KWG RESOURCES INC.

(An exploration stage company)

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE QUARTER ENDED JUNE 30, 2016

This management's discussion and analysis (the "MD&A") should be read in conjunction with the annual and the interim quarterly financial statements of KWG Resources Inc., ("KWG" or the "Company") all of which are available on the System for Electronic Document Analysis and Retrieval (`SEDAR`) and can be accessed through the internet at www.sedar.com.

DATE

This MD&A for the quarter ended June 30, 2016 is dated August 29, 2016.

COMPANY OVERVIEW

KWG is an exploration stage company that is participating in the discovery, delineation and development of chromite deposits approximately 280km north of Nakina, in the James Bay Lowlands of Northern Ontario, including 1,024 hectares covered by four unpatented mining claims, which contains the Black Horse chromite deposit (the "Koper Lake Project") and 1,241 hectares covered by seven unpatented mining claims, which contains the Big Daddy chromite deposit (the "Big Daddy Project"). These deposits are globally significant sources of chromite which may be reduced into metalized iron and chrome, or refined into ferrochrome, a principal ingredient in the manufacture of stainless steel. KWG has been active in exploring the James Bay Lowlands since 1993 and discovered diamond bearing kimberlite pipes near Attawapiskat and five pipes near the Ring of Fire area in 1994. This led to the discovery of the McFaulds Lake copper-zinc volcanogenic sulphide deposits in 2002, which precipitated a staking rush that defined the "Ring of Fire".

The Company has the right to acquire: (i) up to an 80% interest in respect of chromite contained in the Koper Lake Project; and (ii) up to a 20% interest in respect of the non-chromite minerals contained in the Koper Lake Project. The Company also has a 30% interest in the Big Daddy Project.

Through Canada Chrome Corporation ("CCC"), a wholly owned subsidiary, the Company has also staked mining claims in Northern Ontario with a view to the development and construction of a proposed railway or slurry pipeline from Aroland near Nakina, Ontario to the Koper Lake Project and the Big Daddy Project, as well as exploring for, delineating and developing aggregate and other minerals.

The Company has incurred approximately $13 million of expenditures which have been passed through to shareholders as eligible expenditures for their purposes under flow-through agreements for the calendar years 2010 through 2013. The Canada Revenue Agency ("CRA") recently conducted an audit of these expenditures and proposed an adjustment to the amount of qualifying expenditures that were renounced to the subscribers aggregating approximately $6,700,000 and assessed additional Part XII.6 tax of approximately $1,103,180, including penalties and interest. The Company has made a provision for the entire amount of the estimated Part XII.6 tax, penalties and interest and an amount of $3,837,217 has been set up for the estimated subscriber indemnification costs. The Company has reviewed CRA's proposal and it disagrees with certain positions taken by CRA. The Company has filed formal objections to dispute the assessments. (See Contingency and Commitments section of this MD&A).

HIGHLIGHTS

During and subsequent to the quarter ended June 30, 2016:

- In April 2016, a delegation of eight railroad engineering specialists from FSDI conducted a reconnaissance visit to review the proposed railroad alignment and the field and design work previously completed by the Company.

- In April 2016, the Company completed a non-brokered private placement of 84,895,563 units with each unit comprising one common share and one common share purchase warrant exercisable at a price of $0.05 for five years. This private placement included 54,358,650 units issued at $0.02 per unit for total cash consideration of $1,087,173, 14,026,036 units issued to satisfy accounts payable of $280,520 ($263,460 of which was owed to directors and officers of the Company) and 16,510,877 units issued for services rendered at $0.02 per unit for a total consideration of $330,217 ($200,606 of which was to directors and officers of the Company for directors' fees, salaries and consulting fees). Finders' fees of 2,604,500 units were paid in relation to this placement for a total consideration of $52,090. Each unit consists of one common share and one common share purchase warrant exercisable at a price of $0.05 for five years.

- In June 2016, the Company announced that it had discussed with the Chiefs of the Webequie and Marten Falls First Nations an outline of principal terms for the possible creation of an equal partnership through which to undertake the development and exploitation of mineral deposits in the Ring of Fire.

- In August 2016, the Company announced that it had entered a Framework Strategic Cooperation Agreement with China Railway First Survey & Design Institute Group Co., Ltd. ("FSDI"). Pursuant to the Strategic Cooperation Agreement, the parties have executed a Conditional Bankable Feasibility Study Consultation Service Agreement ("BFSCS"). Under terms of the BFSCS the parties agreed on the deliverables and timetable for FSDI to complete a Conditional Bankable Feasibility Study on a railroad from the mineral properties in Ontario's Ring of Fire to a junction with the CN Railroad at Exton, Ontario. It is anticipated that the Conditional Bankable Feasibility Study will be completed by the end of 2016.

OUTLOOK

Recent developments surrounding the north-south transportation corridor have renewed the conviction of KWG's management that the Company's assets will prove to be catalytic in the development of mining in the *Ring of Fire*. These developments, combined with previously published resource estimates confirm management's opinion that the chromite deposits of the *Ring of Fire* may have a very long combined production life. This will enable the depreciation and amortization of the cost of an infrastructure asset such as a railroad or slurry pipeline over a very long time equal to its useful life; perhaps 100 years or more. When that term is combined with the present historic low cost of the capital required to construct such an undertaking, the unit cost for projected usage can be quite modest when compared to all available alternatives. The test work done to date on the conversion of the Black Horse chromite into a metalized chrome and iron alloy using natural gas, reassures us that an opportunity to create a substantial and globally significant export industry in this key industrial commodity appears achievable. We also continue to see indications that the area's First Nations are becoming enthusiastic about participating in leading the development of these resources. It is to be hoped that the support for the development previously pledged by the governments of Ontario and Canada will follow such First Nations' development leadership.

SELECTED CONSOLIDATED FINANCIAL INFORMATION

As at and for the years ended December 31	2015	2014	2013
Summary Operating Results Data	**$**	**$**	**$**
General and administrative expenses	2,088,141	3,217,881	2,531,450
Share-based compensation	316,210	411,780	262,910
Loss from operations	(2,546,562)	(3,664,306)	(2,827,221)
Net loss for the year	(7,429,365)	(3,673,926)	(2,927,949))
Loss per share	(0.01)	(0.00)	(0.00)
Summary Balance Sheet Data	**$**	**$**	**$**
Cash and cash equivalents	37,247	1,388,369	6,172,478
Receivables	139,812	764,149	1,516,970
Marketable securities	75,568	136,735	147,739
Total current assets	268,961	2,305,486	7,875,388
Exploration and evaluation projects	39,281,279	37,458,687	35,252,177
Total assets	43,786,362	43,541,759	43,179,196
Trade and other payables	5,868,038	187,135	270,022
Total equity	37,918,324	43,354,624	42,909,174

OVERALL PERFORMANCE – FINANCIAL

During the second quarter of 2016, the Company utilized the proceeds of the private placement and also its cash reserves to cover administrative and general expenses as the Company does not currently have any significant revenue sources. KWG's exploration activities were funded from the proceeds of the private placement. The private placement issuance was also utilized to reduce the Company's liabilities and also to compensate its directors, officers, employees and consultants. The Company's other cash inflows consisted of a royalty payment of $781. Regular operating expenditures were roughly $439,000 for the quarter.

The Company has maintained its focus on its strategic plan to develop what it expects will become a major North American ferro-chrome source of supply to the globe's stainless steel makers, as well to explore and build a route to transport materials to and product from the mine site. Exploration activities on the Koper Lake Project and the Big Daddy Project have not been progressed in the last year, however, due to negative market sentiment.

KWG's railway infrastructure project has been well timed and the need for a railway or slurry pipeline in the *Ring of Fire* is increasingly appreciated to be potentially very economic. Meetings with government and First Nations officials are ongoing to determine a mutually beneficial result. As well, KWG continues to explore the available funding mechanisms that can be employed to continue development of the railroad link or slurry pipeline to the *Ring of Fire*.

The reporting currency of the Company is Canadian dollars and the financial data is reported in this currency.

LIQUIDITY & CAPITAL RESOURCES

The main source of financing for KWG is the issuance of equity shares and sale of non-core assets. Each of KWG's projects has demonstrated sufficient evidence of geological merit to warrant additional exploration. However, it is not presently possible to estimate the cost of further exploration programs, which may or may not bring individual properties to a subsequent stage of development, since they are all exploration projects and their development depends on the results of exploration.

On June 30, 2016, the Company had a working capital deficiency of $4,771,476 ($5,599,077 as at December 31, 2015) including $477,686 in cash and cash equivalents ($37,247 as at December 31, 2015). The decrease in the working capital deficit is primarily attributable to funds raised through the private placement. The current working capital deficit is primarily attributable to provisions resulting from a CRA audit. The Company has incurred approximately $13 million of expenditures which have been passed through to shareholders as eligible expenditures for their purposes under flow-through agreements for the calendar years 2010 through 2013. The CRA recently conducted an audit of these expenditures and proposed an adjustment to the amount of qualifying expenditures that were renounced to the subscribers aggregating approximately $6,700,000 and assessed additional Part XII.6 tax of approximately $1,103,180, including penalties and interest. The Company has made a provision for the entire amount of the estimated Part XII.6 tax, penalties and interest and an amount of $3,837,217 has been set up for the estimated subscriber indemnification costs. The Company has reviewed CRA's proposal and it disagrees with certain positions taken by CRA. The Company has filed formal objections to dispute the assessments. (See contingency and commitments section).

The Company forecasts operating expenditures of approximately $1,100,000 for 2016. At the end of June 2016, KWG had sufficient working capital to finance its corporate and administrative activities for the remainder of the 2016 year. The Company expects to raise additional funds through further equity financings or the sale of non-core assets throughout the rest of 2016 to cover longer term costs and exploration activities.

There is no assurance that the Company will be successful in obtaining further financing. Should the Company not be able to obtain the necessary financing, there would be significant doubt as to the ability of the Company to meet its obligations as they come due and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern.

The Company invests its unexpended cash in highly-liquid, rated financial instruments.

RESULTS FROM OPERATIONS

During the three months ended June 30, 2016, the Company recorded a loss of $485,755 ($0.00 per share) for a cumulative loss of $856,263 ($0.00 per share) for the six months ended June 30, 2016 (loss of $670,975 ($0.00 per share) and cumulative loss of $1,164,992 for the comparable periods in 2015). The period results are explained as follows:

Income

Finance and interest income amounted to a loss of $nil for the three months ended June 30, 2016 (cumulative income of $nil for 2016) compared with a loss of $4,476 for the same period in 2015 (cumulative income of $39,123 for 2015). Included is a non-cash loss on the revaluation of warrant investments in the amount of $nil for the three months ended June 30, 2016 (cumulative loss of $nil for 2016) compared to a loss of $5,600 for the same period in 2015 (cumulative profit of $35,400 for 2015). Interest income for the quarter was $nil (cumulative of $nil for 2016) compared to $1,124 for the same period in 2015 (cumulative of $3,723 for 2015) which resulted from cash reserves due to the sale of an NSR during the latter half of 2011. Other income totaled $781 in both first and second quarters of 2016 and 2015.

Expenses

Administrative Expenses

Administrative expenses for the three months ended June 30, 2016 amounted to $439,299 (cumulative of $762,725 for 2016) compared to $613,679 for the same period in 2015 (cumulative of $1,145,981 for 2015) for a net decrease of $174,000 (cumulative decrease of $383,000). The following discusses variances in the main components of the administrative expenses:

- Decreased salaries and benefits of $208,000 (cumulative decrease of $277,000). Decreased directors' fees of $11,000 (cumulative decrease of $15,000). Both of these decreases are a result of the cessation of these payments due to cash flow restrictions;

- Professional and consultants' fees decreased by $2,000 (cumulative decrease of $67,000) compared to the same period in 2015 due to a lower level of activity as well as a continued effort by management to reduce these types of expenditures;

- Corporate expenses increased by $47,000 in the second quarter of 2016 (cumulative decrease of $24,000) compared to 2015 which included a decrease in filing fees and investor relations fees of $5,000 (cumulative decrease of $21,000), increased overheads of $2,000 (cumulative decrease of $18,000) and increased travel and promotional costs of $50,000 (cumulative increase of $15,000) mainly due to the compensation of consultants through the private placement.

Stock-based Compensation Costs
Stock compensation costs constitute a non-cash expense. Stock compensation costs for the second quarter of 2016 totaled $42,322 ($84,643 cumulative to June 30, 2016) compared with $54,600 for the same quarter in 2015 ($109,200 cumulative to June 30, 2015). The expense was higher in 2015 as a result of a higher per unit value attributed to the new stock options issued during 2014 compared to those issued in 2015. The calculated cost of these stock options is recognized as an expense over the vesting period. The Company issued 8,400,000 stock options in the second quarter of 2014, 40,714,000 in the third quarter of 2015, 13,500,000 in the fourth quarter of 2015 and none in the first two quarters of 2016. 3,500,000 options expired in the first quarter of 2016 (26,045,000 in the second quarter of 2015).

SUMMARY OF QUARTERLY RESULTS

(Thousands of dollars except amount per share)

Quarter ending	Total revenue	Net loss	Loss per share (basic and diluted)
June 30, 2016	-	(486)	<(0.01)
March 31, 2016	-	(370)	<(0.01)
December 31, 2015	-	(5,640)	(0.01)
September 30, 2015	-	(632)	<(0.01)
June 30, 2015	-	(671)	<(0.01)
March 31, 2015	-	(486)	<(0.01)
December 31, 2014	-	(1,222)	<(0.01)
September 30, 2014	-	(724)	<(0.01)

All of the above losses are attributable mainly to adjustments resulting from the period end revaluation of the warrant investments, ongoing general and administrative expenses and stock compensation costs. The fourth quarter loss for 2015 is mainly caused by the provision recorded for estimated Part XII.6 taxes, penalties and interest and subscriber indemnification costs. See Note 22(i) of the 2015 annual consolidated financial statements for further information.

COMMITMENTS AND CONTINGENCIES

(i) The Company has incurred approximately $13 million of expenditures which have been passed through to shareholders as eligible expenditures for their purposes under flow-through agreements. As noted in Note 3 to the annual consolidated financial statements, there is a risk that some or all of these claims may be disallowed. To the extent that the costs are disallowed as deductions to shareholders, additional tax attributes would be created for the Company which would be considered for recognition at that time. Additional costs may be incurred. The Company has indemnified the subscribers of current and previous flow-through share offerings against any tax related amounts that become payable by the shareholder as a result of the Company not meeting its expenditure commitments.

The CRA recently conducted an audit of the Company's flow-through expenditures for the calendar years 2010 through 2013. As a result of the audit, CRA has proposed an adjustment to the amount of qualifying expenditures that were renounced to the subscribers aggregating approximately $6,700,000. In addition, CRA has assessed additional Part XII.6 tax of approximately $1,103,180, including penalties and interest. The Company has made a provision for the entire amount of the estimated Part XII.6 tax, penalties and interest. Additionally, a provision in the amount of $3,837,217 has been set up for the estimated subscriber indemnification costs based on the highest personal income tax rates in the Province of Ontario at the time these expenditures were renounced to the subscribers plus the Federal and Ontario investment tax credits available at the time. The Company has reviewed CRA's proposals and it disagrees with certain positions taken by CRA. The Company has filed formal objections to dispute the assessments.

Certain tax-related conditions may exist at the date the financial statements are issued which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company does not record any liability for such future events until such time as the events are probable and reasonably determinable.

ii) The Company has signed an operating lease for its premises located at 141 Adelaide St. W., Suite 420, Toronto, On, M5H 3L5. The lease is a net lease with a term of five years commencing on August 1, 2012. Monthly minimum rental payments are $5,326 for October 1, 2012 through July 31, 2014 and $5,568 for August 1, 2014 through July 31, 2017. There were no payments due for August and September 2012. The Company is also responsible for its proportionate share of the operating costs in relation to this space. In addition to waiving the first two months rental payments, the landlord reimbursed the Company for the amount of $28,002 in relation to leasehold improvements and moving costs. The total amount of these inducements will be amortized over the life of the lease.

iii) Under the terms of an employment agreement with the Company's CEO dated October 8, 2008, in the event of a change in control of the Company and the CEO's employment is involuntarily terminated within three years following the change in control, the Company shall pay the CEO an amount equal to three times his then-current base salary and three times his annual bonus most recently paid or accrued along with any unpaid salary and vacation pay. The contract requires payments totaling $1,140,000 for the change of control and $570,000 for the termination clause. As the triggering events have not taken place, the contingent payments have not been reflected in the consolidated financial statements.

iv) The Company's exploration and evaluation activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more onerous. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

RELATED PARTY TRANSACTIONS

The Company defines its officers (CEO, CFO and corporate secretary) and directors as Key Management Personnel ("KMP"). During the first two quarters of 2016, officers and companies controlled by officers charged consulting fees of $40,060 ($105,190 in 2015) and salaries and bonuses in the amount of $73,846 ($150,000 in 2015) of which $75,025 remained payable at June 30, 2016 ($15,040 in 2015). The consulting fees were for services performed by the corporate secretary and the CFO as well as for general accounting services. Directors' fees charged in the first two quarters of 2016 totalled $22,750 ($32,801 in 2015). KMP received no stock options in the first two quarters of 2016 (nil in 2015). In the first two quarters of 2016, stock compensation expenses totalled $56,768 for KMP ($80,600 in 2015).

Debut Diamonds Inc.
The Company shares management, administrative assistance and facilities and other technical personnel with DDI in an arrangement not covered by a written agreement. Prior to 2014, the costs charged to DDI were equal to the costs incurred by the Company. Since 2013, the Company has not charged DDI for overhead and personnel charges. At December 31, 2014, the receivable balance was $1,444,442 including interest of $134,291. The entire receivable balance was subject to a loan agreement dated January 1, 2013. Under the loan agreement, interest was charged at 5% per annum compounded annually and the loan was to mature on January 2, 2016. Due to the uncertainty of collection, this interest had not been accrued in the financial statements. The agreement also contained a conversion provision whereby KWG could convert the amount of the loan outstanding including any accrued but unpaid interest thereon, or any portion thereof, into common shares of DDI at a rate of $0.05 per common share. This debt was secured by a general security agreement over the assets of DDI at a rate of $0.01 per share. On January 27, 2015, the debt was settled in exchange for 144,464,000 common shares of DDI.

CHANGES IN ACCOUNTING POLICIES

The consolidated financial statements for the years ended December 31, 2015 and 2014 have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") and its interpretations adopted by the International Accounting Standards Board ("IASB").

See Note 3 to the 2015 annual consolidated financial statements for further information on accounting policies adopted by the Company during the year.

RECENT ACCOUNTING PRONOUNCEMENTS

See Note 3 to the 2015 annual consolidated financial statements for further information on recent accounting pronouncements that may have a future impact on the Company.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

It is reasonably possible that, on the basis of existing knowledge, outcomes in the next financial year that are different from the assumptions used could require a material adjustment to the carrying amount of the asset or liability affected.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Management has made a number of significant estimates and valuation assumptions based on present conditions and management's planned course of action as well as assumptions about future business and economic conditions which include, but are not limited to, the following:

Capitalization of exploration and evaluation costs
Management has determined that exploration and evaluation costs incurred during the year have future economic benefits and are economically recoverable. In making this judgment, management has assessed various sources of information including but not limited to the geologic and metallurgic information, history of conversion of mineral deposits to proven and probable mineral reserves, scoping and feasibility studies, proximity of operating facilities, operating management expertise and existing permits. See Note 10 to the annual consolidated financial statements for details of capitalized exploration and evaluation costs.

Impairment of exploration and evaluation projects
While assessing whether any indications of impairment exist for exploration and evaluation projects, consideration is given to both external and internal sources of information. Information the Company considers includes changes in the market, economic and legal environment in which the Company operates that are not within its control that could affect the recoverable amount of exploration and evaluation projects. Internal sources of information include the manner in which exploration and evaluation projects are being used or are expected to be used and indications of expected economic performance of the assets. Estimates include but are not limited to estimates of the discounted future after-tax cash flows expected to be derived from the Company's exploration and evaluation projects, costs to sell the properties and the appropriate discount rate. Reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable mineral reserves and mineral resources and/or adverse current economics can result in a write-down of the carrying amounts of the Company's exploration and evaluation projects.

Income taxes and recoverability of potential deferred tax assets
In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible, and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

Share-based payments
Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviours and corporate performance. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Income, value added, withholding and other taxes
The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax-related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax-related accruals and deferred income tax provisions in the period in which such determination is made.

FINANCIAL INSTRUMENTS

The following presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative and qualitative disclosures are included throughout the 2015 audited consolidated financial statements which are available on www.SEDAR.com.

Risk Management Framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board fulfils its responsibility through the Audit Committee, which is responsible for overseeing the Company's risk management policies.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management practices are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company has an established code of conduct which sets out the control environment within which framework all directors' and employees' roles and obligations are outlined.

The Company's risk and control framework is facilitated by the small-sized and hands-on executive team.

Credit Risk

Credit risk is the risk of an unexpected financial loss to the Company if a customer or third party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's cash and cash equivalents, receivables and marketable securities.

Cash and Cash Equivalents

The Company's cash and cash equivalents are held through large Canadian financial institutions. The Company has a corporate policy of investing its available cash in Canadian government instruments and certificates of deposit or other direct obligations of major Canadian banks, unless otherwise specifically approved by the Board. The Company does not own asset-backed commercial paper.

Receivables

The Company's receivables consist primarily of trade receivables and amounts due from related and unrelated parties.

When necessary, the Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of receivables.

Furthermore, when the Company engages in corporate transactions, it seeks to manage its exposure by ensuring that appropriate recourse is included in such agreements upon the counterparty's failure to meet contractual obligations.

Marketable Securities

The Company invests only in securities of companies listed on public stock exchanges and warrants of those companies. There is no active market for these warrants. Such strategic investments are approved by the Board of Directors of the Company. Management actively monitors changes in the markets and management does not expect any counterparty to fail to meet its obligations. The Company's investments are generally in the junior natural resources sector and these companies are subject to similar areas of risk as the Company itself.

Guarantees

The Company's policy is to provide financial guarantees only to wholly-owned subsidiaries or under business arrangements where the benefit of the guarantee will accrue to the Company. At both June 30, 2016 and December 31, 2015 the Company had $nil in guarantees outstanding.

The Company's maximum exposure to credit risk at the reporting date was:

	June 30, 2016	December 31, 2015
Carrying amount	$	$
Cash and cash equivalents	477,686	37,247
Receivables	153,300	139,812
Financial assets classified as AFS	128,447	75,568
Financial assets classified at FVTPL	-	-
	759,433	252,627

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking undue damage to the Company's reputation.

The Company's objective is to maintain sufficient capital in order to meet short-term business requirements after taking into account cash flows from operations and the Company's holdings of cash and cash equivalents and marketable securities. This is accomplished by budgets and forecasts which are updated on a periodic basis to understand future cash needs and sources. Spending plans are adjusted accordingly when possible to provide for liquidity.

The Company manages its liquidity risk through the mechanisms described above and as described in Note 25 of the 2015 annual consolidated financial statements. The Company has historically relied on issuances of shares to develop projects and to finance day-to-day operations and may do so again in the future.

The Company has no significant long-term liabilities. All other contractually obligated cash flows are payable within the next fiscal year.

Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, commodity prices and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimizing the return.

Foreign Currency Risk

The Company is exposed to foreign currency risk on purchases and other payables that are denominated in a currency other than the functional currency of the Company, the Canadian dollar. The currencies in which these transactions are denominated, when they occur, are the United States dollars (US$). The Company does not actively hedge its foreign currency exposure. A 10% strengthening or weakening of the Canadian dollar would not have a material impact on the Company's equity or results of operations.

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. The Company's cash equivalents earn interest at variable short-term rates. The estimated effect of a 0.50% change in interest rates would not have a material effect on the Company's results of operations. None of the Company's other financial instruments is interest-bearing. Consequently, the Company is not exposed to any significant interest rate risk which could be caused by a sudden change in market interest rates.

Other Market Price Risk

The Company's marketable securities and strategic investments are subject to equity price risk. The values of these investments will fluctuate as a result of changes in market prices, the price of metals or other factors affecting the value of the investments.

Commodity price risk is the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. Historically, such prices have fluctuated and are affected by numerous factors outside of the Company's control, including, but not limited to: industrial and retail demand, central bank lending, forward sales by producers and speculators, levels of worldwide production, short-term changes in supply and demand because of speculative hedging activities and other factors such as significant mine closures. The Company does not have any hedging or other commodity-based risks respecting its operations. The value of the Company's strategic investments is also related to the price of, and outlook for, base and precious metals and other minerals.

Other Business Risks

KWG is in the exploration stage and is subject to the risks and challenges similar to other companies in a comparable stage. Other than the risks relating to reliance on financing previously discussed, as well as those discussed elsewhere in this MD&A, KWG's risks include, but are not limited to, limited operating history, speculative nature of mineral exploration and development activities, operating hazards and risks, mining risks and insurance, no mineral reserves, environmental and other regulatory requirements, competition, stage of development, fluctuations in commodity prices, conflicts of interest, reliance on key individuals and no key man insurance.

Limited Operating History - An investment in KWG should be considered highly speculative due to the nature of KWG's business. KWG has no history of earnings, it has not paid any dividends and it is unlikely to enjoy earnings or be paying dividends in the immediate or foreseeable future.

Speculative Nature of Mineral Exploration and Development Activities - Resource exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but from finding mineral deposits which, though present, are insufficient in quantity and quality to return a profit from production. The marketability of minerals acquired or discovered by KWG may be affected by numerous factors which are beyond the control of KWG and which cannot be accurately predicted, such as market fluctuations, the proximity and capacity of milling facilities, mineral markets and processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection, the combination of which factors may result in KWG not receiving an adequate return of investment capital.

Substantial expenditures are required to establish mineral reserves through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities and grades to justify commercial operations or that the funds required for development can be obtained on a timely basis. Estimates of mineral reserves, mineral deposits and production costs can also be affected by such factors as environmental permitting regulations and requirements, weather, environmental factors, unforeseen technical difficulties, unusual or unexpected geological formations and work interruptions. In addition, the grade of ore ultimately mined may differ from that indicated by drilling results. Short-term factors relating to reserves, such as the need for orderly development of ore bodies or the processing of new or different grades, may also have an adverse effect on mining operations and on the results of operations. Material changes in mineral reserves, grades, stripping ratios or recovery rates may affect the economic viability of any project.

KWG's mineral properties are in the exploration stage only and are without known bodies of mineral reserves. The exploration programs proposed by KWG are exploratory searches for commercial ore bodies only. Development of any of KWG's mineral properties will only follow upon obtaining satisfactory exploration results.

Some exploration properties are held under option agreements requiring capital payments, exploration expenditure and other commitments to earn and interest in the property, failing which no interest may be earned and the property may be lost. There is no assurance that the Company will be able to fulfill such obligations to earn any interest in such properties held under option.

Few properties which are explored are ultimately developed into producing mines. Major expenses may be required to establish mineral reserves, develop metallurgical processes and construct mining and processing facilities at a particular site. There is no assurance that KWG's mineral exploration activities will result in any discoveries of commercial bodies of ore. Also, no assurance can be given that any or all of KWG's properties will not be subject to prior unregistered agreements or interests or undetected claims which could be materially adverse to KWG.

No Mineral Reserves - All of the KWG properties are considered to be in the exploration stage only and do not contain a known body of commercial ore. Mineral reserves are estimates and no assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized. Reserve estimates for properties that have not yet commenced production may require revision based on actual production experience. Market price fluctuations of metals, as well as increased production costs or reduced recovery rates, may render mineral reserves containing relatively lower grades of mineralization uneconomic and may ultimately result in a restatement of reserves. Moreover, short-term operating factors relating to the mineral reserves, such as the need for orderly development of the ore bodies and the processing of new or different ore grades, may cause a mining operation to be unprofitable in any particular accounting period. While KWG does have mineral resources, such resources are not mineral reserves and do not have demonstrated economic viability.

IP Rights – KWG has acquired the rights to certain intellectual property patent applications. Although the Company is confident that the applications will be successful and the patents will be issued, there is no assurance of such success or issuance. Moreover, there is no assurance that such rights will not later be attacked or be circumvented. The prosecution and maintenance of such applications and patents is expensive and there is no assurance that the Company will be able to secure, exploit, maintain or defend its intellectual property rights.

Conflicts of Interest - Certain of the Directors and Officers of KWG are engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies and, as a result of these and other activities, such Directors and Officers of KWG may become subject to conflicts of interest. Canadian corporate laws provide that in the event that a Director or officer has an interest in a contract or proposed contract or agreement, the Director or officer shall disclose his interest in such contract or agreement and shall refrain from voting on any matter in respect of such contract or agreement, for Directors, unless otherwise provided under those laws. To the extent that conflicts of interest arise, such conflicts will be resolved in accordance with the provisions of the applicable Canadian corporate laws.

Operating Hazards and Risks - Mineral exploration involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. KWG's operations will be subject to all the hazards and risks normally incidental to exploration, development and production of metals, such as unusual or unexpected formations, cave-ins or pollution, all of which could result in work stoppages, damage to property and possible environmental damage.

Mining Risks and Insurance - The business of mining for gold, chromite and other metals is generally subject to a number of risks and hazards including environmental hazards, industrial accidents, labour disputes, unusual or unexpected geological conditions, pressures, cave-ins, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods, blizzards and earthquakes. No assurance can be given that such insurance will continue to be available or that it will be available at economically feasible premiums. Mining operations will be subject to risks normally encountered in the mining business.

Environmental and Other Regulatory Requirements - KWG's activities are subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation generally provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in imposition of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving which means stricter standards and enforcement, fines and penalties for non-compliance may become more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and Directors, Officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations.

The exploration operations of KWG and development and commencement of production on its properties require permits from various federal and local governmental authorities and such operations are and will be governed by laws and regulations governing prospecting, development, mining, production, exports, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, mine safety and other matters. In addition, the government tax authorities may audit the Company's various tax filings and assess additional taxes not forecast by the Company.

Companies engaged in the development and operation of mines and related facilities generally experience increased costs and delays in production and other schedules as a result of the need to comply with applicable laws, regulations and permits. KWG believes it is in substantial compliance with all material laws and regulations, which currently apply to its activities. Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Competition - Significant and increasing competition exists for the limited number of mineral acquisition opportunities available. As a result of this competition, some of which is with large established mining companies with substantial capabilities and greater financial and technical resources than KWG, KWG may be unable to acquire additional attractive mineral properties on terms it considers acceptable. Accordingly, there can be no assurance that KWG's exploration and acquisition programs will yield any reserves or result in any commercial mining operation.

Stage of Development - KWG is in the business of exploring for, with the ultimate goal of producing, precious and base metals from its mineral exploration properties. None of the KWG properties has commenced commercial production and KWG has no history of earnings or cash flow from its operations. As a result of the foregoing, there can be no assurance that KWG will be able to develop any of its properties profitably or that its activities will generate positive cash flow.

KWG has not paid any dividends and it is unlikely to enjoy earnings or pay dividends in the immediate or foreseeable future. KWG has not sufficiently diversified such that it can mitigate the risks associated with its planned activities. KWG has limited cash and other assets.

A prospective investor in KWG must be prepared to rely solely upon the ability, expertise, judgment, discretion, integrity and good faith of KWG's management in all aspects of the development and implementation of KWG's business activities.

Fluctuations in Commodity Prices - The profitability, if any, in any mining operation in which KWG has an interest is significantly affected by changes in the market price of precious and base metals which fluctuate on a daily basis and are affected by numerous factors beyond KWG's control.

Reliance on Key Individuals - KWG's success depends to a certain degree upon certain key members of management. These individuals are a significant factor in KWG's growth and success. The loss of the service of certain members of management and certain key employees could have a material adverse effect on KWG.

No Key Man Insurance - KWG does not have and does not anticipate having key man insurance in place in respect of any of its senior officers or personnel, except for its CEO.

OTHER

National Instrument 51-102 - Section 5.3

Below is a detailed analysis of exploration expenditures incurred for the six months ended June 30, 2016 with comparative figures for the year ended December 31, 2015 on a property by property basis:

Railway Corridor

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	16,355,465	16,350,167
Exploration expenses		
Field consultants	4,079	5,298
Balance – End of the period	16,359,544	16,355,465

The Temagami Iron Limited Partnership

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	-	118,000
Write down	-	(118,000)
Balance – End of the period	-	-

Koper Lake Project

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	7,593,795	6,389,426
Exploration expenses		
Drilling	-	4,369
Engineering	204,175	-
	204,175	4,369
Acquisition costs	-	1,200,000
Balance – End of the period	7,797,970	7,593,795

MacFadyen Kimberlites

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	630,925	-
Exploration expenses		
Field consultants	1,284	26,483
Acquisition costs	-	604,442
Balance – End of the period	632,209	630,925

Chromium IP J.V.

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	4,190,093	3,701,148
Exploration expenses		
Consulting fees	41,500	38,634
Legal fees	37,122	23,108
Testing costs	-	2,203
	78,622	63,945
Acquisition costs	-	425,000
Balance – End of the period	4,268,715	4,190,093

Hornby Property

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	100,000	-
Acquisition costs	-	100,000
Balance – End of the period	100,000	100,000

All Projects Combined

Cost and deferred exploration expenses	***Six months ended June 30, 2016***	***Year ended December 31, 2015***
	$	***$***
Balance – Beginning of the period	43,471,372	41,159,835
Acquisition costs	-	2,329,442
Exploration expenses		
Consulting fees	41,500	38,634
Drilling	-	4,369
Engineering	204,175	-
Field consultants	5,363	31,781
Legal fees	37,122	23,108
Testing costs	-	2,203
	288,160	100,095
Write down	-	(118,000)
Balance – End of the period	43,759,532	43,471,372

The following is a detailed break-down of administrative expenses incurred for the six months ended June 30, 2016 with comparative figures for the same period in 2015.

	2016	***2015***
	$	**$**
Advertising & promotion	79,746	55,916
Consultant's fees	129,226	169,629
Directors fees & insurance	25,728	40,802
Filing fees	14,153	28,985
Investor relations fees	35,147	41,247
Professional fees	139,919	166,621
Office overheads	169,540	187,409
Salaries and benefits	159,166	436,270
Travel & accommodation	10,100	19,102
Total administrative expenses	762,725	1,145,981

National Instrument 51-102 - Section 5.4
Disclosure of Outstanding Share Data (as at August 29, 2016)

Common shares outstanding: 961,320,281
Warrants and compensation options outstanding: 204,022,063

Each warrant entitles the holder to purchase one common share of the Company at the following prices:

Number of warrants	***Number of compensation options***	***Exercise price $***	***Expiry date***
21,000,000	-	0.15	August 2016
5,000,000	-	0.10	September 2016
4,760,000	-	0.10	October 2016
27,200,000	-	0.10	November 2016
-	332,000	0.05	November 2016
2,310,000	-	0.10	December 2016
200,000	-	0.10	January 2017
1,700,000	-	0.10	February 2017
1,000,000	-	0.10	March 2017
3,000,000	-	0.12	March 2017
-	20,000	0.05	March 2017
25,000,000	-	0.10	May 2019
25,000,000	-	0.10	June 2020
84,895,563	2,604,500	0.05	April 2021

Options outstanding: 82,850,000 - average exercise price of $0.067

Each option entitles the holder to purchase one common share of the Company at the following prices:

Number of options	***Exercise price $***	***Expiry date***
800,000	0.10	Nov 2016
7,100,000	0.10	Mar 2017
12,336,000	0.10	May 2018
8,400,000	0.10	April 2019
40,714,000	0.05	August 2020
13,500,000	0.05	December 2020

FORWARD LOOKING INFORMATION

This MD&A contains or refers to forward-looking information. All information, other than information regarding historical facts that addresses activities, events or developments that the Company believes, expects or anticipates will or may occur in the future is forward-looking information. Such forward-looking information includes, without limitation: the economic potential of the Company's projects; the proposed construction of a rail line or pipeline; the continued maintenance, exploration and development of the Company's properties and the costs related thereto, as well as the Company's expectation of periodically requiring additional funds therefor; exploration, development and operational plans, objectives and budgets; the expected strategic importance and value of the Company's mineral property interests inside and outside of its projects, including expectations regarding the exercise of the Company's option on the Koper Lake Project and the Company's participation in the development of the Koper Lake Project and the McFaulds Lake properties; expectations regarding the consultation, assessment and construction of a railroad and/or pipeline, including the costs and timing associated therewith; mineral resource estimates; potential mineral resources; plans with respect to the use of private placement proceeds; estimates relating to critical accounting policies; the Company's expectations with respect to pursuing new opportunities and acquisitions and its future growth; estimated operating expenses; potential reassessments by the Canada Revenue Agency and associated shareholder indemnification liabilities; and the Company's ability to raise new funding.

Forward-looking information is subject to a number of risks and uncertainties that may cause the actual results of the Company to differ materially from those discussed in the forward-looking information and, even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on, the Company. Factors that could cause actual results or events to differ materially from current expectations include, but are not limited to: the inability of the Company to obtain required financing; demand for ferrochrome by global integrated steel producers; the impact of consolidation and rationalization in the steel industry; the grade and recovery of ore varying from estimates; delays in, or the failure to develop, the projects of the Company caused by unavailability of financing, equipment, labour or supplies, weather and climatic conditions, labour disputes or other factors; risks normally incidental to exploration and development of mineral properties; uncertainties in the interpretation of drill results; the possibility that future exploration, development or mining results will not be consistent with expectations; uncertainty of mineral resources estimates; the Company's inability to obtain, maintain, renew and/or extend required licenses, permits, authorizations and/or approvals from the appropriate regulatory authorities and other risks relating to the applicable regulatory framework; the Company's inability to maintain its title to its assets; the Company's ability to defend its renunciations of exploration expenditures to subscribers of flow-through shares; capital and operating costs varying significantly from estimates; the Company's inability to participate in, exercise options on and/or develop the Company's property interests; inflation; changes in exchange and interest rates; adverse changes in commodity prices; the Company's inability to declare and/or pay a dividend on its common shares, or at all; adverse general market conditions; the Company's inability to delineate additional mineral resources and delineate mineral reserves; operating hazards and risks, management and control; environmental risks; adverse land claims; future unforeseen liabilities and other factors including, but not limited to, those listed under "Risk Factors" in the Financial Instruments section of this MD&A.

Any forward-looking information speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise.

ADDITIONAL INFORMATION

Additional information relating to the Company is available on SEDAR (WWW.SEDAR.COM).