

**Management's Discussion and Analysis  
For West Melville Metals Inc. ("West Melville" or "WM" or "the Company")**

Containing information up to and including November 27, 2015.

The following interim Management's Discussion and Analysis ("MD&A") should be read in conjunction with the Company's unaudited financial statements and related notes for the three and nine months ended September 30, 2015 and audited financial statements and related notes for the year ended December 31, 2014 which have been prepared in accordance with International Financial Reporting Standards. All figures are presented in Canadian dollars, unless otherwise indicated.

**Forward Looking Statements**

This MD&A provides management's analysis of West Melville's historical financial and operating results and provides estimates of West Melville's future financial and operating performance based on information currently available. Actual results will vary from estimates and the variances may be significant. Readers should be aware that historical results are not necessarily indicative of future performance.

Certain information set forth in this MD&A, including management's assessments of the Company's future plans and operations, contains forward-looking statements. By their nature, forward-looking statements are subject to numerous risks and uncertainties, some of which are beyond the Company's control, including the impact of general economic conditions, industry conditions, volatility of commodity prices, currency fluctuations, imprecision of resource and reserve estimates, environmental risks, competition from other industry participants, the lack of availability of qualified personnel or management, stock market volatility and ability to access sufficient capital from internal and external sources. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be inaccurate and, as such, undue reliance should not be placed on forward-looking statements. The Company's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur or, if any of them do so, what benefits the Company will derive therefrom. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.

**Overview**

West Melville is an exploration stage company involved in the acquisition and exploration of resource properties. The Company is evaluating the economic potential of a deposit of iron, titanium and vanadium in Greenland. The Company does not have any producing resource properties at this time. The Company is a reporting issuer in British Columbia, Alberta, and Ontario. The Company trades on the TSX Venture Exchange under the symbol WMM.

**Highlights**

***Exploration Update – Summary***

During the nine months ended September 30, 2015, the Company did not conduct any significant exploration program on its property in Greenland, but incurred \$39,153 on exploration license fees and \$10,600 of laboratory work. The Company incurred project evaluation expenses of \$9,710 to assess potential new projects. As the Company has not yet acquired the legal rights to explore any of these potential new projects, project evaluation costs have been expensed as incurred.

### ***Financing and Corporate***

Due to the ongoing challenging markets, the Company is continuing to minimize operating expenses to conserve capital. The Company is seeking financing opportunities to further exploration activities when market conditions improve.

On May 25, 2015, the Company consolidated the Company's issued and outstanding common shares at a ratio of one new share for ten old shares. The Company previously had 52,605,451 common shares outstanding and after the consolidation of its share capital had 5,260,545 outstanding. The Company undertook this consolidation of its capital to facilitate future financings.

### **Results of Operations**

West Melville is an exploration stage enterprise and exploring its mineral interest in Greenland with the objective of identifying economically recoverable reserves and bringing the property to the extraction and processing stage. Exploration expenditures on which the Company has acquired mineral rights are capitalized in accordance with the Company's accounting policies and losses are incurred as a result of administrative and project evaluation expenses relating to the operation of the Company's business.

The key performance driver for the Company is the acquisition and exploration of prospective mineral properties.

At this time, the Company is not anticipating profit from operations in the near future as the Company is still in the process of determining whether the property being explored has economically recoverable mineral reserves. Unless the Company is able to realize profits from the production and marketing of commodities from the property in which it is exploring, the Company will report annual losses and will rely on its ability to obtain equity or debt financing to fund on-going operations.

Additional financing will be required for new exploration and promotional initiatives. Due to the inherent nature of the junior mineral exploration industry, the Company will have a continuous need to secure additional funds through the issuance of equity or debt in order to support its corporate and exploration activities.

### **Financial Summary for the Three and Nine Months Ended September 30, 2015**

The Company is an exploration stage company and engages principally in the acquisition, exploration and development of resource properties. The Company capitalizes all acquisition and exploration costs on which the Company has acquired mineral rights until the property to which those costs are related is placed into production, sold, or abandoned. The decision to abandon a property is largely determined from exploration results and the amount and timing of the Company's write-offs of capitalized exploration and evaluation assets will vary in a fiscal period from one year to the next and typically cannot be predicted in advance. During the nine months ended September 30, 2015, a total of \$49,753 of exploration and evaluation expenditures was capitalized. Capitalized exploration and evaluation assets increased from \$2,686,317 as at December 31, 2014 to \$2,736,070 as at September 30, 2015. Details of the cost break-down are contained in note 4 of the condensed consolidated interim financial statements.

The Company's net loss for the nine months ended September 30, 2015 totalled \$102,388 or \$0.02 per share. Total assets decreased from \$2,788,174 at December 31, 2014 to \$2,775,235 at September 30, 2015. The Company's cash decreased from \$59,604 at December 31, 2014 to \$18,570 at September 30, 2015.

***Nine Months Ended September 30, 2015***

The net loss for the nine months ended September 30, 2015 was \$102,388 as compared to \$228,755 in the same period in the preceding year.

Operating expenses for the nine months ended September 30, 2015 totalled \$81,502 (2014 - \$229,144).

Overall operating expenditures are down compared to the previous year as current market conditions and the Company's current financial position has required management to reduce expenses until market circumstances improve.

Significant operating expenditures are as follows:

	Note	Nine months Ended September 30		Increase (decrease)	
		2015	2014	\$	%
Accretion expense		\$ 1,085	\$ -	1,085	100
Advertising and promotion		3,245	9,283	(6,038)	(65)
Consulting		400	-	400	100
Corporate listing and filing fees		23,912	21,194	2,718	13
Depreciation		4,977	8,171	(3,194)	(39)
Interest expense		964	280	684	244
Office and administration		5,124	9,592	(4,468)	(47)
Personnel	1	10,828	65,146	(54,318)	(83)
Project evaluation	2	9,710	63,778	(54,068)	(85)
Professional fees	3	21,690	38,397	(16,707)	(44)
Rent		(2,742)	5,997	(8,739)	(146)
Travel and conferences		2,309	7,586	(5,277)	(70)
		<b>81,502</b>	229,424	(147,922)	(64)
Other (income) expenses					
Interest income		(57)	(669)	612	(91)
Write-off of equipment	4	20,943	-	20,943	100
Loss for the period		<b>\$ 102,388</b>	\$ 228,755	(126,367)	(55)
Unrealized gain from marketable securities		(6,623)	-	(6,623)	(100)
Comprehensive loss for the period		<b>\$ 95,765</b>	\$ 228,755	(132,990)	(58)

Notes:

1. Personnel expenses have decreased as the Company is focusing on cost saving measures.
2. Expenditures relate to evaluation of new potential projects which the Company has not acquired the legal rights to explore. Therefore, the costs have been expensed in the period. Due to cost saving measures, very few new project evaluation costs have been incurred.
3. Due to current market conditions and less activity, the Company has reduced legal and accounting expenditures.
4. The Company wrote off all its equipment during the nine months ended September 30, 2015.

***Three Months Ended September 30, 2015***

The net loss for the three month period ended September 30, 2015 was \$9,007 as compared to \$42,849 in the same period in the preceding year.

Operating expenses for the three months ended September 30, 2015 totalled \$9,007 (2014 - \$42,849).

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Overall operating expenditures are down compared to the previous year as current market conditions and the Company's current financial position has required management to reduce expenses until market circumstances improve.

Significant operating expenditures are as follows:

	Note	Three months Ended September 30		Increase (decrease)	
		2015	2014	\$	%
Accretion expense		\$ 1,085	\$ -	1,085	100
Advertising and promotion		897	2,330	(1,433)	(62)
Corporate listing and filing fees	1	3,440	9,706	(6,266)	(65)
Depreciation		-	2,724	(2,724)	(100)
Interest expense		821	-	821	100
Office and administration		1,264	3,322	(2,058)	(62)
Personnel	2	1,500	20,367	(18,867)	(93)
Professional fees		-	1,250	(1,250)	(100)
Rent		-	1,938	(1,938)	(100)
Travel and conferences		-	1,212	(1,212)	(100)
		<b>9,007</b>	<b>42,849</b>	<b>(33,842)</b>	<b>(79)</b>
Other (income) expenses					
Interest income		-	(185)	185	(100)
Loss for the period		<b>\$ 9,007</b>	<b>\$ 42,664</b>	<b>(33,657)</b>	<b>(79)</b>
Unrealized gain from marketable securities	3	(6,623)	-	(6,623)	(100)
Comprehensive loss for the period		<b>\$ 2,384</b>	<b>\$ 42,664</b>	<b>(40,280)</b>	<b>(94)</b>

Notes:

1. Corporate listing and filing fees have decreased due to the fact that the Company incurred higher fees during the three months ended September 30, 2014 for a private placement.
2. Personnel expenses have decreased as the Company is focusing on cost saving measures.
3. Unrealized gain from marketable securities increased to \$6,623 due to the increase in the trading price of the marketable securities from the date the shares were received to September 30, 2015.

## Summary of Quarterly Results

Quarterly results fluctuate depending on the timing of the granting and vesting of stock options and the incurrence of project evaluation expenses and write-off of exploration and evaluation assets.

The following table summarizes selected financial data reported by the Company for the quarter ended September 30, 2015 and the previous seven quarters.

	Sep 30, 2015	Jun 30, 2015	Mar 31, 2015	Dec 31, 2014*	Sep 30, 2014	Jun 30, 2014	Mar 31, 2014	Dec 31, 2013
Current assets	\$39,165	\$18,384	\$25,107	\$75,937	\$162,317	\$30,846	\$124,063	\$203,312
Exploration and evaluation assets	2,736,070	2,719,689	2,719,459	2,686,317	5,621,998	5,556,355	5,523,268	5,486,763
Total assets	2,775,235	2,738,073	2,767,997	2,788,174	5,812,959	5,618,569	5,681,422	5,726,890
Current liabilities	99,917	69,518	65,107	26,238	20,621	83,567	60,594	27,797
Share capital	9,832,270	9,832,270	9,832,270	9,832,270	9,719,503	9,536,182	9,536,182	9,514,182
Net loss	(9,007)	(34,335)	(59,046)	(3,052,163)	(42,664)	(85,826)	(100,265)	(103,290)
Comprehensive loss	(2,684)	(34,335)	(59,046)	(3,052,163)	(42,664)	(85,826)	(100,265)	(103,290)
Basic loss per share	\$ (0.01)	\$ (0.01)	\$ (0.01)	\$ (0.58)	\$ (0.01)	\$ (0.02)	\$ (0.02)	\$ (0.01)
Weighted avg. shares	5,260,545	5,260,545	5,260,545	5,260,545	5,030,965	4,648,085	4,638,085	4,628,085

\*The net loss in the December 31, 2014 quarter was mainly due to the write-off of properties in that period.

## Liquidity and Capital Resources

### *Nine months ended September 30, 2015*

Cash decreased by \$41,034 during the nine months September 30, 2015 from \$59,604 at December 31, 2014 to \$18,570 at September 30, 2015.

Cash utilized in operating activities during the nine months ended September 30, 2015 was \$51,281 (2014 - \$228,297).

Cash utilized in investing activities during the nine months ended September 30, 2015 totalled \$49,753 (2014 - \$113,757). The investing activities were for exploration and evaluation expenditures.

Cash received in financing activities during the nine months ended September 30, 2015 was \$60,000 (2014 - \$300,000). During the nine months ended September 30, 2015, the Company received \$60,000 of convertible loans. During the nine months ended September 30, 2014, the Company completed private placements for net proceeds of \$300,000.

At September 30, 2015, the Company's investment in exploration and evaluation assets aggregated \$2,736,070 (December 31, 2014 - \$2,686,317), and equipment, net of amortization, was \$nil (December 31, 2014 - \$25,920).

At September 30, 2015, share capital of \$9,832,270 comprised of 5,260,545 issued and outstanding common shares (December 31, 2014 - \$9,832,270 comprising 5,260,545 shares

outstanding). Reserves, which arises from the recognition of the estimated fair value of stock options, the issuance of common share purchase warrants and the equity component of convertible loans were \$2,031,558 (December 31, 2014 – \$2,022,411). As a result of the net loss for the nine months ended September 30, 2015 of \$102,388 (year ended December 31, 2014 – \$3,280,918), the deficit at September 30, 2015 increased to \$9,195,133 from \$9,092,745 at December 31, 2014. Accordingly, shareholders' equity was \$2,668,695 as at September 30, 2015 compared to \$2,761,936 at December 31, 2014.

At present, the Company's operations do not generate cash inflows and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control. See "Risks and Uncertainties".

In order to finance the Company's future exploration programs and to cover administrative and overhead expenses, the Company intends to raise money through the sale of equity instruments and may consider the optioning of its mineral property interests. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, and the experience and calibre of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the long term, but recognizes there will be risks involved that may be beyond their control.

## **Subsequent Event**

On November 18, 2015, the Company cancelled 524,000 of its outstanding stock options.

## **Exploration Update**

### ***Greenland Agreement***

The Isortoq Property is located in south Greenland, approximately 100 kilometres west of the Narsarsuaq International Airport, and consists of four licenses issued by the Greenland Bureau of Minerals and Petroleum (the "Licenses"). The Isortoq Property contains a mineralized geological feature that is being evaluated for its potential to host an economic deposit of iron, titanium and vanadium.

Pursuant to the Greenland Agreement, Hunter Minerals Pty Ltd. ("HMP"), an arm's length foreign entity, agreed to sell to the Company, and the Company agreed to purchase the Isortoq Property.

On June 20, 2014, the Company and HMP executed an amending deed to the Greenland Agreement whereupon signing, the USD \$1.4 million final payment as well as a previously agreed Royalty Agreement were cancelled.

The project area was reduced by 109 square kilometers by dropping license EL#2012-35 in 2013. No field work was conducted on the Isortoq Property during the nine months ended September 30, 2015, but an initial phase of metallurgical work was completed at the CSIRO in Perth, Australia. Five separate leach tests were conducted using three different acid systems in order to establish the leaching characteristics of the Isortoq concentrate. Summary highlights of the results include:

- A simple beneficiation process yields a clean, high grade concentrate grading 50.2% Fe; 20.9% TiO<sub>2</sub> and 0.34% V<sub>2</sub>O<sub>5</sub>.
- The best leaching results were achieved in the hydrochloric acid system, with separation of iron and vanadium from titanium (titanium remains in the leach residue)

- Leach efficiency of >95% for vanadium and >80% for iron, with >95% of extraction occurring within 30 minutes.

On February 6, 2015 the Mineral License and Safety Authority of Greenland approved the legal transfer of Exploration Licenses 2009/15 and 2009/35 from HMP to West Melville. The Company owns 100% of the Isortoq Property clear of any third party royalties.

## **Risks and Uncertainties**

### ***Exploration Stage Company***

West Melville is engaged in the business of acquiring and exploring mineral properties with the desire of locating and developing economic deposits of minerals. All of its properties are in the early stages of exploration and are without known deposits of iron ore. Development of West Melville's properties will only follow upon obtaining satisfactory exploration results. There can be no assurance that West Melville's existing or future exploration programs will result in the discovery of commercially viable mineral deposits. Further, there can be no assurance that even if an economic deposit of minerals is located, it can be commercially mined.

### ***Mineral Exploration and Development***

The exploration and development of minerals is highly speculative in nature and involves a high degree of financial and other risks over a significant period of time which even a combination of careful evaluation, experience and knowledge may not eliminate. While discovery of a mineral deposit or ore body may result in significant rewards, few properties which are explored are ultimately developed into producing mines. Substantial expenses are required to establish ore reserves by drilling, sampling and other techniques and to design and construct mining and processing facilities. Whether a mineral deposit will be commercially viable depends on a number of factors, including the particular attributes of the deposit (i.e. size, grade, access and proximity to infrastructure), financing costs, the cyclical nature of commodity prices and government regulations (including those relating to prices, taxes, currency controls, royalties, land tenure, land use, importing and exporting of minerals, and environmental protection). The effect of these factors or a combination thereof cannot be accurately predicted but could have an adverse impact on West Melville.

### ***Mining Operations and Insurance***

Mining operations generally involve a high degree of risk. West Melville's operations are subject to all of the hazards and risks normally encountered in mineral exploration and development. Such risks include unusual and unexpected geological formations, seismic activity, rock bursts, cave-ins, flowing and other conditions involved in the drilling and removal of material, environmental hazards, industrial accidents, and periodic interruptions due to adverse weather conditions, labour disputes, and political unrest. The occurrence of any of the foregoing could result in damage to, or destruction of, mineral properties or interests, production facilities, personal injury, damage to life or property, environmental damage, delays or interruption of operations, increases in costs, monetary losses, legal liability and adverse government action. West Melville does not currently carry insurance against these risks and there is no assurance that such insurance will be available in the future, or if available, at economically feasible premiums or acceptable terms. The potential costs associated with liabilities not covered by insurance or excess insurance coverage may cause substantial delays and require significant capital outlays.

### ***No Operating History and Financial Resources***

West Melville has not achieved profitable operations and has no operating revenues and is unlikely to generate any in the foreseeable future. It anticipates obtaining sufficient financing to cover its projected funding requirements for the ensuing year. If its exploration program is successful, additional funds will be required for further exploration to prove economic deposits

and to bring such deposits to production. Additional funds will also be required for West Melville to acquire and explore other mineral interests. West Melville has limited financial resources and there is no assurance that sufficient additional funding will be available to fulfill its obligations or for further exploration and development, on acceptable terms or at all. Failure to obtain additional funding on a timely basis could result in delay or indefinite postponement of further exploration and development and could cause West Melville to forfeit its interests in some or all of its properties or to reduce or terminate its operations.

### ***Government Regulation***

The current or future operations of West Melville, including exploration and development activities and the commencement and continuation of commercial production, require licenses, permits or other approvals from various foreign federal, provincial and local governmental authorities and such operations are or will be governed by laws and regulations relating to prospecting, development, mining, production, exports, taxes, labour standards, occupational health and safety, waste disposal, toxic substances, land use, water use, environmental protection, land claims of indigenous people and other matters. There can be no assurance, however, that West Melville will obtain on reasonable terms, or at all, the permits and approvals, and the renewals thereof, which it may require for the conduct of its current or future operations or that compliance with applicable laws, regulations, permits and approvals will not have an adverse effect on any mining project which West Melville may undertake. Possible future environmental and mineral tax legislation, regulations and actions could cause additional expense, capital expenditures, restrictions and delays to West Melville's planned exploration and operations, the extent of which cannot be predicted.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions there under, 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.

### ***Competition***

The mineral exploration and mining business is competitive in all of its phases. West Melville will compete with numerous other companies and individuals, including competitors with greater financial, technical and other resources, in the search for and the acquisition of attractive mineral properties. West Melville's ability to acquire properties in the future will depend not only on its ability to develop its present properties, but also on its ability to select and acquire suitable prospects for mineral exploration or development. There is no assurance that West Melville will be able to compete successfully with others in acquiring such prospects.

### ***Title to Property***

West Melville has taken precautions to ensure that legal title to its property interests are properly recorded. There can be no assurance that West Melville will be able to secure the grant or the renewal of exploration permits or other tenures on terms satisfactory to it, or that governments in the jurisdictions in which the properties are situated will not revoke or significantly alter such permits or other tenures or that such permits and tenures will not be challenged or impugned. Third parties may have valid claims underlying portions of West Melville's interests and the permits or tenures may be subject to prior unregistered agreements or transfers or native land claims and title may be affected by undetected defects. If a title defect exists, it is possible that West Melville may lose all or part of its interest in the properties to which such defects relate.



### ***Environmental Risks and Hazards***

All phases of West Melville's operations will be subject to environmental regulation in the jurisdictions in which it intends to operate. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation, provide for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry activities and operations. They also set forth limitations on the generation, transportation, storage and disposal of hazardous waste. A breach of such regulation may result in the imposition of fines and penalties. In addition, certain types of mining operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the viability or profitability of operations. Environmental hazards may exist on the properties in which West Melville holds interests or on properties that will be acquired which are unknown to West Melville at present and which have been caused by previous or existing owners or operators of the properties.

### ***Commodity Prices***

The price of West Melville's securities, its financial results and exploration, development and mining activities may in the future be significantly adversely affected by declines in the price of base metals. Base metals prices fluctuate widely and are affected by numerous factors beyond West Melville's control such as the sale or purchase of precious or base metals by various dealers, central banks and financial institutions, interest rates, exchange rates, inflation or deflation, currency exchange fluctuation, global and regional supply and demand; production and consumption patterns, speculative activities, increased production due to improved mining and production methods, government regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals, environmental protection and international political and economic trends, conditions and events. The price of base metals has fluctuated widely in recent years, and future serious price declines could cause continued development of West Melville's properties to be impracticable.

Further, reserve calculations and life-of-mine plans using significantly lower precious or base minerals prices could result in material write-downs of West Melville's investment in mining properties and increased amortization, reclamation and closure charges.

In addition to adversely affecting reserve estimates and its financial condition, declining commodity prices can impact operations by requiring a reassessment of the feasibility of a particular project. Such a reassessment may be the result of a management decision or may be required under financing arrangements related to a particular project. Even if the project is ultimately determined to be economically viable, the need to conduct such a reassessment may cause substantial delays or may interrupt operations until the reassessment can be completed.

### ***Price Volatility and Lack of Active Market***

In recent years, the securities markets in Canada and elsewhere have experienced a high level of price and volume volatility, and the market prices of securities of many public companies have experienced significant fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. It may be anticipated that any quoted market for West Melville's securities will be subject to such market trends and that the value of such securities may be affected accordingly.

### ***Key Executives***

West Melville will be dependent on the services of key executives and a small number of highly skilled and experienced consultants and personnel, whose contributions to the immediate future

operations of West Melville are likely to be of importance. Locating mineral deposits depends on a number of factors, not the least of which is the technical skill of the exploration personnel involved. Due to the relatively small size of West Melville, the loss of these persons or West Melville's inability to attract and retain additional highly skilled employees or consultants may adversely affect its business and future operations. West Melville does not currently carry any keyman life insurance on any of its executives. The directors and certain officers of West Melville will devote part of their time to the affairs of West Melville.

### ***Potential Conflicts of Interest***

Certain directors and officers of the Company are, and may continue to be, involved in the mining and mineral exploration industry through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of the Company. Situations may arise in connection with potential acquisitions in investments where the other interests of these directors and officers may conflict with the interests of the Company. Directors and officers of the Company with conflicts of interest will be subject to and will follow the procedures set out in applicable corporate and securities legislation, regulation, rules and policies.

### ***Dividends***

West Melville has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and development. Any future determination to pay dividends will be at the discretion of the Board of Directors of West Melville and will depend on West Melville's financial condition, results of operations, capital requirements and such other factors as the Board of Directors of West Melville deem relevant.

### ***Nature of the Securities***

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

### **Proposed Transactions**

There are no proposed transactions that should be disclosed.

### **Additional Disclosure for Venture Issuers without Significant Revenue**

Additional disclosure concerning West Melville's general and administrative expenses and exploration and evaluation assets is provided in the Company's Condensed Consolidated Statement of Comprehensive Loss and note 4 in its condensed consolidated interim financial statements for the three and nine months ended ending September 30, 2015 that is available on West Melville's website at [www.westmelville.com](http://www.westmelville.com) or on its SEDAR Page Site accessed through [www.sedar.com](http://www.sedar.com).

## Outstanding Share Data

West Melville's authorized capital is unlimited common shares without par value. As at November 27, 2015, the following common shares, options and share purchase warrants were outstanding:

	# of Shares	Exercise Price	Expiry Date
Issued and Outstanding Common Shares	5,260,545		
Employee Stock Options	-	\$ 5.00	February 23, 2022
	-	\$ 0.50	December 3, 2019
Share Purchase Warrants	500,460	\$ 1.50	July 29, 2017
	100,780	\$ 5.00	August 3, 2017
	112,000	\$ 1.50	August 28, 2017
Fully Diluted at August 19, 2015	<b>5,973,785</b>		

### ***Escrowed Securities and Resale Restrictions***

Under the applicable policies of the Canadian Securities Administrators and the Exchange, the common shares issued are subject to either escrow agreements or resale restrictions.

Pursuant to an escrow agreement dated February 22, 2012, the Company's directors and executive officers and certain other shareholders (collectively the "Principals") agreed to deposit in escrow the 1,035,380 common shares held by them prior to the IPO date of July 23, 2012. The escrow agreement provides that the escrowed common shares will be released from escrow as to 70% on the date which is two years from the date of listing on the TSX Venture Exchange being July 23, 2012 ("Listing Date") and the remaining securities in equal blocks of 15% at six month intervals thereafter. In addition to the common shares deposited in escrow prior to the IPO, 100,780 Units issued subsequent to the IPO as part of the acquisition of the Isortoq property in Greenland are subject to the same escrow terms. As of September 30, 2015, nil common shares (December 31, 2014 – 340,848 common shares) remained in escrow in accordance with the escrow agreement.

In addition to the hold period described above, the 1,175,000 common shares held by non-Principals are subject to resale restrictions in accordance with the policies of the Exchange, as follows: 224,500 are subject to a three year restriction with 10% released on the Listing Date and 15% every six months thereafter; 75,000 are subject to a two year restriction with 20% released on the Listing Date and 20% each six months thereafter; and 875,500 common shares subject to a four month hold period pursuant to which 20% will be released on the Listing Date and 20% each month thereafter. As of September 30, 2015, nil common shares (December 31, 2014 – 67,350 common shares) remained subject to the resale restrictions.

### **Off Balance Sheet Arrangements**

The Company does not utilize off balance sheet arrangements.

### **Contractual Obligations for the Next Five Years**

The Company has no contractual obligations over the next five years. The Company has cash and equity securities payments to make minimum cash expenditure commitments to meet with respect to acquiring the maximum possible ownership interests in our mineral properties, but all such payments and expenditures are optional. Failure to make the required expenditures and

payments under the terms of the Greenland acquisition agreement may result in a loss of the Company's acquisition rights. The Company has no material lease obligations.

## Transactions with Related Parties

### *Key management personnel compensation*

Key management personnel consist of the Company's directors and officers. In addition to management and consulting fees paid to these individuals, or companies controlled by these individuals, the Company provides non-cash benefits to an executive officer. The aggregate value of compensation with key management personnel for the nine months ended September 30, 2015 was \$31,138 (2014 - \$149,957) and was comprised of the following:

	Nine months ended September 30, 2015	Nine months ended September 30, 2014
Exploration expense – field work	\$ 10,600	\$ 144,954
Personnel	10,828	5,003
Project evaluation	9,710	-
	\$ 31,138	\$ 149,957

Related party transactions and balances not disclosed elsewhere in these financial statements are as follows:

The balance receivable from related parties at September 30, 2015 was \$nil (December 31, 2014 - \$11,038).

The balance payable to related parties at September 30, 2015 was \$14,333 (December 31, 2014 - \$2,137) and is included in accounts payable and accrued liabilities. These payables are unsecured, non-interest bearing and are expected to be repaid under normal trade terms.

During the nine months ended September 30, 2015, the Company received a total of \$20,000 in convertible loans from a company controlled by an officer of the Company.

The amounts charged to the Company for the services provided have been determined by negotiation among the parties and, in certain cases, are covered by signed agreements. These transactions were in the normal course of operations and were measured at the exchange value, which represented the amount of consideration established and agreed to by the related parties.

## Recent Developments and Outlook

The Company expects to obtain financing in the future primarily through further equity financing, as well as through joint venturing and/or the optioning of the Company's properties to qualified mineral exploration companies. There can be no assurance that the Company will succeed in obtaining additional financing, now or in the future. Failure to raise additional financing on a timely basis could cause the Company to suspend its operations and eventually to forfeit or sell its interest in its exploration and evaluation assets.

The Company's business objectives are to secure financing or to locate a strategic partner that will assist the Company in advancing its current property, the Isortoq Property, fund its general and administrative expenses for the ensuing year, and fund its working capital requirements.

## **Financial Instruments and Other Instruments**

### ***Overview***

The Company has exposure to credit risk, liquidity risk and market risk from its use of 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.

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

### ***Credit risk***

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and GST recoverable. Cash is held with a major Canadian financial institution and GST recoverable are from Government entities. Management is of the view that all amounts are fully collectible.

### ***Liquidity risk***

Liquidity risk is the risk that the Company will not be able to meet its financial obligations and commitments as they become due. The Company ensures that there is 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. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. Management believes that the Company has sufficient funds to meet its obligations as they become due or will be able to obtain financing as required to meet its obligations and commitments. Also see note 1 of the Company's financial statements for the nine months ended September 30, 2015.

### ***Market risk***

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates 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. The Company does not currently have any significant interest or equity price risk as it has no significant interest bearing financial instruments nor does it hold any investments in equities of another entity.

### ***Foreign currency risk***

In the normal course of business, the Company enters into transactions for the purchase of supplies and services and acquisition of mineral properties, denominated in a currency other than the functional currency of the Company. As a result, the Company is subject to foreign exchange risk from fluctuations in foreign exchange rates. The Company has not entered into any derivative or other financial instruments to mitigate this foreign exchange risk. The Company does not have any significant currency risks at September 30, 2015.

## **Approval**

The Board of Directors of West Melville has approved the disclosure contained in this interim MD&A. A copy of this interim MD&A will be provided to anyone upon request.

### **Additional Information**

Additional Information relating to West Melville is on SEDAR at [www.sedar.com](http://www.sedar.com) or by contacting:

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Attention: Rory Moore, Chief Executive Officer

/s/ "Rory Moore"  
Rory Moore  
Chief Executive Officer

/s/ "Vivien Chuang"  
Vivien Chuang  
Chief Financial Officer