



CENTURY IRON MINES CORPORATION

Management's Discussion and Analysis
of Financial Conditions and Results of Operations
for the Three Months Ended
June 30, 2015



This Management's Discussion and Analysis ("MD&A") of Century Iron Mines Corporation (TSX: FER) (the "Company" or "Century") was prepared as of August 6, 2015. The MD&A provides a review of the financial conditions and results of operations of the Company to assist readers in understanding and evaluating the significant changes in the Company as at and for the three months ended June 30, 2015. This MD&A should be read in conjunction with the condensed consolidated interim financial statements and notes thereto of the Company for the three months ended June 30, 2015.

Additional information about the Company is available under the Company's profile on SEDAR at www.sedar.com, including the Company's most recent Annual Information Form. Additional information can also be found on the Company's website at www.centuryiron.com.

Management is responsible for the preparation of the condensed consolidated interim financial statements and MD&A. The Company's condensed consolidated interim financial statements as at and for the three months ended June 30, 2015 have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Notes 2 to 5 of the Company's condensed consolidated interim financial statements for the three months ended June 30, 2015 discuss the IFRS accounting principles applied in preparing the condensed consolidated interim financial statements.

The Company's reporting currency is Canadian Dollars. Unless stated otherwise, all dollar figures in this MD&A are expressed in Canadian Dollars.

This MD&A contains forward-looking statements and should be read in conjunction with the discussions in the "Risks and Uncertainties" and "Cautionary Statement Regarding Forward-Looking Statements" sections at the end of this MD&A. This MD&A also contains technical information, which should be read in conjunction with the "Cautionary Statement Regarding Technical Information" section at the end of this MD&A.



COMPANY INFORMATION

In this Management's Discussion and Analysis, the terms "Company" or "Century" refer to Century Iron Mines Corporation and all its subsidiaries together unless the context otherwise clearly requires.

Century Iron Mines Corporation completed the continuation of the Company from the Canada Business Corporations Act to the British Columbia Business Corporations Act in October 2014. Century owns certain mineral properties through the following direct and indirect wholly-owned subsidiaries, in which the Company conducts mineral exploration and development activities:

- Century Iron Ore Holdings Inc. ("Century Holdings"), a holding company and a majority (60%) shareholder of Labec Century Iron Ore Inc. ("Labec Century"), a joint venture company owned by Century Holdings and WISCO Canada Attikamagen Resources Development & Investment Limited ("WISCO Attikamagen") for the ownership of a 100% registered interest in the Attikamagen properties ("Attikamagen Properties");
- 0849873 B.C. Ltd. ("B.C. Ltd."), the owner of the Company's interest in the Sunny Lake Joint Venture (as defined hereinafter) and a 60% interest in WISCO Century Sunny Lake Iron Mines Limited, the operator of the Sunny Lake Joint Venture (as defined hereinafter), which is the registered owner of a 100% interest in the Sunny Lake properties ("Sunny Lake Properties"); and
- Canadian Century Iron Ore Corporation ("Canadian Century"), the owner of the Company's 65% interest in its Duncan Lake project ("Duncan Lake Project").

BUSINESS UPDATE

Century's Iron Ore Business Strategy

The Company remains very mindful of the impact of the downturn in the iron ore market, which started more than a year ago, and the uncertainty of when a recovery in iron ore prices will be realized.

Century has established a strong foothold in iron with the discovery and development of multi-billion tonne of iron deposits over the last few years. The Company has recently completed a feasibility study for its flagship high-grade Joyce Lake DSO Project, a preliminary economic assessment of the multi-billion-tonne Full Moon Taconite Project and the release of a first resource estimate for our Blackbird DSO Project in April 2015. Together with the Duncan Lake Project previously brought to the preliminary economic assessment stage, the Company is well positioned to deliver significant returns to its shareholders in the next phase of the iron ore cycle when the market inevitably recovers in the long term. Century believes that the momentum of industrialization and urbanization in very large emerging countries, led by China, will still continue, albeit at a much slower pace than the last decade. Such a momentum, combined with the continuous support of the Company's strategic partners, WISCO and Minmetals, has laid a solid foundation for the ultimate success of Century's iron ore strategy in the long term. In the short and medium term, Century's strong partnership with these two global fortune 500 Chinese state-owned enterprises has also provided the Company with great flexibility and put the Company's iron ore development in a self-funded position, despite the current challenging market conditions.

Century's Unique Advantage and Opportunities

Non-Ferrous Strategy

The Company anticipates that non-ferrous metal sectors in the resources industry will experience an earlier recovery than the iron market. However, these sector assets remain under-valued due to the lack of interest from institutional investors, particularly in the traditional capital markets. Meanwhile, capital formation and funding sources in Chinese capital markets have been substantially expanding, particularly with the establishment of the new Asian Infrastructure Investment Bank and the increasing internationalization of the Chinese currency, the Reminbi (RMB). This situation presents

the Company with unique opportunities for value creation through acquisition or investment in undervalued companies or assets, potentially using available cash or through accessing additional capital in Asian capital markets in the most cost-effective and flexible way. With the following unique strengths, Century is well positioned to take advantage of current cyclical opportunities by allocating its capital and other resources to create value for shareholders:

- (1) Strong balance sheet: The Company has cash and bank deposits of \$28.3 million and a net receivable of \$11.1 million that are not tied to iron ore project development;
- (2) Partnerships with Global Fortune 500 Chinese State-Owned Enterprises (SOEs)-WISCO and Minmetals;
- (3) Highly-skilled technical team;
- (4) Capital market and M&A expertise with a proven track record of raising funds; and
- (5) Knowledge of and network in China, the largest urbanizing emerging economy in the world, the prime target for the output of the majority of mining companies.

Century has established a special management task force to source, study and review various value creation options and opportunities that management believes may currently exist, for the most part, in non-ferrous sectors. The Company focuses on assets and companies which present the right profiles and provide investment or acquisition opportunities with substantial upside. The projects or assets under this comprehensive and exhaustive review range from producing assets to advanced mineral exploration and mining projects in all jurisdictions with acceptable social, economic and political stability.

Century Food

As the continuous urbanization in large emerging countries, led by China, has created unprecedented business opportunities for the mining sector, it is also offering huge business opportunities in non-mining sectors, particularly the food industries in China, where strong long-term and post-urbanization prospects are compelling. This is especially true for Century which has the knowledge, expertise and track record of successful execution in this dynamic and growing

mega-size market. With this strength, Century has recently established a new business division under Century Food Company Ltd ("Century Food"), a Hong Kong registered wholly-owned subsidiary of Century, and recruited an experienced veteran food and beverage distribution executive as its vice-president responsible for leading its food business. In July 2015, Century successfully entered into an exclusive distributorship agreement with Sunny Queen Pty Ltd ("Sunny Queen"), one of the largest Australian egg producers, for the distribution of Sunny Queen's products in Hong Kong and Macau, China, with Century Food having a first right to negotiate for the mainland China market as the next stage of development. This agreement marks the historic debut of Century's entry into the food sector, and more importantly, provides Century with an opportunity of capitalizing on the Company's strong networks and ties to the huge Chinese markets, where its long term SOE strategic partnerships naturally enhance Century's prospects.

Through discussions and alignment with our strategic partners and the broad business-building experience of management, Century has studied and identified the optimal entry point with a strong Australian partner, Sunny Queen. Sunny Queen has established a leading market position for a wide range of fresh eggs and egg products in Australia. Australia is a stable agricultural country and has established a close strategic partnership with China which is further strengthened by the recent signing of free trade agreement with China, ChAFTA. The exclusive agreement confirms Sunny Queen's confidence in Century's ability to market its products outside of Australia and sets the stage for further expansion of product lines and market size in the Chinese territory, where high-quality Australian products are already very competitive and welcomed by the increasingly health-conscious population.

Additional information about the agreement can be found in the press release, entitled *Century signs exclusive distributorship agreement with Sunny Queen, Australia's leading egg producer, to debut its products in Hong Kong*, filed July 28, 2015, on SEDAR at www.sedar.com.

Corporate Development

To position the Company to take advantage of its unique niche of value creation in both non-ferrous and other growing sectors, Century has studied and planned to restructure our corporate entities to adapt to various forms of strategic fund raising and global investment opportunities. After an internal study taking into consideration inputs from international finance and legal experts, Century expects to propose the continuation of its business registration from British Columbia, Canada to the



Cayman Islands, while maintaining its listing on the Toronto Stock Exchange ("TSX"). This Continuation is subject to shareholders approval and would only be implemented if it can be achieved while maintaining Century's listing on the TSX. In addition, in connection with Century's efforts to re-brand itself to reflect its broader and more internationalized business activities, the Company anticipates that shareholders will be asked to approve a change of name for the Company. These proposed changes will be subject to further review by Century's board, as well as to shareholders approval.



MINERAL EXPLORATION AND DEVELOPMENT OVERVIEW

The Company has multiple advanced iron ore projects and deposits in north-eastern Quebec and western Labrador known as the “Labrador Trough” and the James Bay Area in western Quebec. Over the past few years, the Company has identified nearly 19.4 billion tonnes of iron resources in the region and successfully established its position as the holder of one of the largest iron resources in the world, measured as attributable contained iron tonnes from estimated resources.

The following table provides a summary of the Company's portfolio of iron ore projects by deposit type in both the Labrador Trough and James Bay Area:

| | Joyce Lake | Black Bird | Hayot Lake | Full Moon | Duncan Lake | Total |
|---|-----------------------|-------------------|-------------------|------------------|--------------------|--------------|
| Deposit Type | DSO | DSO | Taconite | Taconite | Magnetite | |
| Location | Labrador Trough | Labrador Trough | Labrador Trough | Labrador Trough | James Bay | |
| Ownership % (Century's current earn-in) | Attikamagen 60% | Sunny Lake 81.1% | Attikamagen 60% | Sunny Lake 81.1% | Duncan Lake 65% | |
| Joint Venture Partner | WISCO | WISCO | WISCO | WISCO | Augyva | |
| Stage of Development | Feasibility Study | Resource Estimate | Resource Estimate | PEA | PEA | |
| Issue Date -Most Recent NI 43-101 Report | April 2015 | April 2015 | November 2012 | April 2015 | May 2013 | |
| NI 43-101 Reserves and Resources ⁽¹⁾ (Mt= million tonnes; Bt= billion tonnes) | | | | | | |
| Proven and Probable | 17.7Mt | - | - | - | - | |
| Measured & Indicated | 24.3Mt ⁽²⁾ | 1.6Mt | - | 7.3Bt | 1.1Bt | 8.4Bt |
| Inferred | 0.8Mt | 8.6Mt | 1.7Bt | 8.7Bt | 0.6Bt | 11.0Bt |
| NPV (pre-tax) @ 8% ⁽¹⁾ | \$130.8M | - | - | \$5.8B | \$4.1B | |
| IRR (pre-tax) ⁽¹⁾ | 18.7% | - | - | 15.2% | 20.1% | |

(1) Represents 100% basis at the project level

(2) Inclusive of proven and probable resources of 17.7Mt

Management believes that the Company is well positioned for the next phase of the iron ore market cycle. As the market recovers in the future, the Company plans to first develop the DSO projects that will generate positive operating cash flow to allow for subsequent development of its high-volume and more capital-intensive taconite/magnetite projects. In the meantime, the Company has also optimized its capital allocation to avoid all unnecessary exploration activities and expenditures.

Attikamagen Properties

The Company's Attikamagen Properties include the Joyce Lake DSO Project and the Hayot Lake Taconite Project. The Joyce Lake DSO Project is a priority for the Company's iron ore project development, with the Hayot Lake Project to be developed in the longer term.

Joyce Lake DSO Project

The Joyce Lake Project, the Company's most advanced low capital-intensity DSO project, is located in Newfoundland and Labrador, approximately 20 kilometres from the closest town of Schefferville, Quebec. The most current mineral resource estimate report for the Joyce Lake DSO Project, dated April 17, 2014, identified 24.3 million tonnes of measured and indicated mineral iron ore resources at an average grade of 58.55% Fe. The feasibility study ("FS") released in April 2015 was completed by BBA Inc. located in Montreal, Quebec, with inputs from Stantec Consulting Ltd., SGS Canada Inc., BluMetric Environmental Inc. and LVM Inc., a division of EnGlobe Corp. The FS indicated an annual production plan of 2.5 million tonnes over 7 years from one open pit with a strip ratio of 4.09. Mined ore would be dry crushed and screened to generate 65% of product as sinter fines and 35% as lump product, with the first 5.6 years of ore production at an average grade of 61.4% Fe processed directly from the pit and the remaining mine life production sourced from low grade stockpiles averaging 53.3% Fe. A 43 kilometre dedicated haul road from the mine site to a new rail loop has been designed to allow rail transport of the products to the IOC Port Terminal in Sept-Iles for subsequent shipment to China. The project economics indicated a pre-tax NPV (8%) of \$130.8 million; pre-tax IRR of 18.71%; and pre-tax Payback of 4.4 years. The initial capital cost was estimated to be \$259.6 million and the average estimated operation cost was \$58.25/dmt, loaded at the Port of Sept-Iles. WISCO Attikamagen has a right to purchase up to 60% of commercial products at market value or on standard commercial terms.

Additional information can be found in the NI 43-101 Technical Report, entitled *the Feasibility Study Joyce Lake DSO Project*, effective dated March 2, 2015 and filed April 14, 2015, on SEDAR at www.sedar.com.

Subsequent to the release of the FS, the Company continues to seek optimization of the development plan to maximize the project economics as it completes an Environmental Impact Statement ("EIS") to align with the results of the FS. The EIS will be submitted to the government when suitable market conditions exist, and the permitting process will commence upon the submission of the EIS.

The EIS and other project programs leading to a production decision will be sufficiently funded by Labec Century's existing financial resources, which had cash and cash equivalents of \$17.4 million as at June 30, 2015.

The Company, together with its joint venture partner, WISCO, are well positioned to generate substantial economic returns upon project execution and will continue assessing the development timeline of the project based on prevailing market conditions.

The Hayot Lake Project

The Hayot Lake Project is a taconite deposit located approximately 23 kilometres northwest of the Joyce Lake DSO Project and 22 kilometres north of the town of Schefferville, Quebec. A mineral resource evaluation was prepared in 2012 on the Hayot Lake Project, reporting an estimated 1.7 billion tonnes of inferred mineral resources. For further details, please refer to the report entitled "*Mineral Resource Evaluation, Hayot Lake Taconite Iron Project, Schefferville, Québec*" under Century's profile on www.sedar.com on November 9, 2012. This is one of the more capital-intensive taconite projects that could be developed by the Company as a long term growth option.

Ownership of the Attikamagen Properties

The Company's interests in the Attikamagen Properties are held through Labec Century, a joint venture company in which it shares ownership with WISCO Attikamagen, a subsidiary of WISCO International Resources Development & Investment Limited ("WISCO"). Labec Century has a 100% registered interest in the Attikamagen Properties. The ownership and management of Labec Century is governed by a shareholders' agreement dated December 19, 2011 among the Company,

Century Holdings, WISCO and WISCO Attikamagen (“Attikamagen Shareholders Agreement”). This shareholders’ agreement contemplates an aggregate investment of \$40 million by WISCO into Labec Century in consideration of a 40% equity interest in Labec Century. WISCO Attikamagen completed its initial \$20 million investment into Labec Century on September 26, 2012 and became the owner of 40% of the outstanding voting non-equity shares of Labec Century and 25% of the non-voting common shares of Labec Century. On September 19, 2013, WISCO (or WISCO Attikamagen) further increased its ownership from 25% to 40% of the non-voting common shares of Labec Century for a payment of \$20 million. After the completion of these transactions and as of the date of this MD&A, the Company and WISCO (or WISCO Attikamagen) own 60% and 40% of Labec Century’s voting and non-voting common shares, respectively, in accordance with the Attikamagen Shareholders Agreement.

On September 30, 2013, the Company entered into an agreement to acquire from Champion Iron Mines Limited (“Champion”) its remaining interest in the Attikamagen Properties. As consideration for the purchase, Century issued 2 million common shares and 1 million warrants of the Company with variable exercise prices escalating over the 5-year life of the warrants. In addition, Champion will receive a 2% net smelter return royalty on iron and minerals produced from the properties. The closing procedures of the transaction were completed on November 29, 2013, and as a result, Labec Century owns a 100% interest in the Attikamagen Properties.

Century accounts for its investment in Labec Century as a joint venture using the equity method of accounting in accordance with IFRS. Under the equity method, Labec Century’s exploration and development expenditures are not included in the exploration and evaluation asset in the statement of financial position of the Company.

Sunny Lake Properties

The Company’s Sunny Lake Properties include the Black Bird DSO Deposit and targets in the surrounding area, and the Full Moon/Rainy Lake Taconite Project.

Black Bird DSO Deposit

The Black Bird DSO Deposit is located 65 kilometres northwest of Schefferville, Quebec and approximately 50 kilometres from the Joyce Lake DSO Project in Labrador. The most recent NI

43-101 Technical Report, completed by SRK Consulting (Canada) Inc., Toronto, Ontario and filed in April 2015, reported 1.55 million tonnes of indicated resources at an average grade of 59.93% total iron ("TFe") and 8.60 million tonnes of inferred resources at an average grade of 57.01% Fe. Both indicated and inferred resources are at a cut-off grade of 50% Fe. The report entitled "*Mineral Resource Evaluation, Black Bird DSO Deposit, Sunny Lake Property, Schefferville, Québec*" was filed on SEDAR under Century's profile at www.sedar.com on April 14, 2015.

Full Moon Taconite Project

Full Moon is a taconite project located approximately 80 kilometres northwest of the town of Schefferville, Quebec. A Mineral Resource Statement on the Full Moon Project, dated December 6, 2012, reported 7.3 billion tonnes of indicated iron ore resources and 8.7 billion tonnes of inferred iron ore resources. The Preliminary Economic Assessment ("PEA") released in April 2015 was completed by CIMA+ located in Montreal, Québec with inputs from Met-Chem Canada Inc., Soutex Inc., SRK Consulting (Canada) Inc. and WSP Canada Inc. The PEA indicated a preferred option of an annual production of 20 million tonnes over 30 years from an open pit with a strip ratio of 0.1:1. The process plant would recover both Magnetite and Hematite to concentrate. Mined ore will be processed to generate High Silica Content concentrate at a grade of approximately 66% Fe content. A new rail line is designed to transport the product from the mine concentrator plant to Schefferville then over existing rail line to the Sept-Iles new multi-user port for subsequent shipping to China. The preferred option in the PEA indicated a pre-tax NPV (8%) of \$5.8 billion; pre-tax IRR of 15.2%; and pre-tax Payback of 5.7 years. The initial capital cost was estimated to be \$7.2 billion and the average estimated operation cost was \$49.85/dmt, loaded at the Port of Sept-Iles.

Additional information can be found from the NI 43-101 Technical Report, entitled *the Preliminary Economic Assessment for the Full Moon Project*, effective dated March 2, 2015 and filed on April 14, 2015, on SEDAR at www.sedar.com.

Ownership of Sunny Lake Properties

On December 19, 2011, the Company entered into a definitive joint venture agreement (the "Sunny Lake JV Agreement") with B.C. Ltd., WISCO and WISCO Canada Sunny Lake Resources Development & Investment Limited ("WISCO Sunny Lake"), a wholly-owned subsidiary of WISCO, in respect of the contractual joint venture (the "Sunny Lake Joint Venture") to be formed

between B.C. Ltd. and WISCO Sunny Lake for the exploration and development of the Sunny Lake Properties. Under the terms of the Sunny Lake JV Agreement, the Company agreed to contribute its interest in the Sunny Lake Properties for a 60% voting and participating interest in the Sunny Lake Joint Venture. WISCO, in turn, agreed to invest \$40 million in exchange for a 40% voting and participating interest.

Further to the Sunny Lake JV Agreement, the parties incorporated WISCO Century Sunny Lake Iron Mines Limited as the operator of the Sunny Lake Joint Venture (the "Sunny Lake Operator" or "WISCO Century Sunny Lake") in advance of the formation of the Sunny Lake Joint Venture. The Sunny Lake Operator is 60% owned by B.C. Ltd. and 40% owned by WISCO Sunny Lake. The mineral claims comprising the Sunny Lake Properties were transferred to the Sunny Lake Operator in advance of the formation of the Sunny Lake Joint Venture. Effective upon formation of the Sunny Lake Joint Venture, the Sunny Lake Operator executed a trust deed confirming that it holds the mineral claims comprising the Sunny Lake Properties in trust for B.C. Ltd. and WISCO Sunny Lake in accordance with their respective interests in the Sunny Lake Joint Venture.

As at June 30, 2015, Century has an 81.1% registered interest in the Sunny Lake Properties. Following the formation of the Sunny Lake Joint Venture, exploration and development expenditures incurred by WISCO to earn-in to their 40% interest on the Sunny Lake Properties are not included in the Company's exploration and evaluation asset in the statement of financial position.

Duncan Lake Project

The Duncan Lake Project is a magnetite deposit located in the James Bay Area approximately 50 kilometres south of Radisson, Quebec. A technical report on the mineral resources estimate of the project dated October 11, 2012 identified 1.1 billion tonnes of measured and indicated mineral resources. A preliminary economic assessment report on the project dated May 6, 2013 was also issued, available under Century's profile on SEDAR at www.sedar.com. The Duncan Lake Project has reached a significant milestone of project development with the issuance of this PEA. The Company currently focuses on preserving the claims and growth options for the project and continues to assess the execution of the project when suitable market conditions exist. For further information regarding the results of the Duncan Lake PEA, please refer to the full report entitled "*Preliminary Economic Assessment of the Duncan Lake Iron Property, James Bay, Quebec-Canada*" as filed on SEDAR at www.sedar.com on May 6, 2013.

Altius Properties

The Altius Properties, which are in the early stage of exploration, consist of the Astray, Grenville and Schefferville West projects located in the Labrador Trough region. In July 2015, the Company reached an agreement with Altius to extinguish all obligations under previous agreements for these properties and to transfer to Altius the Company's existing exploration claims on the Altius projects. This will allow the Company to preserve its capital and focus expenditures on more advanced and prospective projects or acquisitions rather than its non-core assets.

Important Caution regarding the Feasibility Study

The results of the feasibility study completed on the Company's project are forward-looking information that are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here and in the study. Please refer to the discussions in the "Risks and Uncertainties", "Cautionary Statement regarding Forward-Looking Statements" and "Cautionary Statement regarding Technical Information" at the end of this MD&A.

The results of the economic analysis in the study are forward-looking information that is subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here and in the study.

Important Caution regarding Preliminary Economic Assessments

The financial analysis contained in the Preliminary Economic Assessments completed on the Company's projects preliminary in nature. They incorporate inferred mineral resources that are considered too geologically speculative to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. These should not be considered prefeasibility or feasibility studies. There can be no certainty that the estimates contained in these reports will be realized. In addition, mineral resources that are not mineral reserves do not have demonstrated economic viability.

The results of the financial analysis in these reports are forward-looking information that are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here and in those studies.



Important Caution regarding Mineral Resources

Mineral resources are not mineral reserves and do not have a demonstrated economic viability. The mineral resource estimates discussed herein may be affected by subsequent assessments of mining, environmental, processing, permitting, taxation, socio-economic, legal, political and other factors. There is insufficient information available to assess the extent to which the potential development of the mineral resources described herein may be affected by these risks and the other risk factors discussed in the Company's most recent Annual Information Form.



SELECTED EXPLORATION EXPENDITURES

Exploration expenditures associated with mineral exploration properties are capitalized when incurred in accordance with the Company's accounting policies. The following is a summary of the exploration expenditures incurred and capitalized by the Company on its properties during the three months ended June 30, 2015 and 2014. These balances do not include exploration expenditures for the Attikamagen Properties or Sunny Lake Properties as discussed above.

| | Duncan Lake property \$ | Sunny Lake property \$ | Altius properties \$ | Other properties \$ | Total \$ |
|--------------------------|--|---------------------------------------|-------------------------------------|------------------------------------|---------------------|
| Balance - March 31, 2015 | 17,599,537 | 3,108,430 | - | - | 20,707,967 |
| Additions | 12,821 | - | - | - | 12,821 |
| Balance - June 30, 2015 | 17,612,358 | 3,108,430 | - | - | 20,720,788 |
| | | | | | |
| | Duncan Lake property \$ | Sunny Lake property \$ | Altius properties \$ | Other properties \$ | Total \$ |
| Balance - March 31, 2014 | 17,214,037 | 3,069,502 | 10,367,650 | 322,304 | 30,973,493 |
| Additions | 1,735 | - | 489,721 | - | 491,456 |
| Balance - June 30, 2014 | 17,215,772 | 3,069,502 | 10,857,371 | 322,304 | 31,464,949 |



Analysis of the expenditures in the properties of the Company during the three months ended June 30, 2015 and 2014 are as follows:

| Duncan Lake Project | 2015 | 2014 |
|----------------------------|-------------------|-------------------|
| | (\$) | (\$) |
| Balance – April 1 | 17,599,537 | 17,214,037 |
| Site maintenance | 12,821 | 1,735 |
| Balance – June 30 | <u>17,612,358</u> | <u>17,215,772</u> |

| Sunny Lake Properties | 2015 | 2014 |
|-------------------------------|------------------|------------------|
| | (\$) | (\$) |
| Balance – April 1 and June 30 | <u>3,108,430</u> | <u>3,069,502</u> |

| Altius Properties | 2015 | 2014 |
|--------------------------|-------------|-------------------|
| | (\$) | (\$) |
| Balance – April 1 | - | 10,367,650 |
| Geology | - | 339,417 |
| Camp operations | - | 70,547 |
| Salaries | - | 79,757 |
| Balance – June 30 | <u>-</u> | <u>10,857,371</u> |

During the three months ended June 30, 2015, approximately \$0.6 million and \$0.5 million of expenditures have been incurred on the Attikamagen Properties and Sunny Lake Properties, respectively. These exploration expenditures are reported in the statement of financial position of Labec Century and WISCO Sunny Lake, respectively, in accordance with IFRS.



SUMMARY OF FINANCIAL RESULTS

The company's financial statements are presented in Canadian Dollars and are prepared in accordance with IFRS.

Summary of Quarterly Results

| Quarters ended | June 30, 2015 (\$) | March 31, 2015 (\$) | December 31, 2014 (\$) | September 30, 2014 (\$) |
|--------------------------------------|-----------------------------------|------------------------------------|---------------------------------------|--|
| Net loss for the period | (1,829,762) | (7,333,731) | (1,267,031) | (8,953,691) |
| Basic and diluted net loss per share | (0.02) | (0.074) | (0.013) | (0.091) |
| Total assets | 123,868,151 | 126,350,484 | 135,406,592 | 135,704,407 |
| Total liabilities | 965,564 | 1,961,048 | 3,184,148 | 2,031,980 |
| Shareholders' equity | 122,902,587 | 124,389,436 | 132,222,444 | 133,672,427 |

| Quarters ended | June 30, 2014 (\$) | March 31, 2014 (\$) | December 31, 2013 (\$) | September 30, 2013 (\$) |
|--|-----------------------------------|------------------------------------|---------------------------------------|--|
| Net earnings (loss) for the period | (1,788,295) | (1,277,326) | 148,276 | (3,003,137) |
| Basic and diluted net earnings (loss) per share | (0.018) | (0.013) | 0.002 | (0.032) |
| Total assets | 146,292,588 | 148,150,581 | 148,220,631 | 145,110,451 |
| Total liabilities | 3,449,755 | 3,700,878 | 2,378,518 | 1,819,739 |
| Shareholders' equity | 142,842,833 | 144,449,703 | 145,842,113 | 143,290,712 |



RESULTS OF OPERATIONS

| | Three Months Ended June 30, | |
|--|-----------------------------|---------------------------|
| | 2015 (\$) | 2014 (\$) |
| Expenses | | |
| Administrative expenses | 1,503,582 | 1,595,014 |
| Share-based compensation expenses (recovery) | 243,424 | (2,149) |
| Share of loss (profit) of a joint venture | 94,261 | (8,377) |
| Share of loss of an associate | - | 66,000 |
| Foreign exchange loss | 110,880 | 208,650 |
| Other income | (122,385) | (70,843) |
| Net loss for the period | <u>(1,829,762)</u> | <u>(1,788,295)</u> |

For the quarter ended June 30, 2015 (2015 Q1), the company reported a loss of \$1,829,762 compared to a loss of \$1,788,295 for the comparable quarter in June 30, 2014 (2014 Q1). The loss for 2015 Q1 is \$41,467 more compared to the loss for 2014 Q1. The principal factors for this net increase are as follows:

- Administrative expenses decreased by \$91,432, which was mainly attributable to the following major factors: rental and office administrative expenses decreased by \$110,890 as a result of the closure of Montreal and Beijing offices;
- Share-based compensation expenses increased by \$245,573. This increase was primarily due to new options granted in March and June 2015.
- Share of loss of a joint venture increased by \$102,638. The amount represents the Company's 60% interest in the loss at Labec Century Iron Ore Inc.
- Share of loss of an associate decreased by \$66,000 for 2015 Q1 as a result of the Company's disposal of its investment in Northern Star in July 2014, as discussed in the MD&A for the period ended September 30, 2014.

- Other income was \$122,385 in 2015 Q1 compared to \$70,843 in 2014 Q1. The increase was primarily due to the interest income from high yielding bank term deposits and the rental income from the existing site facilities.

CONSOLIDATED FINANCIAL POSITION

Consolidated Assets

Consolidated assets decreased by \$2,482,333 from \$126,350,484 as at March 31, 2015 to \$123,868,151 as at June 30, 2015. The significant change was primarily due to the use of cash in operation, which was partially offset by the tax credits refund received during the three months ended June 30, 2015.

Consolidated Liabilities

Consolidated liabilities decreased by \$995,484 from \$1,961,048 as at March 31, 2015 to \$965,564 as at June 30, 2015. The decrease in liabilities was mainly due to the settlement of account payables subsequent to March 31, 2015 and overall reduction in accruals, together with a payment of \$343,400 made to Augyva for their portion of tax credits received related to the Duncan Lake Project.

Shareholders' Equity

Shareholders' equity decreased by \$1,486,849 from \$124,389,436 as at March 31, 2015 to \$122,902,587 as at June 30, 2015. The decrease was mainly due to the net loss recorded by the Company during the three months ended June 30, 2015.

The share capital has not changed during the three months ended June 30, 2015. As at March 31 and June 30, 2015, the Company had 98,794,571 common shares issued and outstanding, representing the amount of \$117,220,571.

The Company initiated an automatic repurchase plan under a normal course issuer bid ("NCIB") in September 12, 2012 and renewed the plan in October 2014. The current plan allows for the repurchase and cancellation of up to 350,000 of the Company's outstanding common shares from October 17, 2014 through to October 16, 2015. Under this plan, up to 1,146 common shares may be repurchased on any given day other than under a block purchase or otherwise in a permitted transaction that is exempted from this daily limit under TSX policies.

As of June 30, 2015, the Company had repurchased for cancellation 1,069,500 common shares since the initiation of the original NCIB plan at an aggregate cost of \$610,199.

SIGNIFICANT EQUITY INVESTEE

As of June 30, 2015, the Company owns a 60% interest in the Labec Century Joint Venture, which represents a book value of \$60.4 million. The Company has joint control of this entity from an accounting perspective, and its interest is therefore accounted for using the equity method. The summarized financial information of Labec Century is disclosed in the consolidated annual financial statements of the Company for the three months ended June 30, 2015.

LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2015, the Company had cash and cash equivalents and short term bank deposits of \$28,347,166 to settle current liabilities of \$965,564. The net working capital of the Company was \$40,021,016 as at June 30, 2015. The Company's cash and cash equivalents and short term bank deposits are deposited with major Canadian banks.

The current cash and working capital position of the Company is expected to sufficiently cover our corporate administrative expenditures of approximately \$9 million in the current fiscal year. Project expenditures related to the Attikamagen Properties and Sunny Lake Properties will be funded by their respective joint ventures as discussed in the "Mineral Exploration and Development Overview" section above.

The Company is dependent on external financing to fund its strategic initiatives and exploration and project development activities in the long term. In order to carry out the business plan and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts when economic conditions permit it to do so.



Future minimum operating commitments payable as at June 30, 2015 and June 30, 2014 are as follows:

| | June 30, 2015 | | June 30, 2014 | |
|--|--|--|---|--|
| | Lease commitment ¹ \$ | Exploration expenditures ² \$ | Lease commitments ¹ \$ | Exploration expenditures ² \$ |
| Within one year | 563,934 | 623,569 | 617,414 | 277,022 |
| After one year but not more than five years | 430,403 | 4,000,000 | 890,450 | 6,000,000 |
| More than five years | 8,912 | 3,435,828 | 16,937 | 8,900,000 |
| | <u>1,003,249</u> | <u>8,059,397</u> | <u>1,524,801</u> | <u>15,177,022</u> |

- 1) The Company has entered into lease commitments on its head office and other premises.
- 2) In accordance with the previous agreements with Altius, the Company had agreed to incur minimum annual exploration expenditures of \$0.5 million for each of the Grenville and Schefferville West projects until the cumulative exploration expenditure of \$7 million per project is fulfilled. On July 6, 2015, the Company reached an agreement with Altius to extinguish all obligations under the previous agreements and to transfer to Altius the Company's existing exploration claims on the Altius projects. As a result, all commitments for exploration expenditures indicated in the table above were eliminated.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

RELATED PARTY TRANSACTIONS

Transactions with related parties

In addition to transactions detailed elsewhere in this MD&A, the Company has the following related party transactions:

- As of June 30, 2015, the Company had accounts receivable of \$7,607,116 (March 31, 2015: \$7,588,785) from Labec Century. The balance mainly comprised of exploration expenditures of the Attikamagen Properties incurred and paid by the Company on



behalf of Labec Century after Labec Century became the Company's joint venture, and the sale proceeds of the fixed assets to be received by the Company from Labec Century.

- As of June 30, 2015, the Company had accounts receivable of \$3,210,771 (March 31, 2015: \$3,210,771) from WISCO Century Sunny Lake. The balance represents exploration expenditures on the Sunny Lake Properties incurred and paid by the Company on behalf of WISCO Century Sunny Lake.
- As of June 30, 2015, the Company had accounts payable of \$41,781 (March 31, 2015: \$385,181) with Augyva Mining Resources Inc. ("Augyva"). During the three months ended June 30, 2015, a payment of \$343,400 was made to Augyva for their portion of tax credits received on the Duncan Lake Project. The President and CEO, Mr. Sandy Chim, and the Executive Vice-President, Mr. Peter R. Jones, are directors of Augyva.

These related party transactions are in the normal course of business and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Management estimates that these transactions were undertaken under the same terms and conditions as transactions with non-related parties.

Remuneration of key management personnel

| | Three Month Ended June 30, | |
|-----------------------------------|-----------------------------------|----------------|
| | 2015 | 2014 |
| | \$ | \$ |
| Salaries and directors' fees | 388,003 | 485,550 |
| Share-based compensation expenses | 188,753 | 41,397 |
| | <u>576,756</u> | <u>526,947</u> |

DISCLOSURE OF OUTSTANDING SHARE DATA

As at the date of this MD&A, the Company had 98,794,571 common shares issued and outstanding, and 12,240,000 stock options and 1,430,500 share awards outstanding under the Company's equity incentive plan.

INTERNAL CONTROL OVER FINANCIAL REPORTING

The Company's management, with the participation of its CEO and CFO, is responsible for establishing and maintaining adequate internal control over financial reporting. The Company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The Company's internal control over financial reporting includes policies and procedures that:

- pertain to the maintenance of records that accurately and fairly reflect, in reasonable detail, the transactions and dispositions of assets of the Company;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with IFRS and that the Company's receipts and expenditures are made only in accordance with authorizations of management and the Company's Directors; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Company's condensed consolidated interim financial statements.

There has been no change in the Company's internal control over financial reporting during the three months ended June 30, 2015 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

The Chief Executive Officer and Chief Financial Officer of the Company certified on its internal controls over financial reporting for the three months ended June 30, 2015 using the 2013 COSO Framework in accordance with the regulatory requirements under National Instrument 52-109.

DISCLOSURE CONTROLS AND PROCEDURES

The Company has established and maintained disclosure controls and procedures over financial reporting. Management has designed and implemented the disclosure controls and procedures to provide reasonable assurance that material information relating to the Company and its subsidiaries is made known to the CEO and the CFO to allow timely decisions regarding required disclosure.

There are inherent limitations in all control systems and no disclosure controls and procedures can provide complete assurance that no future errors or fraud will occur. An economically feasible control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

CRITICAL ACCOUNTING ESTIMATES

The Company makes estimates and assumptions concerning the future that are believed to be reasonable under the circumstances. Future events and risk factors inherent in the mining industry could result in changes in these estimates and assumptions. Estimates and judgements are continuously evaluated and are based on management's experience and other factors, including expectations about future events. The following are the estimates and judgements applied by management that most significantly affect the Company's consolidated annual financial statements.

Valuation of exploration and evaluation assets

The Company carries its exploration and evaluation assets at cost less provision for impairment. The Company reviews the carrying value of its exploration and evaluation assets whenever events or changes in circumstances indicate that their carrying values may not be recoverable. In undertaking this review, management is required to make significant estimates of, amongst other things, future production and sale values, unit sales prices, future operating and capital costs and reclamation costs to the end of the mine's life. These estimates are subject to various risks and uncertainties, which may ultimately have an effect on the expected recoverability of the carrying value of the exploration and evaluation assets.

Valuation of accounts receivable

The fair value of accounts receivable is estimated at the present value of future cash flows, discounted at the market rate of interest at the reporting date. A degree of judgment is required in establishing the

fair value. The judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of accounts receivable.

Share options expenses

The Company grants share options to directors, officers, employees and consultants of the Company under its equity incentive plan. The fair value of share options is estimated using the Black-Scholes option pricing model and the fair value of share rewards is estimated using the quoted market price plus an estimate for the number of units expected to vest. Share options costs are expensed over their vesting periods. In estimating fair value, management is required to make certain assumptions and estimates such as the life of options, volatility and forfeiture rates. Changes in assumptions used to estimate fair value could result in materially different results.

Classification of joint arrangements

The Company owns a 60% interest in Labec Century. Pursuant to the agreement between the shareholders of Labec Century, the approval of significant financial and operating policies of Labec Century requires consent from both shareholders. Consequently, the Company is deemed to have joint control over Labec Century. Per application of IFRS 11 Joint Arrangements, the Company has the right to the net assets of Labec Century and as such, Labec Century is accounted for as a joint venture in accordance with IFRS 11.

Valuation of investment in a joint venture

The Company's investment in Labec Century was initially recognized at fair value at the date of acquisition and accounted for using the equity method of accounting at each reporting period. The Company applies *IAS 39- Financial Instruments: Recognition and Measurement* to identify whether any objective evidence exists indicating the possibility for potential impairment. Management use their judgement in assessing the factors and making estimates and assumptions that are supported by quantifiable market information, supplemented by internal analysis as required. These assessment and estimates have been applied in a manner consistent with prior periods.

FINANCIAL AND OTHER INSTRUMENTS

The Company's financial assets consist of short term bank deposits, accounts receivable, and derivative asset, whereas the Company's financial liabilities consist of accounts payable and accrued

liabilities. It is management's opinion that Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these instruments approximates their carrying value due to the short-term nature of their maturity.

RISKS AND UNCERTAINTIES

In addition to considering the discussion provided in this report as to certain risks that are faced by, or that could be faced by, the Company in pursuing its plans for its properties, and more generally in implementing those plans, readers and investors are encouraged to consider the risk factors set out in the Company's Annual Information Form for the fiscal year ended March 31, 2015.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking statements that reflect management's current expectations, estimates and projections with regard to future events regarding the Company's business and the economic environment in which it operates. Generally, forward-looking statements are identified by the use of forward-looking language such as "plans", "targets", "prospects", "expects", "estimates", "intends", "anticipates", "believes", or the negative connotation thereof, or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", or "will", "occur" or the negative connotation thereof. Forward-looking statements included in this MD&A include statements made with respect to strategic plans and future corporate developments, future exploration expenditure or other plans, conducting and completing preliminary economic assessments or feasibility studies with respect to certain of its properties, the publication of further resource estimates and the progress of joint venture arrangements with WISCO, including, but not limited to, those Company objectives as described above under "Mineral Exploration and Development Overview". Forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking statements. Such risks include, but are not limited to: (i) risks inherent in the exploration for and development of mineral deposits; (ii) financing, capitalization and liquidity risks, including the risk that financing necessary to fund the exploration and development activities at the Company's properties, or its other activities or strategic initiatives, may not be available on satisfactory terms, or at all; (iii) regulatory risks, including risks relating to the acquisition of necessary licenses and permits; (iv) uncertainties inherent in the estimation of mineral reserves and resources; (v) risks that production estimates may be inaccurate; (vi) construction and operational

risks inherent in the conduct of mining activities, including the risk of increases in capital and operating costs and the risk of delays or increased costs that could be encountered during the construction and development process; (vii) risks relating to changes in iron ore prices and other commodities and the worldwide demand for and supply of iron ore and other commodities; (viii) risks relating to the remoteness of the Company's properties including access and supply risks and reliance on key personnel; (ix) environmental risks, including risks relating to climate change and the potential impact of global warming on project timelines and on construction and operating costs; (x) the risk of fluctuations in currencies exchange rate; (xi) insurance risks; (xii) volatility in the Company's stock price; and (xiii) risks relating to the evaluation and identification of prospective transactions arising from the review by Century of its strategic options and its available working capital.

These statements speak only as of the date on which they are made, are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. Actual outcomes and results may differ materially from those expressed in these forward-looking statements and readers should not place undue reliance on such statements.

Such forward-looking statements are necessarily based upon a number of factors and assumptions that, while considered reasonable by the Company as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The assumptions underlying the forward looking information in this MD&A, which may prove to be incorrect, include, but are not limited to, assumptions relating to:

- (a) the Company's business strategy, exploration and development plans;
- (b) the costs of implementation of the Company's exploration and development plans;
- (c) the availability of sufficient capital to enable the Company to carry out its business strategies and exploration and development plans;
- (d) the completion of the financings and transactions contemplated by the Company's joint venture agreements with WISCO;
- (e) the state of the economy and the mineral exploration industry in general and global demand for iron ore;

- (f) world economic conditions and supply and demand of commodities; the provision of goods and services by contracted parties on agreed timeframes, plant and equipment work being advanced or otherwise functioning as anticipated;
- (g) the accuracy of the estimates of mineral resource included in NI 43-101 compliant technical reports on the Company's material properties;
- (h) the accuracy of the projections derived from the feasibility study of the Company's Joyce Lake DSO Project included in the NI 43-101 technical reports on this project;
- (i) the accuracy of the projections derived from the preliminary economic analysis of the Company's Duncan Lake and Full Moon Taconite Projects included in NI 43-101 technical reports on these projects;
- (j) the results of future exploration and development programs and whether they are consistent with results and estimates included in the Company's NI 43-101 technical reports on the Company's material properties;
- (k) that aboriginal rights will be settled in a manner that will enable the Company to proceed with its planned exploration and development programs;
- (l) the Company will be able to obtain the required regulatory approvals necessary to enable it to proceed with its exploration and development programs;
- (m) the Company will not encounter any unanticipated geological or technical problems in carrying out its exploration and development programs;
- (n) the price of iron ore and other commodities remaining consistent with the Company's expectations; and
- (o) there will not be any material adverse events or changes outside of the normal course of business for the Company.

No assurance can be given that these assumptions will prove to be correct. These assumptions should be considered carefully by readers. Readers are cautioned not to place undue reliance on the forward-looking information and statements or the assumptions on which the Company's forward-looking information and statements are based.

Investors are advised to carefully review and consider the discussion in this MD&A regarding risks that are faced by, or could be faced by, the Company in pursuing its plans for its properties and its plans to seek out new activities and opportunities, as well as the risk factors provided in the Company's Annual Information Form for the year ended March 31, 2015. The forward-looking

statements contained in this MD&A are made as of the date hereof and, accordingly are subject to change after such date.

The forward-looking statements contained in this MD&A are expressly qualified by this cautionary statement.

CAUTIONARY STATEMENT REGARDING TECHNICAL INFORMATION

This MD&A contains disclosure of scientific or technical information for the Company's mineral projects that is based on technical reports, as disclosed above, for each of the Company's material properties. It also contains disclosure derived from public announcements of exploration results issued by the Company. Each of these reports and public announcements was prepared in accordance with National Instrument 43-101 – Standards for Disclosure for Mineral Projects of the Canadian Securities Administrators, by or under the supervision of “qualified persons” (as defined in that National Instrument).

Any mineral resource figures referred to in this MD&A are estimates, and no assurances can be given that the indicated levels of iron will be produced. Such estimates are expressions of judgment based on knowledge, mining experience, analysis of drilling results and industry practices. Valid estimates made at a given time may significantly change when new information becomes available. While the Company believes that the resource estimates included in this MD&A are well established, resource estimates are by their nature imprecise and depend, to a certain extent, upon statistical inferences which may ultimately prove unreliable. If such estimates are inaccurate or are reduced in the future, this could have a material adverse impact on the Company.

This MD&A uses the terms “measured”, “indicated” and “inferred” mineral resources. Mineral resources are not mineral reserves and do not have demonstrated economic viability. Furthermore, “inferred mineral resources” have a great amount of uncertainty as to their existence, are estimated on limited information not sufficient to verify geological and grade continuity or to allow technical and economic parameters to be applied, and are subject to great uncertainty as to their economic and legal feasibility. It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. Estimates of inferred mineral resources may not form the basis of feasibility or other economic studies. Readers are cautioned not to assume that all or any part of an inferred mineral resource exists, or is economically or legally mineable. Readers are also cautioned



not to assume that all or any part of measured or indicated mineral resources will ever be converted into reserves.

All of the technical disclosure contained in this MD&A pursuant to NI 43-101 have been reviewed and approved by the Company's senior exploration manager, Wenlong Gan, P.Geol., a Qualified Person, and Labec Century's vice president for project and technical development, Georgi Doundarov, P. Eng., a Qualified Person.