 2014	-	$ -
Former Eagle Hill warrants assumed	7,120,692	1.85
Issuance of warrants on acquisition of Eagle Hill ("Osisko Warrants")	130,636,320	0.15
Former Northern Gold warrants assumed	696,048	5.27
Outstanding at December 31, 2015	138,453,060	$ 0.26
Issuance of warrants on conversion of subscription receipts	10,521,700	1.44
Former Niogold warrants assumed	1,010,477	1.15
Exercised	(3,462,612)	1.43
Expired	(1,021,505)	2.75
Outstanding at September 30, 2016	145,501,120	$ 0.31

In connection with the acquisition of Eagle Hill, consent was received from each Eagle Hill warrant holder that, subsequent to the acquisition, each Eagle Hill warrant will be exercisable into 0.5 post-consolidation Common Shares for each Eagle Hill common share the holder would have otherwise been entitled to acquire. On August 25, 2015, a total of 7,120,692 warrants were issued in connection with this acquisition.

130,636,320 Osisko Warrants were created and issued to Eagle Hill shareholders pursuant to acquisition by the Corporation of Eagle Hill on August 25, 2015. The Osisko Warrants are governed by the terms of a warrant indenture dated August 24, 2015 between Osisko and Equity Financial Trust Company, as warrant agent, which warrant indenture is available under Osisko's issuer profile on SEDAR at www.sedar.com. The Osisko Warrants are listed and posted for trading on the Toronto Stock Exchange under the symbol "OSK.WT". As a result of a share consolidation by Osisko which was effected on August 25, 2015 after the effective time of the acquisition, each Osisko Warrant is exercisable until August 25, 2018 and, upon exercise of 20 Osisko Warrants and the payment of $3.00, a holder of such Osisko Warrant is entitled to receive one Common Share.

On February 3, 2016, the Corporation completed an offering of subscription receipts pursuant to which it issued and sold 10,521,700 subscription receipts. In conjunction with the completion of the Arrangement Agreement on March 11, 2016, each subscription receipt was converted into one Common Share and one Common Share purchase warrant. Each Common Share purchase warrant is exercisable into one Common Share until February 3, 2019, at an exercise price of $1.44.

15. CRITICAL ACCOUNTING ESTIMATES

The preparation of the condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of income and expenses for the reporting period. The Corporation also makes estimates and assumptions concerning the future. The determination of estimates and associated assumptions are based on various assumptions including historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

i) Significant judgments in applying accounting policies

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

Taxes:

The Corporation is subject to income taxes in various jurisdictions. Significant judgment is required in determining the provision for income taxes, due to the complexity of legislation. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business.

Acquisitions:

The Corporation uses significant judgment to conclude whether an acquired set of activities and assets are a business. The acquisition of a business is accounted for as a business combination. If an acquired set of activities and assets does not meet the definition of a business, the transaction is accounted for as an asset acquisition. Management is of the view that the assets acquired in 2015 and 2016 do not meet the definition of a business based on the lack of mineral reserves acquired as well as the acquired inputs and personnel. There are differences in accounting for a business combination versus an asset acquisition including the potential recognition of goodwill and deferred tax amounts, and the initial measurement of certain assets and liabilities and the accounting for transaction costs. These differences not only affect the accounting as at the acquisition date, but will also affect future depreciation, depletion and possible impairment analysis.

Determination of significant influence over equity investments:

Judgment is needed to assess whether the Corporation's interest in a marketable security meets the definition of significant influence and therefore would be accounted for under the equity method as opposed to fair value through profit and loss. Management makes this determination based on its legal ownership interest, board representation and through an analysis of the Corporation's participation in entities' policy making process. Management is of the view at December 31, 2015 that for each of the investments held they did not meet the criteria to exert significant influence over the investee and therefore have recorded the investment at fair value through profit and loss. In the nine months period ended September 30, 2016, management determined it was able to exert significant influence over Kilo and Barkerville and started to account for these investments as associates under the equity method.

ii) Significant Accounting Estimates and Assumptions

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

Impairment of non-financial assets:

The Corporation assesses its cash-generating units at each reporting date to determine whether any indication of impairment exists. Where an indicator of impairment exists, an estimate of the recoverable amount is made, which is the higher of the fair value less costs to sell and value in use. The determination of the recoverable amount requires the use of estimates and assumptions such as long-term commodity prices, discount rates, future capital requirements, exploration potential and future operating performance. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's-length transaction between knowledgeable and willing parties.

Fair value of share-based payments:

Determining the fair value of share-based payments involves estimates of interest rates, expected life of options, expected forfeiture rate, share price volatility and the application of the Black-Scholes option-pricing model. The Black-Scholes option-pricing model requires the input of highly subjective assumptions that can materially affect the fair value estimate. Stock options granted vest in accordance with the stock option plan. The valuation of stock-based compensation is subjective and can impact profit and loss significantly. The Corporation has applied a forfeiture rate in arriving at the fair value of stock-based compensation to be recognized, reflecting historical experience. Historical experience may not be representative of actual forfeiture rates incurred. Several other variables are used when determining the value of stock options using the Black-Scholes valuation model:

- ***Dividend yield***: The Corporation has not paid dividends in the past because it is in the exploration stage and has not yet earned any significant operating income. Also, the Corporation does not expect to pay dividends in the foreseeable future. Therefore, a dividend rate of 0% was used for the purposes of the valuation of the stock options.
- ***Volatility***: The Corporation uses historical information on the market price of peer companies to determine the degree of volatility at the date when the stock options are granted. Therefore, depending on when the stock options were granted and the period of historical information examined, the degree of volatility can be different when calculating the value of different stock options.
- ***Risk-free interest rate***: The Corporation used the interest rate available for government securities of an equivalent expected term as at the date of the grant of the stock options. The risk-free interest rate will vary depending on the date of the grant of the stock options and their expected term.

16. CHANGES IN IFRS ACCOUNTING POLICIES AND FUTURE ACCOUNTING PRONOUNCEMENTS

Certain pronouncements were issued by the IASB or the International Financial Reporting Interpretations Committee that are mandatory for accounting years ended after December 31, 2016. Many are not applicable or do not have a significant impact to the Corporation and have been excluded from the summary below.

International Financial Reporting Standard 2, “Share-based Payments” (“IFRS 2”)

In June 2016, the IASB issued amendments to IFRS 2, clarifying how to account for certain types of share-based payment transactions, including the accounting for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments, accounting for share-based payment transactions with a net settlement feature for withholding tax obligations, and accounting for modifications to the terms and conditions of a share-based payment that changes the classification of the share-based payment transaction from cash-settled to equity-settled. The IFRS 2 amendments are effective for annual periods beginning on or after January 1, 2018. The Corporation is in the process of evaluating the impact of adopting these amendments to its consolidated financial statements.

International Financial Reporting Standard 15, “Revenue from Contracts with Customers” (“IFRS 15”)

In May 2015, the IASB issued IFRS 15. The core principle of the new standard is for companies to recognize revenue to depict the transfer of goods or services to customers in amounts that reflect the consideration (that is, payment) to which the company expects to be entitled in exchange for those goods or services. The new standard will also result in enhanced disclosures about revenue, provide guidance for transactions that were not previously addressed comprehensively (for example, service revenue and contract modifications) and improve guidance for multiple-element arrangements. This standard is effective for annual periods beginning on or after January 1, 2018. Earlier application is permitted. The Corporation is in the process of evaluating the impact of adopting these amendments to its consolidated financial statements.

In April 2016, the IASB issued amendments to IFRS 15, clarifying the application of certain of its underlying principles, including the identification of a performance obligation, and the determination of whether a company is a principal or is acting as an agent in the provision of a good or service. The amendments will become effective concurrent with the effective date of IFRS 15 on January 1, 2018. The Corporation is in the process of evaluating the impact of adopting these amendments to its consolidated financial statements.

International Financial Reporting Standard 9, "Financial Instruments" ("IFRS 9")

In July 2015, the IASB issued IFRS 9 to replace IAS 39 'Financial Instruments: Recognition and Measurement' ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. A new hedge accounting model is introduced and represents a substantial overhaul of hedge accounting which will allow entities to better reflect their risk management activities in the financial statements.

The most significant improvements apply to those that hedge non-financial risk, and so these improvements are expected to be of particular interest to non-financial institutions. This standard is effective for annual periods beginning on or after January 1, 2018. Earlier application is permitted. The Corporation is in the process of evaluating the impact of adopting these amendments to its consolidated financial statements.

International Financial Reporting Standard 16, "Leases" ("IFRS 16")

In January 2016, the IASB issued IFRS 16. The new standard brings most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however remains largely unchanged and the distinction between operating and finance leases is retained. This standard is effective for annual reporting periods on or after January 1, 2019. Early adoption is permitted if IFRS 15 has also been adopted. The Corporation is in the process of evaluating the impact of adopting these amendments to its consolidated financial statements.

IAS 7, "Statement of Cash Flows" ("IAS 7")

In January 2016, the IASB issued amendments to IAS 7 pursuant to which entities will be required to provide enhanced information about changes in their financial liabilities, including changes from cash flows and non-cash changes. The IAS 7 amendments are effective for annual periods beginning on or after January 1, 2017. The Corporation is in the process of evaluating the impact of adopting these amendments to its consolidated financial statements.

IAS 12, "Income Taxes" ("IAS 12")

In January 2016, the IASB issued amendments to IAS 12, which clarify guidance on the recognition of deferred tax assets related to unrealized losses resulting from debt instruments that are measured at their fair value. The IAS 12 amendments are effective for annual periods beginning on or after January 1, 2017. The Corporation does not currently measure any of its debt instruments at fair value. Therefore, the implementation of IFRS 12 is not expected to have a material impact to the Corporation's financial statements.

17. CORPORATE GOVERNANCE

Management and the Board of the Corporation recognize the value of good corporate governance and the need to adopt best practices. The Corporation is committed to continuing to improve its corporate governance practices in light of its stage of development and evolving best practices and regulatory guidance.

The Board has adopted a Board Mandate outlining its responsibilities and defining its duties. The Board has four committees: the Audit Committee, the Compensation Committee, the Corporate Governance and Nominating Committee, and the Health, Safety, Environmental and Corporate Social Responsibility Committee. The Audit Committee has a committee charter, which outlines the committee's mandate, procedures for calling a meeting, and provides access to outside resources.

The Board has also adopted a Code of Ethics, which governs the ethical behavior of all employees, management and directors. Separate trading blackout and disclosure policies are also in place. For more details on the Corporation's corporate governance practices, please refer to the Corporation's website at (www.osiskomining.com).

The Corporation's directors have expertise in exploration, metallurgy, mining, accounting, banking, financing and the securities industry. The Board meets at least four times a year and committees meet as required.

18. INTERNAL CONTROL OVER FINANCIAL REPORTING

Disclosure controls and procedures

Disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Company's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

Internal controls over financial reporting

Internal controls over financial reporting are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS. Management is also responsible for the design of the Company's internal control over financial reporting in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

The Corporation's internal controls over financial reporting include policies and procedures that: pertain to the maintenance of records that, in reasonable detail accurately and fairly reflect the transactions and disposition of assets; provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with IFRS and that receipts and expenditures are being made only in accordance with authorization of management and directors of the Corporation; and provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of assets that could have a material effect on the financial statements.

Management, including the Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the design and operation of the Corporation's internal controls over financial reporting. As of September 30, 2016, the Chief Executive Officer and Chief Financial Officer have each concluded that the Corporation's internal controls over financial reporting, as defined in *NI 52-109 - Certification of Disclosure in Issuer's Annual and Interim Filings*, are effective to achieve the purpose for which they have been designed. Because of their inherent limitations, internal controls over financial reporting can provide only reasonable assurance and may not prevent or detect misstatements. Furthermore, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

19. NON-IFRS MEASURES

The Corporation has included a non-IFRS measure for "working capital" in this MD&A to supplement its financial statements, which are presented in accordance with IFRS. The Corporation believes that this measure provides investors with an improved ability to evaluate the performance of the Corporation. Non-IFRS measures do not have any standardized meaning prescribed under IFRS. Therefore, such measures may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

The Corporation determines working capital as follows:

Reconciliation for the period ended	**September 30, 2016**	**June 30, 2016**	**March 31, 2016**	**December 31, 2015**
Current Assets	100,962,902	72,081,170	75,954,749	66,366,059
Less Current Liabilities	4,972,248	3,627,495	5,051,430	2,696,819
Working Capital	**95,990,654**	**68,453,675**	**70,903,319**	**63,669,240**

Reconciliation for the period ended	**September 30, 2015**	**June 30, 2015**	**March 31, 2015**	**December 31, 2014**
Current Assets	74,160,179	11,309,378	9,880,173	11,168,357
Less Current Liabilities	1,545,377	783,331	453,316	486,703
Working Capital	**72,614,802**	**10,526,047**	**9,426,857**	**10,681,654**

20. CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains “forward-looking information” within the meaning of applicable Canadian securities legislation ("forward-looking information") which may include, but is not limited to, information with respect to the future financial or operating performance of the Corporation, the Corporation's mineral projects, the future price of metals, the estimation of mineral resources, the realization of mineral resource estimates, the timing and amount of estimated future production (if any), capital, operating and exploration expenditures, costs and timing of the development of new deposits, costs and timing of future exploration, requirements for additional capital, government regulation of mining operations and mineral exploration activities, environmental risks, reclamation expenses, title disputes or claims and limitations of insurance coverage. Often, but not always, forward-looking information can be identified by the use of words and phrases such as “plans,” “expects,” “is expected,” “budget,” “scheduled,” “estimates,” “forecasts,” “intends,” “anticipates,” or “believes” or variations (including negative variations) of such words and phrases, or state that certain actions, events or results “may,” “could,” “would,” “might” or “will” be taken, occur or be achieved.

Forward-looking information is based on the opinions and estimates of management as of the date such information is given and is based on various assumptions such as but not limited to the significance of drill results, ongoing exploration activities, that permits required for the Corporation’s operations will be obtained on a timely basis in order to permit the Corporation to proceed on schedule with its planned drilling programs, that skilled personnel and contractors will be available as the Corporation’s operations continue to grow, that the price of gold will exceed levels that will render the project economical, or that the Corporation will be able to continue raising the necessary capital to finance its operations and realize on its mineral resource estimates.

Forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; actual results of reclamation activities; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; future prices of metals; possible variations of grade or recovery rates; failure of plant and equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; political instability; and delays in obtaining governmental approvals or financing or in the completion of development or construction activities.

Although the Corporation has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking information contained herein is given as of the date of this MD&A and the Corporation disclaims any obligation to update any forward-looking information, whether as a result of new information, future events or results, except as may be required by applicable securities laws. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information.

21. RISKS AND UNCERTAINTIES

The Corporation's business, being the acquisition, exploration, and development of mineral properties in the Americas, is speculative and involves a high degree of risk. See "*Forward-Looking Information*". Certain factors, including but not limited to the ones described under the heading "*Risk Factors*" in the Corporation's annual information form dated March 15, 2016 for the financial year ended December 31, 2015 (the "AIF"), could materially affect the Corporation's financial condition and/or future operating results, and could cause actual events to differ materially from those described in forward-looking statements made by or relating to the Corporation. The reader should carefully consider these risks as well as the information disclosed in the Corporation's financial statements, the other information in the AIF, and other publicly filed disclosure regarding the Corporation, available under the Corporation's issuer profile on SEDAR at (www.sedar.com).

22. ADDITIONAL INFORMATION

Additional information regarding the Corporation can be found in the annual information form dated March 15, 2016 for the financial year ended December 31, 2015, which is available under the Corporation's issuer profile on SEDAR at (www.sedar.com).