YORBEAU RESOURCES INC.
(“Yorbeau” or the “Company”)

Management's Discussion and Analysis
for the year ended December 31, 2016

The following Management’s Discussion and Analysis (“MD&A”) was prepared as at March 30, 2017 and should be read in conjunction with the audited annual consolidated financial statements of the Company for the year ended December 31, 2016 and the accompanying notes. The Company’s audited annual consolidated financial statements for the year ended December 31, 2016 and the accompanying notes have been prepared in accordance with the International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and using the accounting policies described therein.

Certain statements contained in this MD&A constitute forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The Company believes the expectations reflected in these forward-looking statements are based on reasonable assumptions but no assurance can be given that these expectations will prove to be correct.

General

During the year ended December 31, 2016, the Company completed the following transactions:

In March and April 2016, the Company completed a private placement pursuant to which it issued an aggregate of 12,142,859 units at a price of $0.07 per unit for gross proceeds of $850,000. Each unit consists of one Class A common share of the Company and one half of one common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one Class A common share at a price of $0.10 until March 10, April 20 and April 28 2018.

In March and April 2016, the Company completed a private placement pursuant to which it issued an aggregate of 7,619,048 flow-through shares at a price of $0.105 per share for gross proceeds of $800,000.

Between July and October 2016, the Company completed a private placement pursuant to which it issued 10,250,000 flow-through shares at a price of $0.125 per share for gross proceeds of $1,281,250.

On October 25, 2016, the Company signed a definitive option agreement with an affiliate of Kinross Gold Corporation (“Kinross”) pursuant to which the Company granted to Kinross an option to purchase a 100% interest in the Rouyn property. The definitive option agreement provides that Kinross must complete a resource estimate for the Rouyn property after funding C$12 million of exploration expenditures, including a firm commitment to spend C$3 million in the first 18 months including no less than 12,500 metres of diamond drilling. Kinross will be the operator and project manager of the property during the option period. Upon completion of the resource estimate, Kinross will have the option to acquire a 100% interest in the property for a single cash payment consisting of (i) USD $25,000,000, plus (ii) 2% of the prevailing gold price multiplied by the number of ounces of gold in measured, indicated and inferred resources identified in the resource estimate. In addition to the cash payment, Yorbeau will retain a 2% NSR on any ounces produced in excess of the number of ounces identified by Kinross in the resource estimate. The definitive option agreement was subject to the approval of the shareholders of Yorbeau who approved the agreement at a special meeting that was held on December 14, 2016.

In December 2016, the Company completed a private placement pursuant to which is issued 11,111,111 units at a price of $0.09 per share for gross proceeds of $1,000,000. Each unit consists of one Class A common share of the Company and one half of one common share purchase warrant. Each whole warrant entitles the holder thereof to purchase one Class A common share at a price of $0.12 until December 15, 2018.

In December 2016, the Company completed a private placement pursuant to which it issued an aggregate of 7,576,922 flow-through shares at a price of $0.13 per share for gross proceeds of $985,000.

In December 2016, the Company issued 875,000 Class A common shares pursuant to an exercise of warrants at a price of $0.08 per share for gross proceeds of $70,000.

During the year ended December 31, 2016, the Company completed a diamond drilling program totalling 9,101 metres at the Scott Lake property. The 2016 program was highly successful and led independent firm Roscoe Postle Associates (RPA) to complete a resource estimate which was released to the public in accordance with NI 43-101 regulations on February 14, 2017, as follows:

Category	**Tonnes**	**%Cu**	**%Zn**	**g/t Au**	**g/t Ag**
Indicated	3,556,000	0.9	4.2	0.2	37
Inferred	14,032,000	0.8	3.5	0.2	22

Notes :

1. CIM definitions of Mineral Resources were applied.
2. Resources are reported with NSR cut-offs of 100$C/t for massive sulphide lenses, and 65$C/t for stringer zones.
3. Parameters used by RPA for NSR determination include
   a. Exchange rate of US$0.80=$C1.00, and
   b. The following metal prices:
      - copper: US$3.25/lb,
      - zinc : US$1.20/lb,
      - gold : US$1500/oz, et
      - silver : US$22/oz.

Increases in mineral resources relative to the previous estimate prepared by RPA and filed by Cogitore Resources ("Cogitore") in 2011 are attributable to the following factors:

- Discovery and inclusion of the Gap Lens discovered in June 2015;
- Inclusion of the historical Selco Lens;
- Additional drilling on the Scott Lake Stringer sulphide zone and West Lens done in 2012 (after 2011 Resource Estimate);
- Revised exchange rate (US$0.80:C$1.00 vs 1:1 exchange rate used in 2011). Stringer-type mineralization is particularly sensitive to a low Canadian dollar, smelter terms and commodity prices, especially for zinc.

Yorbeau management is most enthusiastic about the results of this new mineral resource estimate and considers this as a very important milestone for the project and the Company. With the remarkable positive drift in zinc price observed in the market since the summer of 2015, Company management considers the new resource estimate particularly timely and positive for the Company. The next step is to complete metallurgical testing and initiate a preliminary economic assessment to have a better idea of the commercial possibilities of the deposit.

On the Rouyn project, Kinross initiated a major drilling program in November of 2016 and have been working with two drill rigs on the Rouyn property since then. A total of 5,519 metres were drilled in 2016 and, as manager of the program, Kinross is planning to have completed a total of over 20,000 metres by the end of 2017. The drilling is all planned on the Astoria and Gamble Lake blocks.

The Company is continuing its evaluation of the other properties it acquired from Cogitore, as well as the properties acquired pursuant to the amalgamation with Cancor Mines Inc. ("Cancor") in order to optimize its future exploration activities.

Risk and uncertainties

The exploration for and development of mineral deposits may be affected in varying degrees by various factors such as government regulations, environmental risks and hazards, land use, dependence on key personnel and other risks normally encountered in the mining industry. The Company has numerous competitors with greater financial, technical and other resources.

The exploration, development and mining of the Company's properties may require substantial additional financing. The source of future funds available to the Company is through the sale of additional equity capital or joint venture and/or royalty financings. There is no assurance that such funding will be available to the Company. Failure to obtain sufficient financing may result in delaying or indefinite postponement of exploration, development or production on any or all of the Company's properties or even a loss of property interest.

Results of operations

Corporate

During the year ended December 31, 2016, the Company recorded a loss and comprehensive loss of $547,556 compared to $601,410 in the previous year. This represents a net loss of $0.01 per share. Revenue for the year totalled $93,064 (excluding a non-cash item related to flow-through shares) compared to $56,590 for the year ended December 31, 2015. Revenue consisted of: (i) an amount of $32,192 charged to Kinross, which represents $21,935 for rental of Yorbeau's offices/facilities in Rouyn and $10,257 for management services rendered by Yorbeau; (ii) an amount of $30,272 which represents the fees charged to Goldstar Minerals Inc. for management services rendered by Yorbeau; and (iii) an amount of $30,600, which represents the rental fee of $4,200 charged to 1948565 Ontario Inc. for storage of core on Yorbeau's property and the fee of $26,400 charged to IAMGOLD Corporation for the rental of Yorbeau's drill handling facility in Chibaugamau. Expenses for the year totalled $1,164,653 (excluding non-cash share-based payments, and amortization expense) compared to $914,476 (excluding non-cash share-based payments and amortization expense) for the year ended December 31, 2015. The administrative charges for the year, the details of which are set out in the table below, increased by $205,278 compared to the previous year mainly as a result of the cost of the Kinross transaction .

	2016 $	2015 $
Professional fees	148,569	240,230
Investor relations	101,576	58,768
Salaries	342,081	327,815
Cost of Kinross transaction	251,822	-
Miscellaneous	54,138	49,114
Rent	66,613	65,017
Insurance	11,882	12,707
Taxes, licenses, fees	2,074	19,826
Total	978,755	773,477

Mining properties and exploration and evaluation assets

As a result of a change in the provision for site restoration costs, mining properties have decreased by $336,875 to $3,840,538 as at December 31, 2016.

During the year, the Company incurred a total of $2,287,644 in exploration expenses (compared to $2,030,378 in the previous year), which were mainly spent on the Scott Lake property. The material components of the exploration expenses are the drilling costs in the amount of $1,283,037 and the salaries and consultant fees of geologists and technicians in the aggregate amount of $252,109.

As a result of the above-mentioned costs and exploration expenses, the mining properties and exploration and evaluation assets of the Company increased to $20,085,274 as at December 31, 2016 (compared to $17,798,708 as at December 31, 2015) of which $16,067,453 represents the net book value of the Rouyn property, $3,663,301 represents the net book value of the properties acquired from Cogitore, $130,793 represents the net book value of the Kistabiche property and $223,727 represents the net book value of the Beschefer property.

Selected Annual Information

The following table sets forth selected annual information for each of the three most recently completed years:

	2016	2015	2014
Revenue	$93,064	$56,590	$125,731
Other income related to flow-through shares	$579,881	$358,193	Nil
Total revenue	$672,945	$414,783	$125,731
Loss and comprehensive loss	$(547,556)	$(601,410)	$(1,519,799)
Net loss per share, basic and diluted	$(0.01)	$(0.01)	$(0.01)
Total assets	$26,075,376	$22,893,935	20,985,647
Total long term liabilities	$279,000	$615,875	$615,875

Summary of quarterly results

The following table sets forth selected quarterly financial information for each of the eight most recently completed quarters:

Quarter ending	Revenue	Net loss	Net loss per share, basic and diluted
December 31, 2016	$225,117	$(211,263)	$(0.01)
September 30, 2016	$129,055	$(95,672)	$(0.01)
June 30, 2016	$159,611	$(199,502)	$(0.01)
March 31, 2016	$160,230	$(41,119)	$(0.01)
December 31, 2015	$123,546	$(100,771)	$(0.01)
September 30, 2015	$ 97,542	$(125,742)	$(0.01)
June 30, 2015	$111,504	$(209,867)	$(0.01)
March 31, 2015	$ 93,939	$(165,030)	$(0.01)

Liquidity

The Company finances its operations mainly through the sale of its shares. The Company also considers other financing alternatives, such as joint venture and/or royalty financings.

During the year, the Company completed five private placements, as described under the "General" section, whereby it issued a total of 25,445,970 flow-through shares at prices ranging between $0.105-$0.13 for gross proceeds of $3,066,250 and 23,253,970 common shares at prices ranging between $0.07-$0.09 for gross proceeds of $1,850,000.

The Company also issued 875,000 common shares, pursuant to an exercise of warrants, at a price of $0.08 per share for gross proceeds of $70,000.

As at December 31, 2016, the Company had cash and cash equivalents of $1,375,590 compared to $341,774 as at December 31, 2015. Working capital as at December 31, 2016 was $836,966 compared to $(196,970) as at December 31, 2015.

The Company will need $1,000,000 to fund its 2017 corporate expenses and approximately $600,000 to fund its 2017 exploration expenses. The Company plans to complete a financing in the second or third quarter of 2017.

Capital Resources

As described above under the headings "General" and "Liquidity", the Company carried out equity financings during 2016 which generated aggregate gross proceeds of $4,916,250. Furthermore, the Company generated gross proceeds of $70,000 pursuant to an exercise of warrants.

The Company is committed to incur eligible exploration and evaluation expenses of $3,066,250 by December 31, 2017 related to its flow-through share financings completed in 2016. As at December 31, 2016, the Company has incurred $1,673,840 of eligible expenses. The Company was also committed to incur eligible exploration and evaluation expenses of $1,150,000 by December 31, 2016 related to its flow-through share financings completed in 2015. As at December 31, 2016, the Company had incurred $1,150,000 of such eligible expenses.

There is no guarantee that the funds spent by the Company in the future will qualify as Canadian exploration expenses, even if the Company has committed to take all the necessary measures for this purpose. Refusals of certain expenses by tax authorities could have negative tax consequences for investors. In such event, the Company will indemnify each flow-through share subscriber for the additional taxes payable by such subscriber as a result of the Company's failure to renounce the qualifying expenditures as agreed.

As at December 31, 2016, the Company has deposited with the Ministère de l'Énergie et des Ressources naturelles and the Commission de protection du territoire agricole amounts of $173,380 and $24,000 respectively in partial satisfaction of the financial guarantees required for the restoration costs of the Astoria and Augmitto sites on the Rouyn property. The Company estimates the total restoration costs for such sites, as required by the above-mentioned governmental authorities, to be approximately $255,000 and $24,000 respectively. In determining the estimated costs, the Company considered such factors as changes in laws and regulations and requirements under existing permits. Any future changes to the estimated restoration provisions as a result of amended laws, regulations and operating assumptions will be added to the cost of the related assets and could be significant.

Critical Accounting Estimates

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenues and expenses. Actual results may differ from these estimates.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements is included in Note 4 of the audited annual consolidated financial statements of the Company for the year ended December 31, 2016 and consists in the determination of capitalizable costs as exploration and evaluation assets relating to the acquisition of assets of Cancor and Cogitore as well as the recognition and measurement of refundable credits on mining duties.

Critical judgments in applying accounting policies relate to the accounting for the transaction with Cancor and Cogitore which was recorded as an asset acquisition since the assets acquired do not meet the definition of a business according to IFRS 3, *Business Combinations*.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year have been made in respect of the following:

- Recoverability of mining properties and exploration and evaluation assets;
- Assessment of refundable credit on mining duties and tax credits related to resources;
- Estimation of the provision for site restoration costs;
- Recoverability of income tax assets;
- Estimation of the fair value of the liability related to flow-through shares.

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

New accounting standards and amendments adopted

The following amendments have been applied in preparing the audited annual consolidated financial statements and did not have a significant impact on the financial statements:

Amendments to IAS 1

On December 18, 2014, the IASB issued amendments to IAS 1, *Presentation of Financial Statements* as part of its major initiative to improve presentation and disclosure in financial reports (the “Disclosure Initiative”).

Future Accounting Standards

The following new standards have been issued but are not yet applicable to the Company:

IFRS 9, *Financial Instruments*

On July 24, 2014, the IASB issued the complete IFRS 9 (IFRS 9 (2014)).

The mandatory effective date of IFRS 9 is for annual periods beginning on or after January 1, 2018 and must be applied retrospectively with some exemptions. Early adoption is permitted. The restatement of prior periods is not required and is only permitted if information is available without the use of hindsight.

IFRS 9 (2014) introduces new requirements for the classification and measurement of financial assets. Under IFRS 9 (2014), financial assets are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows.

The standard introduces additional changes relating to financial liabilities.

It also amends the impairment model by introducing a new “expected credit loss” model for calculation impairment.

IFRS 9 (2014) also includes a new general hedge accounting standard which aligns hedge accounting more closely with risk management. This new standard does not fundamentally change the types of hedging relationships or the requirement to measure and recognize ineffectiveness; however, it will provide more hedging strategies that are used for risk management to qualify for hedge accounting and introduce more judgment to assess the effectiveness of a hedging relationship.

Special transitional requirements have been set for the application of the new general hedging model.

The Company intends to adopt IFRS 9 (2014) in its consolidated financial statements for the annual period beginning on January 1, 2018. The Company has not yet assessed the impact of the adoption of this standard on its consolidated financial statements.

IFRS 15, *Revenue from Contracts with Customers*

On May 28, 2014, the IASB issued IFRS 15, *Revenue from Contracts with Customers*. The new standard is effective for annual periods beginning on or after January 1, 2018. Earlier application is permitted.

IFRS 15 will replace IAS 11, *Construction Contracts*, IAS 18, *Revenue*, IFRIC 13, *Customer Loyalty Programmes*, IFRIC 15, *Agreements for the Construction of Real Estate*, IFRIC 18, *Transfer of Assets from Customers*, and SIC 31, *Revenue – Barter Transactions Involving Advertising Services*.

The standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have been introduced, which may affect the amount and/or timing of revenue recognized.

The new standard applies to contracts with customers. It does not apply to insurance contracts, financial instruments or lease contracts, which fall in the scope of other IFRS.

The Company intends to adopt IFRS 15 in its consolidated financial statements for the annual period beginning on January 1, 2018. The extent of the impact of adoption of the standard has not yet been determined.

IFRS 16, *Leases*

On January 13, 2016 the IASB issued IFRS 16, *Leases*. The new standard is effective for annual periods beginning on or after January 1, 2019. Earlier application is permitted for entities that apply IFRS 15, *Revenue from Contracts with Customers* at or before the date of initial adoption of IFRS 16. IFRS 16 will replace IAS 17, *Leases*.

This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

This standard substantially carries forward the lessor accounting requirements of IAS 17, while requiring enhanced disclosures to be provided by lessors.

Other areas of the lease accounting model have been impacted, including the definition of a lease. Transitional provisions have been provided.

The Company intends to adopt IFRS 16 in its consolidated financial statements for the annual period beginning on January 1, 2019. The extent of the impact of adoption of the standard has not yet been determined.

Disclosure controls and procedures

The Chief Executive Officer and the Chief Financial Officer of the Company have evaluated the effectiveness of the Company’s disclosure controls and procedures as of the end of the year ended December 31, 2016. Based on that evaluation, the officers have concluded that as at that date, such disclosure controls and procedures are not effective as they contain a material weaknesses as further described in the section “Internal control over financial reporting”. These material weaknesses have the potential to result in a material misstatement in the Company’s financial statements, and should also be considered material weaknesses in its internal control over financial reporting. The management and board of directors have concluded and agreed that, taking into account the present stage of the Company’s development and the best interests of its shareholders, the Company’s operations do not have sufficient size and scale to warrant the hiring of additional staff to correct these weaknesses at this time.

Internal control over financial reporting

The Chief Executive Officer and the Chief Financial Officer of the Company have designed, or have caused to be designed under their supervision, internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS. The Chief Executive Officer and the Chief Financial Officer have evaluated the effectiveness of the Company's internal control over financial reporting as at December 31, 2016. Based on that evaluation, the officers have concluded that as at that date, such internal control over financial reporting is not effective as it contains the following material weaknesses:

- there is an inadequate segregation of duties;
- there is no formal process to identify a loss of value of the long-term assets; and
- there is no formal process to evaluate the provision for the site restoration.

The management and board of directors have concluded and agreed that, taking into account the present stage of the Company's development and the best interests of its shareholders, the Company's operations do not have sufficient size and scale to warrant the hiring of additional staff to correct these weaknesses with respect to the inadequate segregation of duties at this time.

Management is frequently in discussions with various third parties regarding its mining properties and possible joint ventures and other transactions. Accordingly, in spite of the lack of a formal process to assess any potential loss in valuation for long term assets, management believes that any important inaccuracy in valuation is unlikely due to information obtained from discussions with potential industry partners.

With regard to the lack of a formal process to evaluate provisions for site restoration, management believes that any important inaccuracy is unlikely as only two properties of the Company are subject to restoration work and an evaluation of the provision for site restoration of these two properties has recently been completed.

There has been no change in the Company's internal control over financial reporting that occurred during the year ending December 31, 2016 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

Disclosure of technical and scientific information

The qualified person under National Instrument 43-101 who reviews and approves the technical and scientific information disclosed in the press releases and other continuous disclosure documents of the Company is Gérald Riverin, Ph.D., P. Geo.

Transactions with related parties

David Crevier, a former director and officer of the Company, is a partner of Colby Monet L.L.P., a law firm which has rendered legal services to the Company in an amount of $106,220 for the year ended December 31, 2016.

As partial consideration for the acquisition of one mining lease and 12 mining claims which now form part of the Rouyn property, the Company agreed to pay to Société Minière Alta Inc. ("Alta"), by agreement dated July 14, 1997, a royalty of $50,000 per year. The royalty payments are accounted for in the consolidated statement of comprehensive loss because such payments will never be recovered. G. Bodnar jr., an officer and director of the Company, is the sole shareholder of Alta. In addition, an amount of $12,500, included in prepaid expenses, was advanced for the first quarter of 2017 due in January.

G. Bodnar Jr., a director and officer of the Company, rendered investor relations services to the Company in the amount of $20,000 for the year ended December 31, 2016.

Financial Instruments

Financial instruments used by the Company consist of cash and cash equivalents, temporary investments, other receivables, in-trust deposits and accounts payable and accrued liabilities. Cash and cash equivalents are invested in short-term highly liquid investments with maturities of three months or less and are used for working capital and any other corporate purposes.

Outstanding Share Data

The authorized share capital of the Company consists of an unlimited number of Class A common shares of which 293,253,299 were issued and outstanding as at March 30, 2017. As of such date, the Company also had outstanding options to purchase a total of 9,525,000 shares at prices ranging from $0.10 to $0.27 per share and warrants to purchase a total of 11,626,982 shares at prices ranging from $0.10 to $0.12 per share.

Additional information

Additional information on the Company is available on SEDAR at www.sedar.com.