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

Containing Information up to and including April 25, 2013

Description of Business

Strongbow Exploration Inc. (the "Company") is a Canadian mineral exploration company focused on exploring prospective gold properties in the Carolina slate belt of the southeastern United States, nickel/copper properties within the Snowbird Tectonic Zone in northern Saskatchewan and the Northwest Territories and gold and copper properties in British Columbia. The Company also continues to review and evaluate new gold and base metal opportunities 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 year-ended January 31, 2013, should be read in conjunction with the audited financial statements of the Company for the years ended January 31, 2013 and January 31, 2012, together with the notes thereto. 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 estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, success of mining operations, 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," "would," "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 additional risks described in the Company's most recently filed Annual Information Form, 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.

Highlights for the year ended January 31, 2013 and subsequent events up to April 25, 2013

- In August 2012, the Company completed a program of bedrock mapping and geochemical sampling at its Ridgeway gold project in South Carolina. Two new geochemical targets were identified. The targets are located along strike from the north pit of the Ridgeway gold mine, on properties that were not subject to drilling during exploration and development of the Ridgeway mine.
- In September 2012, the Company announced that Westhaven Ventures had commenced a program of ground geophysical surveys, prospecting and mapping at the Company's Shovelnose gold property, British Columbia.
- In November 2012, Westhaven Ventures completed a 778 m drilling program at the Shovelnose property. All five drill holes encountered intervals of silicification, ranging from several metres to 120 m in apparent thickness, with locally developed banded and stockwork quartz veining and quartz breccias displaying textures typical of low sulphidation epithermal systems.
- In December 2012, the Company announced it had concluded seventeen amendment agreements with landowners at the Midway gold project, South Carolina. The amendments extend the term of underlying option agreements and have also reduced annual holding costs for calendar year 2013.
- In January 2013, the Company announced that Westhaven Ventures had received assay results from the 778 m drilling program. The 2012 drilling program has expanded low sulphidation gold mineralization at the Tower showing over a 220 metre east-west extent, including drill hole SN12-04 which intersected 50.4 metres grading 0.54 g/t Au and 4.77 g/t Ag.

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.

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), P.Geol.(NT/NU), Vice-President of Exploration for the Company and a "Qualified Person" under National Instrument ("NI") 43-101.

During the year ended January 31, 2013, the Company continued to focus its efforts and resources on exploration activities in the Carolina slate belt of the southeastern United States. The Company also continued to evaluate its other mineral property holdings, including the Snowbird and Nickel King nickel-copper properties in the Northwest Territories and Saskatchewan, as well as the Inza and Shovelnose gold and copper-gold properties in British Columbia.

Carolina Slate Belt Gold Properties – Southeastern USA

During the year ended January 31, 2013, the Company continued to focus its resources on evaluating the Midway and Ridgeway gold projects within the Carolina slate belt ("CSB") in the southeastern United States. The CSB is host to a number of past producing mines including Rio Tinto's Ridgeway mine which had total gold production of approximately 1.5 million ounces between 1988 and 1998. The Company's Ridgeway project properties (described below) are located within four kilometres along strike from the Ridgeway mine. The Company's Midway gold project (described below) is located between and along strike from Romarco Mineral's Haile gold mine and the past producing Brewer gold mine. Measured and indicated resources reported by Romarco for the Haile gold mine consist of 4 million ounces gold with additional inferred resources of 0.8 million ounces gold, and the deposit is currently in the mine permitting stage.

In addition to exploring the Midway and Ridgeway properties, the Company's activities in the southeastern United States included an evaluation of the CSB for new, greenfields gold targets.

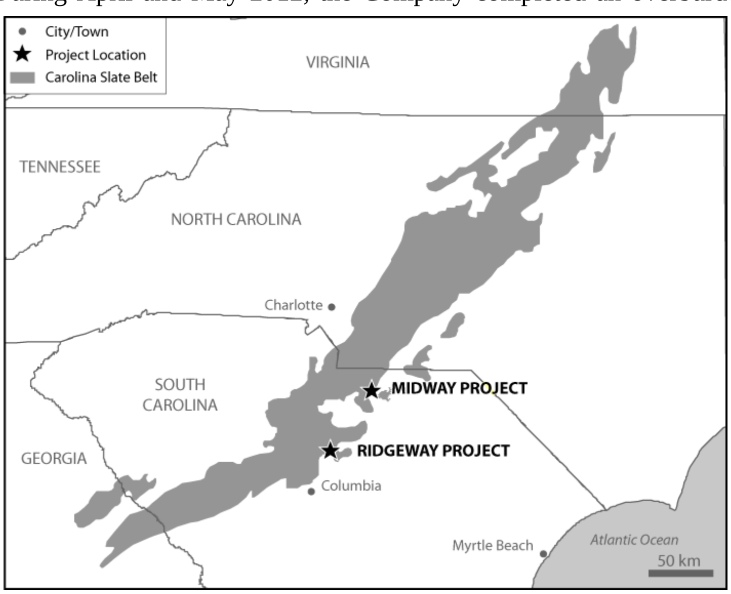
The Company's exploration activities in the southeastern United States are conducted through Palmetto State Gold, Inc. ("Palmetto"). Palmetto is a wholly owned subsidiary of the Company, incorporated in South Carolina, USA.

Midway Project – South Carolina, USA (Au)

The Midway project consists of prospective properties within the Haile-Brewer gold trend, which extends for over 15 kilometres between the past-producing Haile and Brewer gold mines, where gold mineralization is hosted within the volcanic and sedimentary rocks of the CSB. Most of the Midway properties are covered by extensive coastal plain sand deposits, and, as a result, comparably little past exploration work has been conducted in this area. Importantly, at the Haile gold mine, Romarco has discovered significant gold mineralization beneath the coastal plain sands, confirming the potential of the CSB to host additional high grade gold mineralization beneath the sand cover along strike from the Haile gold mine.

Exploration work completed to date by the Company has relied heavily on geochemical survey techniques intended to identify targets under the coastal plain sands. This geochemical work has been supplemented by airborne and ground geophysical surveys, mapping and limited drilling.

During April and May 2012, the Company completed an overburden sonic drilling program to test several target areas with the intent of recovering all overburden material (sand and saprolite) as well as limited penetration of bedrock. A total of 17 sonic drill holes were completed, testing nine target areas. The program successfully provided important information as it relates to the local stratigraphy of the CSB underlying the coastal plain sands in the Midway area. Local development of hydrothermal alteration was identified in bedrock in four areas including local elevated gold values (up to 107 ppb) and pathfinder elements including arsenic, molybdenum and tellurium. These results indicate that sonic drilling is an effective exploration tool in the project area and that further shallow drilling is required to provide the geological information to help better position future diamond drill holes.



The Company also completed a petrographic and structural analysis of the project. The petrographic study, including electron microprobe analyses, focused on characterizing minerals associated with hydrothermal alteration identified in drill core. This work, combined with new interpretations of the structural geology of the Haile-Brewer gold trend has helped to better define the exploration targets identified to date. In particular, this work has refined the expected location of important stratigraphic contacts between volcanic and sedimentary rock units within the Midway project. These volcanic-sedimentary contacts represent an important first order control on gold mineralization at the adjacent Haile gold mine.

Terms of the option agreements covering the Midway project include certain annual cash payments to the underlying private landowners. During the year ended January 31, 2013, the Company relinquished eight option agreements, and seventeen of the agreements were amended to extend the option period and reduce cash payments during the period through to December 2013. Subsequent to the period ended January 31, 2013, the Company relinquished an additional option agreement. The Company currently retains 21 option agreements covering approximately 2,100 acres with an annual 2013 holding cost of $49,500 ($44,700 paid in January 2013), representing a reduction of 80% of the original cash payments required during 2013 to keep the option agreements in good standing. The retained properties represent the core of the Midway project and the areas believed to host the greatest potential for discovery of a gold deposit similar to the adjacent Haile gold mine deposits. Please see Note 9 of the consolidated financial statements for the year ended January 31, 2013 for more details regarding the Company's option payments for the Midway project properties. Upon exercising each of the options, the Company will either purchase each subject property or enter into a long term mining lease. The properties will be subject to a gross overriding royalty to the current land owners.

Ridgeway project – South Carolina, USA (Au)

The Company's Ridgeway project consists of prospective properties located within four kilometres along strike from the past producing Ridgeway gold mine. The project properties consist of approximately 1,245 acres in three areas covering the along strike extensions of the host rocks to gold mineralization that was mined at Ridgeway between 1988 and 1998.

In May 2012, the Company completed an initial sonic drilling program, consisting of 6 holes testing 3 target areas. Two of the sonic drill holes tested the Lloyd gold zone, which was first discovered in the 1980's. The two vertical holes were drilled 15 metres apart along a line oriented perpendicular to the strike of the mineralized zone. Both holes encountered hydrothermal alteration and gold mineralization from top to bottom, with SDH-RS12-01 returning 28.04 m grading 0.44 g/t Au, 1.7 g/t Ag and 145 ppm Mo. The second hole (SDH-RS12-02), encountered strong alteration and molybdenite mineralization, returning 28.96 m grading 0.97 g/t Au, 8.4 g/t Ag, and 1,840 ppm Mo, including 4.57 m grading 3.3 g/t Au, 42.0 g/t Ag and 6,960 ppm Mo. Based on the current sonic drilling and historic data, the Lloyd zone is estimated to dip moderately (45-50 degrees) to the north, have a strike length of approximately 250 m and a width of up to 70 m. Further drilling is required to determine the continuity of gold grades within the zone, however management is pleased that the sonic drill has proved to be a useful tool for testing exploration targets to shallow depths. Importantly, the confirmation of gold mineralization at the Lloyd zone has provided further confidence that the Company's geochemical sampling techniques can effectively identify gold mineralization below sand cover in the CSB.

In September 2012, the Company announced the completion of soil geochemical and bedrock mapping surveys that identified new high priority targets located directly along strike from the Ridgeway mine. The surveys were completed on newly acquired properties within the project area. A total of 167 geochemical and prospecting samples were collected and two new target areas have been identified. A gold-in-soil anomaly measuring 700 metres by 400 metres is located approximately 350 metres east of the Ridgeway mine's North Pit, which produced approximately 750,000 ounces of gold mined from the site in the 1990's. A second, larger gold-in-soil anomaly covers a 600 metre by 1,000 metre area centred approximately 1,400 metres to the east of the North Pit. The southern portion of this larger soil anomaly is cored by two soil samples that returned values exceeding 400 ppb Au and separated by 200 metres. In addition to gold, both target areas are further defined by coincident anomalies of arsenic, molybdenum and tellurium, which are key pathfinder elements at the Ridgeway mine. The targets cover a portion of the along strike extension of the host stratigraphic sequence to mineralization at the North Pit and are located on properties that were not subject to drilling during exploration and development of the Ridgeway mine. The results of a follow-up sampling program announced in December 2012 confirmed the robust nature of these targets.

Terms of the Ridgeway area property agreements are similar to the agreements at the Midway project including certain annual cash payments and, upon exercising an option, the Company will either purchase the subject property or enter into a long term mining lease. The properties will be subject to a gross overriding royalty to the current land owners. To maintain the existing property option agreements in good standing through to the end of the fiscal year ending January 31, 2014, the Company must make additional annual payments of US$128,171 or renegotiate the terms of the existing option agreements. Please see Note 9 of the consolidated financial statements for the year ended January 31, 2013 for more details regarding the Company's option payments for the Ridgeway project properties.

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, Northwest Territories. Other magmatic nickel deposits located along the STZ include the past producing Rankin Inlet Nickel Mine and the Ferguson Lake Ni-Cu-Co-PGE deposit in Nunavut, as well as the Axis Lake and the Company's Nickel Lake occurrences in Saskatchewan.

The Company's nickel project properties incorporate approximately 32,000 ha 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, as well as the Dumas, Heel, Breynat and Opescal Lake project areas. The Company maintains a 100% interest in each of the properties.

The Company's principal nickel property is the 7,642 ha Nickel King project located approximately 135 km northeast of Stony Rapids, Saskatchewan. The project hosts the Nickel King Ni-Cu-Co sulphide deposit where mineralization is hosted within two stacked, south dipping norite sills and has been traced over a strike length exceeding 2,600 m. Initial metallurgical studies indicate the deposit is amenable to traditional processing techniques and capable of producing a final concentrate with grades of 16.5% Ni, 4.2% Cu and 0.74% Co at recoveries of 78.4% (Ni), 89.1% (Cu) and 63.5% (Co). The deposit hosts a resource prepared in accordance with NI 43-101 guidelines of 11.11 million tonnes grading 0.4% Ni, 0.10% Cu and 0.018% Co in the indicated category and 33.06 million tonnes grading 0.36% Ni, 0.09% Cu and 0.018% Co in the inferred category. In an effort to quantify the potential to increase the size of the Nickel King deposit, the Company estimates that a target for future exploration ("TFFE") of between 10 and 27 million tonnes occupies gaps within the resource estimate prepared in accordance with NI 43-101 guidelines where there is insufficient drilling to classify an inferred resource. The reader is cautioned that this estimate of a TFFE is conceptual in nature, that there has been insufficient exploration to define a resource in these areas of the Nickel King deposit and that it is uncertain whether additional exploration drilling will be successful in delineating a mineral resource in these areas. The June 2, 2010 NI 43-101 technical report on the Nickel King project, authored by PEG Mining Consultants, is available for viewing under the Company's profile at www.sedar.com or can be downloaded from the Company's website at www.strongbowexploration.com.

During the year ended January 31, 2013, the Company announced an agreement with North Arrow Minerals Inc. under which North Arrow would have had the option to earn a 50% interest in the Snowbird project properties, exclusive of the Nickel King property. Kenneth A. Armstrong, Strongbow's President, CEO and a director, is also a director of North Arrow, and D. Grenville Thomas, Strongbow's Chairman and a director, is the President, CEO and a director of North Arrow. In October 2012, North Arrow provided notice to the Company that North Arrow would not proceed with the option and the option agreement was terminated.

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 south of 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, including the Line 6 and Mik showings, where the veins are hosted within moderately to strongly altered felsic volcanic rocks. Anomalous gold mineralization has also been identified at the Tower zone, associated with a broad interval of pyrite and silica alteration within the same silica altered felsic tuff unit that hosts the gold-bearing quartz veins at the Mik showing, located 450 m to the west.

Exploration of the property is conducted under a January 2011 option agreement 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, 2013, Westhaven conducted exploration programs on the property, including a 5 hole, 778 m exploration drilling program. The majority of 2012 drilling program focused on testing the Tower Zone and the adjacent Tower Creek valley which separates the Tower Zone from the Mik prospect. The results from the 2012 drilling are summarized below in Table 1.

Drill Hole	Zone	From (m)	To (m)	Length (m)	Au (g/t)	Ag (g/t)	Ag/Au
SN12-01	Tower Creek	No Significant Results					
SN12-02	Tower Zone	4.69	60.96	56.3	0.22	0.86	3.9
SN12-03	Tower Zone	7.62	10.66	3.00	0.26	0.51	2.0
		23.44	34.49	11.05	0.23	0.65	2.8
		39.62	59.51	19.90	0.11	0.39	3.4
SN12-04	Tower Creek	20.90	71.32	50.42	0.54	4.77	8.8
incl.		27.12	40.84	13.72	0.91	6.65	7.31
also incl.		53.03	56.08	3.05	1.27	18.61	14.6
SN12-05	Cell Tower Soil Anomaly	No Significant Results					

Table 1: 2012 drill assay results. True widths are not known due to limited drilling. All significant intervals contain gold grades greater than 0.1 g/t Au, with no more than 3 consecutive metres of material grading less than 0.1 g/t Au.

Drill holes SN12-02, SN12-03 and SN12-04 were all positioned to follow-up 2011 drill hole 11SH-04 which tested the Tower Zone and returned 55.8 metres grading 0.21 g/t Au and 0.78 g/t Ag. SN12-02, collared 27 m northeast of 11SH-04 and drilled vertically, returned comparable results (56.3 m grading 0.22 g/t Au and 0.86 g/t Ag). Drill hole SN12-03 was collared 26 m northeast of SN12-02, drilled at an angle of -45^0 to the northeast, and intersected a slightly more discontinuous mineralized interval. SN12-04, collared 115 m to the southwest of SN12-02, was drilled at a -45^0 angle to the southwest to test the Tower Creek valley and returned the best results of the program, intersecting 50.4 metres grading 0.54 g/t Au and 4.77 g/t Ag, which includes 13.7 metres grading 0.91 g/t Au and 6.65 g/t Ag. Together these four holes define a 220 metre wide east-west mineralized system consisting of dark grey, variably pyrite bearing, quartz veins and silica flooding. Mineralization is hosted within a strong to intense silica altered sequence of heterolithic rhyolite lapilli tuffs of the Pimainus Formation – Spences Bridge Group. The geometry of mineralization is unknown but is interpreted to be crudely stratiform, as well as fault zone hosted in the case of the westernmost hole, SN12-04. It is presently unclear how this mineralization relates to the bonanza grade epithermal quartz veins, ranging from background values up to 38.2 g/t gold and 93.7 g/t Ag, previously discovered at the Mik Zone and located 275 m to the southwest.

Drill hole SN12-01 tested the Tower Creek valley 380 metres northwest of SN12-04 and encountered weak to moderate silicification with locally anomalous gold values. A resistivity anomaly located east of the SN12-01 drill collar suggests that a northern extension of the strong silicification and gold mineralization encountered in SN12-04 could occur further to the east of, and have been missed by, SN12-01. Drill hole SN12-05 tested the center of a 1,100 m long, northwest trending gold-in-soil geochemical anomaly, located 720 m to the north of the Tower Zone. No significant results were returned from this drill hole however several zones of weak to moderate silica and clay alteration were encountered along with locally anomalous gold values.

Westhaven has indicated it plans to conduct a 2013 summer field program including ground geophysical surveys and diamond drilling.

Under the terms of the option agreement, Westhaven can earn an initial 51% interest in the 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 the Company including 100,000 common shares within 5 business days of Exchange approval of the option agreement (200,000 common shares received). 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. Westhaven and the Company are related by virtue of a common director.

Inza Property – British Columbia (Cu-Au-Mo)

The Inza porphyry copper gold prospect is located in the Fort St. James area of the Quesnel Trough, in central British Columbia. The 6,104 ha property is located approximately 54 km northwest of Fort St. James. The Mount Milligan deposit, currently undergoing mine development, is located 40 km to the northeast of the property and the Kwanika deposit is situated 87 km to the northwest. Mineralization at both of these deposits is similar in style to that being targeted at Inza.

Between April 2011 and January 2013, the property was evaluated under the terms of an option agreement with Xstrata Copper Canada (“Xstrata”) under which Xstrata could have earned up to a 75% interest in the property. Xstrata completed ground IP geophysical surveys, geochemical surveys and diamond drilling on the property.

Under the terms of the January 2011 option agreement, Xstrata could have earned an initial 51% interest in the Inza property by making staged cash payments to the Company totaling $100,000 ($50,000 received) and incurring cumulative exploration expenditures totaling $1.1 million over a four-year period. Upon vesting at a 51% interest in the property, a joint venture would have been formed and Xstrata would have had the right to earn a further 24% interest (75% interest total) by funding the completion of a pre-feasibility study and a feasibility study or incurring $20 million in expenditures towards the completion of a prefeasibility study and a feasibility study on the property. Subsequent to the year ended January 31, 2013, the Company announced it had been notified by Xstrata that Xstrata will not continue with its option to earn and interest in the property and as a result, the Company wrote off accumulated expenditures of $68,160 as no further work is planned for this property at the present time.

Chilcotin Project - Piltz Mountain and Mons Creek Properties (Au-Cu)

The Piltz Mountain and Mons Creek exploration properties are located in the Chilcotin region of south central British Columbia. Brief exploration programs completed in 2010 and 2011 defined several exploration targets on the properties. The results of a 10 day follow up mapping and prospecting program conducted by the Company during the year ended January 31, 2013 were disappointing and further exploration of the Piltz Mountain and Mons Creek properties is not anticipated. As a result, the Company has written off accumulated expenditures of $132,213 incurred for the evaluation of these two properties.

Investment in North Arrow Minerals Inc.

North Arrow is a Canadian exploration company exploring for gold, base metal and diamond resources in North America. North Arrow and the Company have two directors in common. As of January 31, 2013, the Company held 4,819,609 shares of North Arrow as a result of a Plan of Arrangement completed by the Company and North Arrow on May 9, 2007.

On February 28, 2013, North Arrow consolidated its common shares on a one new for ten old basis and on March 14, 2013 North Arrow announced a $3 million private placement financing. As at April 25, 2013, the Company held 281,960 post-consolidation common shares of North Arrow.

Results of Operations

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

During the year ended January 31, 2013 (the "**Current Year**"), the Company recorded a loss of $11.9 million ($0.13 loss per share) as compared to a loss of $1.9 million ($0.02 loss per share) for the year ended January 31, 2012 (the "**Comparative Year**"). Comprehensive loss for the Current Year totaled $12.2 million as compared to $2.1 million in the Comparative Year. The main reasons for the larger loss in the Current Year are: an increase in the write-off of mineral properties (Current Year - $10.9 million; Comparative Year - $462,600) and a write-off of marketable securities and investments (Current Year - $158,464; Comparative Year - $Nil). Administrative expenses excluding generative exploration costs (Current Year - $148,403; Comparative Year - $338,016) and share-based compensation (Current Year - $102,470; Comparative Year - $523,296) decreased in the Current Year to $563,489 from $642,540 in the Comparative Year.

A decrease in professional fees (Current Year - $54,617; Comparative Year - $145,480) had the largest impact on administrative expenses in the Current Year, primarily because the Company's transition to IFRS was completed in the Comparative Year and the costs associated with that transition did not re-occur. A decrease in share-based compensation, a non-cash expense (Current Year - $102,470; Comparative Year - $523,296) also contributed to lower administrative expenses in the Current Year. Advertising and promotion (Current Year - $98,063; Comparative Year - $137,375), depreciation (Current Year - $8,782; Comparative Year - $10,153), generative exploration costs (Current Year - $148,403; Comparative Year - $338,016), insurance (Current Year - $43,008; Comparative Year - $43,110) and regulatory and filing fees (Current Year - $17,312; Comparative Year - $18,626) all decreased during the Current Year. The Company recorded increases in salaries and benefits (Current Year - $249,682; Comparative Year - $209,207) and office, miscellaneous and rent (Current Year - $92,025; Comparative Year - $78,589). Salaries and benefits increased because less work was undertaken on the Company's mineral properties in the Current Year versus the Comparative Year. The Company capitalizes exploration salaries to individual exploration projects on an as incurred basis. Salaries in excess of time spent on exploration projects are included in salaries and benefits and expensed. Office, miscellaneous and rent increased because the Company's rental recoveries decreased during the Current Year (the Company recovered $2,000/month from North Arrow in the Comparative Year and recovered $1,000/month from North Arrow in the Current Year), and because computer consulting expenses increased (more information technology support was needed during the Current Year compared to the Comparative Year).

During the Current Year, the Company wrote-off accumulated acquisition and exploration expenses of $10.9 million, as compared to $462,600 in the Comparative Year (mostly related to the Parker Gold Mine). The Current Year write-off relates primarily to capitalized exploration expenditures for the Nickel King project ($8,611,542), Opescal Lake ($358,211), and the Snowbird nickel project ($1,483,133) where exploration activities have been minimal over the last three years. An additional write-off of $221,003 relates to acquisition costs for relinquished Midway project property agreements. Other factors that affected the Company's loss for the Current Year included less interest income (Current Year - $782; Comparative Year - $17,467), a foreign exchange loss (Current Year - $11,581; Comparative Year – foreign exchange gain of $48,077) and mineral exploration tax credits received (Current Year - $11,188; Comparative Year - $39,052).

Total assets decreased to $3,766,525 as at January 31, 2013 as compared to total assets of $14,694,698 as at January 31, 2012. Exploration and evaluation asset costs, capitalized as assets, decreased to $3,345,945 as at January 31, 2013 from $13,657,201 as at January 31, 2012. The Company reduced its capitalized exploration costs by a total of $10,955,839 (Comparative Year - $612,942), consisting primarily of write-offs of mineral properties. A property option cash payment of $25,000 plus other cash recoveries of $13,207 and a $9,500 fair value of common shares received also reduced the capitalized amount. A summary of the Company's capitalized exploration expenditures can be found below. During the year ended January 31, 2012, the Company wrote-off $462,600 relating to certain properties and recorded recoveries for B.C. mineral exploration tax credits of $90,237 and other recoveries of $60,105.

	January 31, 2012	Expended During The Year	Write-off of Costs and Recoveries	**January 31, 2013**
Gold and Base Metal Properties, British Columbia				
Exploration costs	$ 120,576	$ 8,811	$ (77,982)	**$ 51,405**
Acquisition costs	91,175	351	(47,059)	**44,467**
Geological and assays	89,258	419	(22,735)	**66,942**
Office and salaries	522,299	61,505	(131,781)	**452,023**
	823,308	71,086	(279,557)	**614,837**
Gold and Base Metal Properties, NWT& NU				
Exploration costs	7,455,612	6,871	(7,462,483)	-
Acquisition costs	30,922	5,833	(36,755)	-
Geological and assays	273,250	114	(273,364)	-
Office and salaries	1,190,589	6,562	(1,197,151)	-
	8,950,373	19,380	(8,969,753)	-
Gold and Base Metal Properties, Saskatchewan				
Exploration costs	1,136,100	-	(1,136,100)	-
Acquisition costs	84,387	-	(84,387)	-
Geological and assays	20,161	-	(20,161)	-
Office and salaries	235,210	7,275	(242,485)	-
	1,475,858	7,275	(1,483,133)	-
Gold and Base Metal Properties, USA				
Exploration costs	839,538	152,941	(465)	**992,014**
Acquisition costs	894,224	158,945	(221,003)	**832,166**
Geological and assays	126,048	26,124	-	**152,172**
Office and salaries	547,852	208,832	(1,928)	**754,756**
	2,407,662	546,842	(223,396)	**2,731,108**
TOTAL	$ 13,657,201	$ 644,583	$ (10,955,839)	**$ 3,345,945**

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.

Selected Annual Information

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

The following table summarizes selected financial data for Strongbow Exploration Inc. for each of the three most recently completed financial years. The information set forth below should be read in conjunction with the audited financial statements, prepared in accordance with IFRS, and their related notes.

		YEAR ENDED	
	January 31, 2013	January 31, 2012	January 31, 2011
Total interest income	$ 782	$ 17,467	$ 8,840
General and administrative expenses, net	$ 814,362	$ 1,503,852	$ 844,185

Write off of mineral properties	$ 10,908,132	$ 462,600	$ 477,801
Loss for the year - In total - Basic and diluted loss per Share	 $ (11,888,403) $ (0.13)	 $ (1,863,777) $ (0.02)	 $ (1,226,721) $ (0.02)
Comprehensive loss for the year: - In total - Basic and diluted loss per Share	 $ (12,244,273) $ (0.13)	 $ (2,125,059) $ (0.02)	 $ (1,226,721) $ (0.02)
Total Assets	$ 3,766,525	$ 14,694,698	$ 16,092,644
Total long-term financial liabilities	$81,170	$Nil	$Nil

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 condensed interim consolidated financial statements are prepared in accordance with IFRS and are expressed in Canadian dollars.

Quarter Ending	Interest Income	Loss from Continued Operation and Net Income (Loss)	Basic Loss per share(1) from Loss	Fully Diluted Loss per share(1) - from Net Income (Loss)
January 31, 2013	$ 182	$ (11,169,207)	$ (0.13)	$ (0.13)
October 31, 2012	$ 207	$ (181,301)	$ (0.00)	$ (0.00)
July 31, 2012	$ 174	$ (307,247)	$ (0.00)	$ (0.00)
April 30, 2012	$ 219	$ (230,648)	$ (0.00)	$ (0.00)
January 31, 2012	$ (1,858)	$ (252,126)	$ (0.00)	$ (0.00)
October 31, 2011	$ 3,165	$ (713,658)	$ (0.01)	$ (0.01)
July 31, 2011	$ 11,484	$ (534,739)	$ (0.01)	$ (0.01)
April 30, 2011	$ 4,676	$ (363,254)	$ (0.01)	$ (0.01)

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

Current Quarter

During the three months ended January 31, 2013 (the "**Current Quarter**"), the Company's loss totaled $11,169,207, as compared to a loss of $252,126 in the three months ended January 31, 2012 (the "**Comparative Quarter**"). Exploration and evaluation asset write-offs represented the most significant part of the current quarter loss (Current Quarter - $10,773,785; Comparative Quarter - $118,503) due to a write-down of the Nickel King, Opescal Lake, Midway and Snowbird properties. Administrative expenses at $238,862 in the Current Quarter were higher than the Comparative Quarter expenses of $217,949, with generative exploration costs experiencing the largest increase due to the recognition of an asset retirement obligation in the Current Quarter (Current Quarter - $90,789; Comparative Quarter - $35,945) followed by an increase in salaries and benefits (Current Quarter - $90,323; Comparative Quarter - $74,115) due to less exploration work undertaken in the Current Quarter (exploration salaries are capitalized to mineral properties). This was offset by a decrease in share-based compensation (Current Quarter - $Nil; Comparative Quarter - $16,141). Please see "Results of Operations" above for additional details.

Liquidity and Capital Resources

Working capital as at January 31, 2013 was $195,279 as compared to $265,557 at January 31, 2012. Cash decreased by $18,714 in the Current Year (Comparative Year - $2,733,161) to $167,945 as at January 31, 2013 (Comparative Year - $186,209). Cash flow used in operations during the Current Year was $650,345 (Comparative Year - $897,120). The most significant changes in non-cash working capital items during the Current Year included an increase in receivables of $38,106 and a decrease of $16,114 in prepaid expenses.

Although the Company had positive working capital of $195,279 as at January 31, 2013, the Company will require additional financing to maintain its existing property option agreements in the United States, to conduct further exploration programs on its properties and for future working capital. The Company's cash totaled $167,495 as at January 31, 2013. The fair value of the Company's marketable securities and investment totaled $13,525 and $120,490 respectively as at January 31, 2013. Please see "*Investment in North Arrow Minerals Inc.*" above for additional information on this investment.

Subsequent to the year-end, the Company has undertaken to reduce its administrative expenses. For short-term working capital subsequent to year-end, the Company sold 200,000 common shares of North Arrow for gross proceeds of $41,000. 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 beyond fiscal 2014.

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 commitments for its premises and leased exploration equipment total $13,779 for fiscal 2014. Please see the "Commitments" section below for further details. In addition, to keep its Midway and Ridgeway project properties in good standing, the Company must make cash option payments to the landowners of up to US$343,056 annually over the next six years. Failure to make these option payments or to renegotiate the terms of these option agreements could result in the loss of the Company's right to further explore or acquire these properties. During the year ended January 31, 2013 and up to the current date, the Company's Management successfully re-negotiated the terms of many of the Midway property option agreements to allow the Company to defer the 2013 cash option payments for at least two years. As a result of these deferrals, the total 2013 cash option payments for the Midway project are anticipated to be $49,500 with approximately 90% of these payments due in January 2013 (paid) and the remainder in June 2013. The total 2013 cash option payments for the Ridgeway project are anticipated to be $128,000 with approximately 30% due in June 2013 and the remainder payable in September 2013. Failure to make these Ridgeway payments will result in the loss of the Company's right to explore and acquire these properties.

The Company's management 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. Exploration plans in 2012-2013 were focused on the Company's Midway and Ridgeway Projects in South Carolina as well as the Inza and Shovelnose properties (under option to Xstrata and Westhaven, respectively) in British Columbia. Subsequent to the year ended January 31, 2013, Xstrata dropped its option to earn an interest in the Inza property. The Company has sufficient financial resources to keep its Midway and Nickel King landholdings and the majority of its non-material landholdings in good standing through to the end of calendar 2013 however, without additional financing or further re-negotiation of the terms of the option agreements for the Midway and Ridgeway properties, it is probable that the Company will not be able to maintain its current land position in the Carolinas beyond calendar 2013. 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 per year. Therefore, despite the current write down of capitalized exploration expenditures relating to Nickel King, the mining leases can be maintained at a low annual cost and the deposit remains an 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 2013 would result in the need to wind-down existing activities.

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The Company's primary investing activity is the acquisition and exploration of mineral properties. During the Current Year, the Company spent $634,043 (Comparative Year - $2,202,806) to acquire and explore its exploration and evaluation asset interests and recorded a recovery to its capitalized exploration costs totaling $25,000 (Comparative Year - $115,342), which relates to the receipt of a cash option payment during the Current Year. The Company's exploration activities during the Current Year focused on its gold properties in the United States.

During the Comparative Year, the Company received proceeds of $288,781 from the exercise of 772,500 stock options and warrants.

In March 2012, the Company completed a non-brokered private placement of 8,900,000 units at a price of $0.13 per unit, for gross proceeds of $1,157,000. Each unit consisted of one common share and one common share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share of the Company until September 9, 2013 at a price of $0.20 per common share. As part of this private placement, the Company paid finder's fees of $1,560, and issued 181,200 finder's units. Each finder's unit has the same terms as the units issued as part of the private placement.

As at April 25, 2013, the Company had 5,115,000 outstanding stock options with exercise prices that range from $0.17 to $0.55, which if exercised, would increase the Company's available cash by approximately $1.59 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. 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 is the most significant risk faced by the Company at the present time, given its early stage of development.

The current low interest rate environment means that interest income cannot materially offset the Company's general and administrative expenses. 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 has increased with the acquisition of mineral properties in the United States.

The Company has no exposure to asset-backed commercial paper through its short-term investments, which are invested in chartered bank-issued BA's or BDN's or GICs to minimize, to the extent possible, the Company's credit risk. 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's management actively monitors its cash flows and made decisions and plans for 2013 accordingly. The Company's material mineral properties are all in good standing, however the Company will need to raise additional funds to keep those properties in good standing beyond 2013. The Company regularly reviews its landholdings with a view to reducing or consolidating those landholdings to focus on specific areas of interest and exploration potential.

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 material 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 TSXV for failure to meet minimum listing standards.

Outstanding Share Data

The Company's authorized capital is unlimited common shares without par value. As at April 25, 2013, there were 91,077,163 common shares issued and outstanding.

As April 25, 2013, the Company had the following options and warrants outstanding:

	Number of Shares		Exercise Price	Number Vested	Expiry Date
Options	1,575,000	$	0.17	1,575,000	July 26, 2014
	1,760,000		0.20	1,760,000	September 23, 2015
	70,000		0.42	70,000	December 22, 2015
	1,710,000		0.55	1,710,000	April 29, 2016
Warrants	8,900,000	$	0.20	8,900,000	September 9, 2013
	181,200		0.20	181,200	September 9, 2013

Transactions with Related Parties

The Company entered into the following transactions with related parties (See Note 11 of the consolidated financial statements for the years ending January 31, 2013 and January 31, 2012):

a) Charged rent and technical services of $34,910 (January 31, 2012- $92,432) to North Arrow, a company with two common directors.

b) Charged administrative and technical services of $29,702 (January 31, 2012 - $32,618) to Stornoway Diamond Corporation ("Stornoway"), a company with a common officer and former director.

c) Paid or accrued administrative and accounting services of $24,717 (January 31, 2012 - $25,916) to Stornoway.

Included in receivables are amounts due from North Arrow totaling $35,241 (January 31, 2012 - $14,395) for reimbursement of exploration expenditures and shared administrative expenses paid by the Company on North Arrow's behalf.

Included in receivables are amounts due from Stornoway totaling $5,001 (January 31, 2012 - $170) for reimbursement of exploration and administrative costs paid by the Company on Stornoway's behalf.

Key management includes the Company's directors and officers. Compensation awarded to key management during the nine months ended January 31, 2013 and 2012 were as follows:

		Year Ended January 31, 2013		Year Ended January 31, 2012
Salaries and benefits[1]	**$**	**288,514**	$	297,881
Share-based compensation[2]		**-**		386,868
Total	**$**	**288,514**	$	684,749

1 – When key management is working specifically on mineral properties their time is capitalized against the exploration and evaluation asset.

2 – Share-based compensation is the fair value of options that have been granted to directors and key management personnel.

New Accounting Standards

IFRS 9 *Financial instruments*, was issued in November 2009 and addresses classification and measurement of financial assets. It replaces the multiple category and measurement models in International Accounting Standard (“IAS 39”), Financial instruments – Recognition and Measurement, for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit and loss. IFRS 9 also replaces the models for measuring equity instruments. Such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. Where equity instruments are measured at fair value through other comprehensive income, dividends are recognized in profit or loss to the extent that they do not clearly represent a return of investment; however, other gains and losses (including impairments) associated with such instruments remain in accumulated comprehensive income indefinitely.

Requirements for financial liabilities were added to IFRS 9 in October 2010 and they largely carried forward existing requirements in IAS 39 except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss are generally recorded in other comprehensive income. This standard is effective for all annual periods beginning on or after January 1, 2015.

IFRS 10 *Consolidated financial statements* requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12 *Consolidation—special purpose entities* and parts of IAS 27 *Consolidated and separate financial statements*. This standard is effective for all annual periods beginning on or after January 1, 2013.

IFRS 11 *Joint arrangements* requires a venturer to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for a joint operation the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31, *Interests in joint ventures*, and SIC-13, *Jointly controlled entities—non-monetary contributions by venturers*. This standard is effective for all annual periods beginning on or after January 1, 2013.

IFRS 12 *Disclosure of interests in other entities* establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity’s interests in other entities. This standard is effective for all annual periods beginning on or after January 1, 2013.

IFRS 13 *Fair value measurement* is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosures. This standard is effective for all annual periods beginning on or after January 1, 2013.

IAS 1 *Presentation of financial statements*, was amended to require entities to group items within other comprehensive income that may be reclassified to profit or loss. This standard is effective for annual periods beginning on or after July 1, 2012.

IAS 28 *Investment in associates*, was amended to include joint ventures in its scope and to address the changes in IFRS 10 to 13. This amendment is effective for annual periods beginning on or after January 1, 2013.

IAS 32 *Financial instruments: presentation*, was amended to address inconsistencies in current practice when applying the offsetting criteria in IAS 32. Under this amendment, the meaning of “currently has a legally enforceable right of set-off" was clarified as well as providing clarification that some gross settlement systems may be considered equivalent to net settlement. This amendment is effective for annual periods beginning on or after January 1, 2014.

Commitments

The Company is committed to minimum future lease payments for office premises and leased office equipment through to May 31, 2017 as follows:

Fiscal year ending January 31, 2014	$	13,779
Fiscal year ending January 31, 2015	$	3,857
Fiscal year ending January 31, 2016	$	3,857
Fiscal year ending January 31, 2017	$	3,857
Fiscal year ending January 31, 2018	$	964

The Company's lease costs may be reduced due to recoveries through sub-leases.

Off-Balance Sheet Arrangements

Not applicable.

Financial Instruments

The Company's financial instruments consist of cash, short-term investments, marketable securities, receivables, investments, and accounts payable and accrued liabilities. Cash and short-term investments are carried at fair value using a level 1 fair value measurement. The carrying value of receivables, accounts payable and accrued liabilities approximate their fair values due to their immediate or short-term maturity. Marketable securities and investments are recorded at fair value based on the quoted market prices in active markets at the statement of financial position date, which is consistent with level 1 of the fair value hierarchy.

The Company is exposed to a variety of financial risks by virtue of its activities, including credit risk, interest rate risk, liquidity risks, foreign currency risk, and equity market risk. The Company's objective with respect to risk management is to minimize potential adverse effects on the Company's financial performance. The Board of Directors provides direction and guidance to management with respect to risk management. Management is responsible for establishing controls and procedures to ensure that financial risks are mitigated to acceptable levels.

Credit risk

Credit risk is the risk of financial loss to the Company if a counter-party to a financial instrument fails to meet its contractual obligations. The Company manages credit risk by investing its excess cash in short-term investments with investment grade ratings, issued by a Canadian chartered bank. The Company's receivables consist primarily of sales tax receivables due from the federal government and receivables from companies with which the Company has exploration agreements or options. The maximum exposure to credit risk at the reporting date is the carrying value of the Company's receivables and cash.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to interest rate risk with respect to its cash flow. The risk that the Company will realize a loss as a result of a decline in the fair value of any short-term investment included in cash is limited because these investments, although readily convertible into cash, are generally held to maturity.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise the funds required through future equity financings, asset sales, exploration option agreements, or a combination thereof. The Company has no regular cash flow from its operating activities. The Company manages its liquidity risk by forecasting cash flow requirements for its planned exploration and corporate activities, and anticipating investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of annual budgets and significant expenditures and commitments. Failure to realize additional funding, as required, could result in the delay or indefinite postponement of further exploration and development of the Company's properties. As at January 31, 2013, the Company had cash of $167,495 available to settle current liabilities of $76,270.

Foreign Currency Risk

The Company has exposure to foreign currency risk through its mineral properties in the United States however, the majority of its current assets and current liabilities are denominated in Canadian dollars. The Company's exploration activities and ongoing land tenure expense in the United States make it subject to foreign currency fluctuations, which may affect the Company's statement of financial position and cash flows. The Company is affected by changes in exchange rates between the Canadian Dollar and the US dollar. The Company does not presently invest in foreign currency contracts to mitigate this risk. It is management's opinion that the Company is not exposed to significant foreign currency risk.

Equity market risk

The Company is exposed to equity price risk arising from its marketable securities and investments, which are classified as available-for- sale. The Company plans to sell its marketable securities and investments as market conditions permit, or as is required to finance the Company's operations from time-to-time.

Capital Management

The capital of the Company consists of the items included in capital stock and reserves. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company. The Company's objective for capital management is to plan for the capital required to support the Company's ongoing acquisition and exploration of its mineral properties and to provide sufficient funds for its corporate activities.

The Company's mineral properties are in the exploration stage. As an exploration stage company, the Company is currently unable to self-finance its operations. The Company has historically relied on equity financings and, in recent years, asset sales or exploration option agreements to finance its operations. In order to carry out the Company's planned exploration programs and to pay for administrative costs, the Company will spend its existing working capital and raise additional funds as required. To effectively manage the Company's capital requirements, the Company's management has in place a planning and budgeting process. The Company is not subject to any externally imposed capital requirements.

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, 2013 and 2012 prepared in accordance with IFRS. These statements are available on SEDAR at www.sedar.com.

Additional Information

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

Approval

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