# Form 51-102F1 Interim Management's Discussion and Analysis ("MD&A") for Strongbow Exploration Inc. ("Strongbow" or the "Company")

### Containing Information up to and including June 27, 2014

### **Description of Business**

Strongbow Exploration Inc. (the "Company") is a Canadian mineral exploration company focused on exploring prospective gold and base metal properties in North America. Shares of the Company trade on the TSX Venture Exchange under the symbol SBW.

The following discussion and analysis of the Company's financial condition and results of operations for the three months ended April 30, 2014, should be read in conjunction with the audited financial statements of the Company for the years ended January 31, 2014 and January 31, 2013, together with the notes thereto and the condensed interim consolidated financial statements for the three months ended April 30, 2014. These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS").

Unless otherwise noted, all currency amounts are stated in Canadian dollars.

#### **Forward-Looking Statements**

This MD&A may contain "forward-looking statements" within the meaning of Canadian securities legislation and the United States Private Securities Litigation Reform Act of 1995. These forward-looking statements are made as of the date of this MD&A and the Company does not intend, and does not assume any obligation, to update these forward-looking statements, except as required by law.

Forward-looking statements relate to future events or future performance and reflect management's expectations or beliefs regarding future events and include, but are not limited to, statements with respect to sources of and anticipated financing requirements, the Company's ability to continue as a going concern, the Company's ability to maintain its exploration and evaluation assets in good standing, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, success of exploration activities, environmental risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage.

These forward-looking statements include, among others, statements with respect to the Company's objectives for the ensuing year, our medium and long-term goals, and strategies to achieve those objectives and goals, as well as statements with respect to our beliefs, plans, objectives, expectations, anticipations, estimates and intentions. The words "may," "could," "should," "suspect," "outlook," "believe," "plan," "anticipate," "estimate," "expect," "intend," and words and expressions of similar import are intended to identify forward-looking statements. In particular, statements regarding the Company's future operations, future exploration and development activities or other development plans and estimated future financing requirements contain forward-looking statements.

All forward-looking statements and information are based on the Company's current beliefs as well as assumptions made by and information currently available to the Company concerning anticipated financial performance, business prospects, strategies, regulatory developments, development plans, exploration and development activities and commitments. Although management considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that predictions, forecasts, projections and other forward-looking statements will not be achieved. We caution readers not to place undue reliance on these statements as a number of important factors could cause the actual results to differ materially from the beliefs, plans, objectives, expectations, anticipations, estimates and intentions expressed in such forward-looking statements.

These factors include, but are not limited to, developments in world financial and commodity markets, risks relating to fluctuations in the Canadian dollar and other currencies relative to the US dollar, changes in exploration plans due to exploration results and changing budget priorities of the Company or its joint venture partners, changes in project parameters as plans continue to be refined; possible variations in ore reserves, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing, the effects of competition in the markets in which the Company operates, the impact of changes in the laws and regulations regulating mining exploration and development, judicial or regulatory judgments and legal proceedings, operational and infrastructure risks and the Company's anticipation of and success in managing the foregoing risks. The Company cautions that the foregoing list of factors that may affect future results is not exhaustive. When relying on our forward-looking statements to make decisions with respect to the Company, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. The Company does not undertake to update any forward-looking statement, whether written or oral, that may be made from time to time by the Company or on the Company's behalf, except as required by law.

A summary of the exploration activities for the Company follows, as well as a description of other corporate activities. These summaries include some discussion of management's future exploration plans. The reader is cautioned that actual results, performance or achievements may be materially different from those implied or expressed in these statements. The Company's exploration programs are subject to change from time to time, based on the analysis of results and changing corporate priorities, exploration targets and funding considerations.

### Corporate Update

### Sale of Subsidiary Company

On May 20, 2014, the Company entered into a share purchase agreement with an arm's length third party (the "Purchaser") whereby the Purchaser acquired a 100% interest in the Company's U.S. subsidiary Palmetto State Gold, Inc. ("Palmetto") in exchange for granting to the Company a 1% NSR applicable to certain properties located in South Carolina, USA. The Purchaser retains the right to purchase 50% of the NSR (0.5%) at any time for US\$500,000 after which the Purchaser may acquire the remaining 50% of the NSR (0.5%) at any time for US\$1,500,000. During the year ended January 31, 2014, Palmetto let all of its property option agreements in the U.S. lapse, due to financial constraints. Management determined that the sale of Palmetto made sense because it would allow the Company to properly wind-up its activities in the U.S. for a minimal expense, while the retention of a royalty could be of benefit to the Company's shareholders in the event certain properties in the Midway and Ridgeway areas are re-acquired by Palmetto in the future.

### Share Consolidation

At the Annual General and Special meeting of Shareholders held on June 26, 2013, a majority of shareholders passed a special resolution authorizing the Company to consolidate its outstanding share capital on the basis of one (1) new common share without par value for every existing ten (10) common shares without par value. The special resolution also gave the Company's directors the authority to reduce the consolidation ratio or to determine not to proceed with the consolidation if deemed not in the best interests of the Company. On March 28, 2014 the Company's common shares commenced trading on a 1-new-for-10-old consolidate basis.

The directors believe the share consolidation will put the Company in a better position to finance its exploration and development activities. In particular, in light of the current market conditions, the Company believes it will be beneficial to the current shareholders to have the issued share capital made more attractive to future investors. All share, per share, share option, warrant and weighted average exercise price information included in this Annual MD&A have been adjusted to reflect this share consolidation.

### **Exploration Update**

Unless otherwise stated below, the Company's gold and base metal exploration activities are conducted under the supervision of David Gale, P.Geo.(BC), Vice-President of Exploration for the Company and a "Qualified Person" under National Instrument ("NI") 43-101.

## **British Columbia Gold and Gold-Copper Properties**

#### Shovelnose Property (Au-Ag)

The Company's Shovelnose gold property is located approximately 175 km east of Vancouver and 30 km Merritt along the Coquihalla Highway, which crosses the northwestern corner of the property. The property covers prospective stratigraphy in the southern portion of the Spences Bridge Gold Belt. Gold mineralization, in the form of a series of massive to colloform banded quartz veins and local vein breccia zones, has been identified at several locations within the property.

Exploration of the property is conducted under a January 2011 option agreement, subsequently amended in June 2014, with Westhaven Ventures Inc. ("Westhaven") under which Westhaven can earn up to a 70% interest in the property. To date, Westhaven has completed soil geochemical surveys, diamond drilling and staking programs on the property.

During the year ended January 31, 2014, Westhaven announced the completion of a field program of IP ground geophysics and 1,043 m of diamond drilling. The main purpose of the program was to follow up on the positive drill results from drill hole 12-04 which tested the Tower Creek Valley target area and returned 50.42m grading 0.54 g/t Au and 4.77 g/t Ag. The 10 hole, 2013 program intersected similarly anomalous gold over similar widths, approximately 80m to the south of drill hole 12-04, including 27 m grading 0.35 g/t gold and 3.21 g/t silver from drill hole SN13-06. To date, Westhaven has completed 2,427m of drilling in 20 holes testing three target areas of the property. Westhaven has indicated to the Company that additional drilling is planned for the summer of 2014 to test a newly defined target area that has been interpreted based on current drilling, bedrock mapping and geophysical information.

Under the terms of the January 2011 option agreement, Westhaven can earn an initial 51% interest in the Shovelnose property by i) incurring \$1.5 million in exploration expenditures over a three year period, including a firm commitment to spend \$250,000 in the first year of the agreement (completed), and ii) issuing a total of 300,000 common shares to Strongbow (completed). Within twelve months of having earned its 51% interest in the property, Westhaven will have the option to earn an additional 19% interest (bringing its total property interest to 70%) by i) issuing an additional 500,000 shares to the Company and ii) incurring an additional \$1.5 million in exploration expenditures.

On June 10, 2014, the Company agreed to extend the term of the option period during which Westhaven may earn a 51% interest in the Shovelnose property. The original three year option period was extended to four years.

#### **Snowbird Nickel Project Properties – Northwest Territories & Saskatchewan**

The Company's nickel exploration strategy is focused on investigating the potential of the southern Snowbird Tectonic Zone ("STZ") to host magmatic Ni-Cu-Co deposits. The STZ is a major crustal scale structure that can be traced for over 2,800 km from the Rocky Mountains in southern Alberta to Hudson Bay in Nunavut and represents an underexplored region prospective for magmatic nickel sulphide deposits. Exploration work completed by the Company has confirmed that numerous mafic-ultramafic intrusions are located along the STZ. Some of these intrusions are known to host nickel-copper sulphide mineralization, including the Company's Nickel King deposit, located in the Northwest Territories.

The Company maintains a 100% interest in a number of mineral claims and mining leases located along a 150 km strike length of the southern STZ, straddling the Saskatchewan-Northwest Territories border. These properties include the Nickel King project area. Due to financial constraints, the Company has not conducted an exploration program on these properties for several years however, it is the Company's intention to maintain these properties in good standing for the foreseeable future.

### **Results of Operations**

The Company's principal business activity is the acquisition and exploration of mineral properties in Canada. The Company currently has mineral property interests in the Canadian provinces of British Columbia, Saskatchewan, the Northwest Territories and Nunavut.

During the three months ended April 30, 2014 (the "**Current Period**"), the Company recorded a loss of \$18,303 (\$0.00 loss per share) as compared to a loss of \$176,018 (\$0.02 loss per share) for the three months ended April 30, 2013 (the "**Comparative Period**"). Comprehensive loss for the Current Period totaled \$2,035 as compared to a comprehensive loss of \$176,843 in the Comparative Period. The main reason for the smaller loss in the Current Period is a significant decrease in administrative expenses and no write-off of exploration and evaluation assets (Comparative Period - \$71,609).

A decrease in salaries and benefits (Current Period - \$89; Comparative Period - \$27,758) had the largest impact on administrative expenses in the Current Period, as the Company reduced its full-time employees from seven to zero. Advertising and promotion (Current Period - \$696; Comparative Period - \$16,154), depreciation (Current Period - \$1,023; Comparative Period - \$1,462), generative exploration costs (Current Period - \$434 recovery; Comparative Period - \$11,467), insurance (Current Period - \$3,826; Comparative Period - \$8,256), and office, miscellaneous and rent (Current Period - \$2,471; Comparative Period - \$17,421) all decreased during the Current Period due to the cost reduction efforts of management. The Company recorded slight increases in professional fees (Current Period - \$5,736; Comparative Period - \$4,932), regulatory and filing fees (Current Period - \$9,364; Comparative Period - \$7,815) and accretion, a non-cash expense, (Current Period - \$283; Comparative Period - \$22,054 in the Current Period (Comparative Period - \$95,490).

Other factors that affected the Company's loss for the Current Period included a foreign exchange loss (Current Period - \$299; Comparative Period - \$689), cost recovery (Current Period - \$5,050; Comparative Period - \$1,200), write-off of exploration and evaluation assets (Current Period - \$Nil; Comparative Period - \$71,609) and a loss on the sale of marketable securities and investments (Current Period - \$Nil; Comparative Period - \$9,430).

Total assets decreased to \$801,787 as at April 30, 2014 as compared to total assets of \$853,638 as at January 31, 2014. Exploration and evaluation assets remained constant at \$605,051 as at April 30, 2014 and January 31, 2014.

	January 31, 2014	Expended During The Period	Write-off of Costs and Recoveries	Ар	ril 30, 2014
Gold and Base Metal Properties,					
British Columbia					
Exploration costs	\$ 33,764	\$ -	\$ -	\$	33,764
Acquisition costs	44,467	-	-		44,467
Geological and assays	66,942	-	-		66,942
Office and salaries	456,278	-	-		456,278
Retirement costs	 3,600	 <u> </u>	 <u> </u>		3,600
TOTAL	\$ 605,051	\$ -	\$ -	\$	605,051

During the three months ended April 30, 2014, the Company wrote-off \$Nil (April 30, 2013 - \$71,609) relating to certain properties.

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties is in good standing.

## Summary of Quarterly Results

The following table sets out selected unaudited quarterly financial information of Strongbow Exploration Inc. and is derived from the Company's unaudited quarterly financial statements prepared by management. The Company's consolidated financial statements are prepared in accordance with IFRS and are expressed in Canadian dollars.

Quarter Ending	Interest Income		Contin	Loss from nued Operation d Net Loss	Basic Loss per share <sup>(1)</sup> from Loss	Fully Diluted Loss per share <sup>(1)</sup> – from Net Loss	
April 30, 2014	\$	_	\$	(18,303)	\$ (0.00)	\$ (0.00)	
January 31, 2014	\$	106	\$	(2,490,537)	\$ (0.27)	\$ (0.27)	
October 31, 2013	\$	22	\$	(32,647)	\$ (0.00)	\$ (0.00)	
July 31, 2013	\$	21	\$	(235,448)	\$ (0.03)	\$ (0.03)	
April 30, 2013	\$	-	\$	(176,018)	\$ (0.02)	\$ (0.02)	
January 31, 2013	\$	182	\$	(11,169,207)	\$ (1.23)	\$ (1.23)	
October 31, 2012	\$	207	\$	(181,301)	\$ (0.02)	\$ (0.02)	
July 31, 2012	\$	174	\$	(307,247)	\$ (0.04)	\$ (0.04)	

(1) Based on the treasury share method for calculating diluted earnings.

### Current Quarter

During the three months ended April 30, 2014 (the "**Current Quarter**"), the Company's loss totaled \$18,303, as compared to a loss of \$176,018 in the three months ended April 30, 2013 (the "**Comparative Quarter**"). Exploration and evaluation asset write-offs represented the most significant part of the Comparative Quarter loss (Current Quarter - \$Nil; Comparative Quarter - \$71,609 - relinquished Ridgeway project property agreements). Administrative expenses at \$23,054 in the Current Quarter were significantly lower than the Comparative Quarter expenses of \$95,490, with salaries and benefits experiencing the largest decrease due to the Company reducing its full-time employees from seven to zero (Current Quarter - \$89; Comparative Quarter - \$27,758) followed by a decrease in advertising and promotion due to decreased activity levels (Current Quarter - \$696; Comparative Quarter - \$16,154). Please see "Results of Operations" above for additional details.

### **Liquidity and Capital Resources**

Working capital as at April 30, 2014 was \$54,438 as compared to \$116,950 at January 31, 2014. Cash decreased by \$65,194 in the Current Period (Comparative Period – \$96,541) to \$36,214 as at April 30, 2014 (Comparative Period - \$70,954). Net cash used in operations during the Current Period was \$19,613 (Comparative Period - \$112,234). The most significant changes in non-cash working capital items during the Current Period included an increase in accounts payable and accrued liabilities of \$3,167 and a decrease of \$3,826 in prepaid expenses. Receivables increased by \$1,925.

Although the Company had positive working capital of \$54,438 as at April 30, 2014, the Company will require additional financing to conduct further exploration programs on its properties and for future working capital. The Company's cash totaled \$36,214 as at April 30, 2014. The fair value of the Company's marketable securities and investment totaled \$24,300 and \$100,792 respectively as at April 30, 2014. Included in the \$24,300 fair value of marketable securities as at April 30, 2014 are 200,000 common shares of Westhaven; these common shares have a fair value of \$18,000. Westhaven and the Company are related by virtue of a common director. The investment consists solely of common shares of North Arrow Mineral Inc. ("North Arrow"), a company related by virtue of two common directors. Subsequent to April 30, 2014 the Company sold 35,500 shares of North Arrow for gross proceeds of \$25,876. The proceeds from this share sale will be used for working capital. There can be no assurance that the Company will be able to sell either the marketable securities or investments when required to finance its activities.

During the year ended January 31, 2014, the Company implemented certain measures to reduce its administrative expenses. For short-term working capital during the year ended January 31, 2014, the Company sold certain marketable securities for gross proceeds of \$100,135. With significantly reduced administrative expenses, the Company expects to be able to continue in a "care and maintenance" state for approximately twelve months. However, without additional financing for general working capital and to maintain its current landholdings, the

Company may not be able to maintain the minimum listing requirements of the TSX-Venture Exchange ("TSX-V") beyond fiscal 2015.

With the reductions in administrative expenses described above, the Company's most significant fixed costs relate to the costs associated with maintaining a TSX-V listing. The Company's minimum commitment for premises is \$4,210 annually until January 31, 2016. Please see the "Commitments" section below for further details.

The Company actively manages its landholdings in an effort to keep landholdings with the greatest exploration potential in good standing for as long as possible. The Company's management regularly reviews its cash position against future plans and makes decisions regarding these plans accordingly. The Company has sufficient financial resources to keep its Nickel King landholdings in good standing through to the end of calendar 2015. With respect to the Company's Nickel King project, the current mining leases allow the Company to maintain the Nickel King Main Zone deposit through to November 2028 at an annual cost of \$5,883. Therefore, despite the January 31, 2013 write down of capitalized exploration expenditures relating to Nickel King, the mining leases can be maintained at a low annual cost and the Nickel King deposit remains an important asset within the Company's project portfolio.

The Company's financial statements have been prepared on the basis that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. However, the Company has sustained substantial losses from operations since inception and has no current source of revenue. Continued operations of the Company are dependent on the Company's ability to complete equity financings or generate profitable operations in the future. The Company's financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence. Financing opportunities for companies with early-stage exploration projects are limited at the present time and failure to re-finance the Company in 2014 would result in the need to wind-down existing activities.

The Company's primary investing activity is the acquisition and exploration of mineral properties. During the Current Period, the Company spent \$Nil (Comparative Period - \$24,877) to acquire and explore its exploration and evaluation asset interests and \$45,581 to reduce certain asset retirement obligations (Comparative Period - \$Nil), primarily related to the removal of fuel drums from the Nickel King property.

As at June 27, 2014, the Company had 441,000 outstanding stock options with exercise prices that range from \$1.70 to \$5.50, which if exercised, would increase the Company's available cash by approximately \$1.4 million. However, none of these stock options are presently "in-the-money" as the Company's share price is less than the exercise price. These stock options expire between July 2014 and April 2016.

Actual funding requirements may vary from those planned due to a number of factors, including results from exploration activities and the Company's ability to raise additional funds at favourable terms. Equity financings at the Company's stage of development are very challenging in the current economic environment, and result in dilution to existing shareholders. Dilution to existing shareholders from an equity financing increases as the share price decreases. In addition, market volatility and economic uncertainties have the potential to make future financing challenging. The Company's ability to generate cash is very much affected by the current market conditions, its share price and third party interest in its assets. In previous years, the Company was able to sell or option its non-core assets, or sell common shares received for these non-core assets, as one means to finance its operations and to further exploration on its mineral property interests; it is unlikely that the Company will be able to finance its operations in this manner given the current market challenges. The Company has no credit facilities that can be used for ongoing operations because it has no operating cash flow.

## **Risks and Uncertainties**

The Company's financial condition and future prospects are significantly affected by overall economic conditions. The Company has no source of operating revenue and relies on equity financings and, in recent years, the sale of marketable securities acquired from exploration option and purchase and sale agreements to finance its operations and in particular, to further exploration on its properties. Liquidity risk and going concern are the most significant risks faced by the Company at the present time, given its early stage of development.

The Company's consolidated financial statements for the three months ended April 30, 2014 have been prepared on a going concern basis with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. However, the

Company has sustained substantial losses from operations since inception and has no current source of revenue. Continued operations of the Company and further exploration on the remaining exploration and evaluation assets is dependent on the Company's ability to complete additional equity financings or generate profitable operations in the future. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern. The Company's financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported amounts of expenses and the classification of statement of financial position items if the going concern assumption was inappropriate. These adjustments could be material.

As at April 30, 2014, the Company had current assets of \$78,327 to settle current liabilities of \$23,889. Although the Company has positive working capital of \$54,438 as at April 30, 2014, the Company may be required to delay discretionary expenditures if additional financing cannot be obtained on reasonable terms. Failure to obtain additional financing may result in the loss of some or all of the Company's exploration and evaluation assets.

The Company's management actively monitors its cash flows and is making decisions and plans for fiscal 2015 accordingly. The Company's material mineral property is the Nickel King Project in the Northwest Territories. To keep this property in good standing, the Company must make annual lease payments of \$5,883.

Historically, the majority of the Company's expenses have been denominated in Canadian Dollars, so its exposure to foreign exchange risk was limited. The Company's foreign exchange exposure increased with the acquisition of mineral properties in the United States in recent years, however this exposure has been reduced with the cessation of exploration activities in the southeastern United States as of January 31, 2014.

The majority of the Company's receivables consist of sales tax receivables due from the federal government, receivables from companies with which the Company has exploration agreements or options and receivables from related parties. The maximum amount of the Company's exposure to credit risk with respect to its receivables is the carrying value of those receivables as at the financial position date.

The Company has no long-term debt and, as of the report date, the Company has positive working capital, which will be used to maintain the Company's exploration properties in good standing for as long as possible and for a reduced level of corporate and administrative expenses. Failure to secure additional financing could ultimately result in the loss of the Company's properties and the removal of the Company from the TSX-V for failure to meet minimum listing standards.

## **Outstanding Share Data**

The Company's authorized capital is unlimited common shares without par value. As at June 27, 2014, there were 9,107,716 common shares issued and outstanding.

	Number of	E	Exercise	Number	
	Shares		Price	Vested	Expiry Date
Options	138,500	\$	1.70	138,500	July 26, 2014
	161,500		2.00	161,500	September 23, 2015
	7,000		4.20	7,000	December 22, 2015
	134,000		5.50	134,000	April 29, 2016

As at June 27, 2014, the Company had the following stock options outstanding:

### Transactions with Related Parties

The Company entered into the following transactions with related parties (See Note 9 of the condensed interim consolidated financial statements for the three months ended April 30, 2014):

- a) Charged rent and technical services of \$526 (April 30, 2013 \$8,188) to North Arrow, a company with two common directors.
- b) Charged administrative and technical services of \$Nil (April 30, 2013 \$15,144) to Stornoway Diamond Corporation ("Stornoway"), a company with a common officer.
- c) Paid or accrued administrative and accounting services of \$Nil (April 30, 2013 \$2,870) to Stornoway.
- d) Paid or accrued administrative and technical services of \$Nil (April 30, 2013 \$324) to Westhaven, a company with a common director.

Included in receivables are amounts due from North Arrow totaling \$1,780 (January 31, 2014 - \$2,431) for reimbursement of exploration expenditures and shared administrative expenses paid by the Company on North Arrow's behalf.

Included in payable are amounts due to Stornoway totaling \$405 (January 31, 2014 - \$135) for reimbursement of administrative costs paid by Stornoway on the Company's behalf.

Included in receivables are amounts due from Westhaven totaling \$Nil (January 31, 2014 - \$9) for reimbursement of administrative costs paid by the Company on Westhaven's behalf.

Key management includes the Company's directors and officers. Compensation awarded to key management was as follows:

	Three Mon	ths Ended Th	Three Months Ended	
	Apr	il 30, 2014	April 30, 2013	
Salaries and benefits <sup>1</sup>	\$	- \$	54,569	
Total	\$	- \$	54,569	

1 - When key management is working specifically on exploration and evaluation assets their time is capitalized against the exploration and evaluation asset.

#### New Accounting Standards

The following standards were applied effective February 1, 2014 and had no significant effect on the Company's financial performance and disclosures:

- Amendments to *IAS 32, Financial Instruments: Presentation* clarifies the application of the offsetting rules and requires additional disclosure on financial instruments subject to netting arrangements.
- *IAS 36, Impairment of Assets* modifies some of the disclosure requirements regarding the recoverable amount of non-financial assets.
- *IFRIC 21, Levies* provides guidance on when to recognize a liability for a levy imposed by a government, other than those levies within the scope of other standards.

### **Commitments**

The Company is committed to minimum future lease payments for office premises of \$4,210 through to January 31, 2016.

### **Off-Balance Sheet Arrangements**

Not applicable.

### Additional Disclosure for Venture Issuers Without Significant Revenue

Additional disclosure concerning the Company's general and administrative expenses and exploration and evaluation asset costs is provided in the Company's consolidated statement of financial position, statement of changes in equity, statement of loss and comprehensive loss and the mineral properties note contained in its audited consolidated financial statements for the years ended January 31, 2014 and 2013 prepared in accordance with IFRS and its condensed, interim consolidated financial statements for the three months ended April 30, 2014. These statements are available on SEDAR at <u>www.sedar.com</u>.

#### Additional Information

Additional information relating to the Company is on SEDAR at <u>www.sedar.com</u> and is available on the Company's website at <u>www.strongbowexploration.com</u>.

### <u>Approval</u>

The Board of Directors of the Company has approved the disclosure contained in this interim MD&A. A copy of this interim MD&A will be provided to anyone who requests it.